The Prospectus is being displayed on the website of Megawide Construction Corporation to make the Prospectus accessible to more investors. The Philippine Stock Exchange, Inc. (the "PSE") assumes no responsibility for the correctness of any of the statements made or opinions or reports expressed in the Prospectus. Furthermore, the PSE makes no representation as to the completeness of the Prospectus and disclaims any liability whatsoever for any loss arising from or in reliance in whole or in part on the contents of the Prospectus.

MEGAWIDE CONSTRUCTION CORPORATION

20 N. Domingo Street, Brgy. Valencia,
Quezon City, Metro Manila
Telephone No. +63 2 8655 1111

**Prospectus relating to the
Primary Offer in the Philippines of 30,000,000
Cumulative, Non-Voting, Non-Participating, Non-Convertible,
Redeemable (Non-Reissuable), Perpetual
Series 6 Preferred Shares
with an Oversubscription Option of up to
30,000,000 Non-Voting Perpetual Series 6 Preferred Shares
Consisting of
Series 6A Preferred Shares ("MWP6A")
with an Initial Dividend Rate of 7.6283%
Series 6B Preferred Shares ("MWP6B")
with an Initial Dividend Rate of 7.9606%
Series 6C Preferred Shares ("MWP6C")
with an Initial Dividend Rate of 8.2993%
at an Offer Price of ₱100.00 per Series 6 Preferred Share
to be listed and traded on the
Main Board of The Philippine Stock Exchange, Inc.**

Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners

PNB Capital | RCBC Capital Corporation | SECURITY BANK CAPITAL A Subsidiary of Security Bank

Selling Agents

Trading Participants of The Philippine Stock Exchange, Inc.

THE SECURITIES AND EXCHANGE COMMISSION HAS NOT APPROVED THESE SECURITIES OR DETERMINED IF THIS PROSPECTUS IS ACCURATE OR COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE AND SHOULD BE REPORTED IMMEDIATELY TO THE SECURITIES AND EXCHANGE COMMISSION.

This Prospectus is dated March 21, 2025.

MEGAWIDE CONSTRUCTION CORPORATION
20 N. DOMINGO STREET, BRGY. VALENCIA,
QUEZON CITY, METRO MANILA
Telephone No. +63 2 8655 1111
http://www.megawide.com.ph/

This Prospectus relates to the offer and sale of up to 60,000,000 cumulative, non- voting, non-participating, non-convertible, redeemable (non-reissuable), perpetual preferred shares with a par value of One Peso (₱1.00) per share (the "**Series 6 Preferred Shares**", "**Offer Shares**" or "**Shares**") of Megawide Construction Corporation ("**Megawide**" or "**MWIDE**" or the "**Company**" or the "**Issuer**"), a corporation incorporated and existing under Philippine laws (the "**Offer**"). The Offer is for a total of up to 60,000,000 Series 6 Preferred Shares with a base offer of 30,000,000 Series 6 Preferred Shares (the "**Firm Shares**") to be issued in three (3) subseries: Series 6A Preferred Shares, Series 6B Preferred Shares and Series 6C Preferred Shares. In the event of an oversubscription, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners with the consent of the Company, reserve the right but not the obligation to increase the size of the Offer by up to an additional 30,000,000 Series 6 Preferred Shares (the "**Oversubscription Option**", and the Series 6 Preferred Shares pertaining to such option, the "**Oversubscription Option Shares**"), subject to the registration requirements of the Securities and Exchange Commission ("**SEC**"). The Offer Shares are to be issued at a subscription price of ₱100.00 per share (the "**Offer Price**"). The Offer Shares will be issued by the Company from its 60,000,000 unissued cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable), perpetual Series 6 Preferred Shares.

The distribution and sale of the Series 6 Preferred Shares shall be made solely in the Philippines through PNB Capital and Investment Corporation ("**PNB Capital**"), RCBC Capital Corporation ("**RCBC Capital**"), Security Bank Capital Investment Corporation ("**Security Bank Capital**"), each a "**Joint Issue Manager, Joint Lead Underwriter and Joint Bookrunner**", and together, the "**Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners**") and the Selling Agents named herein who shall sell and distribute the Series 6 Preferred Shares to third party buyers/investors at the Offer Price.

In the event that Oversubscription Option is exercised, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners, in consultation with the Issuer, have the discretion to allocate the Oversubscription Option Shares in either Series 6A Preferred Shares, Series 6B Preferred Shares or Series 6C Preferred Shares at the end of the Offer Period based on actual demand.

The Series 6 Preferred Shares will be listed on the Main Board of the Philippine Stock Exchange, Inc. ("**PSE**") on April 14, 2025, (the "**Listing Date**") under the trading symbols "**MWP6A**" for the Series 6A Preferred Shares, "**MWP6B**" for the Series 6B Preferred Shares and "**MWP6C**" for the Series 6C Preferred Shares.

On October 25, 2024, the Company's Board of Directors approved the increase in the authorized capital stock of the Company from Five Billion One Hundred Sixteen Million Pesos (Php5,116,000,000.00) divided into Four Billion Nine Hundred Thirty Million (4,930,000,000) common shares with par value of One Peso (Php1.00) per share and One Hundred Eighty Six Million (186,000,000) cumulative, non-voting, non-participating, non-convertible, perpetual preferred shares with par value of One Peso (Php1.00) per share, to Five Billion One Hundred Eighty Million Pesos (Php5,180,000,000.00) divided into Four Billion Nine Hundred Thirty Million (4,930,000,000) common shares with par value of One Peso (Php1.00) per share and Two Hundred Fifty Million (250,000,000) cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable), perpetual preferred shares with par value of One Peso (Php1.00) per share.

The foregoing resolution was approved and ratified by the affirmative vote of stockholders owning at least 2/3 of the entire outstanding capital stock of the Company, during the Special Stockholders' Meeting held on December 10, 2024. The power and authority to: (a) implement the issuance of the Preferred Shares in series, subseries, or in tranches, (b) fix the terms and conditions of the Preferred Shares as they may be issued in series, sub-series, or in tranches, and (c) determine the manner by which the Preferred Shares will be subscribed and paid for, such as but not limited to, a private placement transaction or public offering, is delegated to the Board of Directors. The increase in the Company's authorized capital stock was approved by the SEC on December 27, 2024.

As of date, the Company has 2,516,832,007 issued shares composed of: (a) 2,013,409,717 outstanding Common Shares, (b) 386,016,410 Common Shares held in treasury, (c) 17,405,880 issued and outstanding Series 2B Preferred Shares, (d) 45,000,000 issued and outstanding Series 3 Preferred Shares, (e) 40,000,000 issued and outstanding Series 4 Preferred Shares, and (f) 15,000,000 Series 5 Preferred Shares.

Following the Offer and assuming Oversubscription Option is exercised in full, the Company will have 2,013,409,717 issued and outstanding Common Shares and 386,016,410 Common Shares held in treasury; 17,405,880 issued and outstanding Series 2B Preferred Shares, 45,000,000 issued and outstanding Series 3 Preferred Shares, 40,000,000 issued and outstanding Series 4 Preferred Shares, 15,000,000 issued and outstanding Series 5 Preferred Shares, and to 60,000,000 issued and outstanding Series 6 Preferred Shares.

The holders of the Series 6 Preferred Shares do not have identical rights and privileges with holders of the existing Common Shares and existing Series 2B Preferred Shares, Series 3 Preferred Shares, Series 4 Preferred Shares and Series 5 Preferred Shares of the Company. Any and all Preferred Shares of the Corporation shall have preference over Common Shares in dividend distribution and in case of liquidation or dissolution. For further discussion, please refer to "*Description of Shares*".

The declaration and payment of dividends on each Dividend Payment Date will be subject to the sole and absolute discretion of the Board of Directors (the "**Board**"), to the extent permitted by law and subject to the covenants (financial or otherwise) in the loans and credit agreements to which Megawide is a party and the requirements under applicable laws and regulations. The declaration and payment of dividends (except stock dividends) do not require any further approval from the shareholders.

As and if declared by the Board, dividends on the Series 6A Preferred Shares, Series 6B Preferred Shares, and Series 6C Preferred Shares shall be at the fixed rates of 7.6283% per annum, 7.9606% per annum and 8.2993% per annum, respectively, in all cases calculated in respect of each share by reference to the Offer Price thereof for the Dividend Period (as defined below) (each, the "**Initial Dividend Rate"** for the relevant series). Subject to the limitations described in this Prospectus, cash dividends on the Series 6 Preferred Shares will be payable on a quarterly basis in arrears on a Dividend Period (as defined herein).

Unless the Series 6 Preferred Shares have been redeemed by the Company on, in respect of the Series 6A Preferred Shares, by the 3rd anniversary of the Listing Date, in respect of the Series 6B Preferred Shares, by the 5th anniversary of the Listing Date, and in respect of the Series 6C Preferred Shares, by the 7th anniversary of the Listing Date, the Initial Dividend Rate on each subseries will be adjusted as follows:

(a) For the Series 6A, the higher of (a) the sum of (i) the simple average of the closing per annum rates of 5-year BVAL rate, or if the 5-year BVAL rate is not available or cannot be determined, the interpolated 5-year BVAL rate, or if such interpolated 5-year BVAL rate is not available or cannot be determined, any such successor rate generally accepted by the Bankers Association of the Philippines ("**BAP**") or the Bangko Sentral ng Pilipinas ("**BSP**"), as shown on the PDEX page (or such successor page) of Bloomberg (or such successor electronic service provider) for three consecutive days ending on (and including) the day 3 years from Listing date and (ii) 4.00% or (b) the floor rate of 12.00% (the "**MWP6A Step Up Rate**");

(b) For the Series 6B, the higher of (a) the sum of (i) the simple average of the closing per annum rates of the 7-year BVAL rate, or if the 7-year BVAL rate is not available or cannot be determined, the interpolated 7-year BVAL rate, or if such interpolated 7-year BVAL rate is not available or cannot be determined, any such successor rate generally accepted by the BAP or the BSP, as shown on the PDEX page (or such successor page) of Bloomberg (or such successor electronic service provider) for three consecutive days ending on (and including) the day 5 years from Listing date and (ii) 4.00% or (b) the floor rate of 12.00% (the "**MWP6B Step Up Rate**"); and

(c) For the Series 6C, the higher of (a) the sum of (i) the simple average of the closing per annum rates of the 10-year BVAL rate, or if the 10-year BVAL rate is not available or cannot be determined, the interpolated 10-year BVAL rate, or if such interpolated 10-year BVAL rate is not available or cannot be determined, any such successor rate generally accepted by the BAP or the BSP, as shown on the PDEX page (or such successor page) of Bloomberg (or such successor electronic service provider) for three consecutive days ending on (and including) the day 7 years from Listing date and (ii) 4.00% or (b) the floor rate of 12.00% (the "**MWP6C Step Up Rate**").

Provided, that in the event the relevant Series 6A Preferred Shares' Optional Redemption Date, Series 6B Preferred Shares' Optional Redemption Date or Series 6C Preferred Shares' Optional Redemption Date falls on day that is not a Banking Day:

(a) the rate setting will be done on the immediately succeeding Banking Day using the average of the relevant BVAL rates for the three (3) consecutive Banking Days preceding and inclusive of the said rate setting date; and

(b) the applicable MWP6A Step Up Rate, MWP6B Step Up Rate and the MWP6C Step Up Rate (the "**Step-Up Rate**", see "*Summary of the Offer*") will be applied commencing on the Step-Up Date (which is the 3 years from the Listing Date of the Series 6A Preferred Shares, 5 years from the Listing Date of the Series 6B Preferred Shares, and 7 years from the Listing Date of the Series 6C Preferred Shares).

Dividends on the Series 6 Preferred Shares will be cumulative. If for any reason the Issuer's Board does not declare a dividend on the Series 6 Preferred Shares for a Dividend Period, the Issuer will not pay a dividend on the Dividend Payment Date for that Dividend Period. However, on any future Dividend Payment Date on which dividends are declared, holders of the Series 6 Preferred Shares as of record date of such dividends must receive the dividends due them on such Dividend Payment Date as well as all dividends due and payable or dividends in arrears in respect of prior Dividend Periods ("**Dividends in Arrears**") (see "*Description of the Shares*").

As and if declared by the Board, the Issuer may redeem the Series 6 Preferred Shares as follows:

(a) in whole (not in part), the Series 6A Preferred Shares on the third (3rd) anniversary Listing Date or on any Dividend Payment Date thereafter (each of redemption date and the Dividend Periods thereafter, a "**Series 6A Optional Redemption Date**");

(b) in whole (not in part), the Series 6B Preferred Shares 3rd anniversary of the Listing Date or on any Dividend Payment Date occurring thereafter (each of the redemption dates and the Dividend Payment Dates thereafter, a "**Series 6B Optional Redemption Date**"); and

(c) in whole (not in part), the Series 6C Preferred Shares on the 5th anniversary of the Listing Date or on any Dividend Payment Date occurring thereafter (each of the redemption dates and the Dividend Payment Dates thereafter, a "**Series 6C Optional Redemption Date**").

(each Series 6A Optional Redemption Date, Series 6B Optional Redemption Date and Series 6C Optional Redemption Date, an "**Optional Redemption Date**").

at a redemption price equal to the following:

Series 6A	
Optional Redemption Date	**Redemption Price**
On the 3rd anniversary of the Listing Date and every Dividend Payment Date thereafter.	100% of the Issue Price
Series 6B	
Optional Redemption Date	**Redemption Price**
On the 3rd anniversary of the Listing Date or every Dividend Payment Date prior to the 4th anniversary of the Listing Date.	101.0% of the Issue Price
On the 4th anniversary of the Listing Date or every Dividend Payment Date prior to the 5th anniversary of the Listing Date.	100.5% of the Issue Price

On the 5th anniversary of the Listing Date or every Dividend Payment Date thereafter.	100% of the Issue Price
Series 6C	
Optional Redemption Date	**Redemption Price**
On the 5th anniversary of the Listing Date or every Dividend Payment Date prior to the 6th anniversary of the Listing Date.	101.0% of the Issue Price
On the 6th anniversary of the Listing Date or every Dividend Payment Date prior to the 7th anniversary of the Listing Date.	100.5% of the Issue Price
On the 7th anniversary of the Listing Date or every Dividend Payment Date thereafter.	100% of the Issue Price

In all cases, plus all dividends due them on such Optional Redemption Date as well as all Dividends in Arrears after deduction of transfer costs customarily chargeable to stockholders, as applicable, to effect the redemption. Such notice to redeem shall be deemed irrevocable upon issuance thereof.

For the avoidance of doubt, on the applicable Optional Redemption Date, the Issuer has the option to redeem, in whole but not in part, any or all of the subseries.

In the event an Optional Redemption Date which the Issuer has chosen as the date to redeem any or all of the subseries falls on a day that is not a Business Day, the redemption shall be made on the next succeeding day that is a Business Day, without adjustment as to the Redemption Price and the amounts of dividends to be paid.

The Issuer may also redeem the Series 6 Preferred Shares in whole but not in part, at any time prior to any Optional Redemption Date if an Accounting Event or a Tax Event (each as defined below) has occurred and is continuing, having given not less than thirty (30) days nor more than sixty (60) days' notice prior to the intended date of redemption. The redemption due to an Accounting Event or a Tax Event shall be made by the Issuer at the redemption price equal to the Offer Price plus all dividends due them on such Optional Redemption Date as well as all Dividends in Arrears after deduction of transfer costs customarily chargeable to stockholders, as applicable, to effect the redemption, which shall be paid within five (5) Banking Days after the exercise of the right to redeem the Series 6 Preferred Shares.

The Series 6 Preferred Share has a liquidation right equal to the Offer Price plus an amount equal to any dividends declared but unpaid in respect of the previous dividend period and any accrued and unpaid dividends for the then current dividend period to (and including) the date of commencement of the Company's winding up or the date of any such other return of capital, as the case may be (the "**Liquidation Right**").

Upon listing on the PSE, Megawide may purchase the Series 6 Preferred Shares at any time in the open market or by public tender or by private contract at any price through the PSE. The Series 6 Preferred Shares so purchased may be redeemed (pursuant to their terms and conditions as set out in the Prospectus) and cancelled. However, while they are considered retired, it shall remain in treasury until removed from the capital stock by decreasing the authorized capital stock of the Company, through an application with the SEC.

All payments in respect of the Series 6 Preferred Shares are to be made free and clear of any deductions or withholding for or on account of any present or future taxes or duties imposed by or on behalf of the Government of the Republic of the Philippines (the "**Government**"), including but not limited to, stamp, issue, registration, documentary, value added or any similar tax or other taxes and duties, including interest and penalties. If such taxes or duties are imposed, the Issuer will pay additional amounts so that holders of Series 6 Preferred Shares will receive the full amount of the relevant payment which otherwise would have been due and payable, provided, however, that the Issuer shall not be liable for (a) the final withholding tax applicable on dividends earned on the Series 6 Preferred Shares, (b) as applicable, any income tax (whether or not subject to withholding), percentage tax (such as stock transaction tax), and documentary stamp tax on the redemption or buy back of the Series 6 Preferred Shares or on the liquidating distributions as may be received by a holder of Series 6 Preferred Shares, (c) expanded VAT which may be payable by any holder of the Series 6 Preferred Shares on any amount to be received from the Issuer under the Offer, (d) any withholding tax on any amount payable to any holder of Shares or any entity which is a non-resident foreign corporation and (e) applicable taxes to any subsequent sale or transfer of the Series 6

Preferred Shares by any holder of the Series 6 Preferred Shares which shall be for the account of the said holder (or the buyer in case such buyer shall have agreed to be responsible for the payment of such taxes). If payments become subject to additional withholding or any new tax as a result of certain changes in law, rule or regulation, or in the interpretation thereof, and such tax cannot be avoided by use of reasonable measures available to the Issuer, the Issuer may redeem the Shares in whole, but not in part, on any Dividend Payment Date (having given not more than thirty (30) days nor less than sixty (60) days' notice from the intended date of redemption which must be a Banking Day) at the Redemption Price (Please see "*Summary of the Offer*"; the taxes applicable on the Series 6 Preferred Shares are discussed in the section on "*Taxation*").

Documentary stamp tax for the primary issue of the Series 6 Preferred Shares and the documentation, if any, shall be for the Issuer's account.

The Series 6 Preferred Shares will constitute direct and unsecured subordinated obligations of the Issuer ranking at least *pari passu* in all respects and ratably without preference or priority among themselves and with all other preferred shares issued or to be issued by the Issuer.

The Series 6 Preferred Shares will be issued in scripless form. Title to the Series 6 Preferred Shares shall pass by endorsement and delivery to the transferee and registration in the registry of shareholders to be maintained by the Registrar and Depository Agent (as defined herein). Settlement of the Series 6 Preferred Shares in respect of such transfer or change of title to the Shares shall be similar to the transfer of title and settlement procedures for listed securities in the PSE (see "*Summary of the Offer*").

Through the Offer and based on the Offer Price set forth above, the Company expects to raise gross proceeds of ₱3,000,000,000.00 or if the Oversubscription Option is exercised in full, ₱6,000,000,000.00. The net proceeds from the Offer, estimated to be at ₱2,964,413,272.85 and if the Offer is fully oversubscribed, at ₱5,946,458,272.85, determined by deducting from the gross proceeds the SEC registration fees, underwriting and selling fees, documentary stamp taxes and other related fees and out-of-pocket expenses, will be used by the Company primarily for the redemption of the outstanding Series 4 perpetual preferred shares of Megawide which will be due for step up on April 27, 2025. (See "*Use of Proceeds*"). The remaining proceeds, if any, will be used for partial financing of projects in the pipeline and for general corporate purpose. No part of the proceeds will be used to reimburse the Company for the filing fees and expenses incurred in connection with the increase in capital stock to create the Series 6 Preferred Shares.

The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners shall receive underwriting fees of 0.55% of the gross proceeds of the Offer, inclusive of amounts to be paid to the Selling Agents, if any. The commissions to be paid to the Selling Agent shall be equivalent to 0.125% of the total proceeds of the sale of Series 6 Preferred Shares by such Selling Agent. The 0.125% commissions shall be inclusive of VAT and will be paid to the Selling Agent less any applicable withholding tax.

No dealer, salesman, or any other person has been authorized to give any information or to make any representation not contained in this Prospectus. If given or made, any such information or representation must not be relied upon as having been authorized by the Company, and the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners. The distribution of this Prospectus and the offer and sale of the Series 6 Preferred Shares may, in certain jurisdictions, be restricted by law. The Company and Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners require persons into whose possession this Prospectus come, to inform them of and observe all such restrictions. This Prospectus does not constitute an offer of any securities, or any offer to sell, or a solicitation of any offer to buy any securities of the Company in any jurisdiction, to or from any person to whom it is unlawful to make such offer in such jurisdiction.

Unless otherwise stated, the information contained in this Prospectus has been supplied by the Company to the best of its knowledge and belief. The Company (which has taken all reasonable care to ensure that such is the case) confirms that the information contained in this Prospectus is correct, and that there is no material statement or omission of fact which would make any statement in this Prospectus misleading in any material respect. The Company hereby accepts full and sole responsibility for the accuracy of the information contained in this Prospectus. The Company and the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners have exercised due diligence in ascertaining that all material representations contained in the Prospectus, its amendments and supplements, are true and correct, and that no material information was omitted which was necessary in order to make the statements contained in the aforementioned documents not misleading. The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners confirm that it has exerted reasonable efforts to verify the information contained herein. The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners, which have made all reasonable enquiries, confirm that this document contains all information with respect to the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners, and the Series 6 Preferred Shares which is material in the context of the issue and offering of the Offer Shares, that the information contained herein is true and accurate in all material respects and is not misleading, that the opinions and intentions expressed herein are honestly held and have been reached after considering all relevant circumstances and are based on reasonable assumptions, that there are no other facts, the omission of which would, in the context of the issue and offering of the Series 6 Preferred Shares, make this document as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect and that all reasonable enquiries have been made by the Issuer to verify the accuracy of such information. The Issuer accepts responsibility accordingly.

Unless otherwise indicated, all information in this Prospectus is as of date hereof. Neither the delivery of this Prospectus nor any sale made pursuant to this Prospectus shall, under any circumstances, create any implication that the information contained herein is correct as of any date subsequent to the date hereof or that there has been no change in the affairs of the Company and its Subsidiaries since such date. Market data and certain industry forecasts used throughout this Prospectus were obtained from internal surveys, market research, publicly available information and industry publications. Industry publications generally state that the information contained therein has been obtained from sources believed to be reliable, but that the accuracy and completeness of such information is not guaranteed. Similarly, internal surveys, industry forecasts and market research, while believed to be reliable, have not been independently verified, and none of the Company, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners make any representation as to the accuracy of such information. Each person contemplating an investment in the Series 6 Preferred Shares should make his own independent investigation and analysis of the creditworthiness of Megawide and his own determination of the suitability of any such investment. The risk disclosure herein does not purport to disclose all the risks and other significant aspects of investing in the Shares. A person contemplating an investment in the Series 6 Preferred Shares should seek professional advice if he or she is uncertain of or has not understood any aspect of the securities to invest in or the nature of risks involved in trading of securities, especially those high-risk securities. Investing in the Series 6 Preferred Shares involves a higher degree of risk compared to debt instruments. For a discussion of certain factors to be considered in respect of an investment in the Series 6 Preferred Shares, see the section entitled "*Risk Factors*".

Megawide is incorporated under the laws of the Philippines. Its principal office address is at the 20 N. Domingo St, Quezon City, Metro Manila, Philippines, with telephone number +63 2 8655 1111.

ALL REGISTRATION REQUIREMENTS HAVE BEEN MET AND ALL INFORMATION CONTAINED HEREIN ARE TRUE AND CURRENT.

MEGAWIDE CONSTRUCTION CORPORATION

[redacted]

Chairman, Chief Executive Officer, and President

SUBSCRIBED AND SWORN to before me this MAR 2 1 2025 in MAKATI CITY, Philippines, by affiant who is personally known to me and exhibited to me his [redacted]

Doc. No.: 32
Page No.: 8
Book No.: V
Series of 2025.

ANN JULIENNE A. ARISTOZA
Appointment No. M-460
Notary Public for Makati City
Until December 31, 2025
Liberty Center-Picazo Law
104 H.V. Dela Costa Street, Makati City
Roll of Attorney's No. 84588
PTR No. 10468813/Makati City/01-03-2025
IBP No. 510908/Iloilo/12-17-2024
Admitted to the bar in 2023
MCLE No. VIII-0008239/April 19, 2024

TABLE OF CONTENTS

DEFINITION OF TERMS

AGMCAC	Aboitiz GMR Megawide Cebu Airport Corporation
AIC	Aboitiz InfraCapital, Inc.
Affiliate	A corporation that directly or indirectly, through one or more intermediaries, Controls, is Controlled by, or is under the common Control of, another corporation
Affordable Housing	Housing units with a price range of ₱400,000.00 to ₱3,000,000.00 per unit
Altria	Altria East Land, Inc.
Applicant	A person, whether natural or juridical, who seeks to subscribe to the Offer Shares by submitting an Application under the terms and conditions prescribed in this Prospectus
Application	An application to subscribe for Offer Shares pursuant to the Offer
Business Day	A day (except Saturdays, Sundays and holidays) on which banks in the Philippines are open for business in Metro Manila, Philippines
BBB	Build, Build, Build Program
BIR	Bureau of Internal Revenue
Board or Board of Directors	The Board of Directors of the Company
BOT	Build-Operate-Transfer Program
BSP	Bangko Sentral ng Pilipinas, the central bank of the Philippines
Citicore	Citicore Holdings Investment, Inc., also referred to in the Prospectus as the Ultimate Parent Company
CMCI	Citicore-Megawide Consortium Inc.
Company, Issuer, Megawide, Parent Company	Megawide Construction Corporation
COVID-19	A disease caused by a new strain of coronavirus. Formerly referred to as ‘2019 novel coronavirus’ or ‘2019-nCoV’.
DENR	Department of Environment and Natural Resources
DepEd	Department of Education
Depository Agent	Philippine Depository and Trust Corp.
DOH	Department of Health
DOTC	Department of Transportation and Communication
DOTr	Department of Transportation
DPWH	Department of Public Works and Highways
ECQ	Enhanced Community Quarantine

Eligible Investors	Applicants who are qualified to subscribe to the Offer Shares
EPC	Engineering, procurement, and construction
FIA	Foreign Investments Act of 1991, as amended
Firm Shares	30,000,000 Series 6 Preferred Shares each with a par value of ₱1.00
Formwork Systems	Temporary or permanent molds into which concrete or similar materials are poured
GAIBV	GMR Airports International, B.V.
GCQ	General Community Quarantine
Government	The Government of the Republic of the Philippines
GMCAC	GMR-Megawide Cebu Airport Corporation, a partnership among Megawide, GMR and AIC.
GMR	GMR Infrastructure Limited
High Technology Building Systems	Pre-Cast Concrete and Formwork Systems currently employed by the Company in construction
Indebtedness	Any obligation (whether present or future, actual or contingent, secured or unsecured, as principal, surety or otherwise) for the payment or repayment of money.
Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners	PNB Capital and Investment Corporation, RCBC Capital Corporation and Security Bank Capital Investment Corporation
Listing Date	The date on which the listing and trading of the Offer Shares on the PSE begin, expected to be on [April 14, 2025].
Local Small Investors or LSIs	Means a “share subscriber” who is willing to subscribe to a minimum board lot and whose subscription does not exceed One Hundred Thousand Pesos (₱100,000.00).
LSI Guidelines	Means the application and settlement procedures for Local Small Investors under the small investors program of the Securities and Exchange Commission (“SEC”) and The Philippine Stock Exchange, Inc. (“PSE”).
LSI Shares	Means the Firm Shares to be allocated for distribution and sale to Local Small Investors through the PSE Electronic Allocation System or “PSE EASy.”
Material Adverse Effect	Any event, circumstance, effect or occurrence or any combination thereof arising or occurring which, as may be reasonably determined by the Joint Issue Managers, Lead Underwriters and Joint Bookrunners, is, or is reasonably likely to be, materially adverse to the business, operations, condition (financial or otherwise), assets, liabilities, condition or prospects of the Company taken as a whole, the Offer or to the transactions contemplated by this Prospectus.

MCIA	Mactan Cebu International Airport
MCIAA	Mactan-Cebu International Airport Authority
MECQ	Modified Enhanced Community Quarantine
Megawide Group	Collectively, Megawide and its Ultimate Parent Company, Subsidiaries, and Affiliates.
MWCCI	Megawide World Citi Consortium, Inc., a joint venture between Megawide and World Citi, Inc.
MWMTI	MWM Terminals Inc.
MySpace	MySpace Properties Inc.
NAIA	Ninoy Aquino International Airport
NIRC	Philippine National Internal Revenue Code, as amended
Offer	The offer for subscription of up to 60,000,000 Series 6 Preferred Shares to Eligible Investors subject to the terms and conditions in this Prospectus and in the Application
Offer Period	The period when the Offer Shares are available for subscription commencing at 9:00 a.m., Manila time on 26 March 2025 and ending at 12:00 p.m., Manila time on 4 April 2025, or such other dates as the Company and the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners may agree in writing, with the approval of the SEC and the PSE. If for any reason, 26 March 2025 and/or 4 April 2025 is/are a non-Banking Day, then, the relevant Offer Period shall commence at 9:00 a.m. and/or expire at 12:00 p.m. of the immediately succeeding Banking Day following said dates, unless the aforesaid Offer Periods are sooner terminated or extended upon the mutual consent of the Company and the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners.
Offer Price	₱100.00 per Offer Share
Offer Shares or Shares	Up to 60,000,000 Series 6 Preferred Shares each with a par value of ₱1.00
₱, P, or Php	Philippine Pesos, the lawful currency of the Republic of the Philippines
PCAB	Philippine Contractors Accreditation Board
PCD	The Philippine Central Depository
PCD Nominee Corporation	The PCD Nominee Corporation, a corporation wholly owned by the PDTC
P.D. No. 1746	Presidential Decree No. 1746, entitled “Creating the Construction Industry Authority of the Philippines”, as amended by R.A. No. 4566
PDS	The Philippine Dealing System
PDTC	The Philippine Depository and Trust Corp., the central securities depositary of, among others, securities listed and traded on the PSE

PDTC Rules and Operating Procedures	The SEC-approved rules of the PDTC, including the PDTC Operating Procedures and PDTC Operating Manual, as may be amended, supplemented, or modified from time to time.
PFRS	Philippine Financial Reporting Standards
PIFITA	House Bill No. 4339 and Senate Bill No. 900 or the Passive Income and Financial Intermediary Taxation Act
PITX	Paranaque Integrated Terminal Exchange
Philippine Nationals	Pursuant to the FIA, any of the following: (a) a citizen of the Philippines; or (b) a domestic partnership or association wholly owned by citizens of the Philippines; or (c) a corporation organized under the laws of the Philippines of which at least 60% of the capital stock outstanding and entitled to vote is owned and held by citizens of the Philippines; or (d) a corporation organized abroad and registered as doing business in the Philippines under the Corporation Code of which 100% of the capital stock outstanding and entitled to vote is wholly owned by Filipinos; or (e) a trustee of funds for pension or other employee retirement or separation benefits, where the trustee is a Philippine national and at least 60% of the fund will accrue to the benefit of the Philippine nationals. Where a corporation and its non-Filipino stockholders own stocks in an SEC-registered enterprise, at least 60% of the capital stock outstanding and entitled to vote of both corporations must be owned and held by citizens of the Philippines and at least 60% of the members of the Board of Directors of both corporations must be citizens of the Philippines, in order that the corporations shall be considered a Philippine national Pursuant to SEC Memorandum Circular No. 8, Series of 2013, which generally applies to all corporations engaged in identified areas of activities or enterprises specifically reserved, wholly or partly, to Philippine nationals by the Philippine Constitution, the FIA and other existing laws, amendments thereto, and implementing rules and regulations of said laws, for purposes of determining compliance with the constitutional or statutory ownership requirement, the required percentage of Filipino ownership shall be applied to both: (i) the total number of outstanding shares of stock entitled to vote in the election of directors; and (ii) the total number of outstanding shares of stock, whether or not entitled to vote in the election of directors.
PNB Capital	PNB Capital and Investment Corporation
PPP	Public-Private Partnership
Pre-Cast Concrete System	A construction product resulting from casting concrete in a reusable mold which is then cured in a controlled environment, transported to the construction site and lifted into place

Preferred Shares	Preferred Shares of the Company as stated in the Amended Articles of Incorporation which may be issued in series, sub-series or in tranches, with specific terms and conditions, as may be determined by the Board of Directors
Prospectus	This Prospectus together with all its annexes, appendices and amendments
PSE	The Philippine Stock Exchange, Inc.
Qualified Institutional Buyer	Any of the qualified buyers provided under Rule 10 of the Securities and Regulations Code as amended by SEC Memorandum Circular No. 6, Series of 2021, and any other juridical persons that possesses at the time of registration with an authorized registrar: (a) have gross assets of at least One Hundred Million Pesos (₱100,000,000.00) or (b) a total portfolio investment in securities registered with the SEC or financial instruments issued by the government of at least Sixty Million Pesos (₱60,000,000.00).
R.A. No. 4566	Republic Act No. 4566 or the “Contractor‘s License Law”
RCBC Capital	RCBC Capital Corporation
Registrar	Stock Transfer Service Inc.
Receiving Agent	Stock Transfer Service Inc.
Revised Corporation Code	Republic Act 11232 or the Revised Corporation Code of the Philippines
SEC	The Philippine Securities and Exchange Commission
Security Bank Capital	Security Bank Capital Investment Corporation
Series 6 Preferred Shares	The Company‘s Series 6 Preferred Shares which are subject of the Offer, each with a par value of ₱1.00
SRC	Republic Act No. 8799, otherwise known as “The Securities Regulation Code”
Step-Up Date	3 years from the Listing Date of the Series 6A Preferred Shares, 5 years from the Listing Date of the Series 6B Preferred Shares, and 7 years from the Listing Date of the Series 6C Preferred Shares
Subsidiary	A corporation which is controlled, directly or indirectly, by another corporation which thereby becomes its Parent
Trading Day	Any day on which trading is allowed in the PSE
Underwriting Agreement	The agreement entered into by and between the Company and the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners, indicating the terms and conditions of the Offer and providing that the Offer shall be fully underwritten by the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners.
VAT	Value Added Tax

FORWARD LOOKING STATEMENTS

This Prospectus contains forward-looking statements that are, by their nature, subject to significant risks and uncertainties and should not in any way be confused or considered as statements of historical fact. Some of these statements can be identified by forward looking terms such as, “anticipate”, “believe”, “can”, “could”, “estimate”, “expect”, “intend”, “may”, “plan”, “should”, “will”, “and”, “would” or other similar words. These words, however, are not the exclusive means of identifying forward-looking statements. These forward-looking statements include, without limitation, statements relating to:

(a) Known and unknown risks;
(b) Uncertainties and other factors which may cause Megawide’s actual results, performance or achievements to deviate significantly from any future results;
(c) Performance or achievements expressed or implied by forward-looking statements;
(d) Megawide’s overall future business, financial condition and results of operations, including, but not limited to, its financial position or cash flow;
(e) Megawide’s goals for or estimated of its future operational performance of results;
(f) Megawide’s submission of proposal or planned participation in future projects;
(g) Megawide’s dividend policy; and
(h) Changes in Megawide’s regulatory environment including but not limited to, policies, decisions and determinations of governmental or regulatory authorities.

Such forward-looking statements are based on numerous assumptions regarding Megawide‘s present and future business strategies and the environment in which Megawide will operate in the future. Important factors that could cause some or all of the assumptions not to occur or cause actual results, performance or achievements to differ materially from those in the forward-looking statements include, but are not limited to, those disclosed under “*Risk Factors*”. These forward-looking statements speak only as of the date of this Prospectus.

Statements in this Prospectus as to the opinions, beliefs and intentions of Megawide accurately reflect in all material respects the opinions, beliefs and intentions of its management as to such matters at the date of this Prospectus, although Megawide can give no assurance that such opinions or beliefs will prove to be correct or that such intentions will not change. This Prospectus discloses, under the section “*Risk Factors*” and elsewhere, important factors that could cause actual results to differ materially from the expectation of the Issuer. All subsequent forward-looking statements attributable to Megawide or persons acting on behalf of Megawide are expressly qualified in their entirety by cautionary statements.

Megawide and the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners, expressly disclaim any obligation or undertaking to release, publicly or otherwise, any updates or revisions to any forward-looking statement contained herein to reflect any change in Megawide’s expectations with regard thereto or any change in events, conditions, assumptions or circumstances on which any statement is based. In the light of all the risks, uncertainties and assumptions associated with forward-looking statements, investors should be aware that the forward-looking events and circumstances discussed in this Prospectus might not occur in the way Megawide expects or even at all. Investors should not place undue reliance on any forward-looking information.

EXECUTIVE SUMMARY

The following summary is qualified in its entirety by the more detailed information, including the Company's consolidated financial statements and the notes relating thereto, appearing elsewhere in this Prospectus. Prospective purchasers of the Series 6 Preferred Shares must read the entire Prospectus carefully, including the section on "Risk Factors". Capitalized terms not defined in this summary are defined in the section "Definition of Terms".

COMPANY OVERVIEW

Megawide was registered with the SEC on July 28, 2004. The Company is one of the country's most progressive infrastructure conglomerates, with a portfolio in Engineering, Procurement and Construction ("**EPC**"), and Progressive Property Development. The Company's revolutionary construction and engineering solutions continue to shape the industry by integrating its comprehensive EPC capabilities with innovative construction solution technologies such as precast, formworks, concrete batching, and specialized logistics systems. Its principal office is located at 20 N. Domingo Street, Brgy. Valencia, Quezon City.

The Company's Common Shares were listed at The Philippine Stock Exchange, Inc. ("**PSE**") on February 18, 2011, under the trading symbol "**MWIDE**" while the Company's Series 1 Preferred Shares were listed in the PSE on December 3, 2014 under the trading symbol "**MWP**" and were redeemed by the Company on December 3, 2021. The Company's Series 2A Preferred Shares and Series 2B Preferred Shares were listed on the PSE on November 27, 2020, under the trading symbol "**MWP2A**" and "**MWP2B**", respectively, and Series 2A were redeemed on May 29, 2023. The Company's Series 4 Preferred Shares were listed on the PSE on October 29, 2021, under the trading symbol "**MWP4**". The Company's Series 5 Preferred Shares were listed on the PSE on April 17, 2023, under the trading symbol "**MWP5**". The Company's Series 3 Preferred Shares are not listed in the PSE.

On October 25, 2024, the Company's Board of Directors approved the increase in the authorized capital stock of the Company from ₱5,116,000,000.00, divided into 4,930,000,000 Common Shares with par value of ₱1.00 per share and 186,000,000 cumulative, non-voting, non-participating, non-convertible, perpetual Preferred Shares with a par value of ₱1.00 per share, to ₱5,180,000,000.00, divided into 4,930,000,000 Common Shares with par value of ₱1.00 per share and 250,000,000 cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable), perpetual Preferred Shares with a par value of ₱1.00 per share.

The foregoing resolution was approved and ratified by the affirmative vote of stockholders owning at least 2/3 of the entire outstanding capital stock of the Company, during the Special Stockholders' Meeting held on December 10, 2024. The power and authority to: (a) implement the issuance of the Preferred Shares in series, subseries, or in tranches, (b) fix the terms and conditions of the Preferred Shares as they may be issued in series, sub-series, or in tranches, and (c) determine the manner by which the Preferred Shares will be subscribed and paid for, such as but not limited to, a private placement transaction or public offering, is delegated to the Board of Directors. The increase in the Company's authorized capital stock was approved by the SEC on December 27, 2024.

Pursuant to such delegated authority of the Board of Directors to issue the Preferred Shares in series, sub-series or in tranches, the Board of Directors, in its meetings on October 5, 2020, February 26, 2021, November 4, 2022, February 6, 2023, October 25, 2024, and 7 February 2025 approved the creation of the series of Preferred Shares, as follows:

(a) Series 1 Preferred Shares consisting of 40,000,000 Preferred Shares which were redeemed on December 3, 2021, and has been transferred to the Company's Treasury Shares;

(b) Series 2 Preferred Shares consisting of not more than 50,000,000 Preferred Shares, listed in the PSE and allocated between Subseries 2A Preferred Shares and Subseries 2B Preferred Shares; the Subseries 2A Preferred Shares consisting of 26,220,130 Preferred Shares which were redeemed on May 29, 2023, and has been transferred to the Company's Treasury Shares;

(c) Series 3 Preferred Shares consisting of 45,000,000 existing, issued and outstanding Preferred Shares;

(d) Series 4 Preferred Shares consisting of 40,000,000 existing, issued and outstanding Preferred Shares and listed in the PSE;

(e) Series 5 Preferred Shares consisting of 15,000,000 existing, issued and outstanding Preferred Shares and listed in the PSE; and

(f) Series 6 Preferred Shares consisting of up to 60,000,000 Preferred Shares, to be listed in the PSE and to be allocated between Subseries 6A Preferred Shares, Subseries 6B Preferred Shares and Subseries 6C Preferred Shares.

The Offer Shares will be coming from the Series 6 Preferred Shares.

The authorized capital stock of the Company is ₱5,180,000,000.00 divided into 4,930,000,000 Common Shares with a par value of ₱1.00 per share and 250,000,000 Preferred Shares with a par value of ₱1.00 per share.

As of date, the Company has (a) 2,013,409,717 issued and outstanding Common Shares and 386,016,410 Common Shares held in treasury; (b) 17,405,880 issued and outstanding Series 2B Preferred Shares; (c) 45,000,000 issued and outstanding Series 3 Preferred Shares; (d) 40,000,000 issued and outstanding Series 4 Preferred Shares and (e) 15,000,000 issued and outstanding Series 5 Preferred Shares.

Following the Offer and assuming Oversubscription Option is exercised in full, the Company will have (a) 2,013,409,717 issued and outstanding Common Shares and 386,016,410 Common Shares held in treasury; (b) 17,405,880 issued and outstanding Series 2B Preferred Shares; (c) 45,000,000 issued and outstanding Series 3 Preferred Shares; (d) 40,000,000 issued and outstanding Series 4 Preferred Shares; (e) 15,000,000 issued and outstanding Series 5 Preferred Shares; and (f) 60,000,000 issued and outstanding Series 6 Preferred Shares.

As of date of this Prospectus, Megawide's Board is composed of Mr. Edgar B. Saavedra, Mr. Manuel Louie B. Ferrer, Mr. Oliver Y. Tan, Mr. Ramon H. Diaz, former Chief Justice Hilario G. Davide, Jr., and Mr. Celso P. Vivas. Meanwhile, Megawide's management team is headed by its President, CEO, and Chairman of the Board, Mr. Edgar B. Saavedra, a licensed civil engineer, who has been practicing for over twenty (20) years.

As of December 31, 2024, the Company's major shareholders are PCD Nominee Corporation (Filipino) with 67.50% of the total issued and outstanding common stock, Citicore with 29.71% and PCD Nominee Corporation (Non-Filipino) with 0.79%. Meanwhile, Megacore Holdings, Inc., whose common stock in the Company are lodged with PCD Nominee Corporation (Filipino), has a 30.68% ownership interest in the same.

The Company is currently servicing a number of strategically located high-rise residential, commercial, office and mixed-use development projects in Metro Manila for several major local developers, primarily for its use of High Technology Building Systems, and quality workmanship. While Megawide is constantly invited to bid for major domestic high-rise building projects, it opts to focus on a selected clientele that provides synergy in business operations and better risk management. The Company's major clients include a variety of large and small property developers such as Suntrust Home Developers, Inc., Megaworld Corporation, 8990 Holdings, Inc., and Double Dragon Properties Corp., among others.

Among the large-scale new contracts sealed by the construction segment are the Suntrust Home Developers' Suncity West Side City project and the DOTr's Malolos Clark Railway Phase 1 Project which is a joint venture project with Hyundai Engineering & Construction Co., Ltd., and Dong-ah Geological Engineering Company Ltd both from Korea, and Contract Package 104 (CP-104) of the Metro Manila Subway System Project with partners Tokyu Construction and Tobishima Corporation both from Japan. Other new projects include the Hotel 101 in Libis and Landers Superstore Aseana branch. The Company also signed a joint venture agreement with the local government of Cebu City for the modernization of the Carbon Market. The new market will serve as Cebu City's heritage district and will be composed of a restored Compania Maritima, a refurbished Freedom Park, and a modernized Carbon Market. For details of these projects, see "*Description of Business"* of this Prospectus.

To support its contracts and to gear up for more projects in the upcoming years, the Company has state-of-the-art Pre-cast Concrete Manufacturing Complex located in the Company's 23-hectare property in Taytay, Rizal. The facility is fully automated and is considered to be the largest and most advanced pre-cast plant in the country. Through this technology, Megawide will be able to realize the full potential and inherent benefits of pre-cast concrete building solutions such as shorter construction period, cost efficiency, increased productivity and enhanced operational capability.

In addition, another Megawide subsidiary also operates the first and only landport, the Parañaque Integrated Terminal Exchange, which currently serves as the model for a safe, secure, and efficient public transport system in the Philippines. Both these assets were secured through separate concession agreements from the government.

The Company, through its affiliated company, also operated the second-largest airport in country, the Mactan-Cebu International Airport, which serves as the gateway to Cebu and other top tourist destinations in the Southern Philippines.

On December 16, 2022, the Company and GAIBV executed the transaction with AIC for AIC's acquisition of shares in GMCAC, the developer and operator of the award-winning MCIA.

AIC acquired a 33 and 1/3% minus 1 share stake in GMCAC from Megawide and GAIBV while the Company and GAIBV simultaneously issued Exchangeable Notes to AIC amounting to ₱15.5 billion, which has matured on 30 October 2024, and are expected to be exchanged by AIC for the remaining 66 and 2/3% plus 1 share of GMCAC's outstanding capital stock.

On October 30, 2024, Megawide opted to exchange its remaining 33 and 1/3% plus 1 share of outstanding capital stock in AGMCAC – operator of the award-winning MCIA – in favor of AIC for a total consideration of ₱7.76 billion.

The transaction was in accordance with the Share Subscription and Transfer Agreement among Megawide, GAIBV, and AIC, which includes the issuance of Exchangeable Notes from both Megawide and GAIBV for the remaining 66 and 2/3% plus one (1) share of AGMCAC's outstanding capital stock amounting to ₱15.5 billion.

COMPETITIVE STRENGTHS

The Company believes that its principal strengths are the following: (1) AAAA and Large B Contractor's License; (2) Largest and most-advanced pre-cast and construction solutions (PCS) platform in the country; (3) Operational Synergies from Vertical Integrations Resulting in Flexible Contractual engagements (4) Operator of country's premier landport, which serves as an anchor for an organized transport hub-and-spoke model across the country (5) Natural progression into property development, focusing largely on the affordable to mid-income segment of the end-user market, to drive higher value; (6) strong brand name and proven track record; and (7) Organizational Capability and Flexibility, backed by a young and dynamic workforce.

Collectively, these advantages support the Company's strategic progression to the higher-value and scalable business platform of property development.

For a discussion of these strengths, see "*Description of Business*" of this Prospectus.

BUSINESS STRATEGY

The Company sees various opportunities in the private domestic real estate construction, and development, public infrastructure projects, and transport-oriented developments, specifically in terms of addressing and improving the infrastructure development in the country through the National Government's initiative under its Modified BBB Program. Specifically, the Company is keen on the following business strategies: (1) expand its business into other segments, including but not limited to public infrastructure developments; (2) actively pursue value-accretive transport-oriented projects in the government pipeline; (3) capitalize on its fully-integrated EPC advantages; (4) leverage organizational competence and flexibility; and (5) constantly improve productivity and enhance operational efficiency in its on-going and future projects. For details of these strategies, see "*Description of Business*" of this Prospectus.

RISK FACTORS

Before making an investment decision, investors should carefully consider the risks associated with an investment in the Series 6 Preferred Shares. These risks include:

1. **Risks relating to the Company and its business**

- The Company is exposed to the cyclical nature of a construction business coupled by risks associated with the Philippine's property development market, including potential construction contract cancellations.
- The occurrence of a pandemic similar to COVID-19 could have negative effects on the Company's business operations.
- The Company is exposed to credit risk on its receivables.
- The Company is a party to a number of related party transactions.
- The Philippine Construction Industry is subject to extensive regulation by the Government.
- The Company is highly dependent on its current senior management team and loss of the members of the team is critical to the Company's operations.
- The Company may not be able to obtain financing at favorable terms and interest rates.

a. **Risks relating to the Construction Segment**

- The construction industry is facing a skilled labor shortage.
- The volatility in the price of construction materials could affect the Company's profitability.
- The Company's reputation will be adversely affected if its projects are not completed on time, or if projects do not meet customer requirements.
- The Company may be exposed to liquidity risk from delayed collections of payments of progress billings and retention of receivables.
- The availability of construction materials may affect the Company's projects.
- The Company has exposure to government projects.
- The Company has tough competition from domestic and international players for large infrastructure projects.
- The operation of the Company's construction sites may be stalled should its license as a contractor be suspended or revoked.
- Construction defects and other building-related claims against the Company may cause the Company to be subject to liability for such claims.

b. **Risks relating to the Landport (PITX) Segment**

- Ban on POGO may affect office tenancy in the towers.
- Existing floor space may be limited with opening of the Asia World Station.

c. **Risks relating to real estate development**

- Property development may be affected by economic and market cycles.
- The local real estate market is highly competitive, with multiple players across segments.
- Real estate may require sizeable capital for land banking and development purposes.
- Land titles owned may be contested by third parties.
- The Company may be exposed to the risk of asset bubbles in real estate due to historically low interest rates, expansion in overall liquidity, extensive construction of condominium and housing units, and other factors.
- The Company may be exposed to Metro Manila's 34 month inventory turnover rate in the real estate market.
- The potential buyers of the Company's properties may default on their payments.

d. **Risks relating to projects with Original Proponent Status**

- Projects under Original Proponent Status ("OPS") may not necessarily be awarded to the Company.

2. **Risks relating to the Company's Series 6 Preferred Shares**
   - The Series 6 Preferred Shares may not be a suitable investment for all investors.
   - The market price of the Series 6 Preferred Shares may be volatile, which could cause the value of investors' investments in the Series 6 Preferred Shares to decline.
   - The dividends on the Series 6 Preferred Shares may not be paid in full, or in part.
   - The Series 6 Preferred Shares are subordinate to the Issuer's other indebtedness.
   - There may be insufficient distributions upon liquidation.
   - The ability of the Company to make payments to the holders of Series 6 Preferred Shares is limited by terms of Megawide 's other indebtedness.
   - The Series 6 Preferred Shares have no fixed maturity date and Megawide has the sole right to redemption.
   - There may be a lack of public market for the Series 6 Preferred Shares.
   - There may be a limited market for the Series 6 Preferred Shares, so there may be limited liquidity in the market.
   - Non-payment of dividends may affect the Trading Price of the Series 6 Preferred Shares.
   - Holders of Series 6 Preferred Shares may not be able to reinvest at a similar return on investment.
   - The Series 6 Preferred Shares have no voting rights.
   - There are restrictions on foreign ownership of Megawide's Series 6 Preferred Shares by non-Philippine Nationals.
   - The Series 6 Preferred Shares may be affected by the PIFITA.
   - There is no assurance that the Series 6 Preferred Shares will be listed in the PSE.

3. **Risks Relating to the Philippines**
   - The Company's business may be negatively affected by slowdown in the Philippine and global economy.
   - Political or social instability, acts of terrorism or military conflict or changes in laws and policies could adversely affect the financial results of the Company.
   - The Company's operations may also be affected by acts of insurgency and terrorism which could have an impact on financial results and performance.
   - If foreign exchange controls were to be imposed, the Company's ability to access foreign currency to purchase raw materials and equipment and to service foreign currency denominated debt obligations could be adversely affected.
   - The occurrence of natural catastrophes or man-made catastrophes or electricity blackouts may materially disrupt the Company's business.
   - Territorial disputes with China and a number of Southeast Asian countries may disrupt the Philippine economy and business environment.

4. **Risks Relating to Pending Material Legal Proceedings**
   - The Company's finances may be negatively affected should any of the claims for sum of money be granted.
   - The Company's goodwill or relationship with its clients and subcontractors may be negatively affected due to the issues which brought about the material legal proceedings.
   - The suspension of the Company's licenses and franchises may negatively affect its reputation and impact its future transactions.
   - Overall risk management strategy.

CORPORATE INFORMATION

The Company has its principal place of business at 20 N. Domingo Street, Brgy. Valencia, Quezon City, Metro Manila. The Company's Finance department, headed by its Chief Finance Officer, Mr. Jez G. Dela Cruz, and Assistant Vice President for Investor Relations, Mr. Rolando Bondoy, can be reached at +632 8655 1111 loc. 803. Information on the Company may be obtained at www.megawide.com.ph.

SUMMARY OF FINANCIAL INFORMATION

The selected financial information set forth in the following table has been derived from Megawide's unaudited interim consolidated financial statements as of and for the period ended September 30, 2024 and September 30, 2023, and the Company's audited consolidated financial statements as of and for the years ended December 31, 2023, 2022, and 2021, and should be read in conjunction with the consolidated financial statements and notes thereto contained in this Prospectus and the section entitled "Management's Discussion & Analysis of Financial Condition" and other financial information included herein Unless otherwise indicated, the financial information presented are on consolidated basis.

The consolidated financial statements of the Company for the years ended December 31, 2023, 2022 and 2021 were audited by Punongbayan & Araullo. The summary of financial information set forth below does not purport to project the results of operations or financial conditions of Megawide for any future period or date.

(Amounts in ₱ thousands)	As of September 30		As of December 31		
	2024	2023	2023	2022	2021
ASSETS					
CURRENT ASSETS					
Cash and cash equivalents	₱5,849,242	₱4,931,406	₱4,878,885	₱15,758,197	₱5,846,088
Trade and other receivables – net	20,840,603	23,694,202	19,155,919	18,361,000	16,970,555
Construction materials	1,985,961	3,308,722	2,279,339	2,126,166	2,045,159
Contract assets	6,131,152	5,006,449	5,640,189	5,106,308	4,777,705
Real estate inventories	4,301,213	-	3,872,922	-	-
Other current assets	10,443,281	10,376,495	11,413,433	9,563,285	10,132,960
Non-current assets held for sale	2,879,770	2,879,770	2,879,770	2,879,770	-
Total Current Assets	52,431,221	50,197,045	50,120,457	53,794,726	39,772,467
NON-CURRENT ASSETS					
Financial assets as fair value through other comprehensive income	3,544	3,544	3,544	3,544	3,544
Investments in associates	282,883	295,446	257,239	231,296	861,513
Concession assets	-	-	-	-	30,503,823
Property, plant, and equipment -net	5,924,827	7,556,492	6,277,620	6,734,023	7,166,867
Investment properties	4,763,191	4,715,230	4,818,852	4,699,071	4,493,344
Goodwill	3,797,070	3,395,155	3,797,070	-	-
Deferred tax assets - net	733,913	799,799	697,716	689,305	24,595
Other non-current assets	393,571	307,740	354,643	300,790	2,350,476
Total Non-current Assets	15,898,999	17,073,406	16,206,684	12,658,030	45,404,162
TOTAL ASSETS	**₱68,330,220**	**₱67,270,451**	**₱66,327,140**	**₱66,452,756**	**₱85,176,629**
LIABILITIES AND EQUITY					
CURRENT LIABILITIES					
Interest-bearing loans and borrowings	₱18,900,560	₱16,064,451	₱21,043,828	₱14,707,802	₱14,780,086
Trade and other payables	4,571,582	7,145,662	4,653,529	5,332,738	8,616,715
Contract liabilities	3,727,082	4,200,402	4,901,661	3,590,333	3,703,189
Exchangeable notes	7,763,200		7,763,200	-	-
Other current liabilities	430,507	479,258	357,162	306,529	265,860
Total Current Liabilities	35,392,931	27,889,772	38,719,379	23,937,401	27,365,850

(Amounts in ₱ thousands)	As of September 30		As of December 31		
	2024	2023	2023	2022	2021
NON-CURRENT LIABILITIES					
Interest-bearing loans and borrowings	14,988,491	12,816,672	9,558,176	13,071,220	34,721,410
Contract liabilities	347,381	1,544,053	373,703	1,405,179	2,056,202
Post-employment defined benefit obligation	249,417	239,090	249,417	237,401	300,125
Exchangeable notes	-	7,763,200	-	7,763,200	-
Deferred tax liabilities - net	-	-	-	-	872,561
Other non-current liabilities	282,863	447,836	493,691	371,474	659,573
Total Non-current Liabilities	15,868,152	22,810,851	10,674,987	22,848,474	38,609,871
Total Liabilities	51,261,083	50,700,623	49,394,367	46,785,875	65,975,721
EQUITY					
Equity attributable to shareholders of the Parent Company:					
Common stock	2,399,426	2,399,426	2,399,426	2,399,426	2,399,426
Preferred stock	145,876	143,626	145,876	128,626	128,626
Additional paid-in capital	18,460,790	18,460,790	18,460,790	16,987,856	16,987,856
Deposit on future stock subscription	-	2,250	-	2,250	-
Revaluation reserves	181,528	170,262	175,787	149,759	94,012
Other reserves	-	-	-	-	(22,475)
Treasury shares	(11,237,704)	(11,237,704)	(11,237,704)	(8,615,691)	(8,615,691)
Retained earnings	6,617,344	6,629,387	6,471,908	8,612,106	5,555,677
Total equity attributable to shareholders of the Parent Company	16,567,260	16,568,037	16,416,083	19,664,332	16,527,431
Non-controlling interests	501,877	1,790	516,691	2,549	2,673,476
Total Equity	17,069,137	16,569,828	16,932,774	19,666,881	19,200,908
TOTAL LIABILITIES AND EQUITY	**₱68,330,220**	**₱67,270,451**	**₱66,327,140**	**₱66,452,756**	**₱85,176,629**

(Amounts in ₱ thousands)	For the nine months ended September 30		For the years ended December 31		
	2024	2023	2023	2022	2021
CONTINUING OPERATIONS					
REVENUES					
Construction operation revenues	₱15,521,869	₱15,182,522	₱18,141,512	₱14,583,322	₱14,329,464
Landport operations revenues	386,015	339,734	347,752	258,329	715,039
Real estate revenues	440,177	36,525	148,891	-	-
	16,348,061	15,558,781	18,638,156	14,841,651	15,044,503
DIRECT COSTS					
Cost of construction operations	12,809,301	13,345,176	16,025,104	12,557,582	12,130,698
Cost of landport operations	245,836	257,010	360,846	364,306	369,474
Cost of real estate operations	186,737	22,804	72,152	-	-
	13,241,874	13,624,990	16,458,102	12,921,888	12,500,172
GROSS PROFIT	3,106,187	1,933,791	2,180,054	1,919,763	2,544,331
OTHER OPERATING EXPENSES	1,068,065	1,057,535	1,337,721	2,916,213	1,345,510
OPERATING PROFIT	2,038,122	876,256	842,333	(996,451)	1,198,822
OTHER INCOME (CHARGES)					
Finance costs - net	(1,300,104)	(792,060)	(1,014,740)	(1,131,048)	(1,042,777)
Others - net	145,001	262,754	499,183	(433,681)	415,160
	(1,155,103)	(529,306)	(515,558)	(1,564,729)	(627,617)
PROFIT BEFORE TAX	888,019	346,950	326,775	(2,561,179)	571,204
TAX EXPENSE	(308,099)	(14,401)	(57,618)	689,157	(92,508)
NET PROFIT (LOSS) FROM CONTINUING OPERATIONS	**₱574,920**	**₱332,549**	**₱269,157**	**(₱1,872,022)**	**₱478,696**
DISCONTINUED OPERATIONS					
Income (loss) before tax	₱-	₱-	₱-	₱4,888,130	(₱1,294,986)
Tax expense	-	-	-	(183,362)	(76,865)
NET PROFIT (LOSS) FROM DISCONTINUED OPERATIONS	**₱-**	**₱-**	**₱-**	**₱4,704,768**	**(₱1,379,851)**
NET PROFIT (LOSS)	**₱574,920**	**₱332,549**	**₱269,157**	**₱2,832,746**	**(₱893,154)**

Net Profit Attributable To:

Shareholders of the Parent Company					
Continuing operations	₱589,734	₱333,308	₱283,490	(₱1,871,908)	₱478,706
Discontinued operations	-	-	-	5,449,614	(821,690)
	589,734	333,308	283,490	3,577,706	(342,985)
Non-controlling interests					
Continuing operations	(14,814)	(758)	(14,333)	(144)	(9)
Discontinued operations	-	-	-	(744,846)	(550,160)
	(14,814)	(758)	(14,333)	(744,960)	(550,169)
	₱574,920	₱332,549	₱269,157	₱2,832,746	(₱893,154)
Earnings (Loss) per Share:	₱0.13	₱0.02	(₱0.06)	₱1.54	(₱0.42)

For more information on the Company's key performance indicators, please refer to the section entitled "Management's Discussion & Analysis of Financial Condition" and "Key Performance Indicators" of this Prospectus.

SUMMARY OF THE OFFER

The following do not purport to be a complete listing of all the rights, obligations and privileges of the Series 6 Preferred Shares. Some rights, obligations or privileges may be further limited or restricted by other documents and subject to final documentation. Prospective shareholders are enjoined to perform their own independent investigation and analysis of the Issuer and the Series 6 Preferred Shares. Each prospective shareholder must rely on its own appraisal of the Issuer and the proposed financing, and its own independent verification of the information contained herein and any other investigation it may deem appropriate for the purpose of determining whether to participate in the proposed financing and must not rely solely on any statement or the significance, adequacy or accuracy of any information contained herein. The information and data contained herein are not a substitute for the prospective shareholder's independent evaluation and analysis.

The following overview should be read as an introduction to, and is qualified in its entirety by reference to, the more detailed information in this Prospectus. This overview may not contain all of the information that prospective investors should consider before deciding to invest in the Series 6 Preferred Shares. Accordingly, any decision by a prospective investor to invest in the Series 6 Preferred Shares should be based on a consideration of this Prospectus as a whole. Should there be any inconsistency between the summary below and the final documentation, the final documentation shall prevail.

Issuer	Megawide Construction Corporation ("**Megawide"** or the "**Company**")
Instrument	Cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable) and perpetual PHP- denominated Preferred Shares consisting of 30,000,000 preferred shares, and in case the oversubscription option is exercised, up to an additional 30,000,000 preferred shares (collectively, the "**Series 6 Preferred Shares**")
Offer Size	30,000,000 Series 6 Preferred Shares (subject to the Oversubscription Option as provided below), to be issued in three (3) subseries: Series 6A Preferred Shares, Series 6B Preferred Shares and Series 6C Preferred Shares. In the event that Oversubscription Option is exercised, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners, in consultation with the Company, have the discretion to allocate the Oversubscription Option of up to 30,000,000 shares in either Series 6A Preferred Shares, Series 6B Preferred Shares or Series 6C Preferred Shares at the end of the Offer Period based on actual demand.
Registration and Listing	To be registered with the SEC and listed on the PSE subject to compliance with SEC regulations and PSE listing rules. Upon listing, the Series 6A Preferred Shares, Series 6B Preferred Shares and Series 6C Preferred Shares shall be traded under the symbols "MWP6A", "MWP6B" and "MWP6C", respectively.
Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners	PNB Capital and Investment Corporation ("**PNB Capital**") RCBC Capital Corporation ("**RCBC Capital**") Security Bank Capital Investment Corporation ("**Security Bank Capital**")
Use of Proceeds	The net proceeds will be utilized for: 1. the redemption of the outstanding Series 4 Perpetual Preferred Shares on April 27, 2025; 2. partial financing for projects in the pipeline; and 3. general corporate purpose.
Par Value	The Series 6 Preferred Shares have a par value of ₱1.00 per share.
Offer Price	The Series 6 Preferred Shares shall be offered at a price of ₱100.00 per share.

Offer Period	The Offer period shall commence at 9:00 a.m. on March 26, 2025 and end at 12:00 p.m. on April 4, 2025. The Company and the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners reserve the right to extend or terminate the Offer Period with the approval of the SEC and the PSE, as applicable.
Listing Date	On April 14, 2025, or such other date when the Series 6 Preferred Shares are listed in the PSE.
Dividend Rate	The Series 6 Preferred Shares shall, subject to the Conditions for the Declaration and Payment of Dividends, bear cumulative non-participating cash dividends based on the Issue Price, payable quarterly in arrears every Dividend Payment Date, at the Dividend Rate per annum from Listing Date. Dividends will be calculated on a 30/360-day basis. The term (" **Dividend Rate**") means (a) from the Listing Date up to the Step Up Date, the Initial Dividend Rate, and (b) from the Step Up Date, the applicable Step Up Rate. (Please see below relevant definitions).
Initial Dividend Rate	The initial dividend rate shall be at the fixed rate of: • Series 6A Preferred Shares: 7.6283% per annum; • Series 6B Preferred Shares: 7.9606% per annum; and • Series 6C Preferred Shares: 8.2993% per annum; in all cases calculated for each share by reference to the Offer Price thereof in respect of each Dividend Period (each, the "**Initial Dividend Rate"** for the relevant series). The initial dividend rates will be determined on initial dividend rate setting date via a bookbuilding process.
Dividend Payment Dates	Cash dividends will be payable on July 14, October 14, January 14, and April 14 of each year (each a "**Dividend Payment Date**"), being the last day of each 3-month period (a "**Dividend Period**"), as and if declared by the Board of Directors in accordance with the terms and conditions of the Preferred Shares. The first Dividend Payment Date will be on the 1st quarter after the Listing Date and the succeeding dates will the following 3-month periods after it. If the Dividend Payment Date is not a Banking Day, dividends will be paid on the next succeeding Banking Day, without adjustment as to the amount of dividends to be paid. A "**Banking Day**" means a day, except Saturday or Sunday or legal holidays, in which facilities of the Philippine banking system are open and available for clearing and the banks are open for business in Metro Manila, Philippines.
Conditions on Declaration and Payment of Cash Dividends	The declaration and payment of cash dividends on each Dividend Payment Date will be subject to the discretion of the Board of Directors, the covenants (financial or otherwise) in the loans and credit agreements to which the Issuer is a party and the requirements under applicable laws and regulations. If the profits available for distribution as cash dividends are, in the opinion of the Board of Directors, not sufficient to enable the Company to pay in full cash dividends on the Series 6 Preferred Shares and cash dividends

	that are scheduled to be paid on or before the same date on shares that have an equal right to dividends as the Series 6 Preferred Shares ("**Comparable Shares**"), the Company is required to pay cash dividends on the Series 6 Preferred Shares and any Comparable Shares pro rata to the amount of the cash dividends scheduled to be paid to the Series 6 Preferred Shares and the Comparable Shares, respectively. For purposes of this paragraph, the amount scheduled to be paid shall include all dividends due on such Dividend Payment Date as well as all accumulated dividends due and payable or dividends in arrears in respect of prior Dividend Periods ("**Dividends in Arrears**"). The profits available for distribution are, in general and with some adjustments pursuant to applicable laws and regulations, equal to the accumulated, realized profits of the Company less accumulated, realized loss.
Optional Redemption Dates	As and if declared by the Board of Directors of the Company and subject to the requirements of applicable laws and regulations, the Company may, at its sole option, redeem in whole (but not part), any subseries of the Series 6 Preferred Shares as follows: a. in respect of Series 6A Preferred Shares, on the third (3rd) anniversary of the Listing Date or on any Dividend Payment Date occurring thereafter (each of the redemption date and the Dividend Payment Dates thereafter, a "**Series 6A Optional Redemption Date**"), b. in respect of Series 6B Preferred Shares, on the third (3rd) anniversary of the Listing Date or on any Dividend Payment Date occurring thereafter (each of the redemption dates and the Dividend Payment Dates thereafter, a "**Series 6B Optional Redemption Date**"), and c. in respect of Series 6C Preferred Shares, on the fifth (5th) anniversary of the Listing Date or on any Dividend Payment Date occurring thereafter (each of the redemption date and the Dividend Payment Dates thereafter, a "**Series 6C Optional Redemption Date**") (each Series 6A Optional Redemption Date, Series 6B Optional Redemption Date, and Series 6C Optional Redemption Date an "**Optional Redemption Date**") at a redemption price equal to the following:

Series 6A	
Optional Redemption Date	**Redemption Price**
On the 3rd anniversary of the Listing Date and every Dividend Payment Date thereafter.	100% of the Issue Price
Series 6B	
Optional Redemption Date	**Redemption Price**
On the 3rd anniversary of the Listing Date or every Dividend Payment Date prior to the 4th anniversary of the Listing Date.	101.0% of the Issue Price
On the 4th anniversary of the Listing Date or every Dividend Payment Date prior to the 5th anniversary of the Listing Date.	100.5% of the Issue Price
On the 5th anniversary of the Listing Date or every Dividend Payment Date thereafter.	100% of the Issue Price
Series 6C	
Optional Redemption Date	**Redemption Price**

<table>
<tr>
<td></td>
<td>
<table>
<tr><td>On the 5th anniversary of the Listing Date or every Dividend Payment Date prior to the 6th anniversary of the Listing Date.</td><td>101.0% of the Issue Price</td></tr>
<tr><td>On the 6th anniversary of the Listing Date or every Dividend Payment Date prior to the 7th anniversary of the Listing Date.</td><td>100.5% of the Issue Price</td></tr>
<tr><td>On the 7th anniversary of the Listing Date or every Dividend Payment Date thereafter.</td><td>100% of the Issue Price</td></tr>
</table>
In all cases, plus all dividends due on such Optional Redemption Date as well as all Dividends in Arrears. The Company shall give not less than thirty (30) days nor more than sixty (60) days prior written notice of its intention to redeem the Series 6 Preferred Shares, which notice shall be irrevocable and binding upon the Company to effect such early redemption of the Series 6 Preferred Shares at the Optional Redemption Date stated in such notice.
The Company may also redeem the Series 6 Preferred Shares, in whole but not in part, at any time if an Accounting Event or a Tax Event (each as defined below) has occurred and is continuing, having given not less than thirty (30) days nor more than sixty (60) days‘ written notice prior to the intended date of redemption which must be a Banking Day, which notice shall be irrevocable and binding upon the Company to effect such redemption of the Series 6 Preferred Shares to the Stock Transfer Agent, at the redemption date stated in such notice. The redemption due to an Accounting Event or a Tax Event shall be made by the Company at the redemption price equal to the Offer Price plus all dividends due them on such Optional Redemption Date as well as all Dividends in Arrears after deduction of transfer costs customarily chargeable to stockholders, as applicable, to effect the redemption, which shall be paid within five (5) Banking Days of the exercise of the right to redeem the Series 6 Preferred Shares on the date of redemption set out in the notice.
The foregoing redemption prices shall hereinafter be referred to as “Redemption Price” as the case may be.
Any required notice as stated in the preceding paragraphs shall be provided to the PSE in accordance with the amended consolidated listing and disclosure rules of the PSE.
Once redeemed, the Series 6 Preferred Shares shall be considered retired and can no longer be reissued. However, while they are considered retired, it shall remain in treasury until removal from the capital stock by decreasing the authorized capital stock of the Company.
Upon listing on the PSE, the Company may purchase the Series 6 Preferred Shares at any time in the open market or by public tender or by private contract at any price through the PSE. The Series 6 Preferred Shares so purchased may be redeemed (pursuant to their terms and conditions as set out in the Prospectus) and cancelled. However, while they are considered retired, it shall remain in treasury until removal from the capital stock by decreasing the authorized capital stock of the Company, through an application with the SEC.
</td>
</tr>
<tr>
<td>Dividend Rate Step Up</td>
<td>If the Series 6 Preferred Shares shall not have been redeemed by the Company by the 3rd anniversary of the Listing Date for the Series 6A Preferred Shares, by the 5th anniversary of the Listing Date for the Series 6B Preferred Shares, and by the 7th anniversary of the Listing Date for the Series 6C Preferred Shares, the Initial Dividend Rate shall be adjusted as follows:</td>
</tr>
</table>

	a. for Series 6A Preferred Shares, the higher of (a) the simple average of the closing per annum rate of 5-year BVAL, or if the 5-year BVAL rate is not available or cannot be determined, the interpolated 5-year BVAL rate, or if such interpolated 5-year BVAL rate is not available or cannot be determined, any successor rate as determined by the *Bankers Association of the Philippines* ("**BAP"**) or the *Bangko Sentral ng Pilipinas* ("**BSP**"), as shown on the PDEX page (or such successor page of Bloomberg (or such successor electronic service provider) for the three (3) consecutive Business Days preceding and inclusive of the rate setting date, plus 4.00%; or (b) the floor rate of 12.00%; b. for Series 6B Preferred Shares, the higher of (a) the simple average of the closing per annum rate of the 7-year BVAL, or if the 7-year BVAL rate is not available or cannot be determined, the interpolated 7-year BVAL rate, or if such interpolated 7-year BVAL rate is not available or cannot be determined, any successor rate as determined by the BAP or the BSP, as shown on the PDEX page (or such successor page of Bloomberg (or such successor electronic service provider) for the three (3) consecutive Business Days preceding and inclusive of the rate setting date, plus 4.00% or (b) the floor rate of 12.00%; and c. for Series 6C Preferred Shares, the higher of (a) the simple average of the closing per annum rate of the 10-year BVAL, or if the 10-year BVAL rate is not available or cannot be determined, the interpolated 10-year BVAL rate, or if such interpolated 10-year BVAL rate is not available or cannot be determined any successor rate as determined by the BAP or the BSP, as shown on the PDEX page (or such successor page of Bloomberg (or such successor electronic service provider) for the three (3) consecutive Business Days preceding and inclusive of the rate setting date, plus 4.00% or (b) the floor rate of 12.00%. The date of the listing of Series 6A Preferred Shares, the Series 6B Preferred Shares and the Series 6C Preferred Shares is referred to as the "**Listing Date**". The date 3 years from the Listing Date referred to in (a), the date 5 years from the Listing Date referred to in (b), and the date 7 years from the Listing Date referred to in (c) are each referred to as a "**Step Up Date**". The adjusted rates referred to in (a), (b) and (c) are each referred to as a "**Step Up Rate**". In the event the relevant Step-up Date falls on a day that is not a Banking Day: a. the rate setting will be done on the immediately succeeding Banking Day using the average of the relevant BVAL rates for the three (3) consecutive Banking Days preceding and inclusive of the said rate setting date, and b. the higher of the applicable Initial Dividend Rate and the applicable Step-Up Rate will be applied commencing on the Step-Up Date (which is 3 years from the Listing Date of the Series 6A Preferred Shares, 5 years from the Listing Date of the Series 6B Preferred Shares, and 7 years from the Listing Date of the Series 6C Preferred Shares). In the event that BVAL is replaced by a new benchmark rate as determined by the BAP or the BSP, such new benchmark rate shall be adopted for purposes of determining the Dividend Rate (the "**New Benchmark Rate"**). In the absence of such new replacement benchmark rate as determined by the BAP or the BSP and there is a mandatory directive by the BAP or the BSP to no longer use applicable BVAL, the Company and the Joint Issue Managers, Joint Lead Underwriters and

	Joint Bookrunners shall negotiate to adopt an alternative rate that will serve as the New Benchmark Rate. Any required notice on the foregoing shall be provided to the PSE in accordance with the amended consolidated listing and disclosure rules of the PSE.
No Sinking Fund	The Company is not legally required to establish, has not established, and currently has no plans to establish, a sinking fund for the redemption of the Series 6 Preferred Shares.
Redemption by reason of an Accounting Event	In the event an opinion of a recognized accountancy firm authorized to perform auditing services in the Republic of the Philippines has been delivered to the Issuer stating that the Series 6 Preferred Shares may no longer be recorded as equity in the audited consolidated financial statements of the Company prepared in accordance with PFRS, or such other accounting standards which succeed PFRS as adopted by the Issuer for the preparation of its audited consolidated financial statements for the relevant financial year ("**Accounting Event**"), and such event cannot be avoided by use of reasonable measures available to the Company, the Company having given not more than 60 days' nor less than 30 days' notice prior to the intended date of redemption which must be a Banking Day, may redeem the Series 6 Preferred Shares in whole, but not in part at the Redemption Price. See "*Summary of the Offer*" and "*Description of the Preferred Shares*" of this Prospectus.
Redemption by reason of a Tax Event	In the event payments in respect of the Series 6 Preferred Shares become subject to additional withholding or any new tax as a result of certain changes in law, rule or regulation, or in the interpretation thereof ("**Tax Event**"), and such tax cannot be avoided by use of reasonable measures available to the Company, the Company having given not more than 60 days' nor less than 30 days' notice prior to the intended date of redemption which must be a Banking Day, may redeem the Series 6 Preferred Shares at any time in whole but not in part, at the Redemption Price. See "*Summary of the Offer*" and "*Description of the Preferred Shares*" of this Prospectus.
Taxation	All payments in respect of the Series 6 Preferred Shares are to be made free and clear of any deductions or withholding for or on account of any future taxes or duties imposed by or on behalf of Republic of the Philippines, including but not limited to, stamp, issue, registration, documentary, value added or any similar tax or other taxes and duties, including interest and penalties. If such taxes or duties are imposed, the Company will pay additional amounts so that holders of the Series 6 Preferred Shares will receive the full amount of the relevant payment which otherwise would have been due and payable. Provided, however, that the Company shall not be liable for, and the foregoing payment undertaking of the Company shall not apply to: (a) the final withholding tax applicable on dividends earned on the Series 6 Preferred Shares, (b) as applicable, any income tax (whether or not subject to withholding), percentage tax (such as stock transaction tax) and documentary stamp tax on the redemption of the Series 6 Preferred Shares or on the liquidating distributions as may be received by a holder of Series 6 Preferred Shares, (c) any expanded VAT which may be payable by any holder of the Series 6 Preferred Shares on any amount to be received from the Company under the terms and conditions of the Series 6 Preferred Shares,

	(d) any withholding tax on any amount payable to any holder of Series 6 Preferred Shares or any entity which is a non-resident foreign corporation, and (e) applicable taxes to any subsequent sale or transfer of the Series 6 Preferred Shares by any holder of the Series 6 Preferred Shares which shall be for the account of the said holder (or the buyer in case such buyer shall have agreed to be responsible for the payment of such taxes). All sums payable by the Company to tax-exempt entities shall be paid in full without deductions for taxes, duties, assessments or governmental charges provided said entities present sufficient proof of such tax-exempt status from the tax authorities. Documentary stamp tax and all other costs and expenses for the issuance of the Series 6 Preferred Shares and the documentation, if any, shall be for the account of the Company.
Form, Title and Registration of the Preferred Shares	The Series 6 Preferred Shares will be issued in scripless form through the electronic book-entry system of Stock Transfer Service, Inc. as Registrar for the Offer, and lodged with PDTC as Depository Agent on Listing Date through PSE Trading Participants respectively nominated by the applicants. For this purpose, applicants shall indicate in the proper space provided for in the Application Form the name of a PSE Trading Participant under whose name their shares will be registered. After Listing Date, holders of the Series 6 Preferred Shares (the "**Shareholders**") may request the Registrar, through their respective nominated PSE Trading Participants, to (a) open a scripless registry account and have their holdings of the Series 6 Preferred Shares registered under their name, or (b) issue stock certificates evidencing their investment in the Series 6 Preferred Shares. Any expense that will be incurred in relation to such registration or issuance shall be for the account of the requesting shareholder. Legal title to the Series 6 Preferred Shares will be shown in an electronic register of shareholders ("**Registry of Shareholders**") which shall be maintained by the Registrar. The Registrar shall send a transaction confirmation advice confirming every receipt or transfer of the Series 6 Preferred Shares that is effected in the Registry of Shareholders (at the cost of the requesting shareholder). The Registrar shall send (at the cost of the Company) at least once every quarter a statement of account to all shareholders named in the Registry of Shareholders, except certificated shareholders and depository participants, confirming the number of shares held by each shareholder on record in the Registry of Shareholders. Such statement of account shall serve as evidence of ownership of the relevant shareholder as of the given date thereof. Any request by shareholders for certifications, reports or other documents from the Registrar, except as provided herein, shall be for the account of the requesting shareholder.
Selling and Transfer Restrictions	Initial placement and subsequent transfers of interests in the Series 6 Preferred Shares shall be subject to normal selling restrictions for listed securities as may prevail in the Philippines from time to time.
Governing Law	The Series 6 Preferred Shares will be issued pursuant to the laws of the Republic of the Philippines.

Features of the Series 6 Preferred Shares	
Status	The Series 6 Preferred Shares rank or shall rank at least *pari passu* in all respects and ratably without preference of priority among themselves and with all other Preferred Shares issued or to be issued by the Company. The obligations of the Company in respect of the Series 6 Preferred Shares are direct and subordinated to all indebtedness of the Company. The obligations of the Company under the Series 6 Preferred Shares are unsecured and will, in the event of the winding-up of the Company in rank junior in right of payment to all indebtedness of the Company and claims against the Company which rank or are expressed to rank senior to the Series 6 Preferred Shares. Accordingly, the obligations of the Company under the Series 6 Preferred Shares will not be satisfied unless the Company can satisfy in full all of its other obligations ranking senior to the Series 6 Preferred Shares. There is no agreement or instrument that limits the ability of the Company to issue Preferred Shares or other securities that rank *pari passu* with the Series 6 Preferred Shares.
Cumulative Dividends	Dividends on the Series 6 Preferred Shares will be cumulative. If for any reason the Board of Directors of the Company does not declare a dividend on the Series 6 Preferred Shares for a Dividend Period, the Company will not pay a dividend on the Dividend Payment Date for that Dividend Period. However, on any future Dividend Payment Date on which dividends are declared, holders of the Series 6 Preferred Shares shall receive the dividends due them on such Dividend Payment Date as well as all Dividends in Arrears. Holders of the Series 6 Preferred Shares shall not be entitled to participate in any other or further dividends, cash, property or stock, beyond the dividends specifically payable on the Preferred Shares. The Company covenants that, in the event (for any reason): (a) any cash dividends due with respect to any Series 6 Preferred Shares then outstanding for any period are not declared and paid in full when due, (b) where there remains Dividends in Arrears on the Series 6 Preferred Shares, or (c) any other amounts payable in respect of the Series 6 Preferred Shares pursuant to the terms and conditions of the Series 6 Preferred Shares, are not paid in full when due, then the Company will not: (i) declare or pay any dividends or other distributions in respect of shares ranking *pari passu* with or junior to the Series 6 Preferred Shares (unless such payment in respect of shares ranking *pari passu* with the Series 6 Preferred Shares shall be in accordance with the "Conditions on Declaration and Payment of Cash Dividends"), or (ii) repurchase or redeem, securities ranking *pari passu* with, or junior to, the Series 6 Preferred Shares (or contribute any moneys to a sinking fund for the redemption of any securities ranking *pari passu* with, or junior to, the Series 6 Preferred Shares), until any and all the amounts described in (a), (b) and (c) have been paid in full to the holders of the Series 6 Preferred Shares.

No Voting Rights	Holders of the Series 6 Preferred Shares will not be entitled to vote at the Company's stockholders' meetings, except as otherwise provided by law.
Non-Participating	Holders of the Series 6 Preferred Shares shall not be entitled to participate in any other or future dividends beyond the cash dividends specifically payable on the Series 6 Preferred Shares.
Non-Convertible	Holders of the Series 6 Preferred Shares shall have no right to convert the Series 6 Preferred Shares into any other preferred shares or common shares of the Company.
No Pre-emptive Rights	Holders of the Series 6 Preferred Shares will have no pre-emptive rights to subscribe to any shares (including, without limitation, treasury shares) that will be issued by the Company.
Perpetual	Series 6 Preferred Shares are perpetual and have no fixed final maturity date. Holders of Series 6 Preferred Shares have no right to require the Company to redeem the Series 6 Preferred Shares at any time and they can only be disposed of by sale in the secondary market.
Liquidation Rights	In the event of a return of capital in respect of the liquidation, dissolution or winding up of the affairs of the Company but not on a redemption or purchase by the Company of any of its share capital, the holders of the Series 6 Preferred Shares at the time outstanding will be entitled to receive, in Philippine Pesos out of the assets of the Company available for distribution to shareholders, together with the holders of any other shares of the Company ranking, as regards repayment of capital, *pari passu* with the Series 6 Preferred Shares and before any distribution of assets is made to holders of any class of shares of the Company ranking after the Series 6 Preferred Shares as regards repayment of capital, liquidating distributions in an amount equal to the Redemption Price as of (and including) the date of commencement of the winding up of the Company or the date of any such other return of capital, as the case may be. If, upon any return of capital in the winding up of the Company, the amount payable with respect to the Series 6 Preferred Shares and any other shares of the Company ranking as to any such distribution *pari passu* with the Series 6 Preferred Shares are not paid in full, the holders of the Series 6 Preferred Shares and of such other shares will share proportionately in any such distribution of the assets of the Company in proportion to the full respective preferential amounts to which they are entitled. After payment of the full amount of the liquidating distribution to which they are entitled, the holders of the Series 6 Preferred Shares will have no right or claim to any of the remaining assets of the Company and will not be entitled to any further participation or return of capital in a winding up.
Other Terms of the Offer	
Offer Period	The Offer Period shall commence at 9:00 a.m. on March 26, 2025 and end at 12:00 p.m. on April 4, 2025. The Company and the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners reserve the right to extend or terminate the Offer Period with the approval of the SEC and the PSE.
Minimum Subscription	Each Application shall be for a minimum of 500 Series 6 Preferred Shares, and thereafter, in multiples of 10 Series 6 Preferred Shares. No Application for multiples of any other number of Series 6 Preferred Shares will be considered.
Eligible Investors	The Series 6 Preferred Shares may be owned or subscribed to by any person, partnership, association, or corporation regardless of nationality (except U.S. Persons as defined below), provided that the Company may reject an Application or reduce the number of Series 6 Preferred Shares

	applied for subscription or purchase for purposes of complying with any applicable constitutional or statutory nationality requirement. In determining compliance with such nationality requirement, the required percentage of Filipino ownership shall be applied to both (a) the total number of outstanding shares of stock entitled to vote in the election of directors, and (b) the total number of outstanding shares of stock, whether or not entitled to vote in the election of directors, as set out in applicable regulations. In the case of Series 6 Preferred Shares, since these are non-voting, its determination of the compliance with the required percentage on nationality requirement will be based on test (b), the total number of outstanding shares of stock, whether or not entitled to vote in the election of directors. The Offer Shares shall not be sold to persons classified as U.S. Persons under the Foreign Account Tax Compliance Act of the United States, as this may be amended from time to time. "**U.S. Persons**" means any of the following: (i) a U.S. citizen (including dual citizen); (ii) a U.S. resident alien for U.S. tax purposes; (iii) a US partnership; (iv) a U.S. corporation; (v) any U.S. estate; (v) any U.S. trust if: (y) a court within the United States is able to exercise primary supervision over the administration of the trust; or (z) one of more U.S. persons have the authority to control all substantial decisions of the trust; and (vi) any other person that is not a non-US person. Law may restrict subscription to the Series 6 Preferred Shares in certain jurisdictions. Foreign investors interested in subscribing for or purchasing the Series 6 Preferred Shares should inform themselves of the applicable legal requirements under the laws and regulations of the countries of their nationality, residence or domicile, and as to any relevant tax or foreign exchange control laws and regulations affecting them personally. Foreign investors, both corporate and individual, shall warrant that their purchase of the Series 6 Preferred Shares will not violate the laws of their jurisdiction and that they are allowed to acquire, purchase and hold the Series 6 Preferred Shares.
Procedure for Application	Application to Purchase for the subscription of Series 6 Preferred Shares may be obtained from the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners or Selling Agents. All applications shall be evidenced by the Application Form, duly executed in each case by an authorized signatory of the applicant and accompanied by two (2) completed signature cards, the corresponding payment for the Series 6 Preferred Shares covered by the Application and all other required documents including documents required for registry with the registrar and depository agent ("**Application**"). The duly executed Application Form to Purchase and required documents should be submitted to the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners or Selling Agents on or prior to the deadline for submission of Applications for Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners and Selling Agents, respectively by 12:00 p.m. on April 4, 2025. If the applicant is a corporation, partnership, or trust account, the Application must be accompanied by the following documents: a. a certified true copy of the applicant's latest articles of incorporation and by-laws and other constitutive documents, each as amended to date, duly certified by the corporate secretary (or equivalent officer); b. a certified true copy of the applicant's SEC Certificate of Registration, duly certified by the corporate secretary (or equivalent officer);

	c. a certified true copy of the applicant's latest General Information Sheet, duly certified by the corporate secretary (or equivalent officer); d. a duly notarized corporate secretary's certificate setting forth the resolution of the applicant's board of directors or equivalent body authorizing (i) the purchase of the Series 6 Preferred Shares indicated in the Application, and (ii) the designated signatories for the purpose, including their respective specimen signatures e. two (2) specimen signature cards fully completed and signed by the applicant, and certified by the corporate secretary (or equivalent officer); and f. one (1) government issued ID of an individual applicant or signatories for a corporation If the applicant is an individual, two (2) specimen signature cards duly authenticated by the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners or the Selling Agent which forwarded the Application.
Payment for the Preferred Shares	The Series 6 Preferred Shares shall be paid for in full upon submission of the Application. The purchase price must be paid in full in Pesos upon the submission of the duly completed and signed Application and signature cards together with the requisite attachments. Payment for the Series 6 Preferred Shares being subscribed for shall be made either by: (i) personal or corporate check drawn against an account with a BSP authorized bank at any of its branches located in Metro Manila, or (ii) manager's or cashier's check drawn against any of such authorized bank at any of its branches located in Metro Manila. The check shall be made to the order of "**MWP6 FOO**". The check must be dated on or about (but not later than) the date of the filing of the application and crossed "For Payee's Account Only". Cash and checks should be paid via BDO Bills Payment Facility in the name of "**MWP6 FOO**". Applications and the related payments shall be received by the Receiving Agent at a designated place during the Offer Period. Applicants may also remit payment for their Series 6 Preferred Shares through BDO Mobile Banking or Internet Banking via Bills Payment with the Biller/Merchant as "**MWP6 FOO**". For the Series 6 Preferred Shares, the payment may also be made by online payment via Dragonpay through PSE Electronic Allocation System or PSE EASy under the account name: "**MWP6 FOO".** All refunds applicable to LSIs may be made to the LSI's nominated TP by transferring immediately available funds to the relevant bank account of, or via issuance of a check to, each relevant nominated TP in such amount representing the total refund due to all the affected LSI clients of the relevant nominated TP starting on the fifth (5th) business day after the end of the Offer Period, or on April 14, 2025. Refunds to the nominated TP is subject to the latter's consent to receive the refund on behalf of its LSI clients.
Acceptance/Rejection of Applications	The actual number of Series 6 Preferred Shares that an applicant will be allowed to subscribe for is subject to the confirmation of the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners. The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners, in consultation with the Company, reserve the right to accept or reject, in whole or in part, or to reduce any application due to any grounds specified in the

	Underwriting Agreement. Applications which were unpaid or where payments were insufficient and those that do not comply with the terms of the Offer shall be rejected. Moreover, any payment received pursuant to the Application does not constitute as approval or acceptance by the Company of the Application. On the Banking Day following the Listing Date, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners shall advise all the Selling Agents, if any of any Applications that were rejected and/or scaled-down, with copy to the Company. An Application, when accepted, shall constitute a binding and effective agreement between the applicant and the Company for the subscription to the Series 6 Preferred Shares at the time, in the manner and subject to terms and conditions set forth in the Application Form and in this Prospectus. Notwithstanding any provision to the contrary as may be found in the Application, this Prospectus, and other offer-related document. Notwithstanding the acceptance of any Application, the actual issuance of the Series 6 Preferred Shares to an Applicant shall take place only upon the listing of the Series 6 Preferred Shares on the PSE. Subject to the right of the Company to withdraw or cancel the offer and sale of the Offer Shares prior to Listing Date pursuant to the Withdrawal of the Offer section of the Prospectus, the Company and any of its agents involved in the Offer undertake to comply with all conditions that are within the control of the Company and any of its agents involved in the Offer, to ensure the listing of the Offer Shares on Listing Date.
Refunds for Rejected Applications	In the event that the number of Series 6 Preferred Shares to be allotted to an applicant, as confirmed by the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners or Selling Agent, is less than the number covered by its Application, or if an Application is wholly or partially rejected by the Company, then the Company shall refund, without interest, within five (5) Banking Days from the end of the Offer Period, all or a portion of the payment corresponding to the number of Series 6 Preferred Shares wholly or partially rejected. All refunds shall be made through the Selling Agent with whom the applicant has filed the Application at the applicant's risk. The Selling Agents are strongly encouraged to process the refunds via Real Time Gross Settlement ("**RTGS**"). However, should the refund be made via check, an Applicant may retrieve such check refund at the office of the relevant Selling Agent with whom the Applicant has filed the Application. Refund checks that remained unclaimed after thirty (30) days from the date such checks are made available for pick-up shall be delivered through registered mail, at the Applicant's risk, to the address specified by the Applicant in the Application. The RTGS fees shall be at the Applicant's expense.
Withdrawal of the Offer	The Company reserves the right to withdraw the offer and sale of the Offer Shares at any time before the commencement of the Offer Period, in which event the Company shall make the necessary disclosures to the SEC and PSE. Please refer to the section on the "Plan of Distribution - Withdrawal of the Offer" of the Prospectus. The Company may also withdraw the offer and sale of the Offer Shares at any time on or after the commencement of the Offer Period and prior to the Listing Date, if there is a supervening force majeure or fortuitous event, as enumerated in the section on the "Plan of Distribution - Withdrawal of the Offer" of the Prospectus."

Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners' Firm Commitment to Purchase	The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners will fully underwrite, on a firm commitment basis, the Firm Shares. After the commencement of the Offer Period, the Offer shall not be withdrawn, cancelled, suspended or terminated solely by reason of the (I) inability of the Company or the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners to sell or market the Offer Shares or (ii) the refusal or failure by the Company, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners, or any other entity or person to comply with any undertaking or commitment to take up any shares remaining after the Offer Period. In undertaking the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners' Firm Commitment to Purchase, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners hereby manifests its conformity to comply with and be bound by all duly promulgated and applicable listing and disclosure rules, requirements, and policies of the PSE.
Expected Timetable	The timetable of the Offer is expected to be as follows: SEC En Banc approval — February 26, 2025 Issuance of Pre-effective letter — February 26, 2025 Issuance of PSE Notice of Approval — February 27, 2025 Dividend Rate Setting — March 21, 2025 Issuance of Permit to Sell and Order of Registration — March 25, 2025 Offer Period — March 26 – April 4, 2025 PSE Trading Participants' Submission of Firm Undertaking — March 31, 2025 PSE Trading Participants' Allocation — March 31, 2025 Trading Participants Settlement Date — April 4, 2025 Listing Date and commencement of trading on the PSE — April 14, 2025 Any change in the dates included above may be subject to approval of the SEC and PSE, as applicable and other conditions.
Depository Agent	Philippine Depository and Trust Corp.
Registrar, Stock Transfer and Receiving Agent	Stock Transfer Service Inc.
Selling Agents	PSE Trading Participants
External Auditor	Punongbayan & Araullo
Counsel to the Issuer	Picazo Buyco Tan Fider & Santos
Counsel to the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners	Angara Abello Concepcion Regala & Cruz

RISK FACTORS

An investment in the Series 6 Preferred Shares, as described in this Prospectus, involves a certain number of risks. The price of securities can and does fluctuate, and any individual security may experience upward or downward movements and may even become valueless. There is an inherent risk that losses may be incurred rather than profit made, as a result of buying and selling securities. Past performance is not a guide to future performance and there may be a large difference between the buying price and the selling price of these securities. There may be a large difference between the buying price and the selling price of the Series 6 Preferred Shares.

Investors should carefully consider all the information contained in this Prospectus, including the risk factors described below, before deciding to invest in the Series 6 Preferred Shares. The occurrence of any of the following events, or other events not currently anticipated, may have an adverse effect on our business, financial condition, results of operations, the market price of the Series 6 Preferred Shares and our ability to make dividend distributions to our shareholders. All or part of an investment in the Series 6 Preferred Shares may be lost.

This section entitled "Risk Factors" does not purport to disclose all of the risks and other significant aspects of investing in these securities. The occurrence of any of the events discussed below and any additional risks and uncertainties not presently known to the Company or that are currently considered immaterial could have a material adverse effect on the Company's business, results of operations, financial condition and prospects and on the Series 6 Preferred Shares and the investors may lose all or part of their investment. Prospective investors may request publicly available information on the Series 6 Preferred Shares and the Company from the SEC. Prospective investors should undertake independent research and study the trading of these securities before commencing any trading activity. Prospective investors should seek professional advice if he or she is uncertain of or has not understood any aspect of the Offer or the nature of risks involved in purchasing, holding and trading the Series 6 Preferred Shares. Each potential investor should consult its own counsel, accountant and other advisors as to legal, tax, business, financial and related aspects of an investment in the Series 6 Preferred Shares.

The risk factors discussed in this section are separated into categories for ease of reference, and within each category, are discussed in order of importance.

RISKS RELATING TO THE COMPANY AND ITS BUSINESS

The Company is exposed to the cyclical nature of a construction business coupled by risks associated with the Philippine's property development market, including potential construction contract cancellations.

Megawide's business is highly dependent on the ability of real estate developers to market, sell and dispose of condominium units to potential customers. In the event of a weak property market, developers may hold and/or cancel construction contracts and orders. Megawide seeks to minimize the possible effects of a weak property market by gradually diversifying into mid-rise Affordable Housing and socialized housing and infrastructure projects. Moreover, to ensure sustainable business growth and mitigate economic down cycles, Megawide has expanded and diversified into infrastructure development, an upstream integration that surely adds and creates greater value to Megawide in the short-, medium- and long-term horizons. Not only will these infrastructure development projects provide construction revenues to its downstream business units, but it will also likewise become the source of future stable recurring income upon completion.

Recent Government administrations have been keen in developing the infrastructures in Philippines giving Megawide new avenues to explore and win significant projects with the Government. Such opportunities dilute the possible effects of a weak property market.

Megawide seeks to minimize the possible effects of a weak property market by gradually diversifying into the affordable and socialized housing segments, where real consumer demand lies, and infrastructure projects, which the government is pushing due to its significant multiplier effect on the economy.

The occurrence of a pandemic similar to COVID-19 could have negative effects on the Company's business operations.

The world experienced a global pandemic that negatively affected economies and industries to varying extents – forcing businesses to limit or stop their operations and close shop. Megawide's operations across business were severely disrupted.

In the construction segment, projects experienced delays in their construction activities due to lack of raw materials and manpower. The airport was crippled by restricted air travel while the landport, though proved to be critical for transport and mobility during the health crisis, lost tenants to give way to the new normal.

The uncertainty of a similar pandemic is always present and may affect and cause downturns to Company's business and profitability. Across the organization, the Company has developed strong disaster-response protocols and business continuity mechanisms to minimize operational disruptions of black swan events with the same magnitude. This is on top of practicing occupational health and safety standards under the new normal to exercise caution. The COVID-19 Response Manual is part of the Company's overall business continuity plan and crisis management program.

The Company is exposed to credit risk on its receivables.

For on-going construction projects, Megawide is exposed to credit risk if project owners are unable to fully settle the unpaid balance of receivables under construction contracts, and other claims owed to Megawide. Credit risk is managed in accordance with Megawide's credit risk policy, which requires the evaluation of the creditworthiness of each project owner. Megawide can also enforce its contractor's lien over the project with varying degrees of effectiveness. Under Article 2242 (3) of the Civil Code of the Philippines, a contractor's lien is the claim of a contractor engaged in the construction, reconstruction or repair of buildings, canals or other works, upon said buildings, canals or other works.

Megawide follows standard industry practice of receiving a down payment for every awarded contract and subject to progress billing thereafter until project completion. There are some cases when the Company accepts payment terms that are milestone-based, subject also to down payment and prior agreement between parties. There have been no instances in the Company's history of material default or write-off in its receivables, caused by failure to deliver and complete the project, within the terms of the contract, or arising from poor workmanship and operational inefficiencies. As an extra measure, the Company strictly enforces its KYC guidelines and diligently completes the scope of work for every project, based on the details of the contract, to mitigate the risk on collection of receivables.

Meanwhile, terminal business is exposed to credit risk if the concessionaires, lessors and airlines are unable to fully settle the unpaid balance of its receivables. To manage this risk, careful evaluations of creditworthiness of its customers are being done in conjunction with the guidance from senior management.

Cancellation of housing or condominium units could have a negative impact the real estate business, financial health, and overall operations if material. As per R.A. 6552, also known as the Maceda Law, applicable to all real estate transactions or contracts payable in installment payments, buyers who have fulfilled at least two years of installments are granted a grace period of one month for every year of payments made to cure any payment defaults. Within this grace period, buyers can settle unpaid installments without incurring additional interest. In case of contract cancellation, the buyer is entitled to a refund of at least 50% of the total payments made, with an additional 5% per annum if five years of installments have been paid but not exceeding 90% of the total payments. Buyers who have paid less than two years of installments and have defaulted on payments are given a 60-day grace period to settle all outstanding installments before the sale can be cancelled, albeit without any entitlement to a refund. Real estate business faces potential significant number of cancellations during economic slowdowns or downturns in the Philippine economy, high interest rates, and/or similar circumstances. Should such cancellations occur in substantial numbers, the business may encounter difficulty in meeting the cash refund obligations to buyers due to insufficient funds and this might necessitate acquiring indebtedness to fulfill these obligations yet securing debt financing can be challenging. Moreover, the Company may struggle to resell properties at acceptable prices. To mitigate this risk, the Company aims to target end-user quality buyers by studying each buyers' profile, and increasing equity contributions while taking into account market demands and competitive dynamics. Higher equity contributions from buyers decrease the likelihood of defaults, as buyers are more committed to their unit purchases with greater capital investment.

In addition to all these, the Company require issuance of post-dated checks as deemed necessary to cover outstanding collectibles and a more active monitoring of receivables due, coupled with digitization and more focused documentation process, specifically in terms of billing and collection.

The Company is a party to a number of related party transactions (RPTs).

In the course of its business activities, RPTs inevitably arise between Megawide and its Ultimate Parent Company, Subsidiaries, and Affiliates (collectively, the "Megawide Group"). These RPTs ordinarily pertain to construction and management services, cash advances, and office space rentals.

Megawide understands that the existence of RPTs may create the perception or possibility of conflicts of interest to occur. Therefore, Megawide has adopted the Related Party Transactions Policy (the "Policy"), in accordance with Memorandum Circular No. 10, Series of 2019, of the SEC, to ensure that all RPTs are at an arm's length basis for the protection of Megawide's stakeholders. Under the Policy, the Audit and Compliance Committee of Megawide monitors and reviews all RPTs. Additionally, RPTs falling within certain thresholds require the approval of the Chief Executive Officer and the Board of Director. Megawide has also defined material RPTs as that exceeding one percent (1%) of its consolidated assets, which is more stringent than that recommended by the SEC of ten percent (10%) of a company's total assets. Finally, Megawide fully discloses all RPTs to its stakeholders and regulators through its consolidated financial statements and annual reports. RPTs include but not limited to construction services provided to PH1 projects (Modan Lofts and SJDM Northscapes) as well solar power plants of newly-listed affiliate Citicore Renewable Energy Corp., through affiliate MCC-Citicore Construction, Inc. (See "*Related Party Transactions*" for more details)

On July 8, 2020, the BIR issued Revenue Regulation No. 19-2020 on the New BIR Form No. 1709 – Information Return on Transactions with Related Party to ensure that proper disclosures of related party transactions are made and that these transactions have been conducted at arm's length so as to protect the tax base, there should be an effective implementation of Philippine Accounting Standards (PAS) 24, Related Party Disclosures, for tax purposes. This Revenue Regulation requires the submission of BIR Form No. 1709 and its supporting documents following the guidelines prescribed by the related revenue issuances for the submission of the required attachments to the Annual Income Tax Returns. On December 18, 2020, the BIR issued Revenue Regulation No, 34-2020 which streamlined the guidelines and procedures for submission of BIR Form No. 1709, Transfer Pricing Documentation ("TPD") and other supporting documents by providing safe harbors and materiality thresholds. The Company has complied with the requirements of the aforementioned revenue regulations.

The Philippine construction industry is subject to extensive regulation by the Government.

The Megawide Group is subject to a number of laws, rules, and regulation, which includes the need to secure and maintain franchises, permits, licenses, clearances, and other regulatory requirements with the SEC, BIR, PCAB, etc. (collectively, "**Regulatory Requirements**"). The Group's compliance with all Regulatory Requirements is necessary for the regular conduct of its business. Hence, the Megawide Group has established the Regulatory Requirements Compliance Procedure (the "**Procedure**") in 2020, which provides an electronic web application and framework to monitor, track, maintain, and/or renew its Regulatory Requirements and view its status in real time. Thus far, the Procedure has proven to be an effective tool in ensuring that the Group secures its Regulatory Requirements in a timely manner; thereby, preventing or reducing any penalties or disruptions in its operations.

The Company is highly dependent on its current senior management team and loss of the members of the team is critical to the Company's operations.

The Company has a strong and competent executive leadership and relies on a high caliber senior management team to execute its long-term growth agenda and strategic direction that would be lost if any such persons depart or take on reduced responsibilities which could be difficult to replace and may adversely affect the Company's operating efficiency and financial performance.

In view of the changes in the composition of its team through time, the Company continuously trains and develops the technical and leadership skills of its people to maintain its competitiveness and develop a deep pool of talents. This talent development program provides the groundwork for its succession planning program, which ensures a constant level of expertise and experience among its executive team in the event of changes and departures in its senior management.

The Company may not be able to obtain financing at favorable terms and interest rates.

The Company may require external financing to fund its operations, expansion plans, or debt refinancing. However, there is no assurance that the Company will be able to obtain financing on favorable terms. Adverse macroeconomic conditions, changes in monetary policy, fluctuations in interest rates, and regulatory developments may result in increased borrowing costs or more stringent lending requirements. If the Company is unable to secure financing at competitive rates, it may face higher interest expenses, reduced financial flexibility, and potential constraints on its growth initiatives.

To address this risk:

- The Company maintains relationships with multiple financial institutions and explores various financing instruments, including bonds, term loans, and credit facilities, to reduce dependency on a single source of funding.
- The Company evaluates market conditions and, where appropriate, utilizes fixed-rate instruments or hedging strategies to mitigate exposure to interest rate fluctuations.
- The Company continuously monitors its liquidity position and maintains adequate cash reserves to meet financial obligations and reduce reliance on debt financing. The Company employs rigorous financial planning and stress-testing to ensure that any borrowing aligns with its cash flow and profitability projections.
- The Company closely monitors changes in economic and regulatory environments to anticipate potential impacts on financing costs and adjust its financial strategies accordingly.

While the Company endeavors to minimize the impact of unfavorable financing conditions, external factors beyond its control may still affect its ability to secure optimal financing terms. Investors should consider these risks when evaluating an investment in the Company.

RISKS RELATING TO THE CONSTRUCTION SEGMENT

The construction industry is facing a skilled labor shortage.

The construction industry has persistently experienced a shortage of skilled manpower due primarily to overseas employment and lack of institutional support leading to the sector's underdevelopment. Since skilled labor supply is low and the demand is high especially for specialized projects, direct labor costs may increase, and such may impact the Company's profitability.

While Megawide is affected by this industry phenomenon, the Company has a natural mitigant due to its high technology and state-of-the-art building systems, particularly the use of pre-cast technology, which utilizes less human labor than traditional construction methodologies employed by other players. The Company partners with various architectural and engineering schools and offers scholarships to potential architects and engineers to eventually become members of the team and seeks out distinguished foreign technical partners in joint venture partnership for technical collaboration.

The volatility in the price of construction materials could affect the Company's profitability.

Commodity prices and supply chain will continue to be affected by geo-political tensions and other global financial and economic developments. As such, raw materials costs, such as oil, steel, and costs for construction, are subject to fluctuations and volatility, which will could delay project launches of developers.

Market supply and demand affect the pricing of construction materials, such as cement and steel rebars. In addition, the stricter implementation of environmental laws has affected mining and quarrying operations in the country, resulting in regulated supply of inputs, such as sand and concrete aggregates.

To address this, Megawide adopts a materials hedging program and enters into fixed purchase contracts with its suppliers, immediately upon award of contracts, to fix the unit cost and lock in supply of critical raw materials. These contracts typically range from 90-120 days. No price escalation is charged until the estimated quantities have been delivered within the agreed period.

The Company's reputation will be adversely affected if its projects are not completed on time, or if projects do not meet customer requirements.

Megawide ensures to deliver quality and satisfactory work to its clients at all times, based on the terms of the contract. The Company's brand equity may be damaged if it fails to deliver the project on time or based on specifications. In addition, the required safety guidelines under the new normal may affect productivity and project timelines.

As a safeguard, Megawide has a project management team composed of well-trained and experienced technical managers that implement measures to supervise the project's progress, schedules, and quality and ensure a smooth workflow. In addition, contracts with suppliers and subcontractors are covered by warranties, through guarantee, surety, and performance bonds and liability insurance, for workmanship and requirements for timely completion.

As of the date of this Prospectus, there were no projects that were delayed or did not meet client specifications, arising from the Company's fault. Certain projects are subject of variation orders, negotiations and arbitration causing delays and stoppage of projects.

Furthermore, the Company believes that its pre-cast technology and largely automated formworks and building systems are most suitable and highly functional under this new environment, minimizing the risk of project delays.

The Company may be exposed to liquidity risk from delayed collection of payments of progress billings and retention of receivables.

The construction business adopts progress billing, and the Company is exposed to the risk of delayed collection of payments on its completed works.

Megawide extends credit terms to its clients, which it strictly follows to ensure that receivables remain current as much as possible. In a worst-case scenario, the Company has a sound financial position and has established credit lines with several financial institutions from which it is able to obtain loans to finance its working capital requirements.

The availability of construction materials and other supply chain issues may affect the Company's projects.

Lack of availability of construction materials or supply chain disruptions may result in higher costs and/or result in delays in meeting project timelines. However, it should be noted that the principal raw materials utilized by Megawide in its projects such as cement and steel, have historically been readily available in the market from a number of sources (i.e. Steel Asia Manufacturing Corporation and Pag-Asa Steel Corporation). Megawide also diversifies its sources of these raw materials so that it is not dependent on a limited number of suppliers. Megawide also utilizes a lock-in price of critical raw materials with its suppliers and maintains a 90-day inventory to manage price fluctuations.

The Company has exposure to government projects.

There is a risk that awarding of government projects may get delayed thus delaying inflows from the construction of such projects. Megawide prioritizes projects that are funded by reputable financial institutions or those projects that are funded by Asian Development Bank (ADB) or Japan International Cooperation Agency (JICA).

The current administration has launched the BBM program. BBM is the infrastructure development program of President Ferdinand Marcos Jr. which seeks to expand the previous administration's Build! Build! Build! (BBB) Program to help address the inadequacies of the country's infrastructure. According to the database of the National Economic and Development Authority (NEDA), the BBM infrastructure program for 2023 to 2028 presently includes 198 high impact infrastructure flagship projects (IFPs) with an overall investment cost of P8.8 trillion. Of the 198 IFPs, 124 are entirely new projects while the remaining 74 projects are taken from the previous BBB program.

The Company has tough competition from domestic and international players for large infrastructure projects

Megawide's success heavily relies on its ability to secure construction projects in the future. No assurance can be given that the Company will be able to secure projects successfully.

Recently, domestic and international players have emerged in bidding big infrastructure projects that are similar to Megawide's projects. Some of these competitors may have more extensive experience and financial resources, thus, these companies can win the bid for the projects the Company is bidding for.

To mitigate this risk, Megawide continues to develop a pipeline of projects and improve its ability to turn over high quality projects comparative to the projects of their international competitors. As a domestic player, the Company is one of the dominant players in the Philippines and continue to be so. For more details on the Company's competitors, refer to the section "*Competitors in the Industry*" under "*Description of Business*".

The operation of the Company's construction sites may be stalled should its license as a contractor be suspended or revoked.

Under R.A. No. 4566, no contractor, sub-contractor, and specialty contractor shall engage in the business of contracting without first having secured a license to conduct business from the Philippine Contractors Accreditation Board ("PCAB"). Also, all architects and engineers preparing plans and specifications work to be contracted in the Philippines shall stipulate in the invitation to bidders, whether a resident of the Philippine or not, that any bidder (contractor, sub-contractor, and specialty contractor) must have a license before its bid will be considered. As such, the Company's continued possession of its PCAB license is integral to its construction business.

To avoid or mitigate this risk, the Company ensures that it meets all the requirements under R.A. No. 4566, especially with regard to the qualifications for a PCAB License. The Company has also engaged expert legal counsels who actively defend and protect the interest of the Company.

Construction defects and other building-related claims against the Company may cause the Company to be liable for such claims.

Given the Company's construction business, Megawide may be involved in claims in relation to construction defects and other building-related claims, among others. These scenarios may even lead to legal proceedings which could incur substantial legal costs, delay in construction schedule and delay in payments. Further, the Company may be subject to suits and liability claims and its reputation will be negatively affected if any of its projects experience construction or infrastructure failures, design flaws, significant project delays, or quality control issues.

To mitigate this, Megawide complies with the Building Code and other required documentations, such as permits and licenses, to cover itself from such claims, in case there are potential claims, the Company proactively manages its projects so as to prevent these claims from becoming legal disputes.

RISKS RELATING TO THE LANDPORT (PITX) SEGMENT

Ban on POGO may affect office tenancy in the towers.

While the COVID-19 Pandemic has already been addressed, business continuity programs turned to remote work arrangements to sustain operations during the height of the crisis. As such, this has resulted in significant office vacancy across Metro Manila. The bay area, where PITX is located, records one of the highest vacancy rates nationwide and exposes the office towers to low occupancy risks.

Being situated in one of the most strategic areas in Metro Manila, in addition to the multi-modal transport connectivity offered by the terminal in key destinations around the capital, PITX has a strong and natural demand and attraction for both traditional and non-traditional office locators, outside of the Philippine Offshore Gaming Operators ("**POGO**") industry. Total office towers POGO occupancy dropped from 67% as of end September 2023 to 0% in the same period the following year due to the POGO ban. As a result, the total office towers occupancy dropped from 65% as of September 2023 to 18% by end 2023. However, the team has made headway in contracting traditional office locators, such as government offices, transport and tourism-related entities, and logistics providers increasing its occupancy to 41%, as of September 2024.

Existing floor space may be limited with the influx of passengers from the opening of the Asia World Station.

As of end-September 2024, PITX has reached its full capacity of 200,000 during the peak Holy Week season. On a daily basis, average foot traffic has reached more than 130,000. With more long-term Point-to-Point ("**P2P**") routes being developed and commissioned, this volume is seen to likely grow further. With the impending opening of Asia World Station under the LRT Line 1 Cavite extension project, which currently has a daily ridership of 100,000 passengers, additional pass through and destination foot traffic may further crowd the existing terminal area.

These developments may impair the landport from providing the agreed-upon service levels under the concession agreement, in terms of safety, security, and transport availability. Under the concession agreement, however, an adjacent lot (PITX Lot 2) is available for expansion to accommodate increased vehicular and foot traffic at the existing terminal. This serves as an opportunity to scale up the landport operations and provide an upside to existing income and value-creation streams.

RISKS RELATING TO REAL ESTATE DEVELOPMENT

Property development may be affected by economic and market cycles.

The local property market is affected by sentiments on economic performance and market cycles, such as interest rates. A slowing economy typically discourages purchases of real estate due to fears of affordability and illiquidity. Similarly, an elevated interest rate scenario elicits a negative market perception, causing minimal or restrained investments in property assets.

PH1 is primarily focusing on end-user demand, largely in the affordable and middle-income horizontal housing segments, where real consumer demand lies. In addition, PH1 taps the abundant OFW market, which has a natural protection from local economic conditions, and whose remittances remain a major growth driver for the domestic economy.

Given the end-user nature of buyers, movement in interest rates has not been a primary concern, especially since these are normally funded by OFW money. Furthermore, the company offers highly affordable, long-term payment and amortization schemes, which is not directly impacted by unfavorable interest rate fluctuations.

In addition, PH1 is also gearing up for the government's Pambansang Pabahay Para sa Pilipino Housing (4PH) program to address the huge housing backlog. Given the 4PH's mechanics and targeted market, the program is less susceptible to economic cycles, thus subduing market risk from a developer's (PH1's) perspective.

The local real estate market is highly competitive, with multiple players across segments.

The number of players across the different segments of the industry makes competition extremely cut-throat. As a result, products available in the market have very minimal differentiation at all, giving new players high barriers to entry.

However, PH1 has been in the market since 2015 and is positioning itself as a disruptor in the local real estate scene. The presence of a strong and experienced partner-contractor in Megawide – having developed numerous projects with several developers – enables the team to identify gaps in existing product offerings. These insights provide PH1 an opportunity and advantage to address the gaps, through innovation, and unlock more opportunities for better and more convenient solutions.

Moreover, PH1's projects are located near public rail transport network, such as the MRT Line 3, future Lines 4 & 7 and the Metro Manila Subway System soon, promoting accessibility and mobility of buyers and residents. With Megawide's participation in and familiarity with the government's infrastructure build-up program, PH1 also benefits by pinpointing and locating strategic areas for potential spots of its future pipeline.

Real estate requires sizeable capital for land banking and development purposes.

PH1 prioritizes asset-light modes for its project roll-out, in the form of joint-ventures and / or partnerships, that do not entail significant capital outlays upfront. This approach enables the company to optimize its resources and minimize exposure to massive economic shocks and downturns. In addition, with a strong value proposition and an attractive project pipeline, the Company has the option to secure development funding that matches a project's construction timetable, thus preserving liquidity and providing a more efficient balance sheet management approach.

Land titles owned may be contested by third parties.

Third parties may claim ownership of land which has already been registered and over which a title has been issued to another person or entity. The Company may be required to defend itself against third parties who claim to be the rightful owners of land.

Megawide conducts extensive due diligence on a property, including its history and ownership, before finalizing the acquisition. In addition, the Company follows strict documentation requirements and procedures to ensure titles are legal and free from being contested which includes legal and tax review, topographical surveys and the like.

The Company may be exposed to the risk of asset bubbles in real estate due to historically low interest rates, expansion in overall liquidity, extensive construction of condominium and housing units, and other factors.

An asset bubble is when demand for property suddenly decreases when the supply on real estate property increases. This can occur when there is aggressiveness in the real estate market and as a result can cause high asset prices to suddenly decline due to a market re-balancing.

The Company constantly monitors the real estate market and the growth or decline in demand and supply. It also believes in the efforts of the BSP to control inflation and prevent the formation of asset bubbles in real estate. In addition, the Company has a sound risk management in place and focus on end-user demand and affordable segment, which are more resilient from property cycles.

The Company may be exposed to Metro Manila's 34-month inventory turnover rate in the real estate market.

Due to the high number of supply in housing units in Metro Manila, the Company may be affected by the long 34-month inventory turnover rate in the market. There can be units of the Company that could remain unsold which could have a negative impact on its financials.

Megawide is focusing generally outside Metro Manila and in the end-user, affordable housing segment where there remains a significant backlog. The Company continues to serve a market that has a real housing need and moreover, selecting locations near outside Metro Manila where there continues to be a demand. Moreover, the Company conducts market studies to analyze the market before finalizing its plans.

The potential buyers of the Company's properties may default on their payments.

The Company faces the risk that buyers of its properties may be unable to fulfill their payment obligations due to various factors, including financial difficulties, changes in economic conditions, industry downturns, or personal circumstances that affect their ability to pay. A significant number of defaults could negatively impact the Company's cash flow, profitability, and overall financial position. Additionally, delays in collections may affect the Company's ability to reinvest in new projects, meet its financial commitments, or fund ongoing operations.

To mitigate this risk, the Company implements stringent credit evaluation processes and conducts thorough due diligence on prospective buyers before entering into sales agreements. This includes assessing their financial capacity, payment history, and creditworthiness. Furthermore, the Company enforces structured payment terms, maintains proactive collection efforts, and closely monitors receivables to ensure timely payments. In cases of potential default, the Company takes necessary actions, including renegotiating payment terms or pursuing legal remedies to recover outstanding balances. Through these measures, the Company aims to minimize its exposure to payment defaults and ensure the sustainability of its financial performance.

RISK RELATING TO POTENTIAL PROJECTS WITH ORIGINAL PROPONENT STATUS

Projects under Original Proponent Status ("OPS") may not necessarily be awarded to the Company.

Megawide has submitted several unsolicited and solicited proposals to the national and local governments and has been granted the Original Proponent Status ("OPS"). These projects under OPS are still under evaluation and will need to undergo the proper procedures, such as the Swiss Challenge, before being officially awarded to the Company. An OPS status provides an advantage over competing bidders as the OPS holder has the right to match competing bids on the project.

Until such process is completed, the projects remain at risk of not being awarded to the Company. Megawide's long term strategies may evolve subject to opportunities and successful awarding of new projects. Megawide is closely coordinating with the government and all its agencies for the compliance of all the requirements relating to the OPS.

The Company submits bids, together with other players, which are evaluated by the proponent and are not always guaranteed an outright award.

The Company ensures the submission of competitive bids, leveraging on Megawide's key advantages (pre-cast and vertical Integration) and technological expertise (engineering and innovation).

RISKS RELATING TO THE COMPANY'S SERIES 6 PREFERRED SHARES

The Series 6 Preferred Shares may not be a suitable investment for all investors.

Each potential investor in the Series 6 Preferred Shares must determine the suitability of that investment given its own features and circumstances. Each investor should:

- have sufficient knowledge and experience to make an evaluation of the Series 6 Preferred Shares, the merits and risks of relating to Series 6 Preferred Shares and the information contained in the Prospectus;
- have sufficient financial resources and liquidity to bear all of the risks of an investment in the Series 6 Preferred Shares;
- understand thoroughly the terms of the Series 6 Preferred Shares and be familiar with the behavior of any relevant financial markets;
- have access to and knowledge of, appropriate tools to evaluate an investment in the Series 6 Preferred Shares and the impact the Series 6 Preferred Shares will have on its overall investment portfolio; and
- be able to evaluate (either alone or with the help of a financial adviser) possible scenarios for economic, interest rate, foreign exchange rate and other factors that may affect its investment and its ability to bear the applicable risks

The market price of the Series 6 Preferred Shares may be volatile, which could cause the value of investors' investments in the Series 6 Preferred Shares to decline.

The market price of our Series 6 Preferred Shares may be affected by multiple factors, including:

(a) volatility in stock market prices and volume;
(b) fluctuations in our revenue, cash flow and earnings;
(c) general market, political and economic conditions;
(d) changes in earnings estimates and recommendations by financial analysts;
(e) changes in market valuations of listed stocks in general and other stocks in similar industries;
(f) the market value of our assets;
(g) changes to government policies, legislation or regulations; and
(h) general operational and business risks.

In addition, many of the risks described elsewhere in this Prospectus could adversely affect the market price of the Series 6 Preferred Shares. As a result of recent global economic downturns, the global equity markets have historically experienced price and volume volatility that has affected the share prices of many companies. Share prices for many companies have experienced wide fluctuations that have often been unrelated to the operating performance of those companies. Fluctuations such as these could adversely affect the market price of our Shares.

The dividends on the Series 6 Preferred Shares may not be paid in full or in part.

Dividends on the Series 6 Preferred Shares may not be paid in full or in part. Under the terms and conditions governing the Series 6 Preferred Shares, the Company may pay no dividends or less than full dividends on a Dividend Payment Date. Holders of the Series 6 Preferred Shares will not receive dividends on a Dividend Payment Date or for any period during which the Issuer does not have unrestricted retained earnings out of which the dividends will be paid.

If the profits available for distribution as cash dividends are, in the opinion of the Board of Directors, not sufficient to enable Megawide to pay in full cash dividends on the Series 6 Preferred Shares and cash dividends that are scheduled to be paid on or before the same date on Comparable Shares, Megawide is required to pay cash dividends on the Series 6 Preferred Shares and any Comparable Shares *pro rata* to the amount of the cash dividends scheduled to be paid to the Series 6 Preferred Shares and the Comparable Shares, respectively. For purposes of this paragraph, the amount scheduled to be paid shall include all dividends due on such Dividend Payment Date as well as all Dividends in Arrears.

The Series 6 Preferred Shares are subordinate to the Issuer's other indebtedness.

Megawide's obligations in respect of the Series 6 Preferred Shares are subordinated to all of the Company's indebtedness, and it will not make any payments under the Series 6 Preferred Shares unless it can satisfy in full all of its other obligations that rank senior to the Series 6 Preferred Shares.

Megawide's obligations under the Series 6 Preferred Shares are unsecured and will, in the event of the winding-up of the Company, rank junior in right of payment to all indebtedness of the Company and junior in right of payment to securities of, or claims against, the Company which rank or are expressed to rank senior to the Series 6 Preferred Shares. Accordingly, Megawide's obligations under the Series 6 Preferred Shares will not be satisfied unless Megawide can satisfy in full all of its other obligations ranking senior to the Series 6 Preferred Shares.

There are no terms in the Series 6 Preferred Shares that limit Megawide's ability to incur additional indebtedness, including indebtedness that ranks senior to or *pari passu* with the Series 6 Preferred Shares.

There may be insufficient distributions upon liquidation.

In the event of liquidation, the Series 6 Preferred Shares shall rank ahead of the common shares.

Upon any voluntary or involuntary dissolution, liquidation or winding up of Megawide, holders of Series 6 Preferred Shares will be entitled only to the available assets of the Company remaining after the Company's indebtedness is satisfied. If any such assets are insufficient to pay the full amount due to the holders of the Series 6 Preferred Shares, then holders of Series 6 Preferred Shares shall share ratably in any such distribution of assets in proportion to the full distributions to which they would otherwise be respectively entitled.

The ability to make payments to the holders of Series 6 Preferred Shares is limited by the terms of Megawide's other indebtedness.

Under the Revised Corporation Code, the board of directors of a stock corporation may declare dividends out of the unrestricted retained earnings of such corporation. The SEC has issued regulations defining the term unrestricted retained earnings. Under such regulations, unrestricted retained earnings means the amount of accumulated profits and gains realized out of the normal and continuous operations of the company after deducting therefrom distributions to stockholders and transfer to capital stock or other accounts, and which is: (1) not appropriated by its Board of Directors for corporate expansion projects or programs; (2) not covered by a restriction for dividend declaration under a loan agreement; and (3) not required to be retained under special circumstances obtaining in the corporation such as when there is a need for a special reserve for probable contingencies.

In relation to item (2) of the preceding paragraph, Megawide has and will continue to have a certain amount of outstanding indebtedness which may include its bank and term loans under the "*Loans Agreements*" section of Material Contracts. The current terms of Megawide's financing agreements contain provisions that could limit the ability of the Company to make payments on the Series 6 Preferred Shares. For example, if Megawide is in default on its payment obligations to one or more of its lenders, or if it is non-compliant with certain covenants and such non-compliance is uncured for a period of thirty (30) days, the Company may be prohibited from making cash payments in respect of the Series 6 Preferred Shares. Also, Megawide may in the future, directly or indirectly through its Subsidiaries, enter into other financing agreements which may restrict or prohibit the ability of the Company to make payments on the Series 6 Preferred Shares. There can be no assurance that existing or future financing arrangements will not adversely affect Megawide's ability to make payments on the Series 6 Preferred Shares.

The Series 6 Preferred Shares have no fixed maturity date and Megawide has the sole right to redemption.

The Series 6 Preferred Shares have no fixed maturity dates, and the Series 6 Preferred Shares are not repayable in cash unless the Issuer, at its sole discretion, redeems them for cash.

Furthermore, holders of the Series 6 Preferred Shares have no right to require the Issuer to redeem the Series 6 Preferred Shares. The Series 6 Preferred Shares are only redeemable at the option of the Issuer on the Optional Redemption Date, or at any time, if an Accounting Event or Tax Event has occurred and is continuing. Accordingly, if a Series 6 Preferred Share holder wishes to obtain the cash value of the investment, the holder will have to sell the Series 6 Preferred Shares in the secondary market.

There may be a lack of public market for the Series 6 Preferred Shares.

The Philippine securities markets are substantially less liquid and more volatile than major securities markets in other jurisdictions and are not as highly regulated or supervised as some of these other markets. The Company cannot guarantee that the market for the Series 6 Preferred Shares will always be active or liquid upon commencement of their trading on the PSE. The nationality restriction on ownership of the Series 6 Preferred Shares may also restrict the trading and liquidity of the Shares.

There may be a limited market for the Series 6 Preferred Shares, so there may be limited liquidity in the market.

The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners are not obligated to create a trading market for the Series 6 Preferred Shares and any such market making will be subject to the limits imposed by applicable law and may be interrupted or discontinued at any time without notice. Accordingly, the Company cannot predict whether an active or liquid trading market for the Series 6 Preferred Shares will develop or if such a market develops, if it can be sustained. Consequently, a holder may be required to hold his Series 6 Preferred Shares for an indefinite period of time or sell them for an amount less than the Offer Price.

Non-payment of dividends may affect the Trading Price of the Series 6 Preferred Shares.

If dividends on the Series 6 Preferred Shares are not paid in full, or at all, the Series 6 Preferred Shares may trade at a lower price than they might otherwise have traded if dividends had been paid. The sale of Series 6 Preferred Shares during such a period by a holder of Series 6 Preferred Shares may result in such holder receiving lower returns on the investment than a holder who continues to hold the Series 6 Preferred Shares until dividend payments resume. In addition, because of the dividend limitations, the market price for the Series 6 Preferred Shares may be more volatile than that of other securities that do not have these limitations.

Holders of Series 6 Preferred Shares may not be able to reinvest at a similar return on investment.

On the Step Up Date, or any Dividend Payment Date thereafter, or at any time redemption due to a Tax Event or Accounting Event, Megawide may redeem the Series 6 Preferred Shares for cash at the redemption price, as described in "*Description of the Shares*". At the time of redemption, interest rates may be lower than at the time of the issuance of the Series 6 Preferred Shares and, consequently, the holders of the Series 6 Preferred Shares may not be able to reinvest the proceeds at a comparable rate of return or purchase securities otherwise comparable to the Series 6 Preferred Shares.

The Series 6 Preferred Shares have no voting rights.

Holders of Series 6 Preferred Shares will not be entitled to elect the Directors of the Company. Except as provided by Philippine law, holders of Series 6 Preferred Shares will have no voting rights (see "*Description of the Shares*‘‘).

There are restrictions on foreign ownership of Megawide's shares by non-Philippine Nationals.

The Philippine Constitution also limits ownership of land in the Philippines to Filipino citizens or to corporations the outstanding capital stock of which is at least sixty percent (60%) owned by Philippine Nationals. While the Philippine Constitution prescribes nationality restrictions on land ownership, there is generally no prohibition against foreigners owning building and other permanent structures. However, with respect to condominium developments, the foreign ownership of units in such developments is limited to forty percent (40%). Accordingly, the Series 6 Preferred Shares may be owned or subscribed by or transferred to any person, partnership, association or corporation regardless of nationality, provided that at any time at least 60% of the Company's outstanding capital stock shall be owned by citizens of the Philippines or by partnerships, associations or corporations, 60% of the voting stock or voting power, and 60% of the total number of outstanding shares of stock, of which is owned and controlled by citizens of the Philippines as set out in applicable regulations.

Moreover, as provided in the Twelfth Regular Foreign Investment Negative List promulgated on 27 June 2022, the procurement of infrastructure projects as defined under the implementing rules of Republic Act No. 9184, otherwise known as the Government Procurement Reform Act, and the operation of public utilities shall be undertaken by Filipino individuals, or corporations, partnerships or associations, the capital of which is 60% owned by citizens of the Philippines.

Finally, to the extent that one or more of the Company's Subsidiaries are engaged or will engage in partly nationalized activities (such as ownership of private land or engagement in the business of a public utility), at least 60% of our outstanding capital stock must be owned by Philippine nationals for our Company and such Subsidiary or Subsidiaries to be considered a Philippine national.

Our businesses accordingly subject our Company to foreign ownership limitations in our issued and outstanding capital stock. As such, we cannot allow the issuance or transfer our Shares to persons other than Philippine nationals, and cannot record transfers in our books, if such issuance or transfer would result in our Company ceasing to be a Philippine National for purposes of complying with the applicable nationality requirements. For more information, please refer to the section entitled "*Regulatory and Environmental Matters*" of this Prospectus.

The Series 6 Preferred Shares may be affected by the PIFITA.

On November 14, 2022, the House of Representatives approved on the third reading House Bill No. 4339 or the PIFITA. The PIFITA delivers the fourth part of the Government's comprehensive tax reform package. PIFITA aims to make passive income and financial intermediary taxes simpler, fairer, more efficient, and more competitive regionally. PIFITA is currently undergoing committee hearings in the Senate under Senate Bill No. 900.

In case PIFITA is signed into law in its current form whereby taxes on dividends and interest will be harmonized at 15%, the prospective individual investors will see their net dividends decrease as a result of increase in dividend tax rate (10% to 15%). Further, while said increase in dividend tax is categorized as a Tax Event, the prospective investors cannot be assured that the Series 6 Preferred Shares will be redeemed by the Issuer, as redemption is deemed optional on the part of the Issuer.

Furthermore, Package 2: Corporate Recovery and Tax Incentives for Enterprises (CREATE) which was passed has had a favorable impact to the Company's financial performance due to the reduction in the corporate income tax rate. Package 3: Real Property Valuation Reform, on the other hand, will have minimal impact on the Company's financial position considering that the Company's major business interests discussed in this Prospectus do not require significant or have limited real estate ownership.

There is no assurance that the Series 6 Preferred Shares will be listed in the PSE.

The Listing Date is expected to be on or about April 14, 2025. The Company cannot assure that listing will occur on the anticipated Listing Date or at all. Delays, due to regulatory action, in the admission and the commencement of trading in shares on the PSE have occurred in the past. If the Offer Shares will not be listed on the PSE due to regulatory concerns and if the Issuer and the Joint Issue Managers, Joint Lead Underwriters and the Joint Bookrunners will not be able to resolve the said concerns, all application payments will be returned/refunded to the Applicants. However, if the Issuer and the Joint Issue Managers, Joint Lead Underwriters and the Joint Bookrunners will be able to resolve it, the Joint Issue Managers, Joint Lead Underwriters and the Joint Bookrunners, in consultation with the Issuer, reserve the right to move the timetable subject to regulatory approvals and will inform the investors as soon as applicable.

RISKS RELATING TO THE PHILIPPINES

The Company's business may be negatively affected by slowdown in the Philippine and global economy.

In the past, the Philippine economy and securities of Philippine companies have been influenced to varying degrees by economic and market conditions in other countries especially in Southeast Asia, as well as investors' responses to those conditions. The uncertainty surrounding the global economic outlook could cause economic conditions in the Philippines to deteriorate. Any downturn can negatively impact consumer sentiment and general business conditions.

This risk is beyond the control of Megawide but due to its infrastructure business segments, the effect of a weak economy is mitigated. Moreover, there can be no assurance that current or future Philippine government policies will continue to be conducive to sustaining economic growth.

Political or social instability, acts of terrorism or military conflict or changes in laws and policies could adversely affect the financial results of the Company.

From time to time, the Philippines and the region have experienced political and military instability. In recent years, there are public and military protests arising from alleged misconduct from the previous and current administrations. There can be no assurance that acts of political violence will not occur in the future and such events could negatively impact the Philippine economy. An unstable political environment whether due to the impeachment of government officials, imposition of emergency executive rule, martial law or widespread popular demonstrations or rioting could negatively affect the general economic conditions and operating environment in the Philippines, which could have a material adverse effect on the business, operations and financial condition of the Company.

In February 2022, Vladimir Putin authorized the use of military force, and the entry of Russian soldiers into the Ukrainian territory. Places across Ukraine, including Kyiv, the national capital, were struck with missiles. Shortly afterwards, Russian Forces entered Ukraine prompting Ukrainian President Volodymyr Zelensky to enact martial law and general mobilization (the "**Russo-Ukrainian War**").

On October 7, 2023, Hamas, a Palestinian militant group, launched an assault on Israel from the Gaza Strip. In response to this, Israel promptly declared war with the intent to destroy Hamas. Due to the ongoing conflict, more than 30,000 people have been killed, and more than 70,000 people injured in Gaza (the "**Israel-Hamas War**").

On November 5, 2024, the United States elected their 45th president, US President-elect President Donald J. Trump. Trump's plan to impose tariffs on all US imports, which would impact global economic growth including the Philippines. Mr. Trump, who was declared the winner of the US presidential elections, has promised to impose 60% tariffs on US imports of Chinese goods, as well as up to 20% tariffs for all imports.

While the Company does not expect any material impact from the ongoing political instabilities to its current and future businesses, ongoing tensions may affect oil and commodity prices in the near to medium term. Any political or economic developments of a global scale could impact prices in general and disrupt supply chains, which could in turn increase the Company's costs for the construction of its future projects. The Company continuously monitors such developments abroad and will assess any direct and indirect impact that the political instabilities may have on its current and future businesses.

In addition, the Company ensures proper and adequate insurance coverages (such as such as Comprehensive General and Contractor All Risk Insurances, among others) for all its projects.

The Company's operations may also be affected by acts of insurgency and terrorism which could have an impact on financial results and performance.

The Philippines has been subject to a number of terrorist attacks. The army has been in conflict with various extremist groups which are responsible for terrorist activities in the country. An increase in the frequency, severity or geographic reach of these terrorist attacks, violent crimes, bombings and similar events could have a material adverse effect on investment and confidence in and the performance of the Philippine economy. Any such destabilization could cause interruption to parts of the Company's businesses and materially and adversely affect its financial conditions, results of operations and prospects.

To mitigate this, the Company ensures proper and adequate insurance coverages (such as such as Comprehensive General and Contractor All Risk Insurances, among others) for all its projects.

If foreign exchange controls were to be imposed, the Company's ability to access foreign currency to purchase raw materials and equipment and to service foreign currency denominated debt obligations could be adversely affected.

Generally, Philippine residents may freely dispose of their foreign exchange receipts and foreign exchange may be freely sold and purchased outside the Philippine banking system. The Monetary Board of the BSP, with the approval of the President of the Philippines, has statutory authority in the imminence of or during a foreign exchange crisis or in times of national emergency to: (i) suspend temporarily or restrict sales of foreign exchange; (ii) require licensing of foreign exchange transactions; or (iii) require delivery of foreign exchange to the BSP or its designee banks. The Philippine government has, in the past, instituted restrictions on the conversion of Pesos into foreign currency and the use of foreign exchange received by Philippine residents to pay foreign currency obligations.

Any foreign exchange policy that may be imposed by the Government has minimal financial effect to the Company because it only operates in the Philippines.

The occurrence of natural catastrophes or man-made catastrophes or electricity blackouts may materially disrupt the Company's business.

Natural catastrophes may disrupt Megawide's ability to deliver its services and impair the economic conditions in the affected areas, as well as the overall Philippine economy. The Philippines has also experienced power outages from power generation shortages and transmission problems, and from disruptions such as typhoons and floods. These types of events may materially disrupt and adversely affect Megawide's business and operations. Prospective investors cannot be assured that the insurance coverage maintained by Megawide will adequately compensate for all damages and economic losses resulting from such natural catastrophes, blackouts or possible business interruptions.

To mitigate this, the Company ensures proper and adequate insurance coverages (such as Comprehensive General and Contractor All Risk Insurances, among others) for all its projects.

Territorial disputes with China and a number of Southeast Asian countries may disrupt the Philippine economy and business environment.

The Philippines, China and several Southeast Asian nations have been engaged in a series of long-standing territorial disputes over certain islands in the West Philippine Sea, also known as the South China Sea. The Philippines maintains that its claim over the disputed territories is supported by recognized principles of international law consistent with the United Nations Convention on the Law of the Sea ("**UNCLOS**"). The Philippines made several efforts during the course of 2011 and 2012 to establish a framework for resolving these disputes, calling for multilateral talks to delineate territorial rights and establish a framework for resolving disputes.

In July 2016, the UNCLOS tribunal rendered a decision stating that the Philippines has exclusive sovereign rights over the West Philippine Sea (in the South China Sea) and that China's claim over the same area is invalid. Despite the decision, the Chinese Government has maintained its position that the Tribunal has no jurisdiction over the dispute, and thus, the decision is not binding on the Chinese Government.

In March 2021, more than 180 Chinese military vessels were spotted on Julian Felipe Reef in the West Philippine Sea. The presence of the vessels defied a diplomatic protest and demand for the vessels to leave the area, issued by Philippine Defense Secretary Delfin Lorenzana.

In February 2023, a Chinese Coast Guard ship purportedly harassed a Philippine Coast Guard vessel in the Ayungin Shoal in the West Philippine Sea. In September 2023, the Philippine Coast Guard reported that the Chinese Coast Guard has installed a floating barrier near the Bajo de Masinloc (Scarborough Shoal) in the West Philippine Sea in an attempt to prevent Filipino fishermen from entering the Scarborough Shoal. In a special operation conducted thereafter, the floating barrier was eventually removed by the Philippine Coast Guard.

In March 2024, at least two Chinese Coast Guard ships used water cannons against a smaller military-contracted vessel during a resupply mission to Ayungin Shoal in the West Philippine Sea. Four Filipinos on board the vessel sustained minor injuries during this incident. On March 5, 2024, the Philippines' Department of Foreign Affairs demanded that the Chinese vessels leave the vicinity of Ayungin Shoal immediately.

Should these territorial disputes continue or escalate further, the Philippines and its economy may be disrupted, and the Company's operations could be adversely affected as a result. In particular, this may lead both countries to impose trade restrictions on the other's imports.

There is no guarantee that tensions will not escalate further or that the territorial disputes among the Philippines and its neighboring countries, especially China, will cease. In an event of escalation, the Philippine economy may be disrupted and our business and financial standing may be adversely affected. Any such impact from these disputes could adversely affect the Philippine economy, and materially and adversely affect the Company's business, financial condition, and results of operations.

RISKS RELATING TO PENDING MATERIAL LEGAL PROCEEDINGS

The Company's finances may be negatively affected should any of the claims for sum of money be granted.

The Company is a party to various construction contracts, and from time to time and in the normal course of business, be involved in disputes with counterparties which may involve the scope, time for completion, and building-related defects, among others. These counterparties, in exercising their rights under the contract, may claim sums of money which may lead to filing of legal proceedings against the Company.

The Company may incur substantial costs, and its finances may be adversely affected should the legal proceedings involving claims for sum of money be decided against it. Moreover, the institution of a legal proceeding by or against a client may lead to the termination of the relevant contract, which means that the Company may no longer be entitled to the entire value of such contract or recover its costs and expenses. Further, these may affect the Company's cashflows and expected profitability on such relevant years and may adversely affect the Company's results of operations and financial performance.

The Company, in its normal course of business, receives demands for sums of money and damages from various counterparties. To avoid or mitigate such claims, the Company strives to diligently fulfill all its commitments and obligations under each contract in order to prevent undue claims from arising. Further, the Company engages in good faith negotiations with its counterparties to preserve its business relationships and avoid disputes. Moreover, the Company also engages expert legal counsels to actively defend and protect the interest of the Company.

The Company has also obtained a directors and officers liability insurance policy to cover the costs of protecting its directors and officers against such legal proceedings.

The Company's goodwill or relationship with its clients and subcontractors may be negatively affected due to the issues which brought about the material legal proceedings.

The institution of legal proceedings by or against the Company's clients and subcontractors may lead to the impairment of the goodwill or severance of the relationship between the parties.

To mitigate this, the Company has diversified its pool of clients and subcontractors to avoid concentration risks and continues to build strong relationships with new ones. Moreover, the Company strives to diligently fulfill all its commitments and obligations under each contract in order to prevent undue claims and legal proceedings from arising.

The suspension of the Company's licenses and franchises may negatively affect its reputation and impact its future transactions.

The suspension of the Company's licenses and franchises may prohibit it from conducting its business and undertaking future transactions, which will eventually lead to the closure of the Company. Moreover, its reputation in the industries it operates in may be negatively affected since the suspension of such license or franchise may mean that the Company has committed an illegal act, or an infraction of the law.

To avoid or mitigate this, the Company ensures that it always complies with applicable laws, rules, and regulations, and that it strictly complies with all the requirements, qualifications, terms, and conditions of its licenses and franchises. Additionally, as a publicly listed company, the Company has an Investor Relations Team that proactively manages its investor relations program to enhance and promote the Company's reputation and good will. Furthermore, none of the Company's licenses or franchises have ever been suspended.

Overall risk management strategy

In all our business undertakings, we conduct stringent due diligence to ensure that most of our counterparties are reputable organizations, with sound financial standing and belong to the top 1000 corporations of the Philippines. This includes evaluating the counterparties audited financial statements as well as compliance with regulatory requirements specifically with the BIR, SEC and LGU permits, among others.

USE OF PROCEEDS

Megawide expects to raise gross proceeds amounting to ₱3,000,000,000.00 from the Offer. In the event that the Oversubscription Option is exercised in full, the Company expects to raise gross proceeds from the Offer of ₱6,000,000,000.00.

The following are the estimated expenses to be incurred in relation to the Offer:

	Without Oversubscription (in ₱)	**With Oversubscription (in ₱)**
SEC Registration Fees	2,083,125.00	2,083,125.00
PSE Filing Fees (inclusive of ₱720,000.00 VAT)	6,720,000.00	6,720,000.00
Documentary Stamp Tax	300,000.00	600,000.00
Underwriting Fees	11,236,102.15*	20,063,602.15*
Selling Fees	8.827,500.00	17,655,000.00
Legal Counsel Fees**	2,240,000.00	2,240,000.00
Receiving and Stock Transfer Agency Fees	1,630,000.00	1,630,000.00
Auditor Fees	2,300,000.00	2,300,000.00
Other Expenses	250,000.00	250,000.00
Total Estimated Expenses	**35,586,727.15**	**53,541,727.15**

Note: Other related expenses are composed of marketing related expenses (e.g., publication fees, investors' presentations, etc.)

**The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners shall retain an amount of ₱8,827,500.00 and in case of Oversubscription Option, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners shall retain an amount of ₱17,655,000.00 for underwriting fees and in both cases, pay the estimated fees of ₱2,408,602.15 (inclusive of Value Added Tax) to the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners' counsel, Angara Abello Concepcion Regala & Cruz Law Office (ACCRALAW).*

***These include fees payable to the Issuer's counsel in respect of the Offer, Picazo Buyco Tan Fider & Santos Law Office (Picazo Law) and independent counsel, Añover San Diego & Primavera Law Offices.*

Megawide expects the net proceeds from the Offer to be ₱2,964,413,272.85 and if the Offer is fully oversubscribed ₱5,946,458,272.85 after deducting the above expenses. The net proceeds for this Offer will be used for the redemption of the outstanding Series 4 Preferred Shares on April 27, 2025, for partial financing for projects in the pipeline, and for general corporate purpose. The Company shall give not less than thirty (30) days nor more than sixty (60) days prior written notice of its intention to redeem the Series 4 Preferred Shares, which notice shall be irrevocable and binding upon the Company to effect such early redemption of the Series 4 Preferred Shares stated in such notice.

Without Oversubscription Option			
Use Of Proceeds	**Estimated Amount Allocated**	**Disbursement Schedule**	**% of Amount Allocated over Total Net Proceeds**
Redemption of Series 4 Preferred Shares	2,500,000,000.00	1H 2025	84.3%
Partial financing of pipeline projects	464,413,272.85	2Q 2025 onwards	15.7%
General Corporate Purposes	-	-	-
Total	**2,964,413,272.85**		**100.0%**

With Oversubscription Option			
Use Of Proceeds	**Estimated Amount Allocated**	**Disbursement Schedule**	**% of Amount Allocated over Total Net Proceeds**
Redemption of Series 4 Preferred Shares	4,000,000,000.00	1H 2025	67.3
Partial financing of pipeline projects	1,646,458,272.85	2Q 2025 onwards	27.7%
General Corporate Purposes	300,000,000.00	-	5.0%
Total	**5,946,458,272.85**		**100.0%**

Redemption of Series 4 Preferred Shares

The Company's Series 4 Preferred Shares are cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable), PHP-denominated perpetual preferred shares consisting of 40,000,000 preferred shares issued at ₱100 each or a total of ₱4,000,000,00.00. The Company may, at its sole option, redeem in whole (but not part) the Series 4 Preferred Shares on the date that is 3.5 years from the Listing Date at a redemption price equal to the Issue Price of the Series 4 Preferred Shares plus all dividends due on such Optional Redemption Date as well as all Dividends in Arrears. The Series 4 Preferred Shares have no outstanding Dividends in Arrears and no portion of the proceeds from this offer shall be paid for any such payments.

As of December 31, 2024, 98.27% of the Series 4 Preferred Shares are held by PCD Nominee Corporation (Filipino), while the remaining 2.77% are held by PCD Nominee Corporation (Non-Filipino). The following table summarizes the top 5 shareholders of the Series 4 Preferred Shares, as of December 31, 2024.

PCD Nominee	Shares Held	%
BDO Securities Corporation	9,911,620	24.8%
RCBC Trust Corporation	7,266,000	18.2%
PNB Trust Banking Group	6,045,180	15.1%
PNB Securities, Inc.	2,837,960	7.1%
China Banking Corporation – Trust Group	2,150,000	5.4%

In the event that the net proceeds from the Offer is substantially less than the expected amount, any deficit shall be managed using internally generated funds of the Company.

Partial Financing of Pipeline Projects

Project	Amount Without Oversubscription (in ₱)	Amount With Oversubscription (in ₱)
One Lancaster Park	389,413,272.85	1,046,458,272.85
Lykke Kondo	-	450,000,000.00
Southscapes	75,000,000	150,000,000.00
	464,413,272.85	**1,646,458,272.85**

<u>One Lancaster Park Project</u>

One Lancaster Park is a multi-phase development located in Lancaster New City, Imus, Cavite, featuring 15 residential towers. The towers are designed to range from 8 to 16 floors, with an estimated total of 7,422 residential units. The development follows a phased approach, with the number of floors increasing gradually over time. Final tower heights will be determined based on market conditions.

The project is currently in its second phase. Phase 1, which includes Towers 1 and 2, comprises 382 units, with 78% already pre-sold. Phase 2, consisting of Tower 3, includes 442 units, with 31% pre-sold as of the date of this prospectus. The targeted completion dates for Phase 1 and Phase 2 are Q1 2027 and Q2 2027, respectively.

Phase 3, which includes Towers 4 to 7, is set to commence with the launch of Tower 4 in Q3 2025. Moving forward, the project anticipates an annual launch of additional towers. The overall development is expected to be fully completed by 2043.

<u>Lykke Kondo</u>

Lykke Kondo is a residential development located along Amang Rodriguez Avenue, Pasig City. Phase 1 will feature three 28-story towers, comprising 1,736 residential units and 620 parking slots. Tower 1 was officially launched Q4 2024 and as of the date of this prospectus, 5% of the units have been pre-sold. Commencement of Tower 1 Construction is Q3 2025, and Phase 1 development is expected to be completed in 2029.

<u>Southscapes</u>

Southscapes is a horizontal residential development in Trece Martires, Cavite. The project will utilize our state-of-the-art mobile precast technology and will consist of 337 residential units. The development launched Q3 2024 and is expected to be completed in 2026.

General Corporate Purposes

The Company will also use a portion of the proceeds to provide additional funds for the overhead expenses of the Company.

General Corporate Purposes	Amount Without Oversubscription (in ₱)	Amount With Oversubscr iption (in ₱)	Estimated Timing of Disbursement
General and administrative costs including permits market studies, marketing and advertisements, research and development, among others.	-	300,000,000 .00	Q2-Q4 2025

Partial Exercise of Oversubscription Option

In case of partial exercise of the Oversubscription Option, the net proceeds on the partial exercise of oversubscription shall be allocated to the following obligations in order of priority:

i. Redemption of Series 4 Preferred Shares
ii. Muti-tower residential development in Cavite
iii. Pre-development expenses for the pipeline projects
iv. Storage and warehousing business development
v. General corporate purposes

Should the proceeds be substantially less than the maximum proceeds, the Company intends to source the funds from a combination of internally generated funds or cash flow from operations, utilization of existing credit lines facility and/or by obtaining bridge financing, as necessary.

Fund Disbursement and Reporting

While awaiting disbursements, the Company may deposit the funds in time deposits or special deposit accounts and/or invest the same in Philippine government Peso-denominated securities. The Company will not use any portion of the proceeds to reimburse any of its officers, directors, employees or shareholders for services rendered, asset previously transferred, or money loaned or advanced. Other than the fees relating to the underwriting and issue management of the Company, the Company will not use the proceeds to pay any financial obligations with the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners and its Affiliates.

The foregoing discussion represents a best estimate of the use of proceeds of the Offer based on the Company's current plans and anticipated expenditures. In the event there is any change in the Company's development plan, including force majeure, market conditions and other circumstances, the Company will carefully evaluate the situation and may reallocate the proceeds for future investments or other uses, and/or hold such funds in investments, whichever is better for the Company's and its shareholders' interest taken as a whole. The Company's cost estimates may also change as these plans are developed further, and actual costs may be different from budgeted costs. For these reasons, timing and actual use of the net proceeds may vary from the foregoing discussion and the Company's management may find it necessary or advisable to alter its plans. In the event of any substantial deviation, adjustment or reallocation in the planned use of proceeds, the Company shall inform the SEC and the stockholders in writing at least thirty (30) days before such deviation, adjustment or reallocation is implemented.

In the event of any significant deviation, material adjustment or reallocation in the planned use of proceeds, the Company will secure the approval of its Board of Directors for such deviation, adjustment or reallocation and promptly make the appropriate disclosures to the SEC and the PSE. The Company shall regularly disclose to the PSE, through the PSE Electronic Disclosure Generation Technology ("**PSE EDGE**"), any disbursements from the proceeds generated from the Offer. In addition, the Company shall likewise submit via the PSE EDGE the following disclosure to ensure transparency in the use of proceeds:

a. Any disbursements made in connection with the planned use of proceeds from the Offer;
b. Quarterly Progress Report on the application of the proceeds from the Offer on or before the first fifteen (15) days of the following quarter;
c. Annual Summary of the application of proceeds on or before January 31 of the year following the public offering;
d. Approval by the Company's Board of Directors of any reallocation on the planned use of proceeds, or of any change in the work program. The actual disbursement or implementation of such reallocation will be disclosed by the Company at least thirty (30) days prior to the said actual disbursement or implementation; and
e. Certification by the Company's Chief Financial Officer or Treasurer and of an external auditor on the accuracy of the information reported by the Company to the PSE in the quarterly and annual reports.

DETERMINATION OF THE OFFER PRICE

The Offer Price of ₱100.00 per share is at a premium to the Series 6 Preferred Shares par value of ₱1.00. The Offer Price was arrived at by dividing the desired gross proceeds of up to ₱6,000,000,000.00 by the target Offer Shares.

At the same time, the Issuer, in consultation with the Joint Issuer Managers, Joint Lead Underwriters and Joint Bookrunners, also took into consideration the offer prices of the Series 2B Preferred Shares, Series 4 Preferred Shares and Series 5 Preferred Shares, which are currently listed in the PSE. These Preferred Shares are listed and traded on the PSE under the stock symbol "MWP2B", "MWP4", and "MWP5", respectively.

As of March 20, 2025, the closing prices of the outstanding Preferred Shares are as follows:

Preferred Shares	Offer Price	Closing Price
MWP2B	**₱100.00**	**₱94.00**
MWP4	**₱100.00**	**₱99.45**
MWP5	**₱100.00**	**₱100.60**

DILUTION

The Company is offering to the public up to 60,000,000 Series 6 Preferred Shares with a par value of ₱1.00 per share to be issued from unissued Non-Voting Preferred Share Capital. The issuance of the Shares will not have any dilutive effect on the earnings per Common Share (“**EPS**”) of the Company, since the Preferred Shares are not convertible to Common Shares. Therefore, the outstanding number of Common Shares that will be used in computing the EPS will not change.

PLAN OF DISTRIBUTION

Megawide plans to issue the Series 6 Preferred Shares to institutional and retail investors through a public offering to be conducted through the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners.

THE OFFER

The offer by the Company of the Series 6 Preferred Shares is purely domestic and will not include an international offering. PNB Capital, RCBC Capital and Security Bank Capital have been appointed by the Company to act as Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners for the Offer. The Trading Participants, who are member-brokers of the PSE, shall act as Selling Agents for the Offer, pursuant to the PSE's rules and regulations.

However, there can be no assurance in respect of: (i) whether Megawide would issue such equity securities at all; (ii) the size or timing of any individual issuance or the total issuance of such equity securities; or (iii) the specific terms and conditions of such issuance. Any decision by Megawide to offer such equity securities will depend on a number of factors at the relevant time, many of which are not within Megawide's control, including but not limited to: prevailing interest rates, the financing requirements of Megawide's business and prospects, market liquidity and the state of the domestic capital market, and the Philippine, regional and global economies in general.

OBLIGATIONS OF THE JOINT ISSUE MANAGERS, JOINT LEAD UNDERWRITERS AND JOINT BOOKRUNNERS AND SELLING AGENTS

In accordance with the Underwriting Agreement to be entered into with Megawide, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners has agreed to underwrite 30,000,000 of Series 6 Preferred Shares at the Offer Price on a firm basis, and to distribute and sell the Series 6 Preferred Shares in the Offer, subject to the satisfaction of certain conditions, in consideration for certain fees and expenses.

The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners have committed to underwrite the Offer up to the amount indicated below

PNB Capital	₱ 1,000,000,000.00
RCBC Capital	₱ 1,000,000,000.00
Security Bank Capital	₱ 1,000,000,000.00
Total	₱ 3,000,000,000.00

The underwriting and selling fees to be paid by the Company to the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners in relation to the Offer shall be equivalent to 0.55% of the gross proceeds of the Offer. This shall be inclusive of underwriting fees to be paid to the Selling Agents, if any, and commissions to be paid to the Trading Participants of the PSE, which shall be equivalent to 0.125% of the total proceeds of the sale of Series 6 Preferred Shares by such Trading Participant. The 0.125% commissions of the Trading Participant shall be inclusive of VAT and will be paid to the Trading Participants less any applicable withholding tax.

The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners are duly licensed by the SEC to engage in underwriting or distribution of the Series 6 Preferred Shares. The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners may, from time to time, engage in transactions with and perform services in the ordinary course of its business for Megawide or any of its Subsidiaries.

The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners have no direct relations with Megawide in terms of ownership by either of their respective major stockholders, and have no right to designate or nominate any member of the Board of Directors of Megawide. The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners do not have any direct or indirect interest in the Company or in any securities thereof including options, warrants or rights thereto.

The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners have no contract or other arrangement with Megawide by which it may return to Megawide any unsold Series 6 Preferred Shares.

The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners may enter into other sub-underwriting agreements with other underwriters who may want to participate in the issuance. There is no agreement for any of the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners to put back to Megawide any unsold Series 6 Preferred Shares. Megawide further grants the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners an option, exercisable within the Offer Period, to subscribe, on a firm basis, up to an additional 30,000,000 Series 6 Preferred Shares, on the same terms and conditions set forth in this Prospectus, solely to cover oversubscriptions, if any. In the event the Oversubscription Option is not exercised, it is deemed cancelled and the filing fee for that over-subscription is forfeited. Final allocation of the Oversubscription Option among the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners will be determined at the end of the offer period.

Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners

PNB Capital is a wholly-owned subsidiary of the Philippine National Bank, and offers a spectrum of investment banking services, including loan syndications and project finance, bond offerings, private placements, public offering of shares, securitization, financial advisory and mergers and acquisitions. It was incorporated on July 30, 1997 and commenced operations on October 8, 1997. PNB Capital is licensed by the SEC to operate as an investment house with a non-quasi-banking license. As of December 31, 2023, it had an authorized capital of ₱2.00 billion and paid-up capital of ₱1.50 billion. PNB Capital is authorized to buy and sell, for its own account, securities issued by private corporations and the Philippine Government. As of December 31, 2023, total assets of PNB Capital were at ₱2.15 billion while total capital was at ₱1.94 billion.

RCBC Capital is a licensed investment house providing a complete range of capital raising and financial advisory services. Established in 1974, RCBC Capital has over 50 years of experience in the underwriting of equity, quasi-equity and debt securities, as well as in managing and arranging the syndication of loans, and in financial advisory. RCBC Capital is a wholly-owned subsidiary of the Rizal Commercial Banking Corporation and a part of the Yuchengco Group of Companies, one of the country‘s largest fully integrated financial services conglomerates. Prior approval from the SEC is required to effect a termination of the Underwriting Agreement. As of December 31, 2023, its total assets amounted to ₱3.23 billion, and its capital base amounted to ₱3.23 billion

Security Bank Capital is a Philippine corporation organized in October 1995 as a wholly-owned subsidiary of Security Bank Corporation. It obtained its license to operate as an investment house in 1996 and is licensed by the SEC to engage in underwriting and distribution of securities to the public. Security Bank Capital provides a wide range of investment banking services including underwriting of equity and debt securities, project finance, mergers and acquisitions (M&A), loan arrangement and syndications and financial advisory. Security Bank Capital is also involved in equity trading through its wholly-owned stock brokerage subsidiary, SB Equities, Inc. Its senior executives have extensive experience in the capital markets and M&A/advisory transactions and were involved in a lead role in a substantial number of major equity and debt issues as well as in M&A/advisory deals. As of December 31, 2023, its total assets amounted to ₱1.93 billion and its capital base amounted to ₱1.88 billion.

SALE AND DISTRIBUTION

The distribution and sale of the Series 6 Preferred Shares shall be undertaken by the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners who shall sell and distribute the Series 6 Preferred Shares to third party buyers/investors. The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners are authorized to organize a syndicate of sub-underwriters, soliciting dealers and/or agents for the purpose of the Offer.

Of the 30,000,000 Series 6 Preferred Shares to be offered, 70% or 21,000,000 shares are being offered through the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners for subscription and sale to Qualified Institutional Buyers and the general public. The Company plans to make available 20% or 6,000,000 shares for distribution to the respective clients of the 122 Trading Participants of the PSE, acting as Selling Agents. Each Trading Participant shall be allocated 49,180 shares ("**Allocation Per TP**") (computed by dividing the Shares allocated to the Trading Participants by 122). The balance of 40 shares shall be allocated by the Joint Lead Underwriters and Bookrunners among the Trading Participants with unserved demand after the allocation process. Trading Participants may undertake to purchase more than the Allocation per TP. Any requests for shares in excess of the Allocation per TP may be satisfied via the reallocation of any Series 6 Preferred Shares not taken up by other Trading Participants. Each participating Trading Participant shall accept the terms and conditions of the Offer as set out in this Prospectus.

Any Series 6 Preferred Shares allocated to the Trading Participants but not taken up by them, will be allocated first to the Trading Participants who subscribed for their full allotment and indicated additional demand, at the sole discretion of the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners.

Prior to the close of the Offer Period, any Series 6 Preferred Shares not taken up by the Trading Participants shall be distributed by the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners directly to their clients and the general public.

All Series 6 Preferred Shares not taken up by the Trading Participants, the general public and the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners' clients, shall be purchased by the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners pursuant to the terms and conditions of the Underwriting Agreement. Nothing herein or in the Underwriting Agreement shall limit the rights of the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners from purchasing the Series 6 Preferred Shares for their own respective accounts.

LOCAL SMALL INVESTORS

On April 16, 2024, the PSE issued Memorandum Circular CN No. 2024-0024 ("C.N. 2024-0024") which provides the amendments to Article III, Part F, Section 13 and Article V, Part F of the Consolidated Listing and Disclosure Rules, effective immediately. Under C.N. 2024-0024, the allocation of offer shares to Local Small Investors shall be mandatory.

As such, the Company will allocate up to 3,000,000 Series 6 Preferred Shares or 10% of the Series 6 Preferred Shares to the Local Small Investors through the PSE Electronic Allocation System or "PSE EASy" as the LSI shares. The procedure in subscribing to LSI Shares indicated in the LSI Guidelines to be announced through the PSE EDGE website. PSE EASy was first introduced by the Exchange in June 2019 to increase participation of LSIs in equity capital offerings. This shift to an online platform enabled investors from different provinces and countries, beyond the previous geographic scope of physical kiosks in Metro Manila, to subscribe to the LSI tranche of equity capital offerings.

In the event the total demand for the Retail Offer Shares is five (5) times or more than the initial allocation of up to 3,000,000 Offer Shares, the Offer Shares in the Institutional Offer shall be reallocated to the Trading Participants and Retail Offer and the allocation for the Retail Offer Shares shall be increased to 4,500,000 Offer Shares (or 15% of the Base

Offer Shares) in accordance with Article III, Part F, Section 4 of the PSE Listing Rules.

TERM OF APPOINTMENT

The engagement of the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners shall subsist so long as the SEC's permit to sell the Series 6 Preferred Shares remains valid, unless otherwise terminated by the Company and any of the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners.

The Underwriting Agreement may be terminated by the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners prior to the Listing Date of the Offer Shares under certain circumstances such as (a) a cancellation order issued by any court or governmental agency or authority with jurisdiction on the matter, the SEC or the PSE, (b) a change or an impending change of law that would, in the reasonable opinion of the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners materially and adversely affect Megawide's profitability or (c) financial, political or economic conditions in the Philippines which would materially and adversely affect the Offer.

ALLOCATION PROCESS

Mechanics of Distribution

1. Upon preparation of the Firm Undertaking report, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners shall input the number of Offer Shares requested by each TP in a spreadsheet designed for the reservation and allocation of the Offer Shares.

2. The spreadsheet shall distribute the total number of Offer Shares to be allocated to each Participating TP in accordance with the following process:

    a. If the total number of Offer Shares requested by a Participating TP, based on its Firm Undertaking, does not exceed the Allocation per TP, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners shall fully satisfy the request of such participating TP who signified its commitment to purchase Offer Shares less than or equal to the TP Allocation. The balance, if any, shall be re-distributed among those who have signified a commitment to purchase more than the Allocation per TP in their Firm Undertaking until all the Offer Shares allotted for distribution are fully allocated.

    b. If the total number of Offer Shares requested by a Participating TP exceeds the Allocation per TP, additional Shares may be sourced from the Offer Shares not taken up by the other TPs. The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners shall allocate the Offer Shares to Participating TPs by: (i) fully satisfying the orders to those TPs who have Firm Orders that are less than or equal to the Allocation per TP; and (ii) distributing equitably the remaining TP Allocation to other TPs with orders for additional Shares, but only up to their respective Firm Order.

    c. The allocation will be done based on the total number of shares and in an aggregate basis.

    d. In no case shall any Participating TP be awarded more than the shares indicated in its Firm Undertaking.

    e. If the aggregate number of Offer Shares requested by Participating TPs who submitted a Firm Undertaking is less than the total Offer Shares allotted for distribution through the TPs, the balance shall be returned to the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners.

3. Unless otherwise determined by the Company, the final TP allocation shall be distributed between Series 6A Preferred Shares, Series 6B Preferred Shares and

Series 6C Preferred Shares, in the same proportion as each Series bears to the TP's aggregate Firm Undertaking, rounded to the prescribed board lot requirement. The allotment per series will be based on actual demand.

4. The PSE Listings department will confirm and verify the final TP allocation report via email.

5. All deadlines indicated in these procedures shall be strictly followed.

The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners shall, at its discretion, determine the manner by which proposals for subscriptions to, and issuances of, Offer Shares shall be solicited, with the primary sale of the Offer Shares to be effected only through the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners and Selling Agents. No shares are designated to be sold to specific persons.

APPLICATION TO PURCHASE

All Applications to Purchase of the Series 6 Preferred Shares shall be evidenced by a duly completed and signed Application to Purchase, together with two fully executed specimen signature cards authenticated by the Corporate Secretary with respect to corporate and institutional investors, or by the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners or Selling Agents which forwarded the Application with respect to individual applicant. The purchase price must be paid in full in Pesos upon the submission of the duly completed and signed Application to Purchase and specimen signature card together with requisite attachments. Payment for the Series 6 Preferred Shares shall be made by (i) manager's check/cashier's check drawn against any of such authorized bank at any of its branches located in Metro Manila, or (ii) corporate check or personal check drawn against any BSP authorized bank or any branch thereof. All checks should be made payable to "**MWP6 FOO**", crossed "Payee's Account Only" and dated on or before the date of the submission of the Application. Cash and checks should be paid via BDO Bills Payment Facility in the name of "**MWP6 FOO**". The soft copies of the Applications and the related proof of payments shall be received via email and hard copies shall be submitted to the office of the Stock Transfer Agent within thirty (30) calendar days from Listing Date.

Applicants may also remit payment for their Series 6 Preferred Shares through BDO Mobile Banking or Internet Banking via Bills Payment with the Biller/Merchant as "**MWP6 FOO**".

Corporate and institutional purchases must also submit a copy of the SEC Certificate of Registration, Articles of Incorporation and By-laws, General Information Sheet or such other relevant organizational or charter documents duly certified as true and correct by the corporate secretary (or equivalent officer)and the original signed and notarized Secretary's certificate confirming the resolution of the board of directors and/or committees or bodies authorizing the purchase of the Series 6 Preferred Shares and designating the authorized signatory/ies therefore. Individual Applicants must also submit a photocopy of any one of the following identification documents ("**ID**"): passport/driver's license, company ID, Social Security System/Government Service and Insurance System ID and/or Senior Citizen's ID or such other ID and documents as may be required by or acceptable to the selling bank.

The BIR revised its procedures for availment of tax treaty relief on dividends by issuing Revenue Memorandum Order No. 14-21 (Streamlining the Procedures and Documents for the Availment of Treaty Benefits, dated March 31, 2021) as clarified by Revenue Memorandum Circular No. 77-21 (Clarification on Certain Provisions of Revenue Memorandum Order No. 14-21, dated June 15, 2021). In accordance with the foregoing regulations, all income items derived by nonresident taxpayers entitled to tax treaty relief shall be confirmed by the BIR through filing of: (i) a request for confirmation by the withholding agent, or (b) a tax treaty relief application by the nonresident taxpayer, with the required supporting documents in either case.

An Applicant who is exempt from or is subject to withholding tax or who claims reduced tax rates under the NIRC or tax treaty shall, in addition, be required to submit the following requirements to the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners (together with their Applications) who shall then forward the same to the Registrar and Depository Agent, subject to acceptance by the Company as being sufficient in form and substance: (i) in the case of tax exemption, a certified true copy of the original tax exemption certificate, ruling or opinion on tax exemption issued by the BIR addressed to the Applicant as certified by its duly authorized officer; (ii) with respect to reduced tax rates if tax sparing applies, (a) an authenticated certification issued by the foreign tax authority that the dividends received by the non-resident foreign corporation from the domestic corporation were not among the items considered in arriving at the income tax due from the non-resident foreign corporation; (b) the income tax return of the non-resident foreign corporation for the taxable year when the dividends were received; and (c) an authenticated document issued by the foreign tax authority showing that the foreign Government allowed a credit on the tax deemed paid in the Philippines or did not impose any tax on the dividends; or (d) proof of filing of an application for ruling with the BIR; and (iii) with respect to tax treaty relief, (a) prior to initial dividend payment, three (3) original copies of a duly accomplished BIR Form No. 0901, Tax Residency Certificate duly issued by the foreign tax authority, as required under BIR Revenue Memorandum Order No. 14-2021 and three (3) originals of the duly notarized and consularized, if executed outside of the Philippines, Special Order of Attorney executed by the Applicant in favor of its authorized representative (if the BIR Form No. 0901 and other documents are accomplished by an authorized representative) and confirmation acceptable to the Issuer that the Applicant to the Company no later than the 1st day of the month when such subsequent dividends fall due and, if applicable, including any clarification, supplement or amendment thereto; (iii) an original of the duly notarized undertaking to immediately notify the Company and the Registrar and Depository Agent of any suspension or revocation of its tax exempt status and agreeing to indemnify and hold the Company, the Registrar and Depository Agent and the Paying Agent free and harmless against any claims, actions, suits and liabilities resulting from the non-withholding or reduced withholding of the required tax; and (iv) such other documentary requirements as may be required under the applicable regulations of the relevant taxing or other authorities.

ACCEPTANCE / REJECTION OF APPLICATIONS

The actual number of Series 6 Preferred Shares that an applicant will be allowed to subscribe for is subject to the confirmation of the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners. The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners, in consultation with the Company, reserve the right to accept or reject, in whole or in part, or to reduce any application due to any grounds specified in the Underwriting Agreement. Applications which were unpaid or where payments were insufficient and those that do not comply with the terms of the Offer shall be rejected. Moreover, any payment received pursuant to the Application does not constitute as approval or acceptance by the Company of the Application.

On the Banking Day following the Listing Date, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners shall advise all the Selling Agents, if any of any Applications that were rejected and/or scaled-down, with copy to the Company.

An Application, when accepted, shall constitute a binding and effective agreement between the applicant and the Company for the subscription to the Series 6 Preferred Shares notwithstanding any provision to the contrary as may be found in the Application, this Prospectus, and other offer-related document. Notwithstanding the acceptance of any Application, the actual issuance of the Series 6 Preferred Shares to an Applicant shall take place only upon the listing of the Series 6 Preferred Shares on the PSE.

Subject to the right of the Company to withdraw or cancel the offer and sale of the Offer Shares prior to Listing Date pursuant to the Withdrawal of the Offer section of the Prospectus, the Company and any of its agents involved in the Offer undertake to comply with all conditions that are within the control of the Company and any of its agents involved in the Offer, to ensure the listing of the Offer Shares on Listing Date.

MINIMUM PURCHASE

A minimum purchase of 500 Series 6 Preferred Shares shall be considered for acceptance. Purchases in excess of the minimum shall be in multiples of 10 Series 6 Preferred Shares.

ELIGIBLE INVESTORS

The Series 6 Preferred Shares may be owned or subscribed to by any person, partnership, association or corporation regardless of nationality (except U.S. Persons as defined below), provided that the Company may reject an Application or reduce the number of Series 6 Preferred Shares applied for subscription or purchase for purposes of complying with any applicable constitutional or statutory nationality requirement.

In determining compliance with such nationality requirement, the required percentage of Filipino ownership shall be applied to both (a) the total number of outstanding shares of stock entitled to vote in the election of directors, and (b) the total number of outstanding shares of stock, whether or not entitled to vote in the election of directors, as set out in applicable regulations. In the case of Series 6 Preferred Shares, since these are non-voting, its determination of the compliance with the required percentage on nationality requirement will be based on test (b), the total number of outstanding shares of stock, whether or not entitled to vote in the election of directors.

The Offer Shares shall not be sold to persons classified as U.S. Persons under the Foreign Account Tax Compliance Act of the United States, as this may be amended from time to time. "**U.S. Persons**" means any of the following: (i) a U.S. citizen (including dual citizen); (ii) a U.S. resident alien for U.S. tax purposes; (iii) a US partnership; (iv) a U.S. corporation; (v) any U.S. estate; (v) any U.S. trust if: (y) a court within the United States is able to exercise primary supervision over the administration of the trust; or (z) one of more U.S. persons have the authority to control all substantial decisions of the trust; and (vi) any other person that is not a non-US person.

Law may restrict subscription to the Series 6 Preferred Shares in certain jurisdictions. Foreign investors interested in subscribing for or purchasing the Series 6 Preferred Shares should inform themselves of the applicable legal requirements under the laws and regulations of the countries of their nationality, residence or domicile, and as to any relevant tax or foreign exchange control laws and regulations affecting them personally. Foreign investors, both corporate and individual, shall warrant that their purchase of the Series 6 Preferred Shares will not violate the laws of their jurisdiction and that they are allowed to acquire, purchase and hold the Series 6 Preferred Shares.

WITHDRAWAL OF THE OFFER

The Company reserves the right to withdraw the offer and sale of the Offer Shares at any time before the commencement of the Offer Period, in which event the Company shall make the necessary disclosures to the SEC and the PSE.

The Company may also withdraw the offer and sale of the Offer Shares at any time on or after the commencement of the Offer Period and prior to the Listing Date, if there is a supervening force majeure or fortuitous event, such as:

a. An outbreak or escalation of hostilities or acts of terrorism involving the Philippines or a declaration by the Philippines of a state of war; or occurrence of any event or change (whether or not forming part of a series of events occurring before, on and/or after the date hereof) of a political, military, economic or other nature; or occurrence of any change in local, national or international financial, political, economic or stock market conditions which renders it impracticable or inadvisable to continue with the Offer and/or listing of the Offer Shares in the manner contemplated by the Prospectus, or would have a material adverse effect on the Philippine economy, on the securities or other financial or currency markets of the Philippines, or on the distribution, offer and sale of the Offer Shares in the Philippines, rendering it impracticable or inadvisable to proceed with the Offer in the manner contemplated by the Prospectus, provided that for the avoidance of doubt, the Offer shall not be withdrawn, cancelled, suspended or terminated solely by reason of the Issuer's or the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners' inability to sell or market the Offer Shares or refusal or failure to comply with any undertaking or commitment by the Issuer, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners, or any other entity/ person to take up any shares remaining after the Offer Period;

b. Issuance of an order revoking, cancelling, suspending, preventing or terminating the offer, sale, distribution or listing of the Offer Shares by any court or governmental agency or authority with jurisdiction on the matter, the BSP, the SEC or the PSE;

c. Cancellation, revocation or termination of the PSE Notice of Approval, the SEC pre-effective clearance, the SEC Order of Registration, the SEC Permit to Sell or the BSP Approval;

d. Cancellation or suspension of trading in the PSE for at least three (3) consecutive trading days, or in such manner or for such period as will render impracticable the listing and trading of the Offer Shares on the Listing Date or such other date as may be approved by PSE;

e. A change or impending change in the law, rule, regulation, policy or administrative practice, or a ruling, interpretation, decree or order which (i) materially and adversely affects: (a) the ability of the Issuer to engage in the business it is presently engaged in; or (b) the capacity and due authorization of the Issuer to offer and issue the Offer Shares and enter into the transaction documents in connection with the Offer, or (ii) would render illegal the performance by any of the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners of its underwriting obligations hereunder;

f. Any significant, adverse, and unforeseeable change or development in the Issuer's long-term financial condition, assets, liabilities, results of operations, business, properties, or profitability, which renders the Offer Shares unsuitable for offering to the public;

g. The Issuer decides to or is compelled to stop its operations which is not remedied within five (5) Business Days;

h. The Issuer shall be adjudicated bankrupt or insolvent, or shall admit in writing its inability to pay its debts as they mature, or shall make or threaten to make an assignment for the benefit of, or a composition or assignment with, its creditors or any class thereof, or shall declare or threaten to declare a moratorium on its indebtedness or any class thereof; or (ii) the Issuer shall apply for or consent to the appointment of any receiver, trustee or similar officer for it or for all or any substantial part of its property; or (iii) such receiver, trustee or similar officer shall be appointed; or (iv) the Issuer shall initiate or institute (by petition, application or otherwise howsoever), or consent to the institution of any bankruptcy, insolvency, reorganization, rehabilitation, arrangement, readjustment of debt, suspension of payment, dissolution, liquidation or similar proceeding relating to it under the laws of any jurisdiction; or (v) any such proceeding shall be instituted against the Issuer; or any judgment, writ, warrant of attachment or execution or similar process shall be issued or levied against any material asset, or material part thereof, of the Issuer; or (vi) any event occurs which under the laws of the Philippines or to other jurisdictions, or any applicable political subdivision thereof, has an effect equivalent to any of the foregoing;

i. A general banking moratorium is declared in the Philippines or a material disruption in commercial banking or securities settlement or clearance services occurs in the Philippines;

j. Any court proceeding, litigation, arbitration or other similar proceeding is commenced or threatened against the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners in connection with or with respect to the issuance or sale by the Issuer of the Offer Shares or the Offer in general which renders the performance of their underwriting commitment impossible or impracticable;

k. Any event occurs which makes it impossible for the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners to perform their underwriting obligations due to conditions beyond their control, such as issuance by any court, arbitral tribunal, or government agency which has jurisdiction on the matter of an order restraining or prohibiting the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners, or directing the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners to cease, from performing their underwriting obligations;

l. Unavailability of PDTC and PSE facilities used for the Offer and/or Listing and such unavailability impacts the ability of the Issuer and Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners to fully comply with the listing requirements of PSE, if the impact of such unavailability on the listing of the Offer Shares remains unresolved after discussions between the Issuer and the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners in good faith; and

m. Any force majeure event, other than the ones enumerated above, that has material and adverse effect on the Issuer's long-term financial condition, assets, liabilities, results of operations, business, properties, or profitability.

The Offer shall not be withdrawn, cancelled, suspended, or terminated solely by reason of the Issuer's or Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners' inability to sell or market the Offer Shares or refusal or failure to comply with any undertaking or commitment by the Issuer, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners, or any other entity/ person to take up any shares remaining after the Offer Period.

Notwithstanding the acceptance of any Application, the actual issuance of the Offer Shares to an Applicant shall take place only upon the listing of the Offer Shares on the PSE. Subject to the right of the Company to withdraw or cancel the offer and sale of the Offer Shares prior to Listing Date pursuant to this section and the "Plan of Distribution - Withdrawal of the Offer" of the Prospectus, the Company and any of its agents involved in the Offer undertake to comply with all conditions that are within the control of the Company and any of its agents involved in the Offer, to ensure the listing of the Offer Shares on Listing Date.

If the Offer Shares are not listed on the PSE on Listing Date, all application payments will be returned/refunded to the Applicants. The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners shall notify the Applicant concerned that the Offer Shares were not listed. All refunds, without interest, shall be made through the Selling

Agent with whom the Applicant has filed the Application within ten (10) Banking Days from the intended Listing Date.

Notwithstanding the foregoing, the Company and the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners recognize and acknowledge that the PSE, in the exercise of its authority as a self-regulatory organization and further to its mandate to maintain a fair and orderly market, may impose appropriate sanctions and penalties on the Company and/or the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners for the cancellation of the Offer if subsequently, the PSE makes a determination that the cancellation or suspension of the offer and/or the underwriting commitment was not warranted based on the facts gathered by PSE after proper evaluation and after due and proper proceedings initiated by the PSE not later than five (5) Business Days after such cancellation, suspension or termination.

OFFER PERIOD

The Offer Period shall commence at 9:00 a.m. on March 26, 2025 and end at 12:00 p.m. on April 4, 2025. The Company and the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners reserve the right to extend or terminate the Offer Period with the approval of the SEC and the PSE.

REFUNDS

In the event an Application is rejected or the number of Series 6 Preferred Shares applied for is scaled down, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners, upon receipt of such rejected and/or scaled down Application, shall notify the Applicant concerned that his Application has been rejected or the amount of Series 6 Preferred Shares applied is scaled down. All refunds, without interest, shall be made through the Selling Agent with whom the Applicant has filed the Application within five (5) Banking Days from the end of Offer Period, at the applicant's risk.

The Selling Agents are strongly encouraged to process the refunds via RTGS. However, should the refund be made via check, an Applicant may retrieve such check refund at the office of the relevant Selling Agent with whom the Applicant has filed the Application. Refund checks that remained unclaimed after thirty (30) days from the date such checks are made available for pick-up shall be delivered through registered mail, at the Applicant's risk, to the address specified by the Applicant in the Application.

The RTGS fees shall be at the Applicant's expense.

In addition, refunds applicable to LSIs may be made to the LSI's nominated TP by transferring immediately available funds to the relevant bank account of, or via issuance of a check to, each relevant nominated TP in such amount representing the total refund due to all the affected LSI clients of the relevant nominated TP starting on the fifth (5th) business day after the end of the Offer Period, or on April 14, 2025. Refunds to the nominated TP is subject to the latter's consent to receive the refund on behalf of its LSI clients.

JOINT ISSUE MANAGERS, JOINT LEAD UNDERWRITERS AND JOINT BOOKRUNNERS' COMMITMENT TO PURCHASE

The Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners will fully underwrite, on a firm commitment basis, the Firm Shares.

After the commencement of the Offer Period, the Offer shall not be withdrawn, cancelled, suspended or terminated solely by reason of the (i) inability of the Company or the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners to sell or market the Offer Shares or (ii) the refusal or failure by the Company, the Joint Issue Managers, Joint

Lead Underwriters and Joint Bookrunners, or any other entity or person to comply with any undertaking or commitment to take up any shares remaining after the Offer Period.

In undertaking the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners' Firm Commitment to Purchase, the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners hereby manifests its conformity to comply with and be bound by all duly promulgated and applicable listing and disclosure rules, requirements, and policies of the PSE.

SECONDARY MARKET

Megawide may purchase the Series 6 Preferred Shares at any time without any obligation to make pro rata purchases of Series 6 Preferred Shares from all Shareholders.

REGISTRY OF SHAREHOLDERS

The Series 6 Preferred Shares will be issued in scripless form through the electronic book-entry system of Stock Transfer Service, Inc. as Registrar for the Offer, and lodged with PDTC as Depository Agent on Listing Date through PSE Trading Participants nominated by the Applicants. Applicants shall indicate in the proper space provided for in the Application to Purchase the name of the PSE Trading Participant under whose name their Series 6 Preferred Shares will be registered and the relevant PSE Trading Participants shall sign the Application to Purchase on the space provided therefor.

After Listing Date, holders of the Series 6 Preferred Shares (the "**Shareholders**") may request the Registrar, through their respective nominated PSE Trading Participants, to (a) open a scripless registry account and have their holdings of the Series 6 Preferred Shares registered under their name, or (b) issue stock certificates evidencing their investment in the Series 6 Preferred Shares. Any expense that will be incurred in relation to such registration or issuance shall be for the account of the requesting shareholder.

The legal title to the Series 6 Preferred Shares will be shown in an electronic register of shareholders (the "**Registry of Shareholders**") which shall be maintained by the Registrar. The Registrar shall send a transaction confirmation advice confirming every receipt or transfer of the Series 6 Preferred Shares that is effected in the Registry of Shareholders (at the cost of the requesting Shareholder). The Registrar shall send (at the cost of the Company) at least once every quarter a Statement of Account to all Shareholders named in the Registry of Shareholders. Such Statement of Account shall service as evidence of ownership of the relevant Shareholder as of a given date thereof. Any request by Shareholders for certifications, reports or other documents from the Registrar, except as provided herein, shall be for the account of the requesting Shareholder.

EXPENSES

All out-of-pocket expenses, including, but not limited to, registration with the SEC, printing, publication, communication and signing expenses incurred by the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners in the negotiation and execution of the transaction will be for Megawide's account irrespective of whether the transaction contemplated herein is completed. Such expenses are to be reimbursed upon presentation of a composite statement of account. See "*Use of Proceeds*" of the Prospectus for details of expenses.

DESCRIPTION OF SHARES

Set forth below is the information relating to the Series 6 Preferred Shares. The description is qualified by reference to Philippine law and the Company's Articles of Incorporation ("Articles") and By-Laws ("By- Laws"), both as amended, and the Certificates of Filing of Enabling Resolutions, copies of which are available at the SEC, and the Application to Purchase.

THE COMPANY'S SHARE CAPITAL

A Philippine corporation may issue common or preferred shares, or such other classes of shares with such rights, privileges or restrictions as may be provided for in its articles of incorporation and the by-laws.

On October 25, 2024, the Company's Board of Directors approved the increase in the authorized capital stock of the Company from ₱5,116,000,000.00, divided into 4,930,000,000 Common Shares with par value of ₱1.00 per share and 186,000,000 cumulative, non-voting, non-participating, non-convertible, perpetual Preferred Shares with a par value of ₱1.00 per share to ₱5,180,000,000.00, divided into 4,930,000,000 Common Shares with par value of ₱1.00 per share and 250,000,000 cumulative, non-voting, non-participating, non-convertible, perpetual Preferred Shares with a par value of ₱1.00 per share.

The foregoing resolution was approved and ratified by the affirmative vote of stockholders owning at least 2/3 of the Annual Stockholders entire outstanding capital stock of the Company, during the Special Stockholders' Meeting held on December 10, 2024, whereby the stockholders likewise delegated to the Board of Directors the power and authority to: (a) implement the issuance of the preferred shares in series, subseries, or in tranches, (b) fix the terms and conditions of the preferred shares as they may be issued in series, sub-series, or in tranches, and (c) determine the manner by which the preferred shares will be subscribed and paid for, such as but not limited to, a private placement transaction or public offering. The increase in the Company's authorized capital stock was approved by the SEC on December 27, 2024.

Pursuant to such delegated authority of the Board of Directors to issue the preferred shares in series, sub-series or in tranches, the Board of Directors, in its meeting on October 5, 2020, February 26, 2021, November 4, 2022, February 6, 2023, October 25, 2024, and February 7, 2025, approved the creation of the series of preferred shares, as follows:

(a) Series 1 Preferred Shares consisting of 40,000,000 Preferred Shares which were redeemed December 31, 2021, and transferred to the Company's Treasury Shares;

(b) Series 2 Preferred Shares consisting of not more than 50,000,000 shares to be allocated between Subseries 2A Preferred Shares which were redeemed on May 29, 2023, and transferred to the Company's Treasury Shares, and Subseries 2B Preferred Shares;

(c) Series 3 Preferred Shares consisting of 45,000,000 existing, issued, and outstanding Preferred Shares;

(d) Series 4 Preferred Shares consisting of 40,000,000 existing, issued, and outstanding Preferred Shares and listed in the PSE;

(e) Series 5 Preferred Shares consisting of 15,000,000 existing, issued, and outstanding Preferred Shares and listed in the PSE; and

(f) Series 6 Preferred Shares consisting of up to 60,000,000 Preferred Shares to be listed in the PSE and to be allocated between Subseries 6A Preferred Shares, Subseries 6B Preferred Shares and Subseries 6C Preferred Shares.

The Offer Shares will be coming from the Series 6 Preferred Shares.

The authorized capital stock of the Company is ₱5,180,000,000.00 divided into 4,930,000,000 Common Shares with a par value of ₱1.00 per share and 250,000,000 Preferred Shares with a par value of ₱1.00 per share. As of date, the Company has 2,516,832,007 issued shares of which 2,013,409,717 are issued and outstanding Common Shares and 386,016,410 Common Shares are held in treasury, 17,405,880 are issued and outstanding Series 2B Preferred Shares, 45,000,000 are issued and outstanding Series 3 Preferred Shares, which are not listed in the PSE, 40,000,000 are issued and outstanding Series 4 Preferred Shares, and 15,000,000 issued and outstanding Series 5 Preferred Shares.

Following the Offer and assuming Oversubscription Option is exercised in full, the Company will have (a) 2,013,409,717 issued and outstanding Common Shares and 386,016,410 Common Shares are held in treasury; (b) 17,405,880 issued and outstanding Series 2B Preferred Shares; (c) 45,000,000 issued and outstanding Series 3 Preferred Shares; (d) 40,000,000 issued and outstanding Series 4 Preferred Shares; (e) 15,000,000 issued and outstanding Series 5 Preferred Shares and (f) 60,000,000 issued and outstanding Series 6 Preferred Shares.

Capital Structure Before the Offer		**Capital Structure After the Offer** (assuming Oversubscription Option is exercised in full)	
Common Shares	2,013,409,717	Common Shares	2,013,409,717
Treasury Shares	386,016,410	Treasury Shares	386,016,410
Series 2B Preferred Shares	17,405,880	Series 2B Preferred Shares	17,405,880
Series 3 Preferred Shares	45,000,000	Series 3 Preferred Shares	45,000,000
Series 4 Preferred Shares	40,000,000	Series 4 Preferred Shares	40,000,000
Series 5 Preferred Shares	15,000,000	Series 5 Preferred Shares	15,000,000
Series 6A,6B, 6C Preferred Shares	-	Series 6A,6B, 6C Preferred Shares	60,000,000

The holders of the Series 6 Preferred Shares do not have identical rights and privileges with holders of other series of preferred shares and the existing common shares of the Company.

THE PREFERRED SHARES

Under the Amended Articles of Incorporation, the preferred shares have the following features, rights and privileges:

- The Preferred Shares have a par value of ₱1.00 per share;

- The issue value of the Preferred Shares shall be determined by the Board at the time of the issuance of the shares;

- The Board shall declare a dividend rate equivalent to the 7-year benchmark rate or any other rate determined by the Board as of issue date, payable on a date to be set by the Board in accordance with Philippine laws, rules and regulations;

- The Preferred Shares shall be non-convertible into Common Shares;

- The holders of Preferred Shares shall have preference over holders of Common Shares in the distribution of corporate assets in the event of dissolution and liquidation of the Company and in the payment of the dividend at the rate specified at the time of issuance;

- Preferred Shares shall be cumulative;

- Preferred Shares shall be non-participating in any other or further dividends beyond that specifically payable on the shares;

- The Preferred Shares shall have no pre-emptive rights to any issue of shares, common or preferred; and

- The Preferred Shares may be redeemed by the Company at the sole option of the Board of Directors at the price to be determined by the Board.

The Amended Articles of Incorporation further provides that the preferred shares shall be issued in series, sub-series or in tranches as the Board of Directors may determine, and authority is granted to the Board of Directors, to establish and designate the series, sub-series or tranches of the preferred shares, fix the issue price and the number of shares in each sub-series or tranche, establish the specific terms and conditions of each sub-series or tranche and determine the manner by which the preferred shares will be subscribed and paid for, such as but not limited to, a private placement transaction or public offering.

Specific to Offer Shares, please refer to the features of the Series 6 Preferred Shares in the Summary of the Offer and the discussion below.

Issue Price/Offer Price

The Series 6 Preferred Shares shall be offered at a price of ₱100.00 per share.

Cumulative Dividends

Dividends on the Series 6 Preferred Shares will be cumulative. If for any reason the Board of Directors of the Company does not declare a dividend on the Series 6 Preferred Shares for a Dividend Period, the Company will not pay a dividend on the Dividend Payment Date for that Dividend Period. However, on any future Dividend Payment Date on which dividends are declared, holders of the Series 6 Preferred Shares shall receive the dividends due them on such Dividend Payment Date as well as all Dividends in Arrears. Holders of the Series 6 Preferred Shares shall not be entitled to participate in any other or further dividends, cash, property or stock, beyond the dividends specifically payable on the Preferred Shares.

The Company covenants that, in the event (for any reason):

(a) any cash dividends due with respect to any Series 6 Preferred Shares then outstanding for any period are not declared and paid in full when due,

(b) where there remains Dividends in Arrears on the Series 6 Preferred Shares, or

(c) any other amounts payable in respect of the Series 6 Preferred Shares pursuant to the terms and conditions of the Series 6 Preferred Shares, are not paid in full when due,

then the Company will not:

(i) declare or pay any dividends or other distributions in respect of shares ranking pari passu with or junior to the Series 6 Preferred Shares (unless such payment in respect of shares ranking pari passu with the Series 6 Preferred Shares shall be in accordance with the "Conditions on Declaration and Payment of Cash Dividends"), or

(ii) repurchase or redeem, securities ranking pari passu with, or junior to, the Series 6 Preferred Shares (or contribute any moneys to a sinking fund for the redemption of any securities ranking pari passu with, or junior to, the Series 6 Preferred Shares),

until any and all the amounts described in (a), (b) and (c) have been paid in full to the holders of the Series 6 Preferred Shares.

Dividend Policy in Respect of the Series 6 Preferred Shares

The Series 6 Preferred Shares shall, subject to the conditions for the declaration and payment of dividends as set out herein, bear cumulative non-participating cash dividends based on the Issue Price, payable quarterly in arrears on July 14, October 14, January 14 and April 14 of each year (each a "**Dividend Payment Date**"*),* being the last day of each 3-month period (a "**Dividend Period**"), at the Dividend Rate per annum commencing from the Listing Date. Dividends will be calculated on a 30/360-day basis. If the Dividend Payment Date is not a Banking Day, dividends will be paid on the next succeeding Banking Day, without adjustment as to the amount of dividends to be paid.

The term "**Dividend Rate**" means (a) from the Listing Date up to the Step Up Date, the Initial Dividend Rate, and (b) from the Step Up Date, the applicable Step Up Rate.

As and if dividends are declared by the Board, dividends on the Series 6A Preferred Shares, Series 6B Preferred Shares, and Series 6C Preferred Shares shall be at the fixed rates of 7.6283% per annum, 7.9606% per annum and 8.2993% per annum, respectively, in all cases calculated in respect of each share by reference to the Offer Price thereof for the Dividend Period (the "**Initial Dividend Rate**").

If the Series 6 Preferred Shares shall not have been redeemed by the Company by the 3rd anniversary of the Listing Date for the Series 6A Preferred Shares, by the 5th anniversary of the Listing Date for the Series 6B Preferred Shares, and by the 7th anniversary of the Listing Date for the Series 6C Preferred Shares, the Initial Dividend Rate shall be adjusted as follows:

a. for Series 6A Preferred Shares, the higher of (a) the simple average of the closing per annum rate of 5-year BVAL or if the 5-year BVAL rate is not available or cannot be determined, any successor rate as determined by the BAP or the **BSP**, as shown on the PDEX page (or such successor page) of Bloomberg (or such successor electronic service provider) for the three (3) consecutive Business Days preceding and inclusive of the rate setting date, plus 4.00%; or (b) the floor rate of 12.00%;

b. for Series 6B Preferred Shares, the higher of (a) the simple average of the closing per annum rate of the 7-year BVAL or if the 7-year BVAL rate is not available or cannot be determined, any successor rate as determined by the BAP or the BSP, as shown on the PDEX page (or such successor page) of Bloomberg (or such successor electronic service provider) for the three (3) consecutive Business Days preceding and inclusive of the rate setting date, plus 4.00% or (b) the floor rate of 12.00%; and

c. for Series 6C Preferred Shares, the higher of (a) the simple average of the closing per annum rate of the 10-year BVAL or if the 10-year BVAL rate is not available or cannot be determined, any successor rate as determined by the BAP or the BSP, as shown on the PDEX page (or such successor page) of Bloomberg (or such successor electronic service provider) for the three (3) consecutive Business Days preceding and inclusive of the rate setting date, plus 4.00% or (b) the floor rate of 12.00%.

The date of the listing of Series 6 Preferred Shares is referred to as the "**Listing Date**". The day three (3) years from the Listing Date referred as a "**Step Up Date**". The adjusted rate is referred to as a "**Step Up Rate**".

In the event the relevant Step-up Date falls on a day that is not a Banking Day,

(a) the rate setting will be done on the immediately succeeding Banking Day using the average of the relevant BVAL rates for the three (3) consecutive Banking Days preceding and inclusive of the said rate setting date, and
(b) the higher of the applicable Initial Dividend Rate and the applicable Step-Up Rate will be applied commencing on the Step-Up Date (which is on the day three (3) years from the Listing Date of the Series 6 Preferred Shares).

In the event that BVAL is replaced by a new benchmark rate as determined by the BAP or the BSP, such new benchmark rate shall be adopted for purposes of determining the Dividend Rate (the "**New Benchmark Rate"**). In the absence of such new replacement benchmark rate as determined by the BAP or the BSP and there is a mandatory directive by the BAP or the BSP to no longer use of apply BVAL, the Company and Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners shall negotiate to adopt an alternative rate that will serve as the New Benchmark Rate.

Any required notice on the foregoing shall be provided to the PSE in accordance with the Revised Listing Rules of the Exchange amended consolidated listing and disclosure rules of the PSE.

Conditions on Declaration and Payment of Cash Dividends

The declaration and payment of cash dividends on each Dividend Payment Rate will be subject to the discretion of the Board of Directors, the covenants (financial or otherwise) in the loans and credit agreements to which Issuer is a party and the requirements under applicable laws and regulations.

The Board of Directors will not declare and pay dividends on any Dividend Payment Date where payment of the dividend would cause the Company to breach any of its financial covenants.

If the profits available for distribution as cash dividends are, in the opinion of the Board of Directors, not sufficient to enable Issuer to pay in full cash dividends on the Series 6 Preferred Shares and cash dividends that are scheduled to be paid on or before the same date on shares that have an equal right to dividends as the Series 6 Preferred Shares ("**Comparable Shares**")**,** the Issuer is required to pay cash dividends on the Series 6 Preferred Shares and any Comparable Shares pro rata to the amount of the cash dividends scheduled to be paid to the Series 6 Preferred Shares and the Comparable Shares, respectively. For purposes of this paragraph, the amount scheduled to be paid shall include all dividends due on such Dividend Payment Date as well as all accumulated dividends due and payable or dividends in arrears in respect of prior Dividend Periods ("**Dividends in Arrears**").

The profits available for distribution are, in general and with some adjustments, equal to the Issuer's accumulated, realized profits less accumulated, realized loss. In general, under Philippine law, a corporation can only declare dividends to the extent that it has unrestricted retained earnings. Unrestricted retained earnings represent the undistributed earnings of the corporation which have not been allocated for any managerial, contractual or legal purposes and which are free for distribution to the shareholders as dividends.

Holders of Series 6 Preferred Shares shall not be entitled to participate in any other or further dividends beyond the dividends specifically payable on the Preferred Shares.

Redemption of the Series 6 Preferred Shares

As and if declared by the Board of Directors of the Company and subject to the requirements of applicable laws and regulations, the Company may, at its sole option, redeem in whole (but not part), any subseries of the Series 6 Preferred Shares as follows:

a. in respect of Series 6A Preferred Shares, on the third (3rd) anniversary of the Listing Date or on any Dividend Payment Date occurring thereafter (each of the redemption date and the Dividend Payment Dates thereafter, a "Series 6A Optional Redemption Date"),

b. in respect of Series 6B Preferred Shares, on the third (3rd) anniversary of the Listing Date or on any Dividend Payment Date occurring thereafter (each of the redemption dates and the Dividend Payment Dates thereafter, a "Series 6B Optional Redemption Date"), and

c. in respect of Series 6C Preferred Shares, on the fifth (5th) anniversary of the Listing Date or on any Dividend Payment Date occurring thereafter (each of the redemption dates and the Dividend Payment Dates thereafter, a "Series 6C Optional Redemption Date")

   (each Series 6A Optional Redemption Date, Series 6B Optional Redemption Date, and Series 6C Optional Redemption Date an "Optional Redemption Date")

at a redemption price equal to the following:

Series 6A	
Optional Redemption Date	**Redemption Price**
On the 3rd anniversary of the Listing Date or every Dividend Payment Date thereafter.	100.0% of the Issue Price
Series 6B	
Optional Redemption Date	**Redemption Price**
On the 3rd anniversary of the Listing Date or every Dividend Payment Date prior to the 4th anniversary of the Listing Date.	101.0% of the Issue Price
On the 4th anniversary of the Listing Date or every Dividend Payment Date prior to the 5th anniversary of the Listing Date.	100.5% of the Issue Price
On the 5th anniversary of the Listing Date or every Dividend Payment Date thereafter.	100.0% of the Issue Price
Series 6C	
Optional Redemption Date	**Redemption Price**
On the 5th anniversary of the Listing Date or every Dividend Payment Date prior to the 6th anniversary of the Listing Date.	101.0% of the Issue Price
On the 6th anniversary of the Listing Date or every Dividend Payment Date prior to the 7th anniversary of the Listing Date.	100.5% of the Issue Price
On the 7th anniversary of the Listing Date or every Dividend Payment Date thereafter.	100.0% of the Issue Price

in all cases, plus all dividends due on such Optional Redemption Date as well as all Dividends in Arrears. The Company shall give not less than thirty (30) days nor more than sixty (60) days prior written notice from its intended date of redemption, which notice shall be irrevocable and binding upon the Company to effect such early redemption of the Series 6 Preferred Shares at the Optional Redemption Date stated in such notice.

The Company may also redeem the Series 6 Preferred Shares, in whole but not in part, at any time if an Accounting Event or a Tax Event has occurred and is continuing, having given not less than thirty (30) days nor more than sixty (60) days' written notice prior to the intended date of redemption which must be a Banking Day, which notice shall be irrevocable and binding upon the Company to effect such redemption of the Series 6 Preferred Shares at the redemption date stated in such notice. The redemption due to an Accounting Event or a Tax Event shall be made by the Company at the redemption price equal to the Offer Price plus all dividends due them on such Optional Redemption Date as well as all Dividends in Arrears after deduction of transfer costs customarily chargeable to stockholders, as applicable, to effect the redemption, which shall be paid within five (5) Banking Days of the exercise of the right to redeem the Preferred Shares on the date of redemption set out in the notice.

Any required notice as stated in the preceding paragraphs shall be provided to the PSE in accordance with the amended consolidated listing and disclosure rules of the PSE.

Once redeemed, the Series 6 Preferred Shares shall be considered retired and can no longer be reissued. However, while they are considered retired, it shall remain in treasury until remove from the capital stock by decreasing the authorized capital stock of the Company.

Upon listing on the PSE, the Company may purchase the Series 6 Preferred Shares at any time in the open market or by public tender or by private contract at any price through the PSE. The Series 6 Preferred Shares so purchased may be redeemed (pursuant to their terms and conditions as set out in the Prospectus) and cancelled. However, while they are considered retired, it shall remain in treasury until remove from the capital stock by decreasing the authorized capital stock of the Company, through an application with the SEC.

The Company is not legally required to establish, has not established, and currently has no plans to establish a sinking fund for the redemption of the Series 6 Preferred Shares.

Early Redemption Due to Tax Event

If a Tax Event occurs, the Issuer may redeem the Series 6 Preferred Shares in whole, but not in part, at any time after giving not less than thirty (30) days nor more than sixty (60) days written notice prior to the intended date of redemption which must be a Banking Day. The redemption shall be made by Megawide at the Redemption Price which shall be paid within five (5) Banking Days of the exercise of the right to redeem the Series 6 Preferred Shares on the date of redemption set out in the notice, which notice shall be irrevocable and binding upon Megawide to effect such redemption of the Preferred Shares at the redemption date stated in such notice.

A Tax Event shall occur if in the event payments in respect of the Series 6 Preferred Shares become subject to additional withholding or any new tax as a result of certain changes in law, rule or regulation, or in the interpretation thereof, and such tax cannot be avoided by use of reasonable measures available to the Company.

Early Redemption Due to Changes in Accounting Treatment of the Shares

If an Accounting Event occurs the Issuer may redeem the Series 6 Preferred Shares in whole, but not in part, at any time after giving neither less than thirty (30) days nor more than sixty (60) days written notice prior to the intended date of redemption which must be a Banking Day. The redemption shall be made by Megawide at the Redemption Price which shall be paid within five (5) Banking Days of the exercise of the right to redeem the Series 6 Preferred Shares on the date of redemption set out in the notice, which notice shall be irrevocable and binding upon Megawide to effect such redemption of the Series 6 Preferred Shares at the redemption date stated in such notice.

An Accounting Event shall occur if an opinion of any reputable firm authorized to perform auditing services in the Republic of the Philippines has stated that there is more than an insubstantial risk that the funds raised through the issuance of the Series 6 Preferred Shares may no longer be recorded as "**equity**" pursuant to the PFRS, or such other accounting standards which succeed PFRS, as adopted by the Republic of the Philippines and applied by Megawide for drawing up its consolidated financial statements for the relevant financial year.

In General: No Voting Rights

Holders of the Series 6 Preferred Shares shall have no voting rights except as specifically provided by law. Thus, holders of the Series 6 Preferred Shares shall not be eligible, for example, to vote for or elect the Company's Directors or to vote for or against the issuance of a stock dividend.

Holders of Series 6 Preferred Shares, however, may vote on matters which the Corporation Code considers significant corporate acts that may be implemented only with the approval of shareholders, including those holding shares denominated as non-voting in the articles of incorporation. These matters, which require the approval of shareholders representing at least two-thirds of the issued and outstanding capital stock of the Company in a meeting duly called for the purpose, are as follows:

- Amendment of the Articles of Incorporation;
- Adoption and amendment of the Company's By-laws;
- Sale, lease, exchange, mortgage, pledge or other disposition of all or substantially all of the Company's corporate property;
- Incurring, creating or increasing bonded indebtedness;
- Increase or decrease of authorized capital stock;
- Merger or consolidation of the Company with another corporation or other corporations;
- Investment of corporate funds in another corporation or business in accordance with the Revised Corporate Code; and
- Dissolution of the Company.

Status

The Series 6 Preferred Shares will constitute direct and unsecured subordinated obligations of the Issuer ranking at least *pari passu* in all respects and rateably without preference or priority among themselves with all other preferred shares issued or to be issued by the Issuer. The Series 6 Preferred Shares rank junior in right of payment to all indebtedness of the Issuer and claims against the Issuer which rank or are expressed to rank senior to the Preferred Shares. Accordingly, the obligations of the Issuer under the Series 6 Preferred Shares will not be satisfied unless the Issuer can satisfy in full all of its other obligations ranking senior to the Series 6 Preferred Shares.

There is no agreement or instrument that limits or prohibits the ability of the Megawide to issue preferred shares or other securities that rank *pari passu* with the Series 6 Preferred Shares.

Liquidation Rights in Respect of the Series 6 Preferred Shares

In the event of a return of capital in respect of the liquidation, dissolution or winding up of the affairs of the Issuer but not on a redemption or purchase by the Issuer of any of its share capital, the holders of the Series 6 Preferred Shares at the time outstanding will be entitled to receive, in Philippine Pesos out of the assets of the Issuer available for distribution to shareholders, together with the holders of any other shares of the Issuer ranking, as regards repayment of capital, *pari passu* with the Series 6 Preferred Shares and before any distribution of assets is made to holders of any class of shares of the Issuer ranking after the Series 6 Preferred Shares as regards repayment of capital, liquidating distributions in an amount equal to the Redemption Price as of (and including) the date of commencement of the winding up of the Issuer or the date of any such other return of capital, as the case may be. If, upon any return of capital in the winding up of the Issuer, the amount payable with respect to the Series 6 Preferred Shares and any other shares of the Issuer ranking as to any such distribution *pari passu* with the Series 6 Preferred Shares are not paid in full, the holders of the Series 6 Preferred Shares and of such other shares will share proportionately in any such distribution of the assets of the Issuer in proportion to the full respective preferential amounts to which they are entitled. After payment of the full amount of the liquidating distribution to which they are entitled, the holders of the Series 6 Preferred Shares will have no right or claim to any of the remaining assets of the Issuer and will not be entitled to any further participation or return of capital in a winding up.

Tax Payments in respect of the Series 6 Preferred Shares

All payments in respect of the Series 6 Preferred Shares are to be made free and clear of any deductions or withholding for or on account of any present or future taxes or duties imposed by or on behalf of Republic of the Philippines, including but not limited to, stamp, issue, registration, documentary, value added or any similar tax or other taxes and duties, including interest and penalties. If such taxes or duties are imposed, the Issuer will pay additional amounts so that holders of the Series 6 Preferred Shares will receive the full amount of the relevant payment which otherwise would have been due and payable. Provided, however, that the Issuer shall not be liable for, and the foregoing payment undertaking of the Company shall not apply to: (a) the final withholding tax applicable on dividends earned on the Series 6 Preferred Shares, (b) as applicable, any income tax (whether or not subject to withholding), percentage tax (such as stock transaction tax) and documentary stamp tax on the redemption or buy back of the Series 6 Preferred Shares or on the liquidating distributions as may be received by a holder of Series 6 Preferred Shares, (c) expanded VAT which may be payable by any holder of the Series 6 Preferred Shares on any amount to be received from the Issuer under the terms and conditions of the Series 6 Preferred Shares, (d) any withholding tax on any amount payable to any holder of the Share or any entity which is a non-resident foreign corporation, and (e) applicable taxes to any subsequent sale or transfer of the Series 6 Preferred Shares by any holder of the Series 6 Preferred Shares which shall be for the account of the said holder (or the buyer in case such buyer shall have agreed to be responsible for the payment of such taxes).

All sums payable by the Company to tax-exempt entities shall be paid in full without deductions for taxes, duties, assessments or governmental charges provided said entities present sufficient proof of such tax-exempt status from the tax authorities.

Documentary stamp tax and all other costs and expenses for the issuance of the Series 6 Preferred Shares and the documentation, if any, shall be for the account of the Company.

No Pre-emptive Rights

The Amended Articles of Incorporation currently deny pre-emptive rights to subscribe to all issues or dispositions of any class of the Company, to all shareholders of the Company including the holders of Series 6 Preferred Shares. However, shareholders representing at least two-thirds of the Company's issued and outstanding capital stock voting at a shareholders' meeting duly called for the purpose may amend the Articles to grant pre-emptive rights to subscribe to a particular issue or other disposition of shares from Megawide's capital. Pre-emptive rights may not extend to shares to be issued in compliance with laws requiring stock offerings or minimum stock ownership by the public; or to shares to be issued in good faith with the approval of the shareholders representing two-thirds of the outstanding capital stock in exchange for property needed for corporate purposes or in payment of a previously contracted debt.

Transfer of Shares and Share Register

The Series 6 Preferred Shares will be issued in scripless form.

The legal title to the Series 6 Preferred Shares will be shown in the Registry of Shareholders which shall be maintained by the Registrar. The Registrar shall send (at the cost of the Issuer) at least once every quarter a Statement of Account to all Shareholders named in the Registry of Shareholders confirming the number of Shares held by each Shareholder on record in the Registry of Shareholders. Such Statement of Account shall serve as evidence of ownership of the relevant Shareholder as of a given date thereof. Any request by Shareholders for certifications, reports or other documents from the Registrar, except as provided herein, shall be for the account of the requesting Shareholder.

Initial placement of the Series 6 Preferred Shares and subsequent transfers of interests in the Series 6 Preferred Shares shall be subject to normal Philippine selling restrictions for listed securities as may prevail from time to time.

After Listing Date, holders of the Series 6 Preferred Shares (the "**Shareholders**") may request the Registrar, through their respective nominated PSE Trading Participants, to (a) open a scripless registry account and have their holdings of the Series 6 Preferred Shares registered under their name, or (b) issue stock certificates evidencing their investment in the Series 6 Preferred Shares. Any expense that will be incurred in relation to such registration or issuance shall be for the account of the requesting shareholder.

Philippine law does not require transfers of the Series 6 Preferred Shares to be effected on the PSE, but any off-exchange transfers will subject the transferor to a capital gains tax that may be significantly greater than the stock transfer tax applicable to transfers effected on an exchange. All transfers of shares on the PSE must be effected through a licensed stock broker in the Philippines. See the section entitled *"Taxation"*.

Not Convertible into Common Shares or Other Preferred Shares

Holders of the Series 6 Preferred Shares shall have no right to convert the Series 6 Preferred Shares into any other preferred shares or common shares of the Company.

Non-Participating

Holders of the Series 6 Preferred Shares shall not be entitled to participate in any other or future dividends beyond the cash dividends specifically payable on the Series 6 Preferred Shares.

Perpetual

Series 6 Preferred Shares are perpetual and have no fixed final maturity date. Holders of Series 6 Preferred Shares have no right to require the Company to redeem the Series 6 Preferred Shares at any time and they can only be disposed of by sale in the secondary market.

Other Rights and Incidents Relating to the Series 6 Preferred Shares

Following are other rights and incidents relating to the Series 6 Preferred Shares, which may also apply to other classes of Megawide's stock.

Restrictions on Ownership of Megawide's Shares by non-Philippine Nationals

The Philippine Constitution limits ownership of land in the Philippines to Filipino citizens or to corporations the outstanding capital stock of which is at least sixty percent (60%) owned by Philippine Nationals. While the Philippine Constitution prescribes nationality restrictions on land ownership, there is generally no prohibition against foreigners owning building and other permanent structures. However, with respect to condominium developments, the foreign ownership of units in such developments is limited to forty percent (40%). Accordingly, the Series 6 Preferred Shares and Megawide's other shares may be owned or subscribed by or transferred to any person, partnership, association or corporation regardless of nationality, provided that it complies with the nationality requirement under the Philippine constitution and other applicable laws. Pursuant to SEC Memorandum Circular No. 8, Series of 2013, which generally applies to all corporations engaged in identified areas of activities or enterprises specifically reserved, wholly or partly, to Philippine nationals by the Philippine Constitution, the FIA and other existing laws, amendments thereto, and implementing rules and regulations of said laws, for purposes of determining compliance with the constitutional or statutory ownership requirement, the required percentage of Filipino ownership shall be applied to both.

Directors

Unless otherwise provided by law or the Company's By-Laws, the corporate powers of the Company are exercised, its business is conducted, and its property is controlled by the Board. As of the date of this Prospectus, Megawide is currently governed by a Board of six (6) Directors composed of Edgar B. Saavedra, Manuel Louie B. Ferrer, Oliver Y. Tan, Ramon H. Diaz, Hilario G. Davide, Jr., and Celso P. Vivas. A seventh director will be elected by the stockholders on March 27, 2025.

The Directors shall hold office for one (1) year or until their successors are elected and qualified. The annual meeting of the stockholders shall be held every 30 June of each year, or the next business day if 30 June falls on a weekend or a holiday. As mentioned, holders of Series 6 Preferred Shares are not entitled to vote for and elect the Company's directors.

Megawide's By-laws currently disqualify or deem ineligible for nomination or election to the Board any person who represents an interest adverse to or in conflict with those of the Company or said person is an officer of stockholder of a corporation engaged in the same business as that of the Company.

Section 38 of the SRC requires that at least two (2) members of the Board be Independent Directors. The Company's New Manual on Corporate Governance ("Manual on Corporate Governance"), which is based on the Code of Governance for Publicly-Listed Companies,[1] recommends that Megawide should have at least three (3) members who are Independent Directors, or such number as to constitute at least one-third (1/3) of the members of the Board, whichever is higher. As of the date of this Prospectus, two (2) members of the Board are independent directors, namely, Hilario G. Davide, Jr., and Celso P. Vivas. The third independent director will be elected by the stockholders on March 27, 2025. Nonetheless, the Amended By-Laws of Megawide provides that Megawide is required to only have at least two (2) independent directors or at least 20% of its board size, whichever is lesser, but in no case less than two (2).

Directors may only act collectively; individual directors have no power as such. A majority of the directors constitutes a quorum for the transaction of corporate business and every decision of a majority of the quorum duly assembled as a board is valid as a corporate

[1] Securities and Exchange Commission Memorandum Circular No. 19, Series of 2016.

act. Any vacancy created by the death or resignation of a director prior to expiration of his term may be filled by the remaining members of the Board, if still constituting a quorum. Any director elected in this manner by the Board shall serve only for the unexpired term of the director whom he replaces. Any such vacancy may also be filled by the shareholders entitled to vote, by ballot, at any meeting or adjourned meeting held during such vacancy, provided that the notice of the meeting mentions such vacancy or expected vacancy.

Appraisal Rights

Philippine law recognizes the right of a shareholder to institute, under certain circumstances, proceedings on behalf of a corporation in a derivative action in circumstances where the corporation itself is unable or unwilling to institute the necessary proceedings to redress wrongs committed against the corporation or to vindicate corporate rights, as for example, where the directors themselves are the malefactors.

In addition, the Revised Corporation Code grants a shareholder a right of appraisal in certain circumstances where he has dissented and voted against a proposed corporate action, including:

- an amendment of the articles of incorporation which has the effect of changing or restricting the rights of any stockholder or class of shares, or of authorizing preferences in any respect superior to those of outstanding shares of any class, or of extending or shortening the term of corporate existence;

- the sale, lease, exchange, transfer, mortgage, pledge or other disposal of all or substantially all of the corporate property and assets of the corporation;

- the investment of corporate for any purpose other than the primary purpose of the corporation; and

- a merger or consolidation.

In these circumstances, the dissenting shareholder may require the corporation to purchase his shares at a fair value which, in default of agreement, is determined by three disinterested persons, one of whom shall be named by the stockholder, one by the corporation, and the third by the two thus chosen. The SEC will, in the event of a dispute, determine any question about whether a dissenting shareholder is entitled to this right of appraisal. The dissenting stockholder will be paid if the corporate action in question is implemented and the corporation has unrestricted retained earnings sufficient to support the purchase of the shares of the dissenting shareholders.

Shareholders’ Meeting

At the annual meeting or at any special meeting of the Company’s shareholders, the latter may be asked to approve actions requiring shareholder approval under Philippine law.

Quorum

The Revised Corporation Code provides that, except in instances where the assent of shareholders representing two-thirds of the outstanding capital stock is required to approve a corporate act (usually involving the significant corporate acts where even non-voting shares may vote, as identified above) or where the by-laws provide otherwise, a quorum for a meeting of shareholders will exist if shareholders representing a majority of the capital stock are present in person or by proxy.

Fixing Record Dates

The Board has the authority to fix in advance the record date for shareholders entitled: (a) to notice of, to vote at, or to have their votes voted at, any shareholders‘ meeting; (b) to receive payment of dividends or other distributions or allotment of any rights; or (c) for any lawful action or for making any other proper determination of shareholders' rights. The Board may provide that the stock and transfer book be closed for twenty (20) days in case of regular meeting, and ten (10) working days in case of special meeting, immediately preceding such shareholders' meeting.

Issues of Shares

Subject to applicable limitations, the Company may issue additional shares to any person for consideration deemed fair by the Board, provided that such consideration shall not be less than the par value of the issued shares.

Change in Control

There is no provision in the Company's Articles of Incorporation and By-Laws, as amended, which may delay, deter, or prevent a change in control in the Company. However, there may be provisions in contracts to which the Company is or shall be party which may delay, deter or prevent a change in control in the Company.

Mandatory Tender Offers

- Any person or group of persons acting in concert, who intends to acquire fifteen percent (15%) of equity securities in a public company in one or more transactions within a period of twelve (12) months, shall file a declaration to that effect with the Commission.

- Any person or group of persons acting in concert, who intends to acquire thirty five percent (35%) of the outstanding voting shares or such outstanding voting shares that are sufficient to gain control of the board in a public company through the PSE trading system shall not be required to make a tender offer even if such person or group of persons acting in concert acquire the remainder through a block sale if, after acquisition through the PSE trading system, they fail to acquire their target of thirty five percent (35%) or such outstanding voting shares that is sufficient to gain control of the board.

- Any person or group of persons acting in concert, who intends to acquire thirty five percent (35%) or more of the outstanding voting shares or such outstanding voting shares that are sufficient to gain control of the board in a public company in one or more transactions within a period of twelve (12) months, shall be required to make a tender offer to all holders of such class for the number of shares so acquired within the said period. If the tender offer is oversubscribed, the aggregate amount of securities to be acquired at the close of such tender offer shall be proportionately distributed across selling shareholders with whom the acquirer may have been in private negotiations and other shareholders.

- Any person or group of persons acting in concert, who intends to acquire thirty five percent (35%) of the outstanding voting shares or such outstanding voting shares that are sufficient to gain control of the board in a public company directly from one or more stockholders shall be required to make a tender offer for all the outstanding voting shares. The sale of shares pursuant to the private transaction or block sale shall not be completed prior to the closing and completion of the tender offer.

- If any acquisition of even less than thirty five percent (35%) would result in ownership of over fifty percent (50%) of the total outstanding equity securities of a public company, the acquirer shall be required to make a tender offer for all the outstanding equity securities to all remaining stockholders of the said company at a price supported by a fairness opinion provided by an independent financial advisor or equivalent third party. The acquirer in such a tender offer shall be required to accept any and all securities thus tendered.

The term "public company" refers to: (i) a corporation with a class of securities listed on an exchange, such as the PSE; or (ii) a corporation with assets of at least ₱50 million and having 200 or more shareholders with at least 100 shares each.

When the securities tendered pursuant to such an offer exceed the number of shares that the acquiring person or group of persons is willing to acquire, the securities shall be purchased from each tendering shareholder on a *pro rata* basis according to the number of securities tendered by each security holder. In the event that the tender offer is oversubscribed, the aggregate amount of securities to be acquired at the close of such tender offer shall be proportionately distributed to both the selling shareholders with whom the acquirer may have been in private negotiations with and the minority shareholders.

In a mandatory tender offer, the acquirer must offer the highest price paid by him for such shares during the past six months. Where the offer involves payment by transfer or allotment of securities, such securities must be valued on an equitable basis. However, if any acquisition of even less than 35% would result in ownership of 51% of the total outstanding equity, the acquirer shall make a tender offer for all the outstanding equity securities to all remaining shareholders of the said corporation at a price supported by a fairness opinion provided by an independent financial adviser or equivalent third party. The acquirer in such tender offer shall accept any and all securities thus tendered.

No mandatory tender is required in:

- purchases of shares from unissued capital shares unless it will result in a 50% or more ownership of shares by the purchaser;
- purchases from an increase in the authorized capital shares of the target company;
- purchases in connection with a foreclosure proceeding involving a pledge or security where the acquisition is made by a debtor or creditor;
- purchases in connection with a privatization undertaken by the government of the Philippines;
- purchases in connection with corporate rehabilitation under court supervision;
- purchases through an open market at the prevailing market price; or
- purchases resulting from a merger or consolidation.

Accounting and Auditing Requirements / Rights of Inspection

Philippine stock corporations are required to file copies of their annual financial statements with the SEC. Corporations whose shares are listed on the PSE are also required to file quarterly and annual reports with the SEC and the PSE. Shareholders are entitled to request copies of the most recent consolidated financial statements of the corporation which include a balance sheet as of the end of the most recent tax year and a profit and loss statement for that year. Shareholders are also entitled to inspect and examine the books and records that the corporation is required by law to maintain.

The Board is required to present to shareholders at every annual meeting a financial report of the operations of the corporation for the preceding year. This report is required to include audited consolidated financial statements.

Summary of Features of Megawide Preferred Shares

Features	Series 1	Series 2		Series 3	Series 4	Series 5	Series 6		
		Series 2A	Series 2B				Series 6A	Series 6B	Series 6C
Year of Issuance	2014	2020	2020	2020 / 2021/ 2023/ 2025	2021	2023	2025	2025	2025
Year of Earliest Redemption	2019	2023	2025	None	2025	2026	2028	2028	2030
Year of Redemption	2021	2023	None	None	None	None			
Step Up	Yes	Yes	Yes	None	Yes	Yes	Yes	Yes	Yes
Cumulative	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Voting rights	None	None	None	None	None	None	None	None	None
Participating	Non-participating	Non-participating	Non-participating	Non-participating	Non-participating	Non-participating	Non-participating	Non-participating	Non-participating
Convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible
Pre-emptive Rights	None	None	None	None	None	None	None	None	None
Initial Dividend Rates	7.025%	4.75%	5.75%	To be determined by the Board of Directors	5.30%	7.9042%	7.6283%	7.9606%	8.2993%
Redeemable (non-reissuable)	At option of Issuer starting on the 5th year from the Listing Date	At option of Issuer starting on the day 2.5 years from the Listing Date	At option of Issuer starting on the 5th year from the Listing Date	To be determined by the Board of Directors	At option of Issuer starting on the day 3.5 years from the Listing Date	At option of Issuer starting on the 3rd year from the Listing Date	At option of Issuer starting on the 3rd year from the Listing Date	At option of Issuer starting on the 3rd year from the Listing Date	At option of Issuer starting on the 5th year from the Listing Date
Offer Price	Php100	Php100	Php100	Php100	Php100	Php100	Php100	Php100	Php100
Number of Shares Outstanding after the Offer	0	26,220,130	17,405,880	45,000,000	40,000,000	15,000,000	TBD	TBD	TBD

The Company's Series 1 Preferred Shares were listed in the PSE on December 3, 2014 under the trading symbol "**MWP**", and was redeemed by the Company on December 3, 2021; Series 2A and 2B Preferred Shares were listed in the PSE on November 27, 2020 under the trading symbols "**MWP2A**" and "**MWP2B**", respectively. MWP2A was redeemed on May 29, 2023. The Series 3 Preferred Shares are not listed in the PSE. The Series 4 Preferred Shares were listed in the PSE under the trading symbol "**MWP4**" on October 29, 2021. The Series 5 Preferred Shares were listed in the PSE under the trading symbol "**MWP5**" on April 17, 2023.

Redemption Process for MWP4

As and if declared by the Board of Directors of the Company and subject to the requirements of applicable laws and regulations, the Company may, at its sole option, redeem in whole (but not part), its Series 4 Preferred Shares, 3.5 years from the Listing or on any Dividend

Payment Date occurring thereafter at a redemption price equal to the Issue Price of ₱100.00 plus all dividends due on such Optional Redemption Date as well as all Dividends in Arrears. The Company shall give not less than thirty (30) days nor more than sixty (60) days prior written notice of its intention to redeem the Series 4 Preferred Shares, which notice shall be irrevocable and binding upon the Company to effect such early redemption of the Series 6 Preferred Shares at the Optional Redemption Date stated in such notice.

The notice will include details of the process of redemption. Typically, the checks will be prepared by Stock Transfer Service Inc. and will be made available to the relevant shareholders as of the record date in the notice.

INTEREST OF NAMED EXPERTS AND INDEPENDENT COUNSEL

LEGAL MATTERS

The validity of the Offer Shares and other legal matters concerning the Offer and the tax implications thereof were reviewed for Megawide Construction Corporation (the "Company") by Añover San Diego & Primavera Law Offices, the independent legal and tax counsel of the Company.

Certain legal matters as to the Philippine law relating to the Offer will be passed upon by Picazo Buyco Tan Fider & Santos Law Offices, legal counsel to the Company, and Angara Abello Concepcion Regala & Cruz Law Offices, legal counsel to Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners.

Each of the foregoing legal counsel has no shareholdings or any interest, direct or indirect, in the Company, or any right, whether legally enforceable or not to nominate persons or to subscribe to the securities of the Company in accordance with the standards on independence required in the Code of Professional Responsibility and Accountability and as prescribed by the Supreme Court of the Philippines.

None of the aforementioned counsels has acted or will act as promoter, underwriter, voting trustee, officer, or employee of the Company.

INDEPENDENT AUDITORS

The audited consolidated financial statements ("AFS") of the Company, for the years ended September 30, 2024, December 31, 2023, and December 31, 2022 appearing in this Prospectus have been audited by Punongbayan & Araullo ("P&A"), independent auditor (or external auditor), as set forth in their reports in the AFS, appearing elsewhere in this Prospectus.

The aggregate fees billed by P&A for each of the years ended September 30, 2024, December 31, 2023, and December 31, 2022 for professional services rendered to the Company, excluding fees directly related to the Offer, are the following (amounts in ₱):

<u>Audit and Audit-Related Fees</u>

Particulars	Nature	Audit Fees (amounts in ₱) As of September 2024 and for the years ended December 31, 2023 and 2022		
		2024	**2023**	**2022**
Punongbayan & Araullo	Audit of Financial Statements	-	3,885,000.00	3,885,000.00
Punongbayan & Araullo	Summary of Application of Proceeds on Preferred Shares	450,000.00 (Q1 to Q3)	600,000.00 (Q1 to Q4)	600,000.00 (Q1 to Q4)
Punongbayan & Araullo	Transfer Pricing Documentations and Review of Information Return	-	-	-
Punongbayan & Araullo	Agreed Upon Procedures (PCAB Renewal)	-	-	35,000.00
Punongbayan & Araullo	Agreed Upon Procedures (Schedule of Estimated Capital Cost)	-	124,000.00	-
Punongbayan & Araullo	Financial Statement Quarterly Consolidated Review and Prospectus Circle-Up	4,700,000.00	-	3,700,000.00
Punongbayan & Araullo	Tax Opinion on Development Projects	-	-	250,000.00

The fees presented above include out-of-pocket expenses incidental to the services of the foregoing independent auditors.

Except for the abovementioned services, the independent auditors provided no other type of services.

The Company has no disagreements with its independent auditors on any matter of accounting principles or practices, financial statements disclosure, or auditing scope or procedure.

Pursuant to the Company's Manual on Corporate Governance, its Board of Directors ("Board") has established an Audit and Compliance Committee ("ACC"), which is composed of at least three (3) Non-Executive Directors, majority of whom, including its Chairman, shall be Independent Directors. All the members shall have relevant background, knowledge, skills, and/or experience in the areas of accounting, audit, and/or finance, and are able to read and understand financial statements.

In accordance with its charter, the ACC has the following roles and responsibilities with respect to the independent auditors of the Company:

a. Perform oversight activities over the Company's external and internal auditors. The ACC shall ensure that the internal and external auditors act independently from each other, and that both auditors are given unrestricted access to all records, properties, and personnel to enable them to objectively perform their respective audit functions. The ACC shall further guarantee that the internal and external auditors shall be free from interference by outside parties in carrying out their work and duties.

b. Recommend and approve the appointment, reappointment, removal, and fees of the external auditor which shall be approved by the Board and ratified by the shareholders.

c. Assess, oversee, review and monitor the external auditor's independence, integrity and objectivity and shall ensure that the external auditor has adequate quality control procedures. The ACC shall review the external auditor's suitability and effectiveness on an annual basis and shall implement a policy of rotating the external auditor's lead audit partner every five (5) years.

d. Ensure that the external auditor is credible, competent and has the ability to understand complex related party transactions, its counterparties, and valuations of such transactions.

e. Review the reports submitted by the internal and external auditors. Evaluate and monitor management's responsiveness to the internal and external auditors' findings and recommendations.

f. Prior to the commencement of the audit, discuss with the external auditors the nature, scope and expenses of the audit, and ensure coordination, if more than one audit firm is involved in the activity, to secure proper coverage and minimize duplication of efforts.

Evaluate and determine the non-audit work, if any, of the external auditor, and review periodically the non-audit fees paid to the external auditor in relation to their significance to the total annual income of the external auditor and to the Company's overall consultancy expenses. The ACC shall disallow any non-audit work that will conflict with the external auditor's duties or may pose a threat to his independence. The non-audit work, if allowed, should be disclosed in the annual report of the Company.

DESCRIPTION OF BUSINESS

OVERVIEW OF THE COMPANY

Megawide Construction Corporation ("**Megawide**" or the "**Company**") is one of the country's most progressive infrastructure conglomerates, with a portfolio in EPC, Airport Infrastructure and Progressive Property Development. The Company's revolutionary construction and engineering solutions continue to shape the industry by integrating its comprehensive EPC capabilities with innovative construction solution technologies such as precast, formworks, concrete batching, and specialized logistics systems.

The Company was incorporated in the Philippines on July 28, 2004 as a general construction business and has then expanded its business by creating a strong partnership with the Philippine government through the Public Private Partnership ("**PPP**") program, with projects such as Mactan Cebu International Airport ("**MCIA**"), the Parañaque Integrated Terminal Exchange ("**PITX**") and the PPP for School Infrastructure Project Phases 1 and 2. GMR Megawide Cebu Airport Corporation ("**GMCAC**") was incorporated primarily to construct, develop, operate and maintain MCIA while MWM Terminals, Inc. (MWMTI) undertakes the development and implementation of the PITX Project. The Company has been in business for almost twenty (20) years and has a net worth of ₱16,209,838,842.00 as of 31 December 2023.

On January 28, 2011, the PSE and the SEC approved the Company's application for the listing of its common stock. The approval covered the initial public offering ("**IPO**") of 292.0 million unissued common shares of the Company at ₱7.84 offer price per share and the listing of those shares in PSE's main board on February 18, 2011. On December 3, 2014, the Company made a primary offer of 40.0 million Series 1 Preferred Shares at an offer price of ₱100.0 per share. The Series 1 Preferred Shares are also listed in the PSE.

On April 22, 2014, the Company, together with its strategic partners, GMR Infrastructure (Singapore) Pte. Limited ("**GISPL**") and GMR Infrastructure Limited ("**GIL**"), incorporated GMCAC for the purpose of implementing the provisions of the Concession Agreement for the MCIA.

On October 30, 2024, Megawide opted to exchange its remaining 33 and 1/3% plus 1 share of outstanding capital stock in AGMCAC – operator of the award-winning MCIA – in favor of AIC for a total consideration of ₱7.76 billion. The transaction was in accordance with the Share Subscription and Transfer Agreement among Megawide, GAIBV, and AIC, which includes the issuance of Exchangeable Notes from both Megawide and GAIBV for the remaining 66 and 2/3% plus one (1) share of AGMCAC's outstanding capital stock amounting to ₱15.5 billion. This strategic move marks Megawide's full transition out of airport operations, allowing the Company to focus on its core infrastructure and engineering capabilities while unlocking significant value for future growth.

On September 22, 2014, the SEC approved the amendment of the Company's Articles of Incorporation ("**AOI**"), which includes (a) the Company's power to extend corporate guarantees to its subsidiaries and affiliates, and (b) the increase in its authorized capital stock to ₱5.0 Billion divided into 4,930.0 million common shares and 70.0 million cumulative, non-voting, non-participating, non-convertible to common shares and redeemable, at the option of the Company, perpetual preferred shares. Both common and preferred shares have a par value of ₱1.00 per share.

On February 10, 2015, MWMTI, the joint venture of Megawide and then WM Property Management, Inc. ("**WMPMI**") (which is now Megawide Terminals, Inc. ("**MTI**"), was incorporated primarily to develop and implement the PITX project, the first intermodal terminal in the Philippines, in accordance with the Concession Agreement signed with the Department of Transportation ("**DOTr**") on April 24, 2015. PITx is designed to be the first intermodal terminal in the Philippines.

On September 22, 2020, the SEC approved the amendment of the Company's Articles of Incorporation, which increased its authorized capital stock to Five Billion Fifty-Four Million Pesos (₱5,054,000,000.00), raising the Company's authorized capital stock by fifty-four million (54,000,000) preferred shares to a total of one hundred twenty-four million (124,000,000) preferred shares.

The SEC then issued the Certificate of Filing of Enabling Resolution approving the Company's enabling resolution in relation to its offer and sale to the public of up to fifty million (50,000,000) Series 2 Preferred Shares, consisting of the following subseries: Series 2A Preferred Shares and Series 2B Preferred Shares, at an offer price of One Hundred Pesos (₱100.00) per share, on November 05, 2020. Thereafter, on November 06, 2020, the SEC issued the Order of Registration and the Certificate of Permit to Offer Securities for Sale for thirty million (30,000,000) non-voting perpetual Series 2 Preferred Shares, with an oversubscription option of up to twenty million (20,000,000) non-voting perpetual Series 2 Preferred Shares. As a result of the offering of the Series 2A and 2B Preferred Shares, the Company raised a total of Four Billion Three Hundred Sixty Million Pesos (₱4,360,000,000.00). The said shares were listed in the PSE on November 27, 2020.

Subsequently, on February 26, 2021, the Board of Directors (Board) approved a resolution to amend the Company's Articles of Incorporation to increase its authorized capital stock by twenty-six million (26,000,000) preferred shares, raising the Company's authorized capital stock to Five Billion Eighty Million Pesos (₱5,080,000,000.00) divided into four billion nine hundred thirty million (4,930,000,000) common shares with a par value of One Peso (₱1.00) per share, and one hundred fifty million (150,000,000) preferred shares. The increase in Company's authorized capital stock was approved by the SEC on September 09, 2021. After which, the SEC issued the Certificate of Filing of Enabling Resolution approving the Company's enabling resolution in relation to its offer and sale to the public of up to forty million (40,000,000) Series 4 Preferred Shares, consisting of one (1) or more sub-series, at an offer price of One Hundred Pesos (₱100.00) per share. The SEC then issued the Order of Registration and the Certificate of Permit to Offer Securities for Sale for thirty million (30,000,000) cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable) perpetual Series 4 Preferred Shares, with an over subscription option of up to ten million (10,000,000) cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable) perpetual Series 4 Preferred Shares. The offer and sale of the Series 4 Preferred Shares led the Company to raise Four Billion Pesos (₱4,000,000,000.00). The said shares were listed in the PSE on October 29, 2021.

On October 19, 2021, the Board also approved the redemption of the Company's Series 1 Preferred Shares, with stock symbol MWP, on December 03, 2021, which is the seventh (7th) anniversary of its listing date last December 03, 2014. The redemption of the said shares was completed on February 15, 2022. The following are the details of the redemption:

Ex- Date	November 04, 2021
Record Date	November 09, 2021
Redemption Date	December 03, 2021
Redemption Price	₱100.00 per share

On November 4, 2022, the Company's Board of Directors approved the increase in the authorized capital stock of the Company from ₱5,080,000,000.00, divided into 4,930,000,000 Common Shares with par value of ₱1.00 per share and 150,000,000 cumulative, non-voting, non-participating, non-convertible, perpetual Preferred Shares with a par value of ₱1.00 per share, to ₱5,116,000,000.00, divided into 4,930,000,000 Common Shares with par value of ₱1.00 per share and 186,000,000 cumulative, non-voting, non-participating, non-convertible, perpetual Preferred Shares with a par value of ₱1.00 per share.

The foregoing resolution was approved and ratified by the affirmative vote of stockholders owning at least 2/3 of the entire outstanding capital stock of the Company, during the Special Stockholders' Meeting held on December 20, 2022. The increase in the Company's authorized capital stock was approved by the SEC on February 15, 2023. The SEC then issued the Order of Registration and the Certificate of Permit to Offer Securities for Sale for fifteen million (15,000,000) cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable) perpetual Series 5 Preferred Shares. The offer and sale of the Series 5 Preferred Shares led the Company to raise One Billion Five Hundred Million Pesos (₱1,500,000,000.00). The said shares were listed in the PSE on April 17, 2023.

On April 26, 2023, the Board approved the redemption of the Company's Series 2A Preferred Shares, with stock symbol MWP2A, on May 29, 2023, or 2.5 years after its listing date on November 27, 2020. The following are the details of the redemption:

Record Date	May 12, 2023
Redemption Date	May 29, 2023
Redemption Price	₱100.00 per share

Upon redemption, the Series 2A Preferred Shares shall be considered retired.

In July 27, 2023, the Company acquired 100% of PH1 World Developers ("**PH1**") from Citicore to engage in progressive property development and provide the Company a third leg in its ever-evolving business portfolio, which already includes EPC and construction solutions and infrastructure development.

On October 25, 2024, the Board of Directors approved the increase of the Company's authorized capital stock of preferred shares by sixty-four million (64,000,000) shares, to a total of two hundred fifty million (250,000,000) cumulative, non-voting, non-participating, non-convertible, perpetual preferred shares; thereby increasing the Company's total authorized capital stock to Five Billion One Hundred Eighty Million Pesos (₱5,180,000,000.00), and amending Article Seventh of its Articles of Incorporation while the authorized capital stock of preferred shares will increase to two hundred fifty million (250,000,000) shares.

On December 10, 2024, this was approved by the stockholders' during the Special Stockholders' Meeting. The increase in the Company's authorized capital stock was approved by the SEC on December 27, 2024.

On December 10, 2024, the stockholders also approved the appointment of the new independent auditor following the Company's Board of Directors approval of the engagement of PwC Isla Lipana & Co. as the Company's independent auditor for 2024. This direction is in adoption of the 2014 European Union Audit Regulation by the Company's parent company, Citicore.

Citicore adopted a policy to align with the 2014 European Union Audit Regulation standard on mandatory audit firm rotation. The policy prescribes that an Independent Auditor shall be replaced after a maximum duration of 10 years, extendable to a maximum of 24 years, subject to meeting certain conditions.

Further, the replacement is being sought to ensure consistency and alignment in financial reporting processes and audit methodologies across the group, as PWC serves as the auditor of Citicore.

Below are the significant business developments of Megawide for the past 3 fiscal years:

2021

The construction segment, which is a critical component in pump-priming the economy due to its significant multiplier effect, remains a bright spot in the Company's portfolio amid the COVID-19 pandemic, as activities were unhampered despite the various quarantine restrictions. From the previous year's order book of Sixty-Eight Billion Four Hundred Million Pesos (₱68,400,000,000.00), it was able to contract new projects such as The Coral Village project in Cebu and the Westside City Site A which involves the construction of a retail strip and theater mall to complement its hotel and casino complex.

The Company also forged its partnership with German concrete technology developer MultiCON to bring its patented mixing innovation into the country. The system can produce stronger concrete with better performance which could translate to improved margins and decreased emissions, given that it can help reduce raw material cost and minimize carbon dioxide emissions by up to thirty percent (30%) during production.

In 2021, Megawide also signed new contracts with PHirst Park Homes, Inc. for housing projects in Magalang, Pampanga and Batulao, Nasugbu, Batangas. The new contracts pertain to supply and build agreements for one thousand seventy-nine (1,079), in Pampanga, and one thousand nine hundred seventy-four (1,974), in Batangas, housing units using precast materials, resulting in almost twelve thousand (12,000) housing units being serviced through pre-cast supplied and assembled by Megawide's construction solutions unit. It also started the construction of the MCRP Phase 1, a project that is part of the seventeen (17)-kilometer North South Commuter Railway Project implemented by DOTr that will link the New Clark City and the Clark International Airport to Metro Manila and nearby cities.

On January 11, 2021, the Company and the City of Cebu entered into a Joint Venture Agreement (JVA) for the phased redevelopment of the Cebu Carbon Market, which includes the construction, development, and operation of mixed-use assets on the project site. The JVA is for fifty (50) years, extendible for another twenty-five (25) years upon mutual agreement of the parties. The total investment of the Company is Five Billion Five Hundred Million Pesos (₱5,500,000,000.00) while the Cebu City shall contribute the exclusive use and possession of the project site.

On February 24, 2021, the consortium between SUEZ and Megawide together with Manila Water, Inc. (Manila Water), the project proponent, broke ground for the Aglipay STP. The consortium will undertake the design and build of the STP which will treat wastewater in Mandaluyong City, southern Quezon City, and southern San Juan City, which will significantly enhance the health and sanitary conditions of more than six hundred fifty thousand (650,000) residents.

On May 6, 2021, GMCAC, together with its sponsors and its lenders executed the Second Amendment Agreement to the Amended and Restated Omnibus Loan and Security Agreement. The Agreement is for the purpose of restructuring GMCAC's existing Omnibus Loan and Security Agreement for the construction, development, renovation, expansion, and operation of MCIA.

On October 12, 2021, the SEC then issued the Order of Registration and the Certificate of Permit to Offer Securities for Sale for thirty million (30,000,000) cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable) perpetual Series 4 Preferred Shares, with an over subscription option of up to ten million (10,000,000) cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable) perpetual Series 4 Preferred Shares, at an offer price of One Hundred Pesos (₱100.00) per share. The offer and sale of the Series 4 Preferred Shares led the Company to raise Four Billion Pesos (₱4,000,000,000.00). The said shares were listed in the PSE on 29 October 2021. The Series 4 Preferred Shares shall be subject to a dividend step-up rate unless the Company redeems the said shares three and a half years (3 ½) from its listing date. The proceeds from the offer was used to redeem the Company's Series 1 Preferred Shares. Moreover, the offering is part of the Company's financial plan to streamline its balance sheet to support its expansion programs, especially its pivot to infrastructure.

On October 19, 2021, the Board also approved the redemption of the Company's Series 1 Preferred Shares, with stock symbol MWP, on December 03, 2021, which is the seventh (7^{th}) anniversary of its listing date on December 03, 2014, at a redemption price of One Hundred Pesos (₱100.00) per share. The redemption of the said shares was completed on February 15, 2022.

The Company received various awards from FinanceAsia, which included Best Managed Listed Company – Industrials (Southeast Asia), Best Managed Listed Company – Philippines, Most Committed to Environmental Stewardship, Most Committed to Social Causes, and Most Committed to the Highest Governance Best Standards. To top off, Mr. Edgar B. Saavedra, *Chairman of the Board, CEO, and President*, was also awarded as the Best CEO by FinanceASia. The Company was further named as one (1) of Asia's Most Outstanding Companies in Asiamoney's Outstanding Companies Poll for 2021. The poll is designed to acknowledge listed companies that have excelled in areas such as financial performance, management team excellence, investor relation activities and corporate social responsibility (CSR) initiatives. Megawide was also voted as a Finalist in IR Magazine as Best in Sector: Industrials and won as the Most Innovative Company of the Year in the Asia CEO Awards, while belonging to the Circle of Excellence for the Executive Leadership Team of the Year.

Meanwhile, MCIA and PITx obtained the Best Infrastructure and Best Decorative Concrete award, respectively, from the Philippine Excellence in Concrete Construction Awards (PECCA).

2022

Megawide continued to strengthen its portfolio after a two-year bout with the COVID-19 pandemic. The construction business remained as the biggest contributor to revenue in 2022, as the recovery in air travel slowly impact airport operations and elevated industry-wide vacancy rates, due to the clamp down on POGO tenants, affect office leasing at the PITX. Nonetheless, the Company remained committed to its long-term mission and vision of Engineering a First-World Philippines and continue to strengthen its portfolio towards infrastructure development and cycle-resiliency.

On May 5, 2022, Megawide, together with its joint venture partners from Japan – Tokyu Construction and Tobishima Corporation, ("**the Joint Venture**") – officially signed Contract Package 104 ("**CP-104**") of the Metro Manila Subway Project. CP-104 includes the construction of underground stations in Ortigas North and South as well as the tunnels connecting these two locations.

The project has a total contract value of ₱13.26 billion and JPY 11,227,496,171.00 (approximately ₱4.49 billion using the exchange rate as of 4 May 2022), which together will have an aggregate estimated value of ₱17.75 billion. Megawide's corresponding share in the Joint Venture will be reflected in the Company's infrastructure order book. At the same time, this will facilitate the Company's diversification into rail systems, which will include underground railway technology.

Tokyu Construction Co., Ltd. is one of the established Japanese general contractors engaged in commercial, institutional, and residential buildings as well as civil engineering works for dams, bridges, and transportation systems. Likewise, Tobishima Corporation is one of Japan's leading general contractors, involved in large-scale civil engineering works for hydro-electric power plants, dams, and railroads, with onshore and offshore projects located in Brunei Darussalam, Indonesia, Pakistan, and Myanmar, among others.

On May 31, 2022, Megawide Construction Corporation's proposed bond issue of up to P4 billion has been assigned an issue credit rating of PRS Aa with a Stable Outlook by Philippine Rating Services Corporation (PhilRatings).

Obligations rated PRS Aa are of high quality and are subject to very low credit risk as the obligor's capacity to meet its financial commitment on the obligation is very strong. A Stable Outlook means the rating is likely to be maintained in the next 12 months.

PhilRatings said the assigned issue rating takes into consideration Megawide's solid experience in the construction industry, along with vertically integrated operations, that is seen to complement the government's infrastructure projects through the PPP and BBM programs. It also factored in the firm's notable expansion projects in recent years, with the aim of diversifying into less cyclical sources of revenues, albeit with challenged profitability due to the effects of the COVID-19 pandemic.

On June 27, 2022, the Regional Trial Court of Lapu-Lapu City, Branch 68, issued the Omnibus Order dated 14 June 2022 dismissing the criminal case against Directors and Officers of Megawide in their capacity as Directors of GMR MEGAWIDE Cebu Airport Corporation for the alleged violation of the Anti-Dummy Law.

The Omnibus Order explained, among others, that the dismissal of the Case was necessitated by the enactment of Republic Act. No. 11659 signed into law last 21 March 2022, which clearly excluded airport operations and maintenance from the definition of a public utility; thereby removing the applicability of the nationality restriction to GMCAC in operating the Mactan-Cebu International Airport ("**MCIA**").

Furthermore, the Omnibus Order stated that RA No. 11659 applies to the Megawide Respondents due to the retroactive effect of laws favorable to the accused.

Nonetheless, the Company has always maintained its compliance with all the applicable laws, rules, and regulations covering the Concession Agreement for MCIA, and the government's Public-Private Partnership program, since the project was officially awarded to the Megawide-GMR consortium in 2014.

In July 2022, Megawide has secured its eighth project with one of the country's fastest-growing and leading horizontal housing developers, PHirst Park Homes, Inc. (PPHI), located in General Trias, Cavite. The partnership is the second for the two companies in Cavite – the first one in Tanza in 2018 – and covers "supply and build" for 1,664 housing units, using precast materials. In total, it is building close to 13,000 units for PPHI in project sites across Luzon.

The contract will further expand Megawide's precast order book and strengthen its presence in the horizontal housing segment. For more efficiency and faster turnover, the Company is also set to build an onsite precast molding and concrete batching plant to manufacture precast housing components for the project.

In August 17, 2022, Megawide listed a total of ₱4.0 billion fixed-rate bonds (inclusive of the ₱1.0 billion oversubscription option) at the Philippine Dealing and Exchange Corp. ("**PDEx**").

The issue received total tenders of ₱6.71 billion and was 2.24x oversubscribed from the P3.0 billion base amount during the offer period, which ran from July 28, 2022, to August 05, 2022. The net proceeds of the fixed-rate bonds shall be used by Megawide primarily to refinance its short-term debts, fund its capital expenditures and other general corporate requirements.

RCBC Capital and Security Bank Capital were the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners for the exercise, with RCBC Trust Corporation acting as Trustee and Security Bank Corporation as Market Maker.

On September 2, 2022, Megawide and GAIBV executed a Share Subscription and Transfer Agreement with AIC, for AIC to acquire shares in GMCAC, the developer and operator of the award-winning MCIA.

The joint-venture partners for the 25-year Concession Agreement to develop, operate, and maintain MCIA – Megawide and GAIBV – agreed to sell down their existing stakes in GMCAC to accommodate the entry of AIC. The agreement involves GMCAC's issuance of primary shares and the transfer of secondary shares from Megawide and GAIBV to AIC amounting to ₱9.5 billion, which will result in the latter owning 33 & 1/3 percent minus 1 share stake in GMCAC.

Simultaneously with the above, the transaction likewise involves the issuance by Megawide and GAIBV of Exchangeable Notes for the aggregate amount of ₱15.5 billion (Notes). The Notes will mature on 30 October 2024 and will be exchanged by AIC for the remaining 66 and 2/3% plus 1 share of GMCAC's outstanding capital stock.

On December 16, 2022, Megawide, together with GAIBV, has closed the deal with AIC wherein AIC acquired GAIBV and Megawide's shares in GMCAC, the airport operator, for an initial ₱9.5 billion covering 33 & 1/3 percent minus one share in GMCAC.

Under the deal, Megawide and GAIBV will then issue ₱15.5-billion worth of exchangeable notes to AIC. When the notes mature in 2024, AIC is expected to trade these for the remaining 66.6 percent plus one stake in GMCAC.

Megawide likewise emerged as winners in FinanceAsia's Asia's Best Managed Companies Poll 2022 for the following categories: Most Effective in Creating and Implementing Diversity & Inclusion Policies over the Past 12 months (Philippines) and Best Industrials across the Region. The Company's Chief Investor Relations Officer, Ms. Joan Cosico, was also voted as the 2022 IR Magazine Awards, Southeast Asia, Best Investor Relations Officer Award (Small Cap), while the Company's "2021 Annual and Sustainability Report: Relentless" was among the finalists in the Best Annual Report category. Other awards included the Philippine Quill Awards under Communication Skills Division for Megawide's "2019 Annual and Sustainability Report: All-In for a First-World Philippines", Publications Category and "KaMegawide: Kasama at Kaisa sa Pag-Unlad ng Bansa" in the Social Media Category. The Company was also recognized in the Philippine Excellence in Concrete Construction Awards for its Plumera Project.

2023

In 2023, Megawide started to pursue a renewed direction towards cycle-resiliency and progressive infrastructure development, following its divestment in its airport asset Mactan Cebu International Airport (MCIA).

In February, Megawide signed a shareholders' agreement with partner operator - Evolution Data Centers, Inc. (EDC) for the construction and operations of a 69MW carrier-neutral data center in Silang, Cavite. Phase 1 will involve the initial 23MW, with a 24-36-month completion, and full capacity to be completed within a 5-year scale-up development timetable.

In the EPC segment, progress continued on the MCRP Phase 1 construction while initial groundworks were commenced at the Metro Manila Subway Project along the Ortigas District. Meanwhile, Suncity's Westside City Resort Complex's development is on track and will remain a contributor to the EPC segment's revenue stream.

The Pre-Cast and Construction Solutions (PCS) Unit also sustained its capacity utilization build-up, both from internal and external clients. Internally, the unit has an outstanding package for CP-104 of the Metro Manila Subway System worth ₱923 million. External order book continue to increase with three (3) new supply-and-build contracts bagged with residential developer PHirst Park Homes, Inc. (PPHI) located in Naic, Cavite; Baliuag, Bulacan; and Tayabas, Quezon. This brings the Company's partnership with PPHI to close to 19,000 units across 11 locations nationwide. In the infrastructure space, PCS also secured a ₱1.0 billion contract from Leighton Asia to supply precast double tee slabs for the Candaba Viaduct expansion and a ₱108 million deal for the MRT-7 Line to boost its applicability for critical infrastructure projects to promote mobility and commerce. In its bid to expand into new segments, PCS also sealed a ₱158 million contract with Vitro Data Center to establish foothold in the fast-growing digital infrastructure space.

Meanwhile, the country's first landport continued to experience significant foot traffic, reaching a record of 200,000 during the peak of Holidays in December 2023 and averaging 117,000/daily by end of the year. The retail segment continued to be robust, with average spending per passenger (SPP) reaching P39.8/pax from less than P30/pax the previous year. The office segment also continued to attract more traditional tenants and as of end-2023, with non-POGO tenants signed up accounting for 57% of total committed space.

On July 27, 2023, the Company purchased 100% stake in PH1 World Developers (PH1) from Citicore for ₱5.2 billion. The acquisition of PH1 completes the vertical integration of Megawide's existing EPC and PCS capabilities with property development to harness synergies and is a natural progression for engineering and construction to higher value added business offered and opportunities unlocked through PH1.

Newly-acquired PH1 officially launched two (2) new residential projects during the year – Modan Lofts Ortigas Hills in Taytay, Rizal and Northscapes in San Jose del Monte, Bulacan valued at approximately P11 billion. Existing projects My Enso Lofts continue to post strong sales, with take up at more than 70% and construction progressing as planned, and The Hive's Tower D reaching 100% completion.

The Company also won big in Finance Asia Best Managed Companies' 2023 Poll, garnering the Gold for Best Managed Company and Best Consumer Cyclicals and securing Silver for Best CEO, Mr. Edgar Saavedra. PH1 also received various recognition, among these are the: Real Estate Innovation of the Year – My Enso Lofts (Lamudi), Best Housing Development and Best Green Development, Northscapes SJDM (Carousell Property Awards), and Top Global Brand Real Estate Developer (Brand Asia).

2024

For the first nine months of 2024, the Company's construction business continued to benefit from increased economic activities and the government's infrastructure build up – driving revenues higher during the period. This was supported by a strong macro-economic growth, coupled with easing interest rates, and renewable energy capacity build-up.

The Company secured eight (8) new contracts during the period amounting to P8.91 billion, six of which were solar power plants of newly listed affiliate Citicore Renewable Energy Corp., through affiliate MCC-Citicore Construction, Inc. (MCC-CCI). This brought the Company's order backlog to ₱42.6 billion as of end-September, representing 2-3 years of revenues.

The manufacturing side of the construction business – representing the pre-cast and construction solutions (PCS) segment – likewise continued to sustain its momentum with significant growth in external sales. During the review period, revenues from PCS more than doubled to P2.80 billion from P1.10 billion last year, driven by robust external sales, which comprised 65% of its revenues from 35% previously.

Landport operations, on the other hand, continued to show improvements in the commercial spaces at the terminal – which was boosted by consistently increasing foot traffic at an average of 136,000 daily in the first nine months of the year – and improvement in office leasing. Occupancy in the terminal further rose to 92% as of end-September while occupancy at the office towers improved to 41%, which were all leased out to traditional tenants, like logistics hubs, government offices, transport services, and travel agencies.

Meanwhile, PH1 World Developers (PH1) continued to experience robust sales from new and ongoing projects My Enso Lofts, The Hive, Modan Lofts, One Lancaster Park, and Northscapes San Jose del Monte, Bulacan. As of end-September, total reservation sales booked by PH1 already reached ₱11.8 billion, which are expected to translate to revenues over the next two years as construction progress on these projects accelerate. In addition, unsold inventory worth ₱11.0 billion – which still excludes projects to be launched early next year – will provide a healthy stock of future sales and revenue.

On 30 October 2024, Megawide Construction Corporation (the Company or Megawide) opted to exchange its remaining 33 and 1/3% plus 1 share of outstanding capital stock in Aboitiz GMR Megawide Cebu Airport Corporation's (AGMCAC) – operator of the award-winning Mactan Cebu International Airport (MCIA) – in favor of Aboitiz InfraCapital Inc. (AIC) for a total consideration of ₱7.76 billion.

The transaction was in accordance with the Share Subscription and Transfer Agreement among Megawide, GMR Airports International BV ("GAIBV"), and AIC, which includes the issuance of Exchangeable Notes from both Megawide and GAIBV for the remaining 66 and 2/3% plus one (1) share of AGMCAC's outstanding capital stock amounting to ₱15.5 billion.

In November 2024, the Company secured the contract to design and construct a new Passenger Terminal Building (PTB) at the Caticlan Airport, gateway to Boracay Island, which is owned and operated by Trans Aire Development Holdings Corp. (TADHC), a subsidiary of SMC Infrastructure.

The project is expected to help realize a First-world facility at Caticlan Airport through Megawide's engineering excellence and ability to integrate our sustainable methodologies to this landmark development.

HISTORY

The Company traces its roots to an engineering firm founded in 1997 by two young civil engineers, Engr. Edgar B. Saavedra and Engr. Michael Cosiquien, with a start-up capital of ₱500,000.00. The engineering firm rendered construction services to private residential houses, commercial and industrial buildings. On July 28, 2004, the firm was formally incorporated under the name "Megawide Construction Corporation", with the primary purpose of engaging in general construction business.

2005 to 2010

In 2005, the Company entered the high-rise condominium market and constructed the 25-storey Residencia de Regina project located at Loyola Heights, Quezon City. It also inaugurated its Binangonan pre-cast fabrication plant and introduced high-strength pre-cast concrete façade walls in the Residencia de Regina project.

In 2007, Megawide qualified and secured its AAA Contractor's License, the highest classification and category then from the Philippine Contractors Accreditation Board. The Company also successfully negotiated and booked contracts with SMDC for Grass Residences and Berkeley Residences.

In 2008, the Company upgraded its fleet of tower cranes and earthmoving equipment, in anticipation of increase in demand for its contracting services and to support its expansion plans and programs. The Company also introduced key value engineering building systems into its construction process, the wall, slab and climbing Formwork System, purchased from the German company, Meva. These new systems enhanced the Company's competitiveness by reducing construction time and allowing earlier project turnover.

As a result of increasing demand for pre-cast concrete products, the Company in 2010, launched its satellite pre-cast concrete plant in the Mall of Asia Complex, Pasay City, fitted with European pre-cast machineries. In addition, two (2) experienced foreign engineers who are experts in precast concrete, and international building systems and standards joined Megawide's pool of senior managers.

In January 2010, the Company broke ground for its 10-storey corporate office tower in Quezon City. The Megawide Corporate Tower obtained a gold certification from the Leadership in Energy and Environmental Design ("**LEED**") of the United States Green Building Council. LEED is a third-party certification program for the design, construction and operation of high performance green buildings. LEED is the predominant green building rating system in the U.S. and is used around the world. The Corporate Tower marks an important landmark for Megawide, as it strives to be at the forefront of green building technology in the country. The Company was also a recipient of the Construction Safety Award from the Occupational Safety and Health Administration ("**OSHA**") in May 2009 and September 2010. The OSHA is a Philippine government agency that establishes protective and safety standards and enforces these standards in construction jobsites all over the country.

2011

On 2011, Megawide conducted its initial public offering and on February 18, 2011, Megawide was listed on the Main Board of the PSE.

In May 2011, Megawide broke ground for its 12-hectares State-of-the-Art Precast Concrete Manufacturing Complex in Taytay, Rizal. The facility is fully automated and considered to be the largest precast plant in the country. The Company intends to use the facility to mass-produce modular housing components to address the housing backlog of the nation; moreover, the same can also be used for school buildings, hospitals, and other infrastructure projects.

2012

In October 2012, Megawide entered into a joint venture agreement with its parent company, Citicore, and as CMCI with the SEC. Ten percent (10%) of the issued and outstanding stock of CMCI is owned by Megawide while Ninety percent (90%) is owned by Citicore. The first project booked by CMCI was the Department of Education‘s PPP for school buildings. The Department of Education awarded to CMCI in 2012 the school buildings in Regions 3 and 4. CMCI commissioned Megawide to construct all the school buildings in both regions.

In December 2012, Megawide acquired One Hundred percent (100%) of the issued and outstanding stock of Altria, the owner of the property in Taytay, Rizal where the precast plant of Megawide is located.

The Company was awarded by Asia-Money as one of the Best Managed Companies in the Philippines.

2013

On May 15, 2013, Megawide issued 35,959,523 new common shares of stock for a total issue price of ₱305,655,945.50 to Citicore and three individual stockholders of Altria. Said issuance of shares was part of the series of transactions for the acquisition of Altria and were listed with the PSE.

On October 17, 2013, CMCI signed the Build-Lease-Transfer Agreements for School Infrastructure Projects Phase II for Regions I, II, III and Cordillera Administrative Region, with the Department of Education.

On November 28, 2013, the MWCCI was awarded the Modernization of the Philippine Orthopedic Center project by the Department of Health.

On December 12, 2013, the PBAC of the DOTC opened all proposals for the Mactan-Cebu International Airport project to reveal that the Megawide-GMR Consortium submitted the highest bid. The DOTC-MCIAA later issued the Notice of Award on April 4, 2014.

The International Organization for Standardization (“**ISO**”) awarded Megawide with the ISO 9001:2008 and ISO 140001:2004 certifications for quality and environmental management respectively.

Finance Asia awarded Megawide as one of “**Asia‘s Best Managed Companies**” for its outstanding performance.

On top of the Company‘s AAA Contractor License, it also secured Large B Contractor‘s License classification for government registration.

2014

In 2014, Megawide started to penetrate the upper market housing segments by winning the coveted Proscenium Project from Rockwell and Shang Salcedo Place from Shangri-La Properties, thus firmly establishing its ability to cater to wide market segments from upper to middle to Affordable Housing. The Company is also on track to complete and turnover PSIP I by the end of the year.

On April 22, 2014, the Company, along with its joint venture partner, GMR Infrastructure Limited, was officially awarded the MCIA project under a BOT agreement. Megawide and GMR incorporated GMCAC was chosen to undertake said project which is one of the biggest PPP projects of the DOTC, involving, among others, the construction of a world-class airport passenger terminal (along with associated infrastructure and facilities), the renovation and expansion of the existing airport terminal and the operation and maintenance of both airport passenger terminals for a period of 25 years under a build-operate-transfer arrangement. GMCAC expects to take over the operations of the MCIA by the 4th quarter of 2014 and construction of the new passenger terminal to start early next year.

On September 4, 2014, Megawide incorporated a subsidiary named Megawatt Clean Energy Incorporated ("**MCEI**") to pursue project development of Renewable Energies with particular focus on Wind, Solar, Hydro and Biomass power.

On November 1, 2014, terminal 1 of the Mactan International Airport was successfully turned over to GMCAC.

Additionally, the Occupational Health & Safety Advisory Services ("**OHSAS**") awarded Megawide with the OHSAS 18001:2007 certification as recognition of the Company's efforts to implement practices that create a healthy and safe working environment.

2017

2017 saw Megawide continue market leadership by booking new EPC contracts worth ₱10.8 Billion, bringing its total order book to ₱32.6 Billion. Private sector projects proved essential in growing its construction revenue by 6% year-on-year. These include Megaworld's Worldwide Plaza and Albany Residences, Double Dragon's Ascott DD-Meridian Park and Double Dragon Tower, and Maynilad's 88MLD Water Reclamation Facility. Other key wins during the year included the P9.6 Billion contract to build the new passenger terminal of the Clark International Airport together with its partner in airport operation GISPL. Also, in 2017, the Company secured an AAAA License from the Philippine Contractor's Accreditation Board ("**PCAB**").

Megawide's airport operations business, through GMCAC, continues its phenomenal growth, recording a double-digit passenger increase of 12% for 2017 at the MCIA. This is a key factor in GMCAC's 24% growth in net income. For 2017 alone, 12 international routes were added at the MCIA apart from the additional 23 domestic destinations. New international airlines include Juneyao Airlines, Sichuan Airlines, Lucky Air, Okay Airways, and Pan Pacific while AirJuan was the newly added domestic airline.

The MCIA received a commendation during the 2017 Routes Asia Conference for its excellence in airport marketing under the four (4) to twenty (20) million passengers per annum category. Established in 1997, the Routes Asia Marketing Awards recognizes the exemplary performance of various airports in marketing as voted by the airline community based on the best marketing services provided to industry players.

On March 15, 2017, the Company sold 2,000,000 shares or 10% of its interest in GMI to GHOSPL. As of December 31, 2017, GMI is 50% owned by the Company.

On June 20, 2017, the Company established Megawide Construction (BVI) Corporation ("**MCBVI**"), an entity incorporated in the British Virgin Islands, to primarily engage in buying and holding shares of foreign companies. MCBVI's registered address and principal place of business is Marcy Building, 2nd floor, Purcell Estate, Road Town Tortola, British Virgin Islands. As of December 31, 2017, MCBVI has not yet started commercial operations.

On August 16, 2017, Megacore Holdings, Inc. ("**Megacore**") acquired 313,786,575 shares, representing 14.7% ownership of the Company from Citicore Holdings Investment, Inc. ("**Citicore**"). This resulted to a decrease in Citicore's ownership from 66.7% to 51.0%. Citicore is a company incorporated in the Philippines and is engaged in the business of a holding company through buying and holding shares of other companies.

On December 22, 2017, Megacore further acquired additional shares from Citicore which resulted in an increase in its total outstanding shares in the Company equivalent to 28.9% or 617,709,197 shares as of December 31, 2017.

2018

The Company completed the construction of and inaugurated the MCIA Terminal 2 on June 7, 2018, which commenced its operations on July 1, 2018.

The airport segment continues to improve air traffic volume from 86,600 in 2017 to 99,528 in 2018 and passenger volume from 9.97 million in 2017 to 11.51 million in 2018. The MCIA received various commendations and awards in 2018 such as Asia Pacific Medium Airport of the Year from CAPA Center of Aviation, Special Recognition for Public Facility from Property Guru Philippines Property Award and Kholer Bold Design Awards from Influencers Innovation, among others.

On August 9, 2018, the Company acquired 344.5 million shares of WMPMI (now MTI) in MWMTI, representing 100% ownership interest therein, for a total purchase price of P344.1 million. MTI owns 49% of the shares of MWMTI, thereby making MWMTI a 100% owned subsidiary of the Company effective August 2019.

On November 5, 2018, the Company also inaugurated the PITX, which started its operation on 10 November 2018.

Megawide's construction segment continues to bag new projects in 2018, thereby opening its doors to greenfield clients and projects that will position the Company in becoming a strategic leader in the construction and infrastructure industry. New projects for 2018 include the construction of Clark International Airport expansion, Golden Bay Properties' Aspire project located in Macapagal Bay Area, Taft East Gate in Cebu, Araneta's Gateway Mall, University Tower 5, Megaworld's International Finance Center project and Mandani Bay development in Cebu City.

Also, in 2018, the Company, through its airport subsidiary, acquired a 41.66% interest in Mactan Travel Retail Group Corp. ("MTRGC") and Select Service Partners Philippines Corporation ("SSP"), which are primarily engaged in the start-up operations and management of duty paid retail, food and beverage outlets and provision of related services at the MCIA's domestic and international passenger terminals, Terminals 1 and 2, respectively.

2019

Megawide continued on its journey to becoming a construction and transport-oriented infrastructure innovator with the completion of its Public-Private Partnership (PPP) projects for MCIA and PITx.

GMCAC completed the renovation of MCIA Terminal 1, which includes the Airport Village and refurbished areas, on August 28, 2019. Air traffic and passenger volumes also reached all-time highs, with 13 new international and six (6) new domestic destinations commissioned.

Meanwhile, MWMTI completed the construction of its four (4) commercial/office towers with a total of seventy-six thousand nine hundred three (76,903) square meters. All towers have been one hundred percent (100%) contracted for a period of five (5) years each while the retail area was seventy one percent (71%) leased out as of end-2019.

The EPC segment ramped up its construction activities in its ₱52.4-billion order book, such as the Clark International Airport, 8990's Housing Development's Ortigas and Tondo, and various Double Dragon projects. New contracts reached ₱19.42 billion at the end of the year, providing sufficient revenue streams for next three (3) years.

The Company also received several prestigious awards from Finance Asia Best Managed Companies Poll in 2019 namely: (a) 1st place – “Best Investor Relations”; (b) 2nd place – “Best Mid Cap Company”; and (c) 4th place – “Best Environmental, Social, and Governance (ESG)”. The MCIA also received various commendations and awards in 2019 such as Winner of the Completed Buildings: Transport category in the 2019 World Architecture Festival and 2019 International Architecture Awards, Airports and Transportation Centers Category for Terminal 2 by Chicago Athenaeum: Museum of Architecture and Design, among others.

2020

The global outbreak of the coronavirus disease 2019 (COVID-19) in February 2020 affected Megawide’s operations across all business segments. While some recovery were experienced towards the end of the year upon the relaxation of the government of quarantine restrictions, the Company’s performance remained depressed.

Nonetheless, Megawide inaugurated the renovated MCIA Terminal 1 on January 19, 2020, graced by President Rodrigo Duterte as the guest of honor. The Company also successfully completed the construction of CIA, as announced by DOTr on October 13, 2020.

At the height of the quarantine period, the Company focused its efforts on re-engineering its business processes, through automation and digitization, to improve the overall operational efficiencies across the organization, while pursuing priority projects, resulting in a record order book of ₱68.40 billion at the end of year.

In 2020, Megawide was the recipient of several prestigious awards and citations, such as the Third (3rd) Best Managed Company by Finance Asia and the Best Small Cap-Equity Deal of the Year in the Philippines at the 14th Annual Alpha Southeast Asia Best Deal & Solutions Awards 2020 for its Series 2A and Series 2B Preferred Shares Offering.

Moreover, the Company was awarded the 2019 ASEAN Asset Class PLCs (Philippines) award in relation to its 2019 ASEAN Corporate Governance (ACGS) assessment and was also recognized by the Institute of Corporate Directors (ICD) with two (2) Golden Arrow Awards, together with the most improved publicly-listed Company in the Philippines in terms of corporate governance.

2021

The construction segment, which is a critical component in pump-priming the economy due to its significant multiplier effect, remains a bright spot in the Company’s portfolio amid the COVID-19 pandemic, as activities were unhampered despite the various quarantine restrictions. From the previous year’s order book of Sixty-Eight Billion Four Hundred Million Pesos (₱68,400,000,000.00), it was able to contract new projects such as The Coral Village project in Cebu and the Westside City Site A which involves the construction of a retail strip and theater mall to complement its hotel and casino complex.

The Company also forged its partnership with German concrete technology developer MultiCON to bring its patented mixing innovation into the country. The system can produce stronger concrete with better performance which could translate to improved margins and decreased emissions, given that it can help reduce raw material cost and minimize carbon dioxide emissions by up to thirty percent (30%) during production.

In 2021, Megawide also signed new contracts with PHirst Park Homes, Inc. for housing projects in Magalang, Pampanga and Batulao, Nasugbu, Batangas. The new contracts pertain to supply and build agreements for one thousand seventy-nine (1,079), in Pampanga, and one thousand nine hundred seventy-four (1,974), in Batangas, housing units using precast materials, resulting in almost twelve thousand (12,000) housing units being serviced through pre-cast supplied and assembled by Megawide’s construction solutions unit. It also started the construction of the MCRP Phase 1, a project that is part of the seventeen (17)-kilometer North South Commuter Railway Project implemented by DOTr that will link the New Clark City and the Clark International Airport to Metro Manila and nearby cities.

On January 11, 2021, the Company and the City of Cebu entered into a Joint Venture Agreement (JVA) for the phased redevelopment of the Cebu Carbon Market, which includes the construction, development, and operation of mixed-use assets on the project site. The JVA is for fifty (50) years, extendible for another twenty-five (25) years upon mutual agreement of the parties. The total investment of the Company is Five Billion Five Hundred Million Pesos (₱5,500,000,000.00) while the Cebu City shall contribute the exclusive use and possession of the project site.

On February 24, 2021, the consortium between SUEZ and Megawide together with Manila Water, Inc. (Manila Water), the project proponent, broke ground for the Aglipay STP. The consortium will undertake the design and build of the STP which will treat wastewater in Mandaluyong City, southern Quezon City, and southern San Juan City, which will significantly enhance the health and sanitary conditions of more than six hundred fifty thousand (650,000) residents.

On May 6, 2021, GMCAC, together with its sponsors and its lenders executed the Second Amendment Agreement to the Amended and Restated Omnibus Loan and Security Agreement. The Agreement is for the purpose of restructuring GMCAC's existing Omnibus Loan and Security Agreement for the construction, development, renovation, expansion, and operation of MCIA.

On October 12, 2021, the SEC then issued the Order of Registration and the Certificate of Permit to Offer Securities for Sale for thirty million (30,000,000) cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable) perpetual Series 4 Preferred Shares, with an over subscription option of up to ten million (10,000,000) cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable) perpetual Series 4 Preferred Shares, at an offer price of One Hundred Pesos (₱100.00) per share. The offer and sale of the Series 4 Preferred Shares led the Company to raise Four Billion Pesos (₱4,000,000,000.00). The said shares were listed in the PSE on 29 October 2021. The Series 4 Preferred Shares shall be subject to a dividend step-up rate unless the Company redeems the said shares three and a half years (3 ½) from its listing date. The proceeds from the offer was used to redeem the Company's Series 1 Preferred Shares. Moreover, the offering is part of the Company's financial plan to streamline its balance sheet to support its expansion programs, especially its pivot to infrastructure.

On October 19, 2021, the Board also approved the redemption of the Company's Series 1 Preferred Shares, with stock symbol MWP, on December 03, 2021, which is the seventh (7^{th}) anniversary of its listing date on December 03, 2014, at a redemption price of One Hundred Pesos (₱100.00) per share. The redemption of the said shares was completed on February 15, 2022.

The Company received various awards from FinanceAsia, which included Best Managed Listed Company – Industrials (Southeast Asia), Best Managed Listed Company – Philippines, Most Committed to Environmental Stewardship, Most Committed to Social Causes, and Most Committed to the Highest Governance Best Standards. To top off, Mr. Edgar B. Saavedra, *Chairman of the Board, CEO, and President*, was also awarded as the Best CEO by FinanceASia. The Company was further named as one (1) of Asia's Most Outstanding Companies in Asiamoney's Outstanding Companies Poll for 2021. The poll is designed to acknowledge listed companies that have excelled in areas such as financial performance, management team excellence, investor relation activities and corporate social responsibility (CSR) initiatives. Megawide was also voted as a Finalist in IR Magazine as Best in Sector: Industrials and won as the Most Innovative Company of the Year in the Asia CEO Awards, while belonging to the Circle of Excellence for the Executive Leadership Team of the Year.

Meanwhile, MCIA and PITx obtained the Best Infrastructure and Best Decorative Concrete award, respectively, from the Philippine Excellence in Concrete Construction Awards (PECCA).

2022

Megawide continued to strengthen its portfolio after a two-year bout with the COVID-19 pandemic. The construction business remained as the biggest contributor to revenue in 2022, as the recovery in air travel slowly impact airport operations and elevated industry-wide vacancy rates, due to the clamp down on POGO tenants, affect office leasing at the PITX. Nonetheless, the Company remained committed to its long-term mission and vision of Engineering a First-World Philippines and continue to strengthen its portfolio towards infrastructure development and cycle-resiliency.

On May 5, 2022, Megawide, together with its joint venture partners from Japan – Tokyu Construction and Tobishima Corporation, ("**the Joint Venture**") – officially signed Contract Package 104 ("**CP-104**") of the Metro Manila Subway Project. CP-104 includes the construction of underground stations in Ortigas North and South as well as the tunnels connecting these two locations.

The project has a total contract value of ₱13.26 billion and JPY 11,227,496,171.00 (approximately ₱4.49 billion using the exchange rate as of 4 May 2022), which together will have an aggregate estimated value of ₱17.75 billion. Megawide's corresponding share in the Joint Venture will be reflected in the Company's infrastructure order book. At the same time, this will facilitate the Company's diversification into rail systems, which will include underground railway technology.

Tokyu Construction Co., Ltd. is one of the established Japanese general contractors engaged in commercial, institutional, and residential buildings as well as civil engineering works for dams, bridges, and transportation systems. Likewise, Tobishima Corporation is one of Japan's leading general contractors, involved in large-scale civil engineering works for hydro-electric power plants, dams, and railroads, with onshore and offshore projects located in Brunei Darussalam, Indonesia, Pakistan, and Myanmar, among others.

On May 31, 2022, Megawide Construction Corporation's proposed bond issue of up to P4 billion has been assigned an issue credit rating of PRS Aa with a Stable Outlook by Philippine Rating Services Corporation (PhilRatings).

Obligations rated PRS Aa are of high quality and are subject to very low credit risk as the obligor's capacity to meet its financial commitment on the obligation is very strong. A Stable Outlook means the rating is likely to be maintained in the next 12 months.

PhilRatings said the assigned issue rating takes into consideration Megawide's solid experience in the construction industry, along with vertically integrated operations, that is seen to complement the government's infrastructure projects through the PPP and BBM programs. It also factored in the firm's notable expansion projects in recent years, with the aim of diversifying into less cyclical sources of revenues, albeit with challenged profitability due to the effects of the COVID-19 pandemic.

On June 27, 2022, the Regional Trial Court of Lapu-Lapu City, Branch 68, issued the Omnibus Order dated 14 June 2022 dismissing the criminal case against Directors and Officers of Megawide in their capacity as Directors of GMR MEGAWIDE Cebu Airport Corporation for the alleged violation of the Anti-Dummy Law.

The Omnibus Order explained, among others, that the dismissal of the Case was necessitated by the enactment of Republic Act. No. 11659 signed into law last 21 March 2022, which clearly excluded airport operations and maintenance from the definition of a public utility; thereby removing the applicability of the nationality restriction to GMCAC in operating the Mactan-Cebu International Airport ("**MCIA**").

Furthermore, the Omnibus Order stated that RA No. 11659 applies to the Megawide Respondents due to the retroactive effect of laws favorable to the accused.

Nonetheless, the Company has always maintained its compliance with all the applicable laws, rules, and regulations covering the Concession Agreement for MCIA, and the government's Public-Private Partnership program, since the project was officially awarded to the Megawide-GMR consortium in 2014.

In July 2022, Megawide has secured its eighth project with one of the country's fastest-growing and leading horizontal housing developers, PHirst Park Homes, Inc. (PPHI), located in General Trias, Cavite. The partnership is the second for the two companies in Cavite – the first one in Tanza in 2018 – and covers "supply and build" for 1,664 housing units, using precast materials. In total, it is building close to 13,000 units for PPHI in project sites across Luzon.

The contract will further expand Megawide's precast order book and strengthen its presence in the horizontal housing segment. For more efficiency and faster turnover, the Company is also set to build an onsite precast molding and concrete batching plant to manufacture precast housing components for the project.

In August 17, 2022, Megawide listed a total of ₱4.0 billion fixed-rate bonds (inclusive of the ₱1.0 billion oversubscription option) at the Philippine Dealing and Exchange Corp. ("**PDEx**").

The issue received total tenders of ₱6.71 billion and was 2.24x oversubscribed from the P3.0 billion base amount during the offer period, which ran from July 28, 2022 to August 05, 2022. The net proceeds of the fixed-rate bonds shall be used by Megawide primarily to refinance its short-term debts, fund its capital expenditures and other general corporate requirements.

RCBC Capital and Security Bank Capital were the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners for the exercise, with RCBC Trust Corporation acting as Trustee and Security Bank Corporation as Market Maker.

On September 2, 2022, Megawide and GAIBV executed a Share Subscription and Transfer Agreement with AIC, for AIC to acquire shares in GMCAC, the developer and operator of the award-winning MCIA.

The joint-venture partners for the 25-year Concession Agreement to develop, operate, and maintain MCIA – Megawide and GAIBV – agreed to sell down their existing stakes in GMCAC to accommodate the entry of AIC. The agreement involves GMCAC's issuance of primary shares and the transfer of secondary shares from Megawide and GAIBV to AIC amounting to ₱9.5 billion, which will result in the latter owning 33 & 1/3 percent minus 1 share stake in GMCAC.

Simultaneously with the above, the transaction likewise involves the issuance by Megawide and GAIBV of Exchangeable Notes for the aggregate amount of ₱15.5 billion (Notes). The Notes will mature on 30 October 2024, and will be exchanged by AIC for the remaining 66 and 2/3% plus 1 share of GMCAC's outstanding capital stock.

On December 16, 2022, Megawide, together with GAIBV, has closed the deal with AIC wherein AIC acquired GAIBV and Megawide's shares in GMCAC, the airport operator, for an initial ₱9.5 billion covering 33 & 1/3 percent minus one share in GMCAC.

Under the deal, Megawide and GAIBV will then issue ₱15.5-billion worth of exchangeable notes to AIC. When the notes mature in 2024, AIC is expected to trade these for the remaining 66.6 percent plus one stake in GMCAC.

Megawide likewise emerged as winners in FinanceAsia's Asia's Best Managed Companies Poll 2022 for the following categories: Most Effective in Creating and Implementing Diversity & Inclusion Policies over the Past 12 months (Philippines) and Best Industrials across the Region. The Company's Chief Investor Relations Officer, Ms. Joan Cosico, was also voted as the 2022 IR Magazine Awards, South East Asia, Best Investor Relations Officer Award (Small Cap), while the Company's "2021 Annual and Sustainability Report: Relentless" was among the finalists in the Best Annual Report category. Other awards included the Philippine Quill Awards under Communication Skills Division for Megawide's "2019 Annual and Sustainability Report: All-In for a First-World Philippines", Publications Category and "KaMegawide: Kasama at Kaisa sa Pag-Unlad ng Bansa" in the Social Media Category. The Company was also recognized in the Philippine Excellence in Concrete Construction Awards for its Plumera Project.

2023

In 2023, Megawide started to pursue a renewed direction towards cycle-resiliency and progressive infrastructure development, following its divestment in its airport asset Mactan Cebu International Airport (MCIA).

In February, Megawide signed a shareholders' agreement with partner operator - Evolution Data Centers, Inc. (EDC) for the construction and operations of a 69MW carrier-neutral data center in Silang, Cavite. Phase 1 will involve the initial 23MW, with a 24-36-month completion, and full capacity to be completed within a 5-year scale-up development timetable.

In the EPC segment, progress continued on the MCRP Phase 1 construction while initial groundworks were commenced at the Metro Manila Subway Project along the Ortigas District. Meanwhile, Suncity's Westside City Resort Complex's development is on track and will remain a contributor to the EPC segment's revenue stream.

The Pre-Cast and Construction Solutions (PCS) Unit also sustained its capacity utilization build-up, both from internal and external clients. Internally, the unit has an outstanding package for CP-104 of the Metro Manila Subway System worth ₱923 million. External order book continue to increase with three (3) new supply-and-build contracts bagged with residential developer PHirst Park Homes, Inc. (PPHI) located in Naic, Cavite; Baliuag, Bulacan; and Tayabas, Quezon. This brings the Company's partnership with PPHI to close to 19,000 units across 11 locations nationwide. In the infrastructure space, PCS also secured a ₱1.0 billion contract from Leighton Asia to supply precast double tee slabs for the Candaba Viaduct expansion and a ₱108 million deal for the MRT-7 Line to boost its applicability for critical infrastructure projects to promote mobility and commerce. In its bid to expand into new segments, PCS also sealed a ₱158 million contract with Vitro Data Center to establish foothold in the fast-growing digital infrastructure space.

Meanwhile, the country's first landport continued to experience significant foot traffic, reaching a record of 200,000 during the peak of Holidays in December 2023 and averaging 117,000/daily by end of the year. The retail segment continued to be robust, with average spending per passenger (SPP) reaching P39.8/pax from less than P30/pax the previous year. The office segment also continued to attract more traditional tenants and as of end-2023, with non-POGO tenants signed up accounting for 57% of total committed space.

In July 27, 2023, the Company purchased 100% stake in PH1 World Developers (PH1) from Citicore for ₱5.2 billion. The acquisition of PH1 completes the vertical integration of Megawide's existing EPC and PCS capabilities with property development to harness synergies and is a natural progression for engineering and construction to higher-value added business offered and opportunities unlocked through PH1.

Newly-acquired PH1 officially launched two (2) new residential projects during the year – Modan Lofts Ortigas Hills in Taytay, Rizal and Northscapes in San Jose del Monte, Bulacan valued at approximately P11 billion. Existing projects My Enso Lofts continue to post strong sales, with take up at more than 70% and construction progressing as planned, and The Hive's Tower D reaching 100% completion.

The Company also won big in Finance Asia Best Managed Companies' 2023 Poll, garnering the Gold for Best Managed Company and Best Consumer Cyclicals and securing Silver for Best CEO, Mr. Edgar Saavedra. PH1 also received various recognition, among these are the: Real Estate Innovation of the Year – My Enso Lofts (Lamudi), Best Housing Development and Best Green Development, Northscapes SJDM (Carousell Property Awards), and Top Global Brand Real Estate Developer (Brand Asia).

2024

For the first nine months of 2024, the Company's construction business continued to benefit from increased economic activities and the government's infrastructure build up – driving revenues higher during the period. This was supported by a strong macro-economic growth, coupled with easing interest rates, and renewable energy capacity build-up.

The Company secured eight (8) new contracts during the period amounting to P8.91 billion, six of which were solar power plants of newly-listed affiliate Citicore Renewable Energy Corp., through affiliate MCC-Citicore Construction, Inc. (MCC-CCI). This brought the Company's order backlog to ₱42.6 billion as of end-September, representing 2-3 years of revenues.

The manufacturing side of the construction business – representing the pre-cast and construction solutions (PCS) segment – likewise continued to sustain its momentum with significant growth in external sales. During the review period, revenues from PCS more than doubled to P2.80 billion from P1.10 billion last year, driven by robust external sales, which comprised 65% of its revenues from 35% previously.

Landport operations, on the other hand, continued to show improvements in the commercial spaces at the terminal – which was boosted by consistently increasing foot traffic at an average of 136,000 daily in the first nine months of the year – and improvement in office leasing. Occupancy in the terminal further rose to 92% as of end-September while occupancy at the office towers improved to 41%, which were all leased out to traditional tenants, like logistics hubs, government offices, transport services, and travel agencies.

Meanwhile, PH1 World Developers (PH1) continued to experience robust sales from new and ongoing projects My Enso Lofts, The Hive, Modan Lofts, One Lancaster Park, and Northscapes San Jose del Monte, Bulacan. As of end-September, total reservation sales booked by PH1 already reached ₱11.8 billion, which are expected to translate to revenues over the next two years as construction progress on these projects accelerate. In addition, unsold inventory worth ₱11.0 billion – which still excludes projects to be launched early next year – will provide a healthy stock of future sales and revenue.

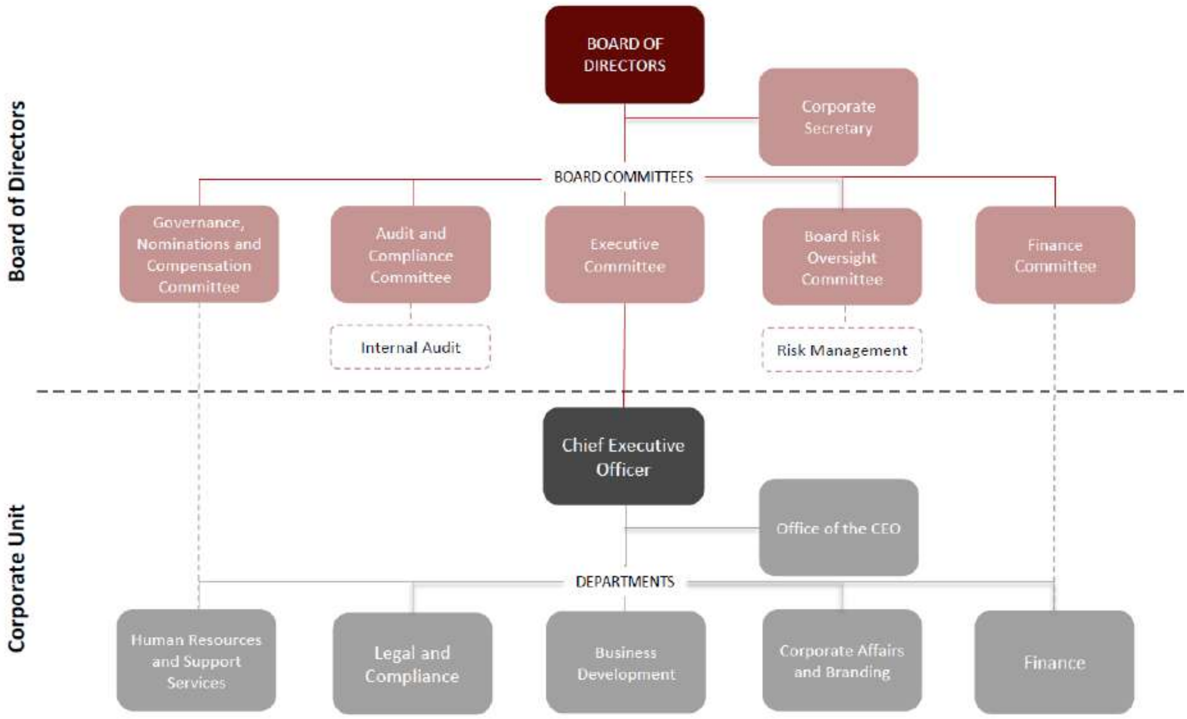
On 30 October 2024, Megawide Construction Corporation (the Company or Megawide) opted to exchange its remaining 33 and 1/3% plus 1 share of outstanding capital stock in Aboitiz GMR Megawide Cebu Airport Corporation's (AGMCAC) – operator of the award-winning Mactan Cebu International Airport (MCIA) – in favor of Aboitiz InfraCapital Inc. (AIC) for a total consideration of ₱7.76 billion.

The transaction was in accordance with the Share Subscription and Transfer Agreement among Megawide, GMR Airports International BV ("GAIBV"), and AIC, which includes the issuance of Exchangeable Notes from both Megawide and GAIBV for the remaining 66 and 2/3% plus one (1) share of AGMCAC's outstanding capital stock amounting to ₱15.5 billion.

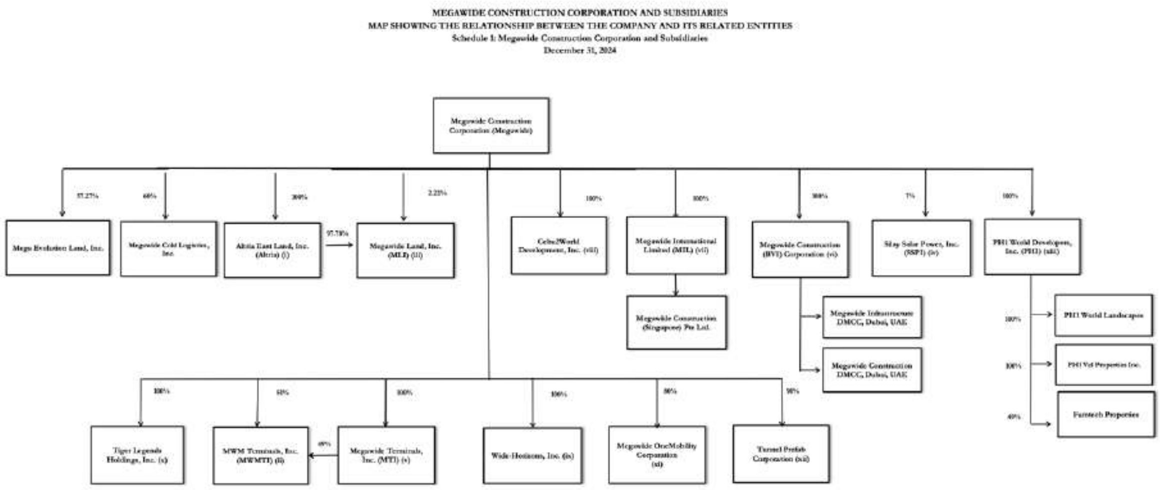
In November 2024, the Company secured the contract to design and construct a new Passenger Terminal Building (PTB) at the Caticlan Airport, gateway to Boracay Island, which is owned and operated by Trans Aire Development Holdings Corp. (TADHC), a subsidiary of SMC Infrastructure.

The project is expected to help realize a First-world facility at Caticlan Airport through Megawide's engineering excellence and ability to integrate our sustainable methodologies to this landmark development.

ORGANIZATIONAL STRUCTURE (as of December 31, 2024)



CORPORATE STRUCTURE



Supplementary information:

(i) Megawide's acquisition of Altria is treated as an acquisition of asset and not a business acquisition. Hence, Altria is not considered a subsidiary of the Megawide.

(ii) MWMTI was accounted for as a subsidiary due to the acquisition of 100% ownership in MTI, resulting to the increase in effective ownership of Megawide in MWMTI from 51.0% to 100.0%.

(iii) On October 28, 2016, Megawide acquired a 100.0% ownership interest in MLI, an entity incorporated in the Philippines. MLI is incorporated primarily to engage in real estate and related business.

(iv) In February 2016, SSPI's unissued shares of stock were acquired by CPI resulting in a 75.0% equity interest over SSPI and diluting Megawide's equity interest over SSPI from 100.0% to 25.0%. Hence, SSPI ultimately became a subsidiary of CPI. In 2016, the Megawide's equity interest was reduced from 100.0% to 1.0% upon acquisition of a related party under common ownership.

(v) In August 2018, Megawide acquired the outstanding shares of MTI representing 100.0% ownership, making it a wholly owned subsidiary of Megawide.

(vi) On June 20, 2017, Megawide acquired a 100.0% ownership interest in MCBVI, an entity incorporated in the territory of British Virgin Islands, a primarily engage in buying and holding shares of other companies.

(vii) MIL, whose registered office is at Marcy Building, 2nd Floor, Purcell Estate, P.O. Box 2416, Road Town Tortola, British Virgin Islands, was incorporated on July 26, 2019.

(viii) Cebu2World, whose registered office is at Unit 1504 Ayala Life FGU Center Cebu, Mindanao Avenue corner Biliran Road, Cebu Business Park, Cebu City, was incorporated on November 3, 2020.

(ix) Wide-Horizons, whose registered office is at 20 N. Domingo Street, Brgy. Valencia, Quezon City., was incorporated on November 16, 2020.

(x) Tiger Legends was incorporated on October 16, 2020 to primarily engage in buying and holding shares of other companies. Tiger Legend's registered address is at Vistra Corporate Services Centre, Wickhams Cay II, Road Town, Tortola, British Virgin Islands.

(xi) Formerly known as Citicore Infrastructure Holdings, Inc.; Megawide Construction Corporation subscribed to 7,500,000 common shares in Megawide OneMobility Corporation on 02 December 2021; Subsequently, Megawide Construction Corporation purchased 500,000 common shares in Megawide OneMobility Corporation on 29 July 2022 from Citicore Holdings Investment, Inc.

(xii) Tunnel Prefab Corporation was incorporated on 31 August 2022.
(xiii) On July 27, 2023, Megawide acquired the outstanding shares of PH1 World Developers, Inc. (PH1) representing 100.0% ownership from Citicore Holdings Investment, making it a wholly owned subsidiary of Megawide. At the date of acquisition, PH1 owns 100% and 49% of the outstanding capital stock of PH1 World Landscapes, Inc. (PH1-WL) and Famtech Properties, Inc. (Famtech), respectively. As a result of the acquisition of PH1, the Group obtained indirect ownership and control over PH1-WL and Famtech.

As of the date of this Prospectus, there are no (i) bankruptcy, receivership, or similar proceedings, and (ii) material reclassifications, merger, consolidation or purchase or sale of a significant amount of assets.

SUBSIDIARIES & AFFILIATES

As of December 31, 2024, effective ownership percentage of Megawide on each subsidiary/affiliate is as follows:

	Place of Incorporation	**2024**	**2023**	**2022**
Subsidiaries:				
PH1 World Developers, Inc.	Pasay City, Metro Manila, Philippines	100%	100%	-
PH1 World Landscapes Inc.	Mandaluyong City, Metro Manila, Philippines	100%	100%	-
PH1 Vel Properties Inc.	Pasig City, Metro Manila, Philippines	100%		
Famtech Properties, Inc.	Pasay City, Metro Manila, Philippines	49%	49%	-
Megawide Land, Inc.	Mandaluyong City, Metro Manila, Philippines	100%	100%	100%
Megawide Construction (BVI) Corporation	British Virgin Islands	100%	100%	100%
Megawide Construction DMCC	Dubai, United Arab Emirates	100%	100%	100%
Megawide Infrastructure DMCC	Dubai, United Arab Emirates	100%	100%	100%
Megawide Cold Logistics, Inc.	Metro Manila, Philippines	60%	60%	60%
MWM Terminals, Inc.	Mandaluyong City, Metro Manila, Philippines	100%	100%	100%
Megawide Terminals, Inc.	Mandaluyong City, Metro Manila, Philippines	100%	100%	100%
Megawide International Limited	British Virgin Islands	100%	100%	100%
Megawide Construction (Singapore) Pte. Ltd.	Singapore, Singapore	100%	100%	100%
Cebu2World Development, Inc.	Pasay City, Metro Manila, Philippines	100%	100%	100%
Wide-Horizons, Inc.	Pasay City, Metro Manila, Philippines	100%	100%	100%
Tiger Legend Holdings Limited	British Virgin Islands	100%	100%	100%
Megawide OneMobility Corporation	Mandaluyong City, Metro Manila, Philippines	80%	80%	80%
Tunnel Prefab Corporation	Pasay City, Metro Manila, Philippines	90%	90%	90%
Mega Evolution Land, Inc.	Quezon City, Metro Manila, Philippines	57.27%	57.27%	-
Accounted for as Asset Acquisition				
Altria East Land, Inc.	Mandaluyong City, Metro Manila, Philippines	100%	100%	100%
Associates				
Megawide World Citi Consortium Inc.**	Quezon City, Metro Manila, Philippines	51%	51%	51%
Citicore Megawide Consortium Inc.	Quezon City, Metro Manila, Philippines	10%	10%	10%
Evolution Data Centres Philippines, Inc.	Makati City, Metro Manila, Philippines	49%	49%	49%

Joint Operations				
Megawide GISPL Construction Joint Venture	-	50%	50%	50%
Megawide GMR Construction Joint Venture	Pasay City, Metro Manila, Philippines	50%	50%	50%
HDEC-Megawide-Dongah JV	-	35%	35%	35%
Tokyu-Tobishima-Megawide Joint Venture	-	30%	30%	-
Joint Ventures				
Mactan Travel Retail Group Corp.***	Philippines	-	-	-
Select Service Partners Philippines Corp.***	Philippines	-	-	-

*** Written-off investment in 2022*
**** No longer joint ventures of the Group following sale of GMCAC in 2022*

PH1 World Developers, Inc.

On July 12, 2023, the Parent Company and Citicore executed a Share Purchase Agreement (SPA) for the Parent Company to acquire 100% of the outstanding capital stock of PH1 from Citicore. The fulfilment of the conditions precedent under the SPA such as the transfer of 579,457,844 common shares from Citicore to the Parent Company, and the payment by the Parent Company to Citicore for the purchase price of P5,200.0 million were fulfilled on July 27, 2023 that resulted in the closing of the transaction.

PH1 is a stock corporation organized under the laws of the Philippines. The Company was registered with the SEC on February 6, 2009 primarily to engage in the business of buying, selling, leasing, developing and managing real estate properties. The registered office address of PH1 which is also its principal place of business, is located at No. 20 N. Domingo Street, Brgy. Valencia, Quezon City.

PH1 has wholly owned subsidiaries PH1-WL and PH1-VP. PH1-WL and PH1-VP which were registered on September 16, 2022 and March 1, 2024, respectively, are also engaged in real estate business.

The registered office address of PH1, PH1-WL and PH1-VP, which is also their principal place of business, is located at No. 20 N. Domingo Street, Brgy. Valencia, Quezon City.

PH1 also has a 49% ownership in Famtech, a company incorporated in the Philippines and was established to engage in real estate development. Famtech is consolidated in the Group's financial statements as the management considers that the Group has de facto control over Famtech even though it effectively holds less than 50% ownership interest. The registered office of Famtech is located at 5th Floor Pro-Friends Center, 55 Tinio Street, Brgy. Additional Hills, Mandaluyong City.

Megawide Land, Inc.

MLI was incorporated in 2016 primarily to engage in real estate and related business. MLI's registered address, which is also its principal place of business, is located at 20 N. Domingo St. Brgy. Valencia, Quezon City. MLI has not commenced its operations as of September 30, 2024.

Megawide Construction (BVI) Corporation

On June 20, 2017, the Parent Company acquired 100% ownership interest in MCBVI, an entity incorporated in the territory of British Virgin Islands to primarily engage in buying and holding shares of other companies. MCBVI's registered address, which is also its principal place of business, is Marcy Building, 2nd floor, Purcell Estate, Road Town Tortola, British Virgin Islands. In 2018, MCBVI commenced business operations.

MCBVI has wholly owned subsidiaries, DMCC and MW Infrastructure. DMCC, which was registered on December 10, 2017, is involved in infrastructure works. Its registered office is located at Unit 4401-05, Mazaya Business Avenue BB2, Jumeriah Lake Towers, Dubai UAE. MW Infrastructure was registered on September 30, 2020 as a turnkey project contracting and project development consultant. Its registered office is located at Unit 4501-009 Mazaya Business Avenue BB2 Plot No. JLTE-PH2-BB2 Jumeirah Lake Towers, Dubai, UAE. DMCC and MW have not commenced operations as of September 30, 2024.

Megawide Cold Logistics, Inc. ("MCLI")

Megawide Cold Logistics Inc. is a company incorporated and was established to engage in cold and dry storage business. MCLI is sixty percent (60%) owned by MLI. As of December, 31, 2024, MCLI has not yet started commercial operations.

MWM Terminals, Inc.

MWMTI is a joint venture arrangement formed on February 10, 2015 by the Parent Company and MTI, both exercising joint control to direct the relevant activities of MWMTI. The joint venture undertakes the development and implementation of the Parañaque Integrated Terminal Exchange (PITX) Project granted by the Philippine Government to MWMTI under a Build-Operate-Transfer Agreement (BOT Agreement) through the DOTr. In November 2018, MWMTI commenced commercial operations.

Megawide Terminals, Inc.

On August 9, 2018, the Parent Company acquired 344.5 million shares or 100% ownership interest in MTI from existing shareholders of MTI for P344.1 million. MTI owns 49% interest over MWMTI.

MTI is an entity incorporated and registered on November 11, 2011 to establish, own, manage, administer, operate, maintain, and carry the business of providing property management services, either directly or through third parties, but not limited to the services of rent collection, tenant and lease management, marketing and advertising, repair and maintenance, liaison and other similar services. MTI's registered address and principal place of business is at 20 N. Domingo St. Brgy. Valencia, Quezon City.

Megawide International Limited

MIL, whose registered office is at Marcy Building, 2nd Floor, Purcell Estate, P.O. Box 2416, Road Town Tortola, British Virgin Islands, was incorporated on July 26, 2019. MIL has a 100% owned subsidiary, MC-SG, which was registered on March 1, 2019 as a general building engineering design and consultancy services. Its registered office is located at 8 Cross St. #24-03/04 Manulife Tower Singapore. MIL has not commenced operations as of September 30, 2024.

Cebu2World Development, Inc.

CDI, whose registered office is at Unit 1504 Ayala Life FGU Center Cebu, Mindanao Avenue corner Biliran Road, Cebu Business Park, Cebu City, was incorporated on November 3, 2020 to deal, engage, or otherwise acquire an interest in land or real estate business, without engaging in real estate investment trust.

Wide-Horizons, Inc.

WHI, whose registered office is at 20 N. Domingo Street, Brgy. Valencia, Quezon City., was incorporated on November 16, 2020 to invest in, purchase, or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of real and personal property of every kind and description. As of September 30, 2024, WHI has not yet started commercial operations.

Tiger Legend Holdings Limited

Tiger Legends was incorporated on October 16, 2020 to primarily engage in buying and holding shares of other companies. Tiger Legend's registered address is located at Vistra Corporate Services Centre, Wickhams Cay II, Road Town, Tortola, British Virgin Islands. TLH has not commenced operations as of September 30, 2024.

Megawide OneMobility Corporation

MOMC, whose registered address is at 20 N. Domingo Street, Brgy. Valencia, Quezon City, was incorporated in the Philippines and registered with SEC on March 11, 2015 to engage in buying and holding shares of other companies, either by subscribing to unissued shares of capital stock in public or private offering or by purchasing the shares of other stockholders by way of assignment in private sale.

In 2022, the Parent Company subscribed to primary shares of MOMC equivalent to 80% ownership interest for a total consideration of P2.4 million. As of the acquisition date, MOMC has net liabilities of P13.8 million. MOMC has not yet started commercial operations as of September 30, 2024.

Tunnel Prefab Corporation

TPC, whose registered office is at No. 4 Velasquez Street, Sitio Bangiad, Barangay San Juan, 1920, Taytay, Rizal, was incorporated on August 31, 2022 to engage in the business of producing, manufacturing, fabricating, construction, procuring, furnishing, purchasing and/or selling precast concrete materials, items, and systems, formworks materials and systems, construction equipment, and other construction and building supplies for tunnels, highways, horizontal and vertical developments, infrastructure works, and any other construction projects. TPC has not yet started commercial operations as of September 30, 2024.

Mega Evolution Land, Inc.

Mega Evolution Land, Inc. was incorporated on May 10, 2023 to primarily deal and engage in land and real estate business. Mega Evolution Land, Inc.'s registered address, which is also its principal place of business, is located at 20 N. Domingo Street, Brgy. Valencia, Quezon City.

Altria East Land, Inc.

Altria was incorporated on April 16, 2010 to deal and engage in land or real estate business, such as to hold, develop, manage, administer, sell, convey, encumber, purchase, acquire, rent or otherwise deal in and dispose of all kinds of housing projects, commercial, industrial, urban or other kinds of property.

The Parent Company's acquisition of Altria is accounted for as an asset acquisition since it does not constitute an acquisition of business.

Associates

Megawide World Citi Consortium, Inc.

MWCCI was incorporated in the Philippines on January 16, 2014 and is primarily established to undertake and implement the construction of a 700-bed capacity super-specialty tertiary orthopedic hospital (New Hospital Facility), under the Modernization of the Philippine Orthopedic Center (MPOC) Project. MWCCI's registered office, which is also its principal place of business, is at 20 N. Domingo Street, 1112 Valencia, Quezon City.

Significant assets of MWCCI pertain to its receivables from the DOH from the Build-Operate-Transfer Agreement. MWCCI has undertaken measures to recover compensation costs from DOH. However, based on management's assessment as of December 31, 2022, there is no reasonable expectation of recovery of costs incurred relative to the MPOC Project. Accordingly, the Group has wrote off its investment in MWCCI in 2022.

The Group's investments in MWCCI are accounted for as investments in associates despite the percentage of the Parent Company's ownership interest over these entities.

Citicore Megawide Consortium, Inc.

CMCI was incorporated in the Philippines on October 15, 2012 and is primarily engaged in general construction business. CMCI's registered address, which is also its principal place of business, is located at 20 N. Domingo Street, Brgy. Valencia, Quezon City.

The Group's investments in CMCI are accounted for as investments in associates despite the percentage of the Parent Company's ownership interest over these entities.

Evolution Data Centres Philippines, Inc.

EDC, whose registered office is at Unit 53J, Shang Salcedo Place, H.V. dela Costa corner Tordesillas Sts., Salcedo Village, Makati, was incorporated on December 9, 2021 to perform and provide computer programming and consultancy services and engage in the creation and development of technological services. As of December 31, 2023, the Parent Company has 49% ownership interest in EDC. EDC has not yet started commercial operations as of September 30, 2024.

Joint Operations

Megawide GISPL Construction Joint Venture

MGCJV is an unincorporated joint venture formed in 2014 by the Parent Company and GMR Infrastructure (Singapore) PTE Limited – Philippines Branch (GISPL) each owning 50% interest and exercising joint control. MGCJV was established to provide construction of works for the renovation and expansion of the MCIA Project and other airport related construction projects of the Group. MGJCV began to operate in 2015.

Megawide GMR Construction Joint Venture, Inc.

MGCJVI is an incorporated joint arrangement formed in January 2018 by the Parent Company owning 50% interest and GISPL with 45% interest and GMR Holdings Overseas (Singapore) PTE Limited owning the remaining 5%. The Parent Company and GISPL both exercising joint control. MGCJVI was established to provide general construction business including construction, improvement and repair of Clark Airport project. MGJCVI began to operate in 2018.

HDEC- Megawide-Dongah JV

HMDJV is an unincorporated joint venture formed on October 27, 2020, by the Parent Company owning 35% and Hyundai Engineering & Construction Co., Ltd. and Dong-ah Geological Engineering Company Ltd. Owning 57.5%, and 7.5% interest, respectively, and exercising joint control. HMDJV was established to provide construction works for the civil structures, viaducts, bridges, and stations of Malolos-Clark Railway Project. HMDJV began to operate in 2021.

Tokyu-Tobishima-Megawide Joint Venture

TTM-JV is an unincorporated joint venture formed on May 31, 2022, by the Company owning 30% and Tokyu Construction Co., Ltd. and Tobishima Corporation owning 40%, and 30% interest, respectively, and exercising joint control over the assets and liabilities of the arrangement. TTM-JV was established to provide construction works construction works of the Two Underground Stations (Ortigas North and Ortigas South) and Tunnels of Metro Manila Subway Project. TTM-JV began to operate in 2023.

Joint Ventures

Mactan Travel Retail Group Corp.

MTRGC was incorporated and registered with the SEC on March 21, 2018 to develop, set-up, operate, maintain and manage the duty paid outlets at the locations in the Mactan Cebu International Airport. It started operations in 2018.

Select Service Partners Philippines Corp.

SSPPC was incorporated and registered under the laws of the Republic of the Philippines with the SEC on March 13, 2018 to develop, set-up, operate, maintain and manage food and beverage outlets at specified locations in Terminal 1 and Terminal 2 of Mactan Cebu International Airport and the provision of related services thereto. It started operations in 2018.

Parent Company and Other Affiliates

Citicore Holdings Investment Inc.

Citicore was incorporated on December 03, 2011 and operates primarily as a holding company, with ownership interests in Megawide at thirty-five and 41/100 percent (35.41%), MWCCI at thirty nine percent (39%), PH1 World Developers, Inc. at one hundred percent (100%), and CMCI at ninety percent (90%).

Megacore Holdings, Inc.

Megacore was incorporated on July 20, 2017 and is primarily organized to invest in or purchase or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose real or personal property including shares of stocks, subscriptions, bonds, debentures, evidences of indebtedness, and any securities of any corporations. Megacore has twenty-nine and 93/100 percent (29.93%) ownership interest in Megawide.

Future State Myspace, Inc.

FSMI was incorporated on January 27, 2012 to primarily engage in purchasing, acquiring, leasing and selling properties. FSMI is thirty-six percent (36%) owned by Mr. Edgar B. Saavedra, and has one hundred percent (100%) ownership interest over IRMO, Inc.

Citicore Power Inc.

CPI was incorporated on March 11, 2015 to engage in the development of renewable and non-renewable energy sources for power generation, including the design, construction and installation, commissioning, owning, management and operation of relevant facilities and infrastructure thereof and the processing and commercialization of by-products in its operations.

BUSINESS SEGMENTS

Megawide and its subsidiaries, affiliates, and operating businesses are recognized and managed separately according to the nature of the services provided, with a segment representing the Company's strategic business unit. The following are the Company's business segments:

Continuing Operations

1. **Construction Operations** – principally refers to construction activities, such as construction works of residential, mix-used building, commercial, and infrastructure establishments, sale of construction materials, and rental of construction equipment.

2. **Landport Operations** – mainly relate to cost related to operation and maintenance of PITx as offset by the income stream from the lease of its concessionaire and commercial/office towers.

3. **Real Estate Development** – primarily involves buying, selling, leasing, developing, and managing real estate properties including but not limited to condominiums, house and lot, and commercial units, under the brand PH1 World Developers, Inc.

Discontinued Operations

4. **Airport Operations** – mainly relates to the business of building, rehabilitating, renovating, constructing, developing, operating, and maintaining MCIA, including its commercial assets and all allied businesses for the operation and maintenance of said airport facility.

5. **Airport Merchandising** – mainly includes sale of food and non-food items in the premises of MCIA.

The other aspects of the Company's business are the operations and financial control areas. These segments are also the basis of the Company in reporting to its executive committees to assist in its strategic decision-making activities. The transactions between segments are conducted at estimated market rates and on an arm's length basis.

The revenues and expenses that are directly attributable to a business segment, along with the relevant portions of the Company's revenues and expenses that can be allocated to such business segment, are accordingly reflected as revenues and expenses of that business segment.

As of December 31, 2023, construction remained as the most significant revenue contributor at 97%, followed Landport operations real estate revenues with 2% and 1% revenue contributions, respectively. Additional significant information relating to each business segment are discussed below:

Construction Segment

Customer and Project Selection

Megawide is frequently being invited to bid for major domestic low to high-rise building and even horizontal property development projects. The scope of work on these projects generally include, among others, site development, earthworks, structural and civil works, masonry works, architectural finishes, electrical works, plumbing and sanitary works, fire protection works and mechanical works.

In line with its risk policies, Megawide, while frequently invited to bid on projects, carefully selects which projects to participate in, based on the following criteria:

1. creditworthiness of the project owner determined through background checks with banks and financial community, business and trade associations, standing with the Housing and Land Use Regulatory Board (HLURB), and credit record of major suppliers; and
2. liquidity of the project owner determined through financial ratios and financial performances for the past three (3) years.

In addition, Megawide also evaluates each potential project based on the following:

1. size of the over-all development blueprint of the project and its implementation timetable on phases;
2. complexities and limitations of the structural design of the high-rise building project;
3. project location, accessibility of heavy construction equipment, and proximity to clusters of on-going project sites;
4. logistics difficulties and limitations;
5. procurement of necessary permits; and
6. profitability.

Megawide negotiates the final construction price with the project owner. Upon being awarded the project, Megawide shall commence within seven (7) days from the latest upon receipt of the following:

1. issuance of the Notice to Proceed;
2. execution of the Construction Agreement/Contract;
3. release of the building permit;
4. completion of the construction drawings; or
5. full release of the downpayment.

Moreover, the Company prepares a project execution plan (PEP) per project. PEP is the governing document that establishes the means to execute, monitor and control projects. The plan serves as the main communication vehicle to ensure that everyone is aware and knowledgeable of project objectives and how they will be accomplished.

PEP is prepared after the project has secured a Contract Agreement or Notice of Award, whichever is applicable. It is outlined based on the following:

1. Construction Methodology – this includes the methods to be used and followed on the ff:
    - Actual site condition
    - Temporary facility plan
    - Traffic Management plan
    - Constructability Method
        - Structural elements
        - Architectural elements
    - Construction sequence
    - Zoning
    - Cycle sequence
    - Soil protection
    - Dewatering system
    - Formworks system
    - Fall Protection
    - Construction Vertical Equipment plan
    - Material Data List

2. Project Schedule Preparation
    The activity is to develop the program/ schedule in terms of the execution of the works of the project. Based on the Project Schedule documents which is part of Bid Documents, the latter should be further detailed out to be able to plan the execution effectively.

3. Project Quality Plan
    The activity is to develop the Project Quality Plan for the project, where the Contractor and the CM/Client should closely collaborate in coming up a Quality Standards, Policies & Procedures particularly work inspection process flow, material inspection process flow, punchlist and hand-over process, sequence and inspection of works, structural inspection test plan, among others.

4. Project HSSE Plan
    The activity is the development of the Project Health, Safety, Environment & Security standards & protocols in collaboration with CM/Client . It also includes the compliances of the following government agencies such as DOLE-OHS, DENR-EMB, DOH, PNP-SOSIA, and ISO wherein the Project Head & Project HSSE Head should be coordinating (if required) on every agency at this point.

5. Project Procurement Plan
The activity is to develop all the procurement tools & documents needed for the entire projects. Base on the Budget (BCB) done in the bid preparations, the project head should prepare all proposed vendors (subcons & suppliers); develop the items into Packages to be procured with responsibility matrix; develop the approval matrix of Materials & Services that needs to be coordinated to Client, then present to top management as part of the PEP in the PPR mtg.

6. Project HR Plan (PHP) Preparation
The PHP includes all resource plans that will help project execute the People Management Framework, especially on the identification of the manpower required to execute the project including manpower loading schedule. It also identifies the job description and deliverables for each position including the performance management system.

7. Project Risk Register
This includes the (1) identification of project risks, including potential threats and opportunities, (2) Risk assessment, analysis, and prioritization; and (3) Risk response strategies and contingency plans to mitigate or exploit identified risks.

8. Project Stakeholder Register
This includes the (1) identification of key stakeholders that may impact and/or influence the project; and (2) Engagement plan strategies to manage the key stakeholders.

9. Project Financial Plan (PFP) Preparation
This activity covers the set-up of Project Accounting Policies and Procedures manual, Financial Reporting templates and set up of financial system (ie. SAP or any other system). It also includes Projected P&L and Cash Flow report based on the duration of the project.

10. Project Warehouse Plan
This plan includes (1) Developing a Drawing of Site Development Plan showing location for Warehouse, Warehouse layout drawing, Storage areas for space-consuming materials like Rebar, Precast and FW yard, Receiving and Unloading Areas, Dispatching Areas, Owner Supplied Storage Area, Subcon Materials; (2) Developing warehouse shelving and/or racking design to utilize space, increase storage capacity and improve inventory management. This shall also allow efficiency and minimize traffic on the flow of goods in the warehouse; (3) Defining all Equipment and Tools needed for handling and moving inventory inside and outside the warehouse, including the use of forklifts, hand trucks, and other equipment , from receiving, storing, dispatching and counting of inventories.

Warehouse planning outlines the steps and guidelines for organizing, storing, and managing inventory in a warehouse. The main goal of this policy is to ensure efficient, safe, secured and cost-effective warehouse operations.

11. Project Communication Plan
This defines the communication protocol should be defined which include the different required Meetings which shall include the attendees, schedule in calendar and the agendas.

Procurement

Procurement process shall ensure that goods, works, and services acquired by Megawide are obtained in a timely manner, at the most competitive price and are of the required quality and quantity. This includes:

1. Request For Quotation (RFQ) Preparation and Solicitation
The preparation of the RFQ documents should include the following:

- Drawing Plans
- Material Specifications
- BoQ (Qty, Items & right format)
- Letter of Invitations (with proper instructions and process described)

2. Submission & Opening of Bids of Vendors*
   Note that this is only applicable for Competitive Bidding Process only, which should be defined in the Work Package. The latter is suggested for big ticket items & highly specialized trade ie Curtain Walls, Electrical Work, Plumbing & Fire Pro Works.

3. Evaluation of Bids
   This activity includes technical, financial and commercial evaluation of bids.

4. Negotiation and Award
   This includes back and forth negotation with the potential vendors until all the terms are agreed and ready for award.

For all vendors, Megawide also performs Vendor Accreditation Process to assess the technical and financial capabilities of the vendors.

Once the PEP is approved, Megawide immediately mobilizes the construction equipment, manpower, and materials needed for the project. Megawide secures the performance and surety bonds required in order to obtain the downpayment from the project owner, and contractor's all-risk insurance, and other necessary insurance policies and coverages. It also negotiates and finalizes the terms of its construction contract with the project owner. The responsibilities and warranties of Megawide under its construction contracts typically include on-time project turn-over and completion based on an agreed timetable, adherence to the agreed material specifications and construction methods, and warranty on workmanship and material defects. In the normal course of business, on a per project basis, Megawide sub-contracts to specialty or trade contractors the mechanical and electric works for its projects.

During construction, quality control procedures are strictly followed. The Quality Control Department is responsible for quality assurance and quality control during production and construction. The said department is composed of highly-trained inspectors and personnel who conduct on-site inspections to assure compliance with such quality control procedures. As standard procedure, concrete samples are tested by specialized laboratories to ensure compliance with the specifications of the American Society for Testing and Materials (ASTM), American National Standards Institute (ANSI), and Construction Specifications Institute (CSI).

To ensure that projects are on schedule, on-site project managers monitor and control the progress of projects, mindful of the completion date pursuant to the construction contract. The project managers are responsible for accomplishing project objectives, developing the project plan and managing the project team and budget.

Meanwhile, the Planning Department tracks the progress of the project (both physical and financial) through site inspections (checking the physical output- how many levels and agreed milestones were finished) and by conducting operations and management committee meetings (analyzing financial and nonfinancial targets and actual accomplishments).

Upon project completion, the following activities are conducted as a condition to project turnover to the owner:

1. Megawide submits a Notice of Turn-Over and Completion to the project owner;
2. Megawide and the project owner conduct a joint inspection and punch listing;
3. should there be no pending items for completion, the project owner issues a Certificate of Completion; and
4. the project owner releases retention monies upon submission by Megawide of a guarantee bond. The guarantee bond is typically valid for up to 1 year from the project's turnover date and is required by project owners to guarantee the quality of the materials used, the equipment installed, and the workmanship on the project.

Terms Granted to Customers

Bids for construction projects typically include the material specifications and the kinds of finish to be used on the projects. Deviations from the same are subject to variation orders. Consistent with industry practice, Megawide normally requires the following key terms of payment in its construction contracts:

1. a downpayment of fifteen percent (15%) to twenty percent (20%) of the contract price prior to commencement of construction activities. Customers usually require that Megawide obtain a performance bond to guarantee that it will execute the work in accordance with the contract;

2. monthly progress billing (or interim billings). Progress billings are subject to pro-rata recoupment of downpayments, and retention monies equivalent to ten percent (10%) of the billed amount, to be reduced to five percent (5%) upon fifty percent (50%) completion of the project; and

3. release of the ten percent (10%) retention money upon certification of the approval of the punch list of items. Customers usually require that Megawide obtain a guarantee bond to guarantee the quality of the materials provided, the equipment installed, and its workmanship.

The exposure of Megawide to credit risk on its receivables relates primarily to the inability of the customer to fully settle the unpaid balance of contract receivables and other claims owed to Megawide. Credit risk is managed in accordance with the Company's credit risk policy, which requires the evaluation of the creditworthiness of the customer.

Completed Projects

The notable projects that the Company has completed are:

1. **Worldwide Plaza** – An addition to the Uptown Bonifacio complex is this commercial and office building developed by Megaworld Corporation. This 24-storey building with a 3-level basement parking which will stand at a 7,800 square meter lot with total floor area of 114,310 square meters.Construction started in 2017 and was completed in 2021.

2. **Double Dragon Tower** – An office building composed of 11-storeys with a basement parking. Its gross floor area is 61,859.05 square meters. Total lot area is 5,257 square meters. Construction started in 2018 and was completed in 2021.

3. **Newport Link** – A commercial project of Megaworld Corporation located in Newport, Pasay City, which is a 7-storey building, with a total floor area of 50,174.27 square meters. Construction started in 2020 and was completed in 2022.

4. **Urban Deca Tondo** – A mass housing contract with Fog Horn, Inc. which initially focused on Buildings 9,10,12, and 13. In 2016, Buildings 1 and 2 were added. These 6 buildings have a total combined lot area of 162,067.37 square meters. Ultimately, there will be 14 clusters of 13-storey buildings in the residential complex located in Tondo, Manila City. The project also includes a 2-storey commercial building located in the residential complex with floor area of 20,132.76 square meters. Construction started in 2016 and was completed in 2017.

5. **Urban Deca Homes Manila** – is a 13-Building Medium rise affordable housing project located at a 8.47-hectare complex in Tondo, Manila. The project has a total of 13,212 residential units catering growing families who want to stay near their current family homes and for those working in trade and commerce since it is situated near the port and business area of Manila. Construction started in 2015 and was completed in 2022.

6. **Hampton O and P** – Developed by Dynamic Realty Resources Corporation, Hampton O and P is a 12-storey residential building inside the Hampton Gardens residential complex

at C. Raymundo, Maybunga, Pasig City. It has a total lot area of 1,400 square meters and a gross floor area of 26,045.64 square meters. Construction started in 2018 and was completed in 2023.

7. **Albany Luxury Suites** – A residential project of Megaworld Corporation, located at Mckinley West, Fort Bonifacio, Taguig City, with total floor area of 41,847.48 square meters for 2 buildings, which are 15-storeys each. Construction started in 2018 and was completed in 2021.

8. **The Hive C&D, and Amenities** – is a 12-storey low density condominium with only 856 units in total, having only 18 condo units per floor, made of concrete glass and steel, boasts of a myriad of building amenities and features for the family looking to upgrade their current living spaces. Master-planned for space and landscaping, it is strategically located at the heart of Taytay Rizal. Construction started in 2019 and was completed in 2023.

9. **Clark Global City Phase 1 Project** – A modern, state-of-the-art, master planned mixed-use commercial and business center of excellence project by Global Gateway Corporation located at the Freeport Zone, Mabalacat, Pampanga. It covers an area of 177 hectares. Its future development includes mixed-use buildings, a hospital, a hotel, and a casino.

10. **International Finance Tower** – A 25-storey office building developed by Megaworld Corporation, with a gross construction floor area of 114,000 square meters, located in BGC, Taguig City. Construction started in 2018 and was completed in 2022.

11. **Gentry Manor** – A residential project of Megaworld Corporation, located in South Beach District, Westside City, Parañaque City, whose 4 towers have a total floor area of 119,326.42 square meters. Construction started in 2019 and was completed in 2024.

12. **The CornerHouse Project** – A residential project of Emerald Rich Properties located at P. Guevarra Street, San Juan City, with total floor area of 16,020.79 square meters. The construction includes a 3-level basement, a 3-storey commercial area, and a roof deck. Construction started in 2019 and was completed in 2022.

13. **Coral Village** – A project with 1,200 residential units, with a floor area of 192 square meters per unit, or total CFA of 230,400 square meters in Coral Village, Lapu-Lapu City, Cebu by Johndorf Venture Corp. The project was completed in 2023

14. **Proposed 4-Storey Economic Residential Condominium (Plumera)** – The newest affordable project by Johndorf Ventures, strategically located at Basak, Lapu-Lapu City. The project's size is 5 hectares and is composed of 20 buildings with around 4 to 10 floors each, for a total floor area of 98,338 square meters. Construction started in 2019 and was completed in 2023.

15. **Lumbangan Solar Power** – is a 125MWp solar PV power Project and currently owned by Citicore Solar Batangas 1, located at Lumbangan Tuy, Province of Batangas Philippines. The Area is about 106 Hectares. Construction started in 2023 and the Early Works was completed in April 2024.

<u>On-Going Projects</u>

The following are the on-going projects of Megawide as of December 31, 2024:

1. **Urban Deca Ortigas** – A residential complex located along Ortigas Extension in Pasig City, comprises 24 clusters of 13-storey buildings which started construction in 2014. This development continues the earlier phase, which successfully delivered Buildings 1 to 8 in 2024. The ongoing construction includes Buildings 10 and 11 , scheduled for completion by Q1 2025. Buildings 9, 12 and 13 are expected to be completed by Q3 2026.

2. **University Tower 5** – Owned by Prince Jun Development Corp., University Tower 5 is a 52-storey residential building located in Sampaloc, Manila City, with a total floor area of 56,871.14 square meters. Construction started in 2018 and is expected to be completed in Q1 2025.

3. **Urban Deca Cubao** – A residential project of 8890 Holdings located in Cubao, Quezon City, with total floor area of 115,000 square meters. The construction includes a 2-level basement, a 45-storey residential area, and a roof deck. Construction started in 2020 and is expected to be completed in Q2 2025.

4. **Aglipay Sewage Treatment Plant** – an STP in Mandaluyong City, with a treatment capacity of 60 million liters per day (MLD) of wastewater and using the Moving Bed Biofilm Reactor (MBBR) process with Biological Nutrient Removal (BNR) technology. Construction started in 2021 with target completion date by Q1 2025.

5. **Suncity A** – Westside City Resorts World is a multi-billion project located at Bay Boulevard, Bagong Nayon Pilipino, Parañaque City, with a total building footprint of 113,628.15 square meters. Its facilities shall include 3 grand theaters, a shopping mall, and parking spaces. Construction started in 2023 and is expected to be completed by Q1 2025.

6. **Suncity B –** A 5-star hotel and casino project with Suntrust Home Developers Inc., a subsidiary of Suncity Group Holdings Limited. The said project is located at the entertainment area of Parañaque City. The project is divided into 4 parts, as follows: Package 1- Substructure, Package 2- Superstructure, Supplementary Agreement, and Nominated Subcontractor (NSC). Construction started in 2022 and is expected to be completed by Q4 2025.

7. **Ascott DD Meridian Park Manila** – A new addition to the Meridian Park of Double Dragon Properties Corp. which is a luxury residence developed in partnership with Ascott Singapore. It is composed of a 10-storey building with one (1) basement and gross floor area of 49,541.67 square meters. It is located in a 5,657 -square meter lot in DD Meridian Park, Bay Area corner Macapagal Avenue, EDSA Extension, Pasay City. Construction started in 2020 and is expected to be completed by Q2 2025.

8. **Double Dragon Meridian Tower -** is the last phase of construction at DoubleDragon Meridian park at Pasay City, it is a 12-Storey mixed use building with 1 basement and a total of 39,409.38 m², 112 parking lots, 1 PWD slot, 24 motorcycle slots and 1 loading. Lot area of 3,795.07 m² and with a building footprint of 3,139.13 m². The total height of the building is 49.78 m and has a total depth of -4.70 m. Construction started in 2021 and is expected to be completed by Q2 2025.

9. **Hotel 101 –** Hotel 101, strategically located in Lot 3, Bridgetowne, Eulogio Rodriguez, Jr., Ave., Brgy. Ugong Norte, District 3, Quezon City, stands as a distinguished commercial establishment. Located on a 2,547 square meter prime titled commercial lot in the prestigious Bridgetowne District, this 24-story structure with Roof deck and Helipad showcases the hotel's facilities, including a gym, outdoor infinity pool, all-day dining, business center, and function rooms, all designed to meet the discerning needs of its valued guests. The construction of Hotel101-Libis Bridgetowne includes Site Works, Structural Works, Architectural Works, and MEPF Works. With 702 hotel units, 13 commercial units, and 283 parking slots, Hotel 101 exudes sophistication in every aspect of its design and functionality. As part of the esteemed Bridgetowne integrated township by Robinsons Land Corp., Hotel 101 promises to deliver top-notch facilities and services in the heart of the bustling metropolitan area. Construction started in 2023 and is expected to be completed by Q2 2027.

10. **Landers Aseana** – is a single storey Commercial Building with 1 basement with a total CFA of 18,710.91 m², 296 parking slots. Lot area of 15,064 m². The total height of meter of 11.40 m. It has a total depth of -2.7m from NGL. Located at J.W. Diokno Blvd. Cor. Bradco Avenue Aseana City Parañaque City and has a development timetable of 12 months. Construction started in 2022 and is expected to be completed by Q1 2025.

11. **One Lancaster Park** – is a foundational development in Imus, Cavite that will provide the future residents a sophisticated lifestyle that everyone deserves while living in a sub-urban province. The entire development, which comprises of 9 mid-rise towers and amenities within the 6.3-hectare land area, aims to bring forth a peaceful and convenient lifestyle. Construction started in 2021 and is expected to be completed by 2033.

12. **Clark Global City Myung Dang**– is a 177-hectare master-planned, mixed-use real estate investment opportunity allowing select investors to participate in the growth of a world-class city development within the Clark Freeport Zone.

13. **Cebu Carbon Market Redevelopment** – A public and commercial redevelopment project in Cebu City which includes Multi-use Building, Sto Niño Chapel, Puso Village, interim market, and a multi-level parking. The developments have been started in 2023 and is expected to be completed by end of the year and operational in 2026.

14. **My Enso Tower (Timog) – Phase 1** – A mixed-use development that provides a customizable living experience by providing extra space for your needs, be living or storage space, and a smart and modern minimalist design concept, all located at the heart of Quezon City Central Business District. Construction started in 2023 and is targeted to be completed by Q1 2027.

15. **Modan Lofts Ortigas Hills (MLOH) -** Three (3) tower development with twenty-one (21) and twenty-two (22) storey with roof deck, a separate carpark building, amenity area and two (2) level retail at the entrance of the development area with an estimated construction floor area of 33,728.32sqm, located at Ortigas Extension Avenue, Barangay San Isidro Taytay, Rizal, Philippines. Construction for Tower 2 started in 2024 and is expected to be completed by 2026.

16. **CP-104 Manila Subway** – is the first ever subway project in Metro Manila that will connect North Caloocan or Meycauayan in Bulacan and Dasmariñas in Cavite through the National Capital Region. This is a project proposed by the DOTr. Phase 1 the Contract Package 104, Two underground Station (Ortigas Station & Shaw Boulevard Station) and Tunnels (3.4km). Construction started in 2022 and is expected to be completed by Q4 2027.

17. **Malolos-Clark Railway Project** – A 17-kilometer rail line that includes stations in Calumpit and Apalit, together with consortium partners Hyundai Engineering & Construction Co., Ltd. And Dong-ah Geological Engineering Company Ltd. Construction started in 2022 and is expected to be completed by 2027.

18. **Luntal Solar Power** – is a 72MWp solar PV power Project and currently owned by Citicore Solar Batangas 1, located at Luntal, Sabang, Tuy, Province of Batangas Philippines. The Area is about 72 Hectares. Construction started in 2024 and is expected to be completed by Q2 2025.

19. **Arayat Solar Power** – is a 42MWp solar PV power Project and currently owned by Citicore Solar, located at Brgy. Telapayong, Arayat, Province of Pampanga Philippines. The Area is about 106 Hectares. Construction started in 2024 and is expected to be completed by Q2 2025.

20. **NorthScapes SJDM** – is a residential project of PH1 Landscapes located in Brgy. Kaypian, San Jose Del Monte, Bulacan, Philippines. The construction includes residential housing units mixed with 2-storey townhouses. Construction started in 2024 and is expected to be completed by Q2 2025.

21. **SouthScapes Trece Martires** – is a residential project of PH1 Landscapes located in Brgy. Lapidario, Trece Martires, Cavite, Philippines. The construction includes 343 residential housing units mixed with 2-storey townhouses. Construction started in 2024 and is expected to be completed by Q2 2026.

22. **Binalonan Solar Power** – is a 113MWp solar PV power Project and currently owned by Citicore Solar, located at Brgy. Sta. Catalina, Municipality of Binalonan, Province of Pangasinan Philippines. The Area is about 113 Hectares. Construction started in 2024 and is expected to be completed by Q3 2025.

23. **Sta. Barbara Solar Power** – is a 125MWp solar PV power Project and currently owned by Citicore Solar, located at Balingueo, Sta. Barbara, Province of Pangasinan Philippines. The Area is about 103 Hectares. Construction started in 2024 and is expected to be completed by Q2 2025.

24. **Pagbilao Solar Power** – is a 136MWp solar PV power Project and currently owned by Citicore Solar, located at Brgy. Binahaan and Kanlurang Malicboy, Pagbilao Province of Quezon Philippines. The Area is about 131 Hectares. Construction started in 2024 and is expected to be completed by Q2 2025.

25. **Bolbok Solar Power** – is a 177MWp solar PV power Project and currently owned by Citicore Solar Batangas 2, located at Sitio Bolbok, Tuy, Province of Batangas Philippines. The Area is about 166 Hectares. Construction started in 2024 and is expected to be completed by Q3 2025.

Major Customers

Megawide is currently servicing the majority of high-rise residential, commercial, office, and mixed-use development projects in Metro Manila, for several major local developers. This is primarily due to the Company's use of High Technology Building Systems, and quality workmanship. While Megawide is constantly invited to bid for major domestic high-rise building projects, it opts to focus on a selected clientele that provides synergy in business operations and better risk management. In line with this, the major customers listed below accounts for 67% of the total order book of the Company.

Suntrust Home Developers, Inc. (Suntrust)

Suntrust is a company engaged in real estate development, mass community housing, townhouses and rowhouses development, residential subdivision and other massive horizontal land development. It is a subsidiary of Suncity Group Holdings Limited (Suncity Group), a listed company on The Stock Exchange of Hong Kong Limited, which owns fifty-one percent (51%) of the outstanding capital stock of Suntrust. Suncity Group is principally engaged in property development in Guangdong and Anhui Provinces in the People's Republic of China; property leasing in Shenzhen in the People's Republic of China; provision of hotel and integrated resort general consultancy service in Vietnam; and provision of travel related products and services.

Travellers International Hotel Group, Inc.

Travellers International Hotel Group, Inc. (the "Company") is a developer of integrated resorts in the Philippines. The Company was awarded one of the first licenses issued by the Philippine Amusement and Gaming Corporation ("PAGCOR") in June 2008 to construct and operate integrated leisure and gaming facilities to an international standard with the goal of enhancing tourism in the Philippines.

Megaworld Corporation (Megaworld)

Megaworld is one of the country's leading real estate developers, top BPO office developer, and one of the biggest landlords in the Philippines. Led by real estate magnate and visionary, Dr. Andrew L. Tan, Megaworld pioneered the LIVE-WORK-PLAY-LEARN township concept in the country. The company introduced the successful large-scale, master-planned, and mixed-use developments such as Eastwood City in Libis, Quezon City; Newport City in Pasay City; McKinley Hill, Forbes Town Center, McKinley West, and Uptown Bonifacio, all in Fort Bonifacio; Woodside City in Pasig City; Iloilo Business Park in Mandurriao, Iloilo City; the Mactan Newtown in Lapu-Lapu City, Cebu; and the Davao Park District in Davao City.

8990 Holdings, Inc. (8990)

8990 is the largest mass housing developer in the Philippines in terms of units licensed under Batasang Pambansa (B.P.) Blg. 220 from 2011 to 2013, according to HLURB. The company has been developing mass housing projects in high-growth areas across Luzon, Visayas, and Mindanao since 2003. 8990's "DECA Homes" and "Urban DECA Homes" have also gained a strong reputation in the market, resulting in 8990 garnering numerous awards such as Q Asia Magazine's "Best Housing Developer" for 2012 to 2013.

Double Dragon Properties Corp. (DD)

DD has undertaken several vertical and horizontal developments since it started its commercial operations in April 2010. DD's vision is to accumulate one million (1,000,000) square meters of leasable space by 2020 primarily through the rollout of one hundred (100) community malls across provincial cities in the Philippines through its community mall chain brand "CityMall" under its subsidiary CityMall Commercial Centers Inc. and through the development of two (2) major commercial office projects, DD Meridian Park and Jollibee Tower, both of which are located in prime properties in Metro Manila.

PH1 World Developers

PH1 World Developers is the real estate arm of Megawide that aims to disrupt property development conventions through innovation and engineering technology. PH1 aims to deliver extraordinary projects to every homeowner that will give them the experience of extra space, extra value, and extra convenience. PH1 is responsible for projects like The Hive, My Enso Lofts, MLOH, and One Lancaster Park.

Competitors in the Industry

EEI Corporation (EEI) and D.M. Consunji, Inc. (DMCI) are the publicly-listed companies among Megawide's major competitors. Both have on-going residential condominium projects in Metro Manila. DMCI dominates domestic infrastructure, while EEI concentrates on heavy industry projects.

There are also other private companies which offer engineering, procurement, and construction (EPC) services as well as provide pre-cast products on a smaller scale that compete with Megawide's business, such as Makati Development Corp., DATEM, Inc., Frey-Fil Corporation, and Pre-cast Products Phils, Inc. among others.

Management of the Company estimates that it accounts for 28% of the revenues generated by the major construction industry players - both listed and non-listed - over the last three years.

The principal areas of competition are pricing, service, and quality of construction. Megawide believes, however, that it has an advantage over its competitors in the high-rise residential condominium market because of its use of High Technology Building Systems, value-added engineering services, technical competence, and innovative ability. Furthermore, unit prices of Megawide's projects are competitive with those of EEI's and DMCI's.

In the property development space, competitors include the likes of Avida Land, Alveo Land, DMCI Homes, Filinvest Land, Robinson's Land, among others.

Competitive Strengths

Megawide believes that its principal strengths are the following:

1. **AAAA and Large B Contractor's License**

Megawide has an AAAA Contractor's License from the Philippine Contractors Association Board (PCAB). This is the highest classification and category for a construction company, which qualifies Megawide to bid for private projects with no limits on contract value. Likewise, Megawide obtained a Large B classification for government registration which allows Megawide to participate in large infrastructure projects such as highways, roads and bridges, piers and airports, railroads, waterworks, and power plants.

2. Largest and most-advanced pre-cast and construction solutions (PCS) platform in the country

Megawide's fifteen (15)-hectare industrial complex in Taytay houses its eight (8)-hectare automated pre-cast concrete manufacturing plant, which is the largest and most advanced in the country, and is among the top in Southeast Asia in terms of size and technology employed. The use of pre-cast concrete is environmentally friendly and allows Megawide to reduce construction costs, shorten the construction period, improve the overall quality of the work, and increase project volume.

The Megawide corporate building in Quezon City obtained a gold certification from the Leadership in Energy and Environmental Design (LEED) of the United States Green Building Council. LEED is a third-party certification program for the design, construction and operation of high-performance green buildings. It is the predominant green building rating system in the United States and is used around the world.

Megawide was the first to extensively utilize advanced, modern, and comprehensive European building systems that reduce construction time and allow for quicker project turn-over.

Megawide also uses a Pre-Cast Concrete System purchased from Finnish company, Elematic. The European Pre-Cast Concrete System which Megawide employs in its current projects, has the inherent advantages of:

- reducing cost;
- shortening the construction period;
- improving quality;
- increasing project volume; and
- being environmentally friendly.

Megawide employs Formworks in its on-going projects, purchased from German company, MEVA Schalungs-Systeme Gmbh. Formworks are the temporary or permanent moulds, into which concrete or similar materials are poured into, to form the structural elements of a building. The traditional construction process utilizes timber or plywood formworks.

Megawide's Formwork are one hundred percent (100%) wood-free, all plastic facing. These are nailable like plywood but are able to maintain structural rigidity. These are also re-usable, putting an end to plywood wastage, and do not swell or shrink like plywood. Megawide utilizes the following Formworks in its existing projects:

- Slab Formworks
- Wall Formworks
- Column Formworks
- Circular Formworks
- Climbing Formworks

The following table is a summary of the advantages of Megawide's High Technology Building Systems over traditional construction methods:

	Traditional Construction	**Megawide**	**Advantages**
Formworks	Plywood	Plastic Face Formworks	• No swelling and shrinking • Stable flexural rigidity • Free from rippling and warping • Quality in concrete pouring • Fast cycle, simple assembly, early stripping, less manual labor employed

			• Even surfaces • Zero discoloration • Fast on-site cleaning • Zero waste • Reusable
	Coco Lumber	Aluminum and Steel Scaffoldings	• More stable and robust • Longer lifespan • Easy assembly lock and formwork clamp
Pre-Cast Concrete	Concrete Hollow Blocks	Pre-Cast Walls	• Precise, smooth and even curing, high quality, energy saving and ecological
	Traditional Concrete Beams, Columns, Slabs	Pre-cast Beams, Columns, Slabs, Toilets, Parapets, Wheel Guards	• Savings in steel and partition wall materials, extra-long spans for design flexibility, accurate dimensions and strand locations for less work-on site

3. Operational Synergies from Vertical Integrations Resulting in Flexible Contractual engagements

Megawide's unique business model puts it in a league of its own, clearly differentiating it from among its peers. It is positioned as a construction company that has a manufacturing component through the use of a state-of-the-art pre-cast production facility and wide downstream integration such as a modern concrete batching plant, advanced formworks, and has its own fleet of vertical, earth-moving and construction equipment. Moreover, to ensure a sustainable business growth and to mitigate economic down cycles, Megawide has expanded and diversified into infrastructure development, an upstream integration that surely adds and creates greater value to Megawide in the short, medium, and long-term horizon. This advantage enables Megawide to bid as contractor or developer and operator for key infrastructure projects – providing construction revenues to its downstream business units and unlocks a source of future stable recurring income upon completion. The synergies in these vertical integrations will result to seamless operating efficiencies, optimal use of resources, and financial strength.

4. Operator of country's premier landport, which serves as an anchor for an organized transport hub-and-spoke model across the country

Megawide developed and operates the country's first and premier landport the Paranaque Integrated Terminal Exchange (PITX) under a 35-year Build-Operate-Transfer (BOT) concession agreement with the Philippine government. This provides the Company a unique and prime-mover advantage in improving the country's public transport system. The scheme is being envisioned through the roll-out of several transit-centric developments (TCDs) across the country under a hub-and-spoke model, anchored on PITX. Potentially, TCD operations will unlock and strengthen the Company's transport infrastructure portfolio and offer a recurring income stream.

5. Natural progression into property development, focusing largely on the affordable to mid-income segment of the end-user market, to drive higher value

The Company's property development business, through PH1 World Developers, Inc. (PH1), is a natural progression from its construction platform, unlocking a higher-value added business platform arising from vertical integration and operational synergies. PH1's focus on the affordable and mid-income segment of the end-user residential market, which makes up a substantial portion of the country's six million housing backlog, provides the Company with significant growth opportunities, anchored on a disruptive mindset and a strong pre-cast and construction solutions methodology. Once fully rolled out, the Company's foray into the government's Pambansang Pabahay para sa Pamilyang Pilipino (4PH) program is projected to provide PH1 with scale and considerable inroads into the highly competitive local property sector.

6. **Strong Brand Name and Proven Track Record**

Megawide has a well-established reputation in the construction industry for its excellent project execution and customer service. It has a proven track record of efficient operations, having successfully completed numerous low-rise to high-rise condominiums and industrial buildings.

7. **Organizational Capability and Flexibility, backed by a young and dynamic workforce**

Megawide has strengthened its organizational structure to be more technical, flexible, and proactive in adapting to clients' requirements and market changes. It has a diverse work force of young, dynamic, committed, and highly effective personnel, including experienced and well-trained professionals. It also has a disciplined and responsible management team that has effectively surpassed challenging business situations. Moreover, expatriates of different expertise are employed to help Megawide deliver quality service to its clients. The Company has a sound succession planning program to ensure business continuity and steady pool of executive, technical, and professional talent.

Suppliers

Construction

Megawide sources its raw materials, primarily steel, cement and aggregates from external suppliers who are reliable and known in the construction industry. In selecting its suppliers, it considers quality, pricing, and efficient delivery of raw materials. It also does not depend on a limited number of suppliers for raw materials and none of its major suppliers are its Affiliates. Suppliers usually give Megawide a 30-120 day payment period. In order to mitigate the risk of price volatility in raw materials for its projects, Megawide, upon contract award, immediately locks in major materials such as steel and concrete for the entire project. All purchases are done centrally, at Megawide's head office procurement department, for all the requirements of its project sites.

Landport

The terminal segment has minimal purchases, consisting of materials and labor related purchases, to maintain the terminal facility, janitorial services, security services, professional and consultancy services and some utility services, which include internet, power, and utilities.

When selecting its suppliers, it considers quality, pricing, technical experience (for consultants and professionals) and efficient delivery of materials. It also does not depend on a limited number of suppliers.

Real Estate

The real estate segment is forwardly integrated with Megawide, being its parent company and sole general contractor. Moreover, the real estate segment engages outside services for property management, janitorial, security, professional and consultancy, and utility services such as internet and power. The selection of these services considers its track-record on quality, pricing, technical expertise, and efficiency.

Quality Control and Assurance

Megawide's quality of work are in accordance with applicable local and international standards such as PNS, ASTM, ANSI, ACI, or AASHTO. The general specifications are based on project requirements considering local conditions, policies, available materials, local regulations, and other special circumstances. In addition to on-site inspections, as a standard procedure, materials' samples are tested by specialized laboratories to verify compliance with applicable codes and standards.

Megawide's management system strictly adheres to the requirements of the ISO standards on Quality, Environmental, Safety and Health. As such, Megawide is committed to customer satisfaction, environmental protection, and prevention of injury or ill health.

Intellectual Property

Megawide has been issued Certificates of Registration for the following trademarks by the Intellectual Property Office (IPO):

1. for its typeface – dated May 9, 2019 and expiring on May 9, 2029;

MEGAWIDE

2. for its logo – dated October 13, 2019 and expiring on October 13, 2029;

3. for its logo with typeface – dated October 13, 2019 and expiring on October 13, 2029; and

MEGAWIDE

4. for its tagline "**Engineering A First-World Philippines**" – dated February 15, 2020 and expiring on February 15, 2030.

5. For its trademark "**Megawide Construction Corporation"** – dated October 31, 2022 and expiring on October 31, 2032.

6. For its trademark "**Megawide Corporation"** – dated October 31, 2022 and expiring on October 31, 2032.

However, Megawide strongly believes that its operations are not dependent on any patent, trademark, copyright, license, franchise, concession, or royalty agreement.

Research and Development

Megawide has an excellent Engineering Department that continuously adapts and responds to new inventions, standards, and quality assurance in construction. It is also constantly working with international consultants for value engineering to achieve more cost-efficient building structures and maximum space utilization. The Company spent P33,780,530.00 in 2023 (2022: P2,624,723.00, 2021: P44,878,083.00) in relation to its business related research and development activities.

Government Approvals and Permits

All government approvals and permits issued by the appropriate government agencies or bodies which are material and necessary to conduct the business and operations of Megawide, were obtained and are in full force and effect.

Megawide and its business operations are subject to various laws and regulatory agencies, including the Contractor's License Law, nationality restrictions, and environmental laws. Megawide complies with environmental laws and will keep abreast of any changes in such laws which may have an impact on its business.

The Company cannot predict what environmental legislation or regulations will be amended or enacted in the future, how existing or future laws or regulations will be enforced, administered or interpreted, or the amount of future expenditures that may be required to comply with these environmental laws or regulations or to respond to environmental claims. Nonetheless, on an annual basis, operating expenses incurred by the Company to comply with environmental laws are not significant or material relative to the total revenue of the Company. The Company spent P82,500 in 2023 (2022: 15,000.00, 2021: Nil) for environmental related compliance costs.

Megawide complies with all local and national tax laws and regulations, and it shall continue to be so by diligently paying all taxes, including (but not limited to) income tax, withholding tax, real property tax, and such other taxes that are assessed against it and which Megawide understands to be due.

Employees

As of December 31, 2024, Megawide's manpower complement is as follows:

Division	Regular	Project Based*	Expatriates	Total
Operations	957	2,317	2	3,276
Head Office	487	83	5	575
Total	1,444	2,400	7	3,851

**Includes fixed-term employees*

Megawide's manpower complement is expected to be approximately at the same level in the next 12 months.

The relationship and cooperation between the management and staff remain strong and expected to be maintained in the future. There has not been any incidence of work stoppages. Megawide complies with the minimum wage and employment benefits standards pursuant to Philippine labor laws. It adopts an incentive system that rewards and recognizes the employees who excel in their respective fields to foster the harmonious relationship between management and employees.

No single person is expected to make a significant contribution to the business, since Megawide considers the collective efforts of all its employees as instrumental to the overall success its performance.

Mr. Edgar B. Saavedra, *Chairman of the Board, CEO, and President*, and the other executives are the key decision makers of the Company. In relation to this, Megawide is continuously hiring experts to further strengthen and professionalize its organizational and management structure. Megawide continues to bolster its management positions in order to spread out responsibilities. It also provides various training programs for its employees to maintain competitiveness and efficiency.

Terminal Operations Segment

Dubbed as the Philippines' "first landport", PITx is a four and 5/10 (4.5) hectare development, which houses the transport terminal, commercial spaces, and office buildings under a single roof. With a rated capacity of one hundred thousand (100,000) passengers daily, PITx offers seamless connections to and from the Southwest portion of Metro Manila, via multiple modes of transportation, from provincial to in-city buses, taxis, jeepneys and UV Express shuttles.

PITx is a flagship project under the government's Build, Build, Build infrastructure program with the following competitive strengths:

1. **State-of-the-Art Facilities**

   PITx has the look and feel of an airport, but instead of planes, the terminal is designed as a land transport, for buses, jeepneys, and UV express shuttles. The terminal houses an information center, bus ticketing counters, and bus boarding gates. At the counters, commuters can easily choose their preferred bus trips and seats from the terminal to any point in Metro Manila, Cavite, and Batangas. QR code-capable turnstiles are also installed at the boarding gate.

The terminal also includes an all-gender restroom and pay loungers that have shower rooms. There is also a breastfeeding station for mothers to use. For those who want moment of silences to pray, a prayer room is located at the third floor.

2. **Safe, Convenient, and Secure**

MWMTI aims to provide safe, secure, and convenient travel to the passengers of PITx. Its operations are twenty (24)/seven (7), with closed-circuit television cameras (CCTV) all-around, and free wi-fi at every floor. The CCTVs and sensors are also installed at the bus bays to monitor whether the trips are on schedule or not.

It is through continuous partnerships with various entities (government and non-government) that MWMTI is able to provide in PITx more services to the public, including satellite offices of a government agencies.

3. **Availability of Different Modes of Transport**

PITx's bus stands have ten (10) gates and fifty-nine (59) bays. Aside from the bus bays taking center stage, the terminal also has loading and unloading bays for UV Express shuttles, and public utility jeepney bays. Moreover, premium point-to-point bus operations, such as UBE Express, are offering rides from PITx to the Ninoy Aquino International Airport terminals. At the fourth (4^{th}) floor of the terminal, there are eight hundred fifty-two (852) parking spaces for different vehicles and motorists. It also has the capacity to implement the proposed link to the LRT Line 1 Cavite extension and spur line of the Metro Manila Subway Line 9.

4. **A Solution to Decongesting Metro Manila**

The operations of PITx is designed to provide an efficient public transportation system and help decongest Metro Manila traffic in the long-run. Initially, the provisional and in-city transfers stationed in the terminal will limit the entry of buses from the Southwest into Metro Manila. In addition, the PITx mobile app, which currently provides daily trip schedules and initially offers advanced ticket reservations, enables the PITx team to gather and analyze critical data to better understand commuter behavior, which can be utilized for future PITx-like developments in other locations.

5. **Retail and Commercial Areas**

PITx has retail, commercial, and office spaces within its terminal area. On top of the terminal area sits four (4), five (5)-storey towers, with a leasable area of nineteen thousand two hundred twenty-six (19,226) square meters each. Within the terminal, retail spaces are available to offer services such as food, medicine, and other grocery items for travelling passengers. Meanwhile, the commercial/office towers will augment passenger volume and increase foot traffic to provide additional business to the retail tenants.

Customers

MWMTI operates the terminal without generating any revenue. Instead, the main source of revenue will come from leasing the retail/commercial and office spaces in the terminal, as discussed below:

1. **Contracts of Lease for Office Spaces** – MWMTI has existing contracts with companies which are primarily engaged in Philippine Offshore Gaming Operations (POGO). The contracts are for a period of five (5) years with an annual escalation rate of five percent (5%) on the monthly rent. The contracts require the payment of four (4) to six (6) months security deposit and three (3) months advance rent.

2. **Contracts of Lease for Retail/Commercial Spaces** – MWMTI has existing contracts with various tenants/concessionaires for a period of one (1) to eight (8) years. The monthly rent of some contracts are based on the monthly income of their business while others pay a fixed rate. All contracts have a provision on the payment of security deposit and advance rent. Examples of MWMTI's tenants are: Alfamart, Miniso, Bench, Jollibee, Chowking, McDonalds, Mang Inasal, Yellow Cab, and Wendy's.

Credit terms granted to customers are for a period of thirty (30) days from receipt of the billing. MWMTI also required post-dated checks to manage its credit risk exposures.

Competitors

MWMTI has no direct competitors since PITx is the first of its kind landport in the Philippines. Moreover, its business model is not similar to a mall or other transport terminals. However, there are nearby mall operators with mini-transport terminals such as Ayala Malls Manila Bay and SM Mall of Asia.

Employees

As of December 31, 2024, the manpower complement of MWMTI is as follows:

Division	Headcount
Administrative	18
Managerial	16
Technical	35
Total	69

Suppliers

The terminal segment has minimal purchases, consisting of materials and labor related purchases, to maintain the terminal facility, janitorial services, security services, professional and consultancy services and some utility services, which include internet, power, and utilities.

In selecting its suppliers, it considers quality, pricing, technical experience (for consultants and professionals) and efficient delivery of materials. It also does not depend on a limited number of suppliers. All purchases are done centrally at Megawide's head office.

Real Estate Operations

Description of Business
PH1 World Developers, Inc. (PH1) is the property development arm of Megawide that aims to disrupt the local real estate landscape and conventions, through innovation and engineering technology.

PH1 has three existing projects: The Hive, My Enso Lofts, and Modan Lofts Ortigas Hills and currently holds 49% share of Famtech Properties Inc. (a joint venture with Property Company of Friends, Inc.), which successfully launched a vertical condominium project in Cavite, One Lancaster Park.

In addition to this, the company has a 100% stake in PH1 World Landscapes. Inc., which focuses on horizontal projects offering green features and sustainable living. As of date, it has launched its maiden project called Northscapes San Jose Del Monte Bulacan.

Project	Location	Status	Launch Date	Completion Date

The Hive	Ortigas Ave. Ext. Taytay, Rizal	Completed	2015	2023
My Enzo Lofts	Timog Ave., Quezon City	On-going	2020	2027
Modan Lofts Ortigas Hills	Ortigas Ave. Ext. Taytay, Rizal	On-going	Ph1 – Q4 2022 Ph2 – Q2 2024	Ph1 2026
One Lancaster Park	Lancaster New City, Imus, Cavite	On-going	Ph1 – Q4 2021 Ph2 – Q3 2024	2033
Lykke Kondo	Amang Rodriguez Ave., Pasig City	Launched	Q4 2024	T1 - 2029
Northscapes	San Jose Del Monte, Bulacan	On-going	Q4 2022	2025
Southscapes	Trece Martines, Cavite	On-going	Q2 2024	2026

Competitors

PH1 has numerous competitors, among these are SM Prime Holdings, Inc., Ayala Land, Megaworld Corporation, DMCI Homes, Federal Land, Robinsons Land Corporation, and Century Properties.

The principal areas of competition are product differentiation, pricing, and quality. PH1 believes, however, that it has a competitive advantage given its disruptive mindset, innovative offerings, and strong and experience contractor-parent Megawide to delivering high quality products.

Customers

PH1 customers consist primarily of the end-user market, who intend to purchase properties for their own use. These include first-time homebuyers looking for a place to settle down, families seeking a larger space to accommodate their needs, and individuals looking to upgrade their living conditions.

Additionally, PH1 also has a wide investor-type customer base, who views real estate as an investment opportunity. These individuals acquire properties, with the intention of generating rental income and/or capital appreciation.

Suppliers

The real estate segment is forwardly integrated with Megawide, being its parent company and sole general contractor. Moreover, the real estate segment engages outside services for property management, janitorial, security, professional and consultancy, and utility services such as internet and power. The selection of these services considers its track-record on quality, pricing, technical expertise, and efficiency.

Employees

As of December 31, 2024, the manpower complement of PH1 is as follows:

Department	**Headcount**
Account Management	26
Business Development	2
Design & Construction	15
Finance & Accounting	12
HR, Admin. & IT	10
Marketing	6
Office Of The President	3

Project Development	5
Sales	11
Property Management Operations	1
Total	**91**

Purchased Properties

Megawide owns a ten thousand two hundred ninety-four (10,294)-square meter property located in Taytay, Rizal, which is being used as an equipment stockyard for its machineries, equipment, and items such as tower cranes, backhoes, and other earthmoving equipment. The same was acquired by Megawide for Twenty-One Million Pesos (₱21,000,000.00). Megawide owns this property and all the equipment, machineries, and items found therein, free of any mortgage, lien or encumbrance.

In 2011, Megawide acquired land in Ortigas Extension, Barangay San Isidro, Taytay, Rizal with a lot area of twenty-one thousand eighty-two (21,082) square meters for One Hundred Four Million Pesos (₱104,000,000.00). Megawide owns this property free of any mortgages, liens, or encumbrances.

In 2012, another lot was purchased by the Company in Taytay, adjacent to Megawide's pre-cast plant with a lot area of eight thousand five hundred five (8,505) square meters for Fifty Million Pesos (₱50,000,000.00). Additionally, a four thousand twenty-two (4,022) square meter lot adjacent to the stockyard of Megawide in Taytay was purchased for Nine Million Pesos (₱9,000,000.00).

In 2013, Megawide made additional land acquisitions totaling Sixty-Seven Million Pesos (₱67,000,000.00) in Taytay, Rizal, in relation to its pre-cast plant expansion. The property is free of any mortgages, liens, or encumbrances.

In 2015, Megawide also acquired an additional lot adjacent to the pre-cast plant in 2014 with an area of twenty-three thousand six hundred eighty-six (23,686) square meters for One Hundred Forty-Eight Million Pesos (₱148,000,000.00), and another lot with an area of sixteen thousand seventeen (16,017) square meters near the pre-cast plant for Seventeen Million Pesos (₱17,000,000.00) in 2015. Megawide also purchased parcels of land adjacent to its Taytay complex amounting to Eighty-Two Million Pesos (₱82,000,000.00) and One Hundred Fifty-Six Million Pesos (₱156,000,000.00) in 2017 and 2016, respectively. The Taytay complex is currently expanding to house the formworks rehabilitation factory and all the construction equipment of Megawide. The parcels of land provide a bigger stockyard for the precast plant since its annual production is consistently increasing.

The table below sets forth the location and the condition of the other principal properties of the Company. Also provided are the annotations reflected on the titles covering each property.

Transfer Certificate of Title No. (TCT No.)	Location of the Property	Area (sq. m.)	Annotations
004-201910559	Quezon City	1,430	Restriction: The land herein to be used only for residential, commercial or educational purpose.
004-201910560	Quezon City	63	None.
068-2013001891	San Juan, Taytay, Rizal	178	None.
068-2022002191	San Juan, Taytay, Rizal	9,288	Entry No. 202202354 – Liabilities under Section 4 Rule 74 dated December 09, 2021. Note that the Company is in the process of filing a Petition for Cancellation of Creditor's

			Lien Under Section 4, Rule 74 of the Rules of Court, as the two-year period to file a claim against the estate has already lapsed.
068-2013004632	San Juan, Taytay, Rizal	1,152	None.
068-2013004633	San Juan, Taytay, Rizal	839	None.
068-2013005319	San Juan, Taytay, Rizal	853	Restrictions: 1. That the buyer shall pay for any filing or any improvements on the land which may be required by the government or other competent authority; 2. The buyer hereby agrees that the representatives of the seller shall have the right to enter the property at any time for the purpose of inspection, measurement, relocation, survey, laying of monuments or of necessary lines for water, gas, electric power, telephone and other public services; to undertake works of whatever nature for the general interest of the subdivision, and enforce the rules and regulations of the seller; 3. The lot shall be used for industrial purposes only.
068-2013005320	San Juan, Taytay, Rizal	1,184	Restrictions: 1. That the buyer shall pay for any filing or any improvements on the land which may be required by the government or other competent authority; 2. The buyer hereby agrees that the representatives of the seller shall have the right to enter the property at any time for the purpose of inspection, measurement, relocation, survey, laying of monuments or of necessary lines for water, gas, electric power, telephone and other public services; to undertake works of whatever nature for the general interest of the subdivision, and enforce the rules and regulations of the seller; and 3. The lot shall be used for industrial purposes only.
068-2013005690	San Juan, Taytay, Rizal	1,202	Restrictions: 1. That the buyer shall pay for any filing or any improvements on the land which may be

			required by the government or other competent authority; 2. The buyer hereby agrees that the representatives of the seller shall have the right to enter the property at any time for the purpose of inspection, measurement, relocation, survey, laying of monuments or of necessary lines for water, gas, electric power, telephone and other public services; to undertake works of whatever nature for the general interest of the subdivision, and enforce the rules and regulations of the seller; and 3. The lot shall be used for industrial purposes only.
068-2014005840	San Juan, Taytay, Rizal	1,554	Entry No. 2014000567 – Notice of Adverse Claim: Executed by Spouses Tan dated January 2, 2014.
068-2012007158	San Juan, Taytay, Rizal	4,167	None.

As of the date of this Prospectus, except as disclosed above, there were no mortgages, liens or other encumbrances attached to such owned properties or any limitations on our ownership or usage of such properties.

To cater to its growing order book Megawide continues to invest on new construction equipment, which includes tower cranes, earth moving equipment, formworks, and pre-cast equipment and Transportation equipment, which includes service vehicles, truck mixers, light and medium duty trucks, and tractor trucks over the years.

Also, the Group purchased the following properties and equipment in relation to its terminal segment:

Terminal segment			
Terminal infrastructure	PITx	2018	73,380 sq. m.
Tower & parking facility	PITx	2019	103,285 sq. m.
Office and other equipment	PITx	various	N/A
Transportation equipment	MCIA	various	N/A
Furniture and fixtures	MCIA	various	N/A

Megawide has a capital commitment to utilize the proceeds from the issuance of its preferred shares amounting to One Billion Four Hundred Twenty-Seven Million Seven Hundred Eighty-Nine Thousand Two Hundred Thirty-Eight Pesos (₱1,427,789,238.36) for various PPP projects and capacity expansion.

Leased Properties

Megawide also leases the properties needed for its operations, such as those covered by the following lease agreements, as of the date of this Prospectus:

Date	Title of Document	Parties	Particulars (i.e., Rent)
26 July 2024	First Renewal of the Amended	*Lessor:* Robinsons Land Corporation	*Rental Fee:* Year 1 (24 October 2024 – 03 October 2025) Fixed Rent per

	Contract of Lease	*Lessee:* Megawide Construction Corporation	Square Meter: Two Hundred Pesos (PHP200.00), Fixed Rent per Month: One Million Seven Hundred Fifty-Three Thousand Six Hundred Pesos (PHP1,753,600.00) Year 2 (04 October 2025 – 03 October 2026) Fixed Rent per Square Meter: Two Hundred Pesos (PHP200.00), Fixed Rent per Month: One Million Seven Hundred Fifty-Three Thousand Six Hundred Pesos (PHP1,753,600.00) *Subject Property:* 8,768 Square Meters in J. *Vargas Avenue, Pasig City* *Lease Period:* Two (2) years beginning on 04 October 2024 to 03 October 2026
06 May 2022	Contract of Lease Renewal	*Lessor:* Retailscapes, Inc. *Lessee:* Megawide Construction Corporation	*Rental Fee:* For 10th Floor – Five Hundred Eighty Pesos (PHP580.00) per Square Meter, per month (01 May 2022 – 30 April 2023) Six Hundred Nine Pesos (PHP609.00) per Square Meter, per month (01 May 2023 – 30 April 2024) Six Hundred Forty Pesos (PHP640.00) per Square Meter, per month (01 May 2024 – 30 April 2025) For 11th Floor, Unit A – Seven Hundred Seventy-Two Pesos (PHP772.00) per Square Meter, per month (01 May 2022 – 30 April 2024) Eight Hundred Eleven Pesos (PHP811.00) per Square Meter, per month (01 May 2024 – 30 April 2025) *Subject Property:* 10th Floor (1,974 Square Meters) and 11th Floor, Unit A (480 Square Meters) of Santolan Town Plaza, San Juan City *Lease Period:* 01 May 2022 to 30 April 2025

11 December 2024	Extension Agreement	*Lessor:* Retailscapes, Inc. *Lessee:* Megawide Construction Corporation	*Rental Fee:* For 10th Floor – Six Hundred Seventy-Two Pesos (PHP672.00) per Square Meter, per month (01 May 2025 – 30 April 2026) Seven Hundred Five Pesos and Sixty Centavos (PHP 705.60) per Square Meter, per month (01 May 2026 – 30 April 2027) Seven Hundred Forty Pesos and Eighty-Eight Centavos (PHP 740.88) per Square Meter, per month (01 May 2027 – 30 April 2028) For Unit A, 11th Floor – Eight Hundred Fifty-One Pesos and Fifty-Five Centavos (PHP 851.55) per Square Meter, per month (01 May 2025 – 30 April 2026) Eight Hundred Ninety-Four Pesos and Thirteen Centavos (PHP 894.13) per Square Meter, per month (01 May 2026 – 30 April 2027) Nine Hundred Thirty-Eight Pesos and Eighty-Three Centavos (PHP 938.83) per Square Meter, per month (01 May 2027 – 30 April 2028) For Unit B, 11th Floor – Eight Hundred Ninety-Four Pesos and Sixty Centavos (PHP 894.60) per Square Meter, per month (01 December 2024 – 30 November 2025) Nine Hundred Thirty-Nine Pesos and Thirty-Three

			Centavos (PHP 939.33) per Square Meter, per month (01 December 2025 – 30 November 2026) Nine Hundred Eighty-Six Pesos and Thirty Centavos (PHP 986.30) per Square Meter, per month (01 December 2026 – 30 November 2027) One Thousand Thirty-Five Pesos and Sixty-One Centavos (PHP 1,035.61) per Square Meter, per month (01 December 2027 – 30 April 2028) For Car Parking: Four Thousand Six Hundred Thirty-One Pesos (PHP4,631.00) per slot, per month (01 December 2024 – 30 April 2025) Four Thousand Eight Hundred Sixty-Three Pesos (PHP 4,863.00) per slot, per month (01 May 2025 – 30 November 2026) Five Thousand One Hundred Seven Pesos (PHP 5,107.00) per slot, per month (01 December 2026 – 30 November 2027) Five Thousand One Hundred Seven Pesos (PHP 5,107.00) per slot, per month (01 December 2027 – 30 April 2028) For Motorcycle Parking: Two Thousand Ten Pesos and Forty-Five Centavos (PHP

			2,010.45) per slot, per month (01 May 2025 – 30 April 2026) Two Thousand One Hundred Ten Pesos and Ninety-Seven Centavos (PHP2,110.97) per slot, per month (01 May 2026 – 30 April 2027) Two Thousand Two Hundred Sixteen Pesos and Fifty-Two Centavos (PHP 2,216.52) per slot, per month (01 May 2027 – 30 April 2028) *Subject Property*: 10th Floor (1,974 Square Meters), Unit A - 11th Floor (480.08 Square Meters), and Unit B – 11th Floor (857.74 Square Meters) of the Santolan Town Plaza Office, San Juan City *Lease Period:* 01 May 2025 to 30 April 2028

All of the above leases are subject to renewal upon mutual agreement of the parties. In addition, the Company enters into operating and finance lease agreements for its construction equipment and transportation vehicles for periods of three (3) to five (5) years.

Legal Proceedings

The following are the material cases Megawide, its subsidiaries and/or affiliates are involved in as of the date of this Prospectus.

1. **ACI, Inc. v. Megawide Construction Corporation**

Megawide Construction Corporation ("Company") filed a complaint against ACI Inc. ("ACI") with the Construction Industry Arbitration Commission ("CIAC") on January 10, 2023 ("Complaint"). The Complaint, docketed as CIAC Case No. 02-2023, involved a contract entered into between ACI and the Company for the design and construction of the Araneta Cyberpark Tower 2. The Company's aggregate claim against ACI amounts to Three Hundred Thirty-Nine Million Six Hundred Fifty-Two Thousand Eight Hundred Sixteen Pesos and 73/100 (₱339,652,816.73).

In response, ACI filed a permissive counterclaim related to another contract executed by the Company and ACI relating to the general construction of Gateway Mall 2/Ibis Hotel, valued at Four Billion Two Hundred Fifty Million Pesos (₱4,250,000,000.00). ACI's counterclaim amounts to a total of One Billion Five Hundred Twenty-Seven Million Two Hundred Seventy-Nine Thousand Two Hundred Forty-One Pesos (₱1,527,279,241.00).

On January 11, 2024, the Company received a decision dated 11 January 2024 rendered by CIAC where the dispositive portion reads ("Final Award"):

"WHEREFORE, Respondent ACI is hereby ordered to pay to Claimant Megawide the total amount of ONE HUNDRED EIGHTY MILLION TWO HUNDRED FORTY FOUR THOUSAND FORTY THREE PESOS AND FIFTY CENTAVOS (₱180,244,043.50) with six percent (6%) interest per annum from the date of this Final Award until fully paid."

On March 4, 2024, the Company received a copy of the Petition for Review on Certiorari filed by ACI with the Supreme Court, seeking to reverse the Final Award.

On March 27, 2024, ACI posted a bond equivalent to the Final Award to stay its execution pending review. On April 28, 2024, CIAC confirmed the bond's sufficiency and ordered the stay of execution of the Final Award pending Supreme Court's review.

To date, the Company is waiting for the Supreme Court's decision whether to grant or deny the Petition for Review filed by ACI.

2. **Megawide Construction Corporation v. Department of Education**

On March 4, 2024, Megawide Construction Corporation (MCC) filed a Complaint against the Department of Education ("DepEd") with the Construction Industry Arbitration Commission ("CIAC") for the payment of sum of money with damages amounting to Three Hundred Thirty-Four Million One Hundred Eighty-Nine Thousand Two Hundred Sixty-Four Pesos and 21/100 (₱334,189,264.21). The claim arose from the non-payment of variation orders by DepEd involving the construction of classrooms.

MCC, through counsel, received on May 22, 2024 DepEd's Answer dated 13 May 2024.

On August 16, 2024, MCC and DepEd attended the preliminary conference set by CIAC.

On October 1, 2024, MCC and DepEd filed their respective Witness Affidavits with CIAC. On 16 October 2024, MCC filed Rebuttal Witness Affidavits with CIAC, while DepEd did not submit any Rebuttal Witness Affidavit. Evidentiary hearings were conducted on November 13-14, 2024. On November 20, 2024, MCC and DepEd filed their respective Formal Offer of Exhibits with CIAC.

On December 4, 2024, MCC and DepEd filed a Joint Motion for Extension of Time to File Memoranda, praying that the parties be granted an additional period of ten (10) days from December 6, 2024, or until December 16, 2024, to file their respective Memoranda.

On December 16, 2024, MCC and DepEd submitted their respective Memoranda with CIAC.

On 14 February 2025, MCC received a copy of the Final Award dated 12 February 2025 ("Decision") issued by the CIAC Arbitral Tribunal ("Tribunal"). In the Decision, the Tribunal denied MCC's claim for payment of variation works performed in the construction of the classrooms under School Infrastructure Project No. 2012-2, Contract Package A.

MCC intends to appeal the Decision of the Tribunal. Accordingly, on 28 February 2025, MCC filed a Motion for Additional Time to file Petition for Review on Certiorari before the Supreme Court of the Philippines, requesting for an extension of twenty (20) days from 01 March 2025, or until 21 March 2025 to file its Petition for Review on Certiorari.

3. **MC Montgear Electromech Corp. (Montgear) v. Megawide**

Montgear is a subcontractor of Megawide for several projects which filed a complaint against the latter for sum of money with the Regional Trial Court of Quezon City Branch 77 on October 12, 2017 seeking to recover its retention money amounting to Twenty-Two Million Sixty Two Thousand Twelve and 65/100 Pesos (₱22,062,012.65). In response, Megawide filed an Answer with Counterclaim amounting to Seventy-Seven Million Five Hundred Twenty-Two Thousand Three Hundred Thirty and 69/10 Pesos (₱77,522,330.69) corresponding to unpaid charges by

Montgear. On February 4, 2020, Montgear filed a Reply with Answer to Counterclaim and Motion for Bill of Particulars. Upon Megawide's motion, the court expunged Montgear's filing due the latter's unreasonable delay in filing.

Based on RTC's Decision dated August 12, 2022, the claims of both Montgear and Megawide were denied. Montgear filed a Motion for Reconsideration, which was also denied.

4. **Megawide v. Maynilad Water Services, Inc. (Maynilad)**

The case involves an application for an Interim Measure of Protection (Preliminary Injunction with Application for an Ex Parte twenty [20]-day Temporary Order of Protection [Temporary Restraining Order]) filed by Megawide against Maynilad with the Regional Trial Court of Quezon City Branch 84 on August 14, 2020 in order to prevent Maynilad from calling on the Performance Security and other securities submitted by the Megawide for the 88MLD Las Piñas Water Reclamation Facility Project.

The dispute arose from the Notice or Termination of the Project due to Force Majeure issued by Megawide, which Maynilad contested. After a series of hearings and submission of pleadings, the Regional Trial Court (RTC) granted the application for a twenty (20)-day Temporary Order of Protection on November 6, 2020 and ordered the return of the amounts acquired by Maynilad from its call on the securities. Maynilad submitted a Motion for Reconsideration of the said Order, and all parties submitted their respective Memoranda in relation to the Petition for Injunction. In a Decision dated April 5, 2021, the Court granted Megawide's application for Mandatory Injunction as an interim measure of protection in aid of arbitration.

On June 7, 2022, the parties have reached a mutually beneficial agreement and entered into a settlement agreement. In said agreement, the parties have agreed to mutually release and discharge each other from any and all potential legal claims involving the Contract Agreement dated February 28, 2018.

In the Order dated September 13, 2024, the Court deemed the case closed and terminated following the parties' execution of a settlement agreement.

5. **Asiatech Development and Builders Corp. (Asiatech) v. Megawide**

Asiatech filed a disciplinary action against Megawide with the Philippine Contractors Accreditation Board (PCAB) on August 26, 2020 for Megawide's alleged fraudulent acts arising from its failure to pay Asiatech's receivables.

The PCAB ordered the parties to file their respective Memoranda, which order Megawide complied with by submitting its Memorandum on December 9, 2021. The case was dismissed by virtue of PCAB Board Resolution dated November 29, 2022, a copy of which was received by Megawide on January 20, 2023.

6. **People of the Philippines v. Manuel Louie B. Ferrer, et al.**

On November 26, 2020, the National Bureau of Investigation filed a complaint before the Department of Justice ("DOJ") for alleged violation of several laws, particularly, the Anti-Dummy Law against the following individuals:

1. Atty. Steve Dicdican, General Manager of Mactan-Cebu International Airport Authority ("MCIAA");
2. Manuel Louie Ferrer, President of GMR Megawide Cebu Airport Corporation ("GMCAC");
3. Edgar Saavedra, Director of GMCAC;
4. Oliver Tan, Director of GMCAC;
5. Jez Dela Cruz, Director of GMACAC;
6. Srinivas Bommidala, Chairman of GMACAC;
7. P. Sripathy, Director of GMCAC;
8. Vivek Singhai, Director of GMCAC;

9. Andrew Acquaah-Harrison, Chief Executive Advisor of GMCAC;
10. Ravi Bhatnagar, Chief Finance Advisor of GMCAC;
11. Ravishankar Saravu, Chief Commercial Adviser of GMCAC;
12. Michael Lenane, Chief Operations Officer of GMCAC;
13. Sudarshan MD, Deputy Chief Commercial Adviser of GMCAC;
14. Kumar Gauray, Manager of ORAT;
15. Magesh Nambiar, Deputy Human Resources Head of GMCAC;
16. Rajesh Madan, Head of Finance of GMCAC; and
17. Other John and/or Jane Does

(the "Respondents").

This case stemmed from a complaint filed by a certain Atty. Larry Iguidez, Jr. (the "Complainant") with the Anti-Fraud and Action Division of the NBI on September 07, 2020.

In a Subpoena dated December 18, 2020, Respondents were given until January 20, 2021 to obtain copies of the complaint, supporting affidavits, and other evidence filed against them. The Respondents were also given ten (10) days from January 20, 2021 to file their counter-affidavits.

After several submissions of pleadings, the DOJ, in a resolution dated October 8, 2021, found probable cause for the violation of Section 2-A of the Anti-Dummy Law. The Ferrer, Saavedra, Tan, and Dela Cruz ("Megawide Respondents") filed a Petition for Review with the Secretary of Justice was filed on November 26, 2021, and is still pending.

On November 23, 2021, the DOJ filed an Information with the Regional Trial Court of Lapu-Lapu Branch 68 for the Respondents' alleged violation of the Anti-Dummy Law. On the same day, Megawide Respondents filed an Omnibus Motion to quash the information, to defer the issuance of warrants of arrest and to dismiss the case. The RTC nevertheless issued warrants of arrest against the Respondents on November 25, 2021, and the Megawide Respondents and Respondent Acquaah Harrison posted bail the following day, or on November 26, 2021.

The arraignment of the Respondents was conducted last March 28, 2022, wherein Respondents pleaded "not guilty" to the charges against them. Notwithstanding this, the Megawide Respondents filed on March 24, 2022 a Motion to Quash the Information on the ground that the Information fails to state and offense, in view of the March 21,2022 signing of the Amended Public Service Act which effectively removes airports from the enumeration and definition of public utilities. The hearing for the Motion to Quash is set on April 25, 2022. The court issued a decision dated June 14, 2022, granting the Motion to Quash and dismissed the case.

The Public Prosecutor filed an Omnibus Motion (for Inhibition with Motion for Reconsideration to the Order dated June 14, 2022) dated July 4, 2022. On October 25, 2022, the court issued a Certificate of Finality, certifying that an Order dated September 27, 2022, was issued by the Court denying the Omnibus Motion dated July 4, 2022, and declaring the case dismissed with finality.

7. **NBI, represented by Palmer U. Mallari v. Steve Dicdican, et. Al.**

This is a complaint for violations of Sections 3 (e) and 3(j) of Republic Act No. 3019, otherwise known as the "Anti-Graft and Corrupt Practices Act" against Ferrer, et. Al. Among others. This case concerns the same factual backdrop as NPS Docket No. XVI-INV-20-K-00362, or the supposed violation of the Anti-Dummy Law in relation to GMR Megawide Cebu Airport Corporation (GMCAC)'s operation and management of Mactan Cebu International Airport (MCIA).

On November 5, 2021, Ferrer et. al. received a copy of the Ombudsman's Joint Resolution dated July 20, 2021 indicting them for violation of RA 3019. On November 9, 2021, Ferrer, et. al. filed a Motion for Partial Reconsideration and/or Reinvestigation. On April 25, 2022, Ferrer et. al. filed a Motion to Dismiss on the ground of lack of probable cause, thereby seeking the reversal and setting aside of the Joint Resolution.

On April 30, 2022, the Office of the Ombudsman through a Joint Order denied the Motion for Partial Reconsideration and/or Reinvestigation. Thus, a Petition for Certiorari under Rule 65 of the Rules of Court with respective applications for the issuance of temporary restraining order and/or writ of preliminary injunction was filed before the Supreme Court.

On December 6, 2023, the Supreme Court granted the Petition for Certiorari. Thus, the Joint Resolution and Joint Order were reversed and set aside. Accordingly, the criminal complaint for violation of Section 3(e) of RA 3019 against the Company's directors and officers was dismissed.

8. **Manuel Louie B. Ferrer, Edgar B. Saavedra, Oliver Y. Tan, and Jez Dela Cruz v. Office of the Ombudsman and NBI**

This case is an appeal to the decision of the Ombudsman indicting Ferrer et. Al. For violation of Section 3(e) of Republic Act No. 3019 or the Anti-Graft and Corrupt Practices Act. Ferrer et. Al. Filed a Petition for Certiorari under Rule 65 of the Rules of Court before the Supreme Court mainly alleging that the Ombudsman gravely abused its discretion in finding probable cause against them.

On December 6, 2023, the Supreme Court granted the Petition for Certiorari. Thus, the Joint Resolution and Joint Order were reversed and set aside. Accordingly, the criminal complaint for violation of Section 3(e) of RA 3019 against the petitioners was dismissed.

9. **People of the Philippines v. Steve Y. Dicdican, Manuel Louie Ferrer, Edgar Saavedra, Oliver Tan, and Jez Dela Cruz, et. al.**

A complaint for violation of the Anti-Dummy Law was filed before the Department of Justice ("DOJ"), which indicted the accused persons by filing an Information before the Regional Trial Court of Cebu. Aggrieved, the accused persons filed a Petition for Review before the DOJ.

Accused persons filed a Motion to Quash Information before RTC Cebu on the ground that the Information no longer constitute an offense in view of the enactment of Republic Act No. 11659 which excluded airport operations from the definition of public utilities, making GMCAC no longer a public utility subject to limitations provided by the constitution and law as to nationality requirement. RTC Cebu granted the quashal and ordered that the case be dismissed.

On August 6, 2022, the DOJ issued a Resolution granting Ferrer et. al.'s Petition for Review, thus, directing the withdrawal of the Information. The decision of RTC Cebu attained finality as evidenced by the Certificate of Finality dated October 25, 2022.

Accused persons filed an Omnibus Motion dated October 25, 2023, praying for the withholding of the issuance of warrants of arrest against Ferrer, et. al., quashal of the Information on the ground that the facts charged do not constitute an offense, and the dismissal of the case for lack of jurisdiction and probable cause.

In an Order dated November 7, 2023, the court dismissed the case for lack of jurisdiction.

10. **Coffral Formworks & Scaffolds, Inc. ("Coffral") v. Megawide Construction Corporation ("Megawide")**

This is an administrative case filed by Petitioner with the Philippine Contractors Accreditation Board ("PCAB") for violation of Section 28, par (f) of RA. 4566.

On January 25, 2024, a second clarificatory hearing was held. Due to Complainant Coffral's failure to file a Reply to the Verified Answer served by Respondent Megawide on 31 August 2023, PCAB gave the former until February 8, 2024 to file the same. Complainant Coffral did not file a Reply on February 8, 2024. .

On February 20, 2024, Respondent filed a Motion to Resolve with the PCAB praying to consider the case submitted for Decision and to rightfully issue a Decision dismissing the Complaint filed by Coffral dated March 29, 2023 for utter lack of merit.

On 30 November 2024, Megawide received a copy of PCAB Board Resolution No. 074 s. 2024, dated 17 July 2024, dismissing the Complaint filed by Coffral for utter lack of merit.

11. **Carbonhanong Alyansa alang sa Reporma ug Bahandianong Ogma sa mga Nanginabuhi ("CARBON"), et al. v. Megawide Construction Corporation, et al.**

This is a complaint filed before the Regional Trial Court of Cebu City seeking to nullify the Joint Venture Agreement ("JVA") signed by the City of Cebu and Megawide Construction Corporation (the "Company") on January 11, 2021 for the redevelopment of the Carbon Market Complex in Cebu City, as well as the documents and actions executed in relation to the execution and implementation of the JVA. The Plaintiffs submit that the JVA violate various laws and pray for ancillary remedies including a Temporary Restraining Order ("TRO").

On February 20, 2023, proceedings for the prayer for TRO and/or Writ of Preliminary Injunction and Mandamus ensued. As of date, the presentation of evidence for the plaintiffs and public defendants had already been completed. Meanwhile, Defendant Megawide's presentation of evidence is ongoing.

12. **Tomas R. Osmena v. Megawide Construction Corporation, et al.**

This is an action for judicial review under Rule 65 of the Revised Rules of Court filed before the Regional Trial Court of Cebu City. The petitioner is suing in his capacity as a citizen, taxpayer, and a former mayor of the City of Cebu. According to the petitioner, the actions of the public respondents constitute grave abuse of discretion amounting to lack of jurisdiction.

The petitioner further alleges that the act of the execution of the JVA amounted to a violation of the Constitutional provisions, laws, rules and regulations such as the due process and equal protection clause of the Constitution, Civil Code provisions on usufruct, Magna Carta for the Poor; Philippine Competition Law; the BOT Law and other implementing rules regulating Unsolicited Proposals and Joint Ventures, the Local Government Code, and other local ordinances of the City of Cebu.

On the other hand, respondent Megawide asserts that the petition should be denied for non-compliance with the requirements 26 under Rule 65 of the Revised Rules of Court. Further, the JVA is valid and constitutional as it does not violate procedural due process and substantive due process nor any other law and local ordinance. It likewise raises the defense that petitioner committed forum shopping considering the pendency of Civil Case No. R-CEB-21-04849-CV (CARBON et. al. v. Megawide Construction Corporation, et. al.) pending before RTC Br. 16, Cebu City. Lastly, respondent Megawide asserts that there is no sufficient ground for the issuance of a Temporary Restraining Order, Writ of Preliminary Injunction, or Mandamus

On June 15, 2023, petitioner filed an Amended Petition dated June 14, 2023. In its Order dated December 4, 2023, the court directed the respondents to submit their respective comments to the Amended Petition. Consequently, on January 25, 2024, defendant Megawide filed a Comment of even date to the Amended Petition. Consequently, RTC Br. 58 issued an Order dated February 23, 2024 directing all parties to submit a Memorandum 27 regarding the application for a Preliminary Injunction within ten (10) days from February 23, 2024 and a Memorandum for the whole case within thirty (30) days from February 23, 2024; and thereafter, all parties are given fifteen (15) days to file a Reply Memorandum, if necessary. In line with this, the parties have filed their respective Memorandum regarding the application for a Preliminary Injunction.

In its Order dated 10 July 2024, the court denied the petitioner's application for a Preliminary Injunction. On 5 August 2024, the petitioner filed a Motion for Reconsideration of the denial. In an Order dated 18 December 2024, the court denied the Motion for Reconsideration

In a separate Order dated 18 December 2024, the court likewise denied the petitioners' Motion for Summary Judgment in Part (in lieu of Memorandum), requiring the petitioner to submit a Memorandum in connection with the main case. Following this submission, the case will be submitted for decision.

13. **HTLand, Inc. Request for Arbitration**

On November 13, 2024, the Company received a Request for Arbitration filed by HTLand, Inc. in connection with the All-Inclusive Construction Works Agreement dated June 3, 2019 for the construction of the project known as "Mandani Bay Quay - Phase 2 Block 1" at Mandani Bay Avenue cor. F. E. Zuellig Avenue, Mandaue City, Cebu. In the Request for Arbitration, the total sum in dispute claimed by HTLand, Inc. against the Company is One Billion Two Hundred Ninety-Five Million Three Hundred Ninety-Three Thousand Six Hundred Forty-One Pesos and 5/100 (₱1,295,393,641.05), excluding interest on all claims apart from the amount reconciled by the Company and HTLand, Inc.

On December 9, 2024, the Company submitted its Answer with Compulsory Counterclaim. The Company's counterclaim amounts to Five Hundred Forty-Seven Million, Five Hundred Forty-Two Thousand, Nine Hundred Seventy-Nine Pesos (₱547,542,979.00).

The amounts stated in the claims and counterclaims filed by both parties are subject to verification and thorough evaluation of the pleadings, documentary evidence, and other submissions. Through the arbitration process, an independent and impartial body reviews these materials to objectively assess the merits of each party's position. By carefully analyzing the arguments and evidence, the arbitral tribunal seeks to ensure a fair, balanced, and equitable resolution, adhering to the principles of neutrality and justice.

On December 16, 2024, HTLand, Inc. filed a Motion for Extension of Time and asked for an additional period of until January 10, 2025 to file its Reply to the Company's Answer with Compulsory Counterclaim, which was granted by CIAC.

On January 10, 2025, HTLand, Inc. filed its Reply with Answer to Counterclaims.

A case management conference has been set by the Arbitral Tribunal on 7 March 2025.

GOVERNMENT APPROVAL AND PERMITS

The Company has obtained and will obtain all such necessary and desirable government permits, consents, and authorizations that may be required for the conduct and continuance of its business. The Company and its subsidiaries intend to continue to comply, in all material respects, with applicable regulations and law which govern its various businesses.

At present, the material permits, licenses and certifications of the Company are as follows:

No	Issuing Agency	Permits/ Clearance	Date of Issuance	Expiration Date	Status/ Remarks
MEGAWIDE CONSTRUCTION CORPORATION					
1.	Business Permit and Licensing Office	Business Permit	03/19/2024	03/19/2025	Renewed
2.	Local Government Unit	Community Tax Certificate	03/07/2024	03/07/2025	Renewed
3.	Department of the Building Official	Building Permit 1st –6th floor	09/01/2009	N/A	
4.	Department of the Building Official	Building Permit 7th – 10th floor	04/02/2014	N/A	
5.	Philippine Contractors Accreditation Board	Contractor's License	07/01/2023	10/18/2025	Renewed
6.	Department of the Building Official	Certificate of Operation of Existing Machinery	09/17/2024	09/17/2025	Renewed
7.	Department of the Building Official	Certificate of Operation: Elevator	09/17/2024	09/72025	Renewed
8.	Department of the Building Official	Certificate of Annual Electrical Inspection	09/17/2024	09/17/2025	Renewed
9.	Department of the Building Official	Certificate of Operation: Internal Combustion Engine	09/17/2024	09/17/2025	Renewed
10.	Barangay Hall of Valencia	Barangay Clearance			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025.
11.	Philippine Health Insurance Corporation	Certificate of Registration	05/22/2019	N/A	
12.	Pag-Ibig Fund (Home	Clearance Certificate			Ongoing process of renewal. The

	Development Mutual Fund)				Estimated release date is on or before March 30, 2025.
13.	Department of the Building Official -Final Permit Division	Certificate of Final Inspection Certificate of Occupancy	07/22/2014	N/A	
14.	Securities and Exchange Commission	Amended Articles of Incorporation	09/22/2020	N/A	
15.	Securities and Exchange Commission	Amended By-Laws	09/22/2014	N/A	
16.	Securities and Exchange Commission	Certificate of Incorporation	07/28/2004	N/A	
17.	Securities and Exchange Commission	Certificate of Good Standing			Ongoing process. The Estimated release date is on or before March 30, 2025.
18.	Board of Investments	Certificate of Registration	02/22/2019	N/A	
19.	Department of Environment and Natural Resources	Environmental Compliance Certificate	08/20/2009 03/21/2012	N/A	
ALTRIA EAST LAND, INC.					
1.	Local Government Unit	Community Tax Certificate			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025.
2.	Barangay Hall of San Juan	Barangay Clearance			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025.
3.	Municipal Health Office	Sanitary Permit			Ongoing process of renewal. The Estimated release date is on or before June 30, 2025.
4.	Business Permit and Licensing Office	Business Permit			Ongoing process of renewal. The Estimated release date is on or before June 30, 2025

5.	Securities and Exchange Commission	Certificate of Incorporation	04/16/2010	N/A	
6	Securities and Exchange Commission	Certificate of Good Standing	December 13, 2024	December 13, 2025	Renewed.
MEGAWIDE TERMINALS, INC. (PREVIOUSLY KNOWN AS WM PROPERTY MANAGEMENT, INC.)					
1.	Business Permit and Licensing Office	Business Permit	03/20/2024	03/20/2025	Renewed.
2.	Local Government Unit	Community Tax Certificate			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025.
3.	Securities and Exchange Commission	Amended Articles of Incorporation (change of name)	01/07/2019	N/A	
4.	Securities and Exchange Commission	Amended Articles of Incorporation	05/08/2015	N/A	
5.	Securities and Exchange Commission	Certificate of Approval of Increase of Capital Stock	05/08/2015	N/A	
6.	Securities and Exchange Commission	Certificate of Incorporation	11/11/2011	N/A	
7.	Securities and Exchange Commission	Certificate of Good Standing	12/13/2024	12/13/2025	Renewed.
MEGAWIDE LAND, INC.					
1.	Business Permit and Licensing Office	Business Permit	03/20/2024	03/20/2025	Renewed
2.	Local Government Unit	Community Tax Certificate	02/27/2024	02/27/2025	Renewed
3.	Office of the City Health Office	Sanitary Permit	N/A	N/A	N/A
4.	City Environment and Natural Resources Office	Environmental Permit to Operate			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025.
5.	Barangay City Hall of Valencia	Barangay Clearance			Ongoing process of renewal. The Estimated

					release date is on or before March 30, 2025.
6.	Securities and Exchange Commission	Certificate of Incorporation	10/28/2016	N/A	
MWM TERMINALS, INC.					
1.	Business Permit and Licensing Office	Business Permit			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025.
2.	Local Government Unit	Community Tax Certificate			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025.
3.	Barangay Hall of Tambo	Barangay Clearance on Business			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025.
4.	Office of the City Health Office	Sanitary Permit to Operate			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025.
5.	Bureau of Fire Protection	Fire Safety Inspection Certificate	08/01/2024	08/01/2025	Renewed.
6.	Office of the Building Official	Mechanical Permit	10/04/2016	N/A	
7.	Office of the Building Official	Fencing Permit	04/25/2016	N/A	
8.	Office of the Building Official	Electrical Permit	10/04/2016	N/A	
9.	Office of the Building Official	Building Permit	10/04/2016	N/A	
10.	Office of the Building Official	Occupancy Permits	11/13/2018 11/04/2019 12/04/2019	N/A	
11.	Office of the Building Official	Electronic Permits	10/04/2016	N/A	
12.	Office of the Building Official	Earthquake Recording Instrument Installation	03/25/2024	N/A	

13.	Department of Environment and National Resources	Environmental Compliance Certificate	04/27/2016	N/A	
14.	City Planning and Development Coordinator's Office	Locational Clearance	09/05/2016	N/A	
15.	Securities and Exchange Commission	Amendment of Articles of Incorporation	12/29/2020	N/A	
16.	Securities and Exchange Commission	Amendment of Articles of Incorporation	04/10/2018	N/A	
17.	Securities and Exchange Commission	Certificate of Approval of Increase of Capital Stock	05/04/2016	N/A	
18.	Securities and Exchange Commission	Certificate of Incorporation	02/03/2015	N/A	
19.	Securities and Exchange Commission	Certificate of Good Standing	12/13/2024	12/13/2025	Renewed.
CEBU2WORLD DEVELOPMENT, INC.					
1.	Business Permit and Licensing Office	Business Permit			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025.
2.	Bureau of Internal Revenue	Certificate of Registration	11/03/2020	N/A	
3.	Securities and Exchange Commission	Amended Articles of Incorporation	03/04/2022	N/A	
4.	Securities and Exchange Commission	Certificate of Registration	11/03/2020	N/A	
5.	Pag-Ibig Fund (Home Development Mutual Fund)	Certificate of Registration	05/26/2022	N/A	
6.	Philippine Health Insurance Corporation	Certificate of Registration	02/11/2022	N/A	
7.	Social Security System	Employer Registration	01/28/2022	N/A	
8.	Treasurer's Office	Community Tax Certificate			Ongoing process of renewal. The Estimated release date is

					on or before March 30, 2025.
9.	Securities and Exchange Commission	Certificate of Good Standing	12/13/2024	12/13/2025	Renewed.
WIDE-HORIZONS, INC.					
1.	Securities and Exchange Commission	Certificate of Incorporation	11/16/2020	N/A	
2.	Business Permit and Licensing Office	Business Permit			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025.
3.	Securities and Exchange Commission	Certificate of Good Standing	December 13, 2024	December 13, 2025	Renewed.
TUNNEL PREFAB CORPORATION					
1.	Securities and Exchange Commission	Certificate of Incorporation	08/31/2022	N/A	
2.	Business Permit and Licensing Office	Business Permit			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025
3.	Securities and Exchange Commission	Certificate of Good Standing	12/13/2024	12/13/2025	Renewed.
MEGA EVOLUTION LAND, INC.					
1.	Securities and Exchange Commission	Certificate of Incorporation	08/31/2022	N/A	
2.	Business Permit and Licensing Office	Business Permit			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025.
MEGAWIDE ONEMOBILITY CORPORATION					
1.	Securities and Exchange Commission	Certificate of Incorporation	08/31/2022	N/A	
2.	Business Permit and Licensing Office	Business Permit			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025.
3.	Securities and Exchange Commission	Amended Articles of Incorporation (Change of Name)	11/17/2021	N/A	

4.	Securities and Exchange Commission	Certificate of Good Standing	12/13/2024	12/13/2025	Renewed.
PH1 WORLD DEVELOPERS, INC.					
1.	Securities and Exchange Commission	Certificate of Incorporation	08/31/2022	N/A	
2.	Securities and Exchange Commission	Amended Articles of Incorporation (Change of Name)	11/18/2020	N/A	
3.	Business Permit and Licensing Office	Business Permit			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025
4.	Securities and Exchange Commission	Certificate of Good Standing	12/12/2024	12/12/2025	Renewed.
PH1 WORLD LANDSCAPES, INC.					
1.	Securities and Exchange Commission	Certificate of Incorporation	08/31/2022	N/A	
2.	Business Permit and Licensing Office	Business Permit			Ongoing process of renewal. The Estimated release date is on or before March 30, 2025

CORPORATE GOVERNANCE

It is the firm belief of Megawide that an organization that faithfully practices and implements the core principles of good corporate governance such as honesty, integrity, fairness, accountability, and transparency will, more often than not, outperforms and outshines its competitors. Thus, Megawide is in full compliance with the rules and regulations of the SEC, the PSE, and all other relevant rules and regulations, especially those involving public-listed companies.

Below are some of the Company's policies and programs in relation to corporate governance:

1. In compliance with SEC M.C. No. 19, Series of 2016, Megawide adopted its New Manual and has taken several steps to apply its principles, such as constituting all the Board Committees required therein:

    i. Executive Committee;
    ii. Finance Committee;
    iii. Audit and Compliance Committee;
    iv. Board Risk Oversight Committee; and
    v. Governance, Nomination, and Compensation Committee.

    The charters and compositions of the foregoing Board Committees are in accordance with the Manual.

2. As of December 31, 2024, Megawide has elected two (2) Independent Directors to ensure that the Board will protect, not only the interests of the Company, but its shareholders as well.

3. To further its corporate governance initiatives, Megawide, in 2018, implemented its Code of Business Conduct and Ethics, Code of Conduct and Ethical Standards for Suppliers, Quality, Environment, Safety, and Health (QESH) Policy, Insider Trading Policy, and Conflict of Interest Policy Supplemental Guidelines and Conflict of Interest Disclosure Form. Further, Megawide actively rolled out its Whistleblowing Policy to its employees, suppliers, vendors, and clients, to encourage the disclosure of illegal and dishonest activities occurring within the Company.

4. In 2019, Megawide adopted its Anti-Fraud Policy, Board Self-Evaluation Policy, and introduced changes to its Related Party Transactions Policy in compliance with SEC M.C. No. 10 series of 2019. In the same year, Megawide released its New Manual on Corporate Governance effective April 3, 2019.

5. Megawide also conducted Advanced Corporate Governance Trainings with the assistance of the Institute of Corporate Directors in 2019, 2020, 2021, 2022 and 2024, which were attended by the Company's Directors and key officers.

6. The Board revised the Company's vision, mission, and values, which it launched in 2019.

7. To reinforce the Megawide's adherence to good corporate governance, and in compliance with its Manual and SEC M.C. No. 04, Series of 2019

8. The Company received the 2019 ASEAN Asset Class PLCs (Philippines) award in relation to its 2019 ASEAN Corporate Governance Scorecard (ACGS), where Megawide obtained a score of ninety-eight and 47/100 (98.47). The Company was also recognized by the Institute of Corporate Directors (ICD) with two (2) Golden Arrow Awards and was identified as the most improved publicly-listed Company in the Philippines in terms of corporate governance.

9. Meanwhile, for the 2021 and 2022 ACGS, Megawide received a Double Golden Arrow Award for its performance. This prestigious award is granted to publicly listed companies that achieve a score ranging from 90 to 99 points.

10. On September 19, 2024, the Company was once again recognized for its exceptional performance in the 2023 ACGS, receiving a single Golden Arrow Award for achieving a score between 90 and 99 points.

11. Additionally, for 2020, Megawide amended its governance structure and created several management committees, including their charters and procedures, for the proper management and control of the Company. Similarly, Megawide established the governance structures of its subsidiaries, such as MWMTI, Cebu2World, and Wide-Horizons. Moreover, Megawide implemented an Enterprise Risk Management Framework and a Risk-Based Internal Audit approach. Megawide subsequently adopted an Enterprise Risk Management Manual to implement its Enterprise Risk Management Framework.

12. On November 17, 2020, the Company conducted a seminar on the Data Privacy Act and its implementing rules and regulations, to remind its employees of their obligations and responsibilities therein.

13. Pursuant to its annual compliance procedures, the Company, in 2020, required its employees to complete the Conflict of Interest Disclosure Form to ensure that all conflicts of interest are disclosed, and every year thereafter.

14. The results of the annual Board self-evaluation for 2020 was discussed and deliberated during the Governance, Nominations, and Compensation Committee (GNCC) held last March 04, 2021. The said results shall remain confidential. By company policy, this

exercise is conducted on an annual basis. Additionally, an evaluation was also done for 2024, and the results were discussed by the GNCC on December 4, 2024.

15. Megawide is committed to complying with Republic Act No. 10173 or the Data Privacy Act, its Implementing Rules and Regulations, and other related government issuances (the "Data Protection Laws"). As such, Megawide continues to regard data privacy seriously by conducting orientation for new hires on the Data Protection Laws to guarantee employee awareness. During the said orientation, the Legal Department informs the new employees of their rights and obligations under the Data Protection Laws, including the data privacy measures being implemented by Megawide.

16. The Company also adheres with the regulatory requirements on corporate governance through the timely submission of its Integrated Annual Corporate Governance Report with the SEC and the regular updating of its corporate website (www.megawide.com.ph).

A full discussion on the corporate governance practices of Megawide are also provided and explained in its Integrated Annual Corporate Governance Report (I-ACGR).

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following management's discussion and analysis of the Company's financial condition and results of operations should be read in conjunction with the Company's audited and unaudited financial statements, including the related notes, contained in this Prospectus. This Prospectus contains forward-looking statements that involve risks and uncertainties. The Company cautions investors that its business and financial performance is subject to substantive risks and uncertainties. The Company's actual results may differ materially from those discussed in the forward- looking statements as a result of various factors, including, without limitation, those set out in "Risk Factors" of the Prospectus. In evaluating the Company's business, investors should carefully consider all of the information contained in "Risk Factors" of the Prospectus

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS FOR THE NINE (9) MONTHS ENDED SEPTEMBER 30, 2024 COMPARED TO THE NINE (9) MONTHS ENDED SEPTEMBER 30, 2023

Results of Operations

Amounts in ₱ thousands	September		Horizontal Analysis		Vertical Analysis	
	2024	2023	Amount	%	2024%	2023%
REVENUES						
Construction operation revenues	15,521,869	15,182,522	339,347	2%	95%	98%
Landport operations revenues	386,015	339,734	46,281	14%	2%	2%
Real estate revenues	440,177	36,525	403,652	1105%	3%	0%
	16,348,061	15,558,781	789,280	5%	100%	100%
DIRECT COSTS						
Cost of construction operations	12,809,301	13,345,176	(535,875)	-4%	78%	86%
Cost of landport operations	245,836	257,010	(11,174)	-4%	2%	2%
Cost of real estate operations	186,737	22,804	163,933	719%	1%	0%
	13,241,874	13,624,990	(383,116)	-3%	81%	88%
GROSS PROFIT	3,106,188	1,933,791	1,172,396	61%	19%	12%
INCOME AND EXPENSES						
Other operating expenses	(1,068,065)	(1,057,535)	(10,530)	1%	-7%	-7%
Finance costs	(1,848,152)	(1,581,947)	(266,205)	17%	-11%	-10%
Finance income	548,048	789,887	(241,838)	-31%	3%	5%
Others – net	145,001	262,754	(117,753)	-45%	1%	2%
	(2,223,168)	(1,586,841)	(636,327)	40%	-14%	-10%
PROFIT (LOSS) BEFORE TAX	883,019	346,950	536,069	155%	5%	2%
TAX INCOME (EXPENSE)	(308,099)	(14,401)	(293,698)	2039%	-2%	0%
NET INCOME (LOSS)	**574,920**	**332,549**	**242,371**	**73%**	**4%**	**2%**
Net Profit Attributable To:						
Shareholders of the Parent Company	589,734	333,308	256,427	77%	4%	2%
Non-controlling interests	(14,814)	(758)	(14,056)	1853%	0%	0%
Earnings per Share:	₱0.13	₱0.02				

Review of results for the nine (9) months ended September 30, 2024 as compared with the results for the nine (9) months ended September 30, 2023.

Revenues increased by 5% or ₱789 million
Consolidated revenues for the period amounted to ₱16.3 billion, 5% or ₱789 million higher than the same period last year. The improvement was driven by the contribution from the construction segment and real estate segment. Real estate segment was only consolidated starting 3Q2023 after the acquisition of PH1 in July 2023.
Construction revenues amounted to ₱15.5 billion – at par with the previous year – and contributed 95% to total consolidated revenues. The segment benefitted from robust construction activities and steady progress accomplishment of its existing order book.

New projects during the period amounted to ₱8.9 billion, mostly from affiliate Megawide Citicore Construction Corp. Inc. (MCCCI), representing several locations of Citicore's solar power capacity expansion, and CP-104 of the Metro Manila Subway System Project. These brought total order book to ₱42.6 billion as of end September 2024.

Revenue from newly consolidated real estate operations amounted to ₱440 million for the period, and this came from its ongoing projects, My Enso Lofts, The Hive, Northscapes, Modan Lofts, and One Lancaster Park. Landport operations meanwhile delivered a revenue of ₱386 million from commercial spaces, 14% more than the same period last year.

Direct Costs declined by 3% or ₱383 million
Consolidated direct costs amounted to ₱13.2 billion, 3% or ₱383 million lower from the previous year's level because of the application strategic vendor sourcing, push for project-wide use of precast methodologies, and costs related to variation orders were already incurred in the prior year.

Cost of real estate operations, meanwhile, amounted to ₱187 million, while landport-related costs reached ₱246 million, slightly lower by ₱11 million, due to lower office occupancy.

Gross Profit increased by 61% or ₱1.2 billion
Consolidated gross profit reached ₱3.1 billion, translating to a consolidated gross profit margin of 19%. The construction business contributed ₱2.7 billion while real estate development chipped in ₱253 million, with landport operations accounting for the balance of ₱140 million.

Other Operating Expenses decreased by 1%
Other Operating Expenses during the period amounted to ₱1.1 billion, lower by P11 million as the Group continued to implement more conscious cost reduction measures across the organization.

Finance Costs increased by 17% or ₱266 million
Finance costs amounted to P1.8 billion, higher by ₱266 million, attributed to a higher loan balance from newly drawn working lines of the Group.

Finance Income decreased by 31% or ₱242 million
Finance income amounted to ₱548 million and was ₱242 million lower than in the same period last year due to lower cash balance for the period compared with the same period last year.

Others - net decreased by 45% or ₱118 million
Others - net generated an income of ₱145 million, traced mainly to ancillary services and common area charges offered at PITX, income from scrap sales and gain on disposals of property, plant and equipment.

Tax Expense increased by ₱294 million
Tax expense amounted to ₱308 million and was ₱294 million higher than the same period last year due to higher taxable income for the period.

Consolidated Net Income increased by ₱242 million
Consolidated net income from continuing operations amounted to ₱575 million, 73% higher compared with the net income of ₱333 million in the same period last year. The performance was driven by steady performance of construction operations, complemented by lower costs and expense management.

Financial Condition

Amounts in ₱ thousands	September 30 2024	December 31 2023	Horizontal Analysis Amount	%	Vertical Analysis 2024%	2023%
ASSETS						
CURRENT ASSETS						
Cash and cash equivalents	5,849,242	4,878,885	970,356	20%	9%	7%
Trade and other receivables - net	20,840,603	19,155,919	1,684,684	9%	30%	29%
Construction materials	1,985,961	2,279,339	(293,378)	-13%	3%	3%
Real estate inventories	4,301,213	3,872,922	428,291	11%	6%	6%
Contract assets	6,131,152	5,640,189	490,963	9%	9%	9%
Other current assets	10,443,281	11,413,433	(970,153)	-9%	15%	17%
	49,551,451	47,240,687	2,310,764	5%	73%	71%
Non-current asset classified as held for sale	2,879,770	2,879,770	-	0%	4%	4%
Total Current Assets	52,431,221	50,120,457	2,310,764	5%	77%	76%
NON-CURRENT ASSETS						
Financial assets at fair value through other comprehensive income	3,544	3,544	-	0%	0%	0%
Investments in associates & joint ventures	282,883	257,239	25,644	10%	0%	0%
Property, plant, and equipment - net	5,924,827	6,277,620	(352,793)	-6%	9%	9%
Investment properties - net	4,763,191	4,818,852	(55,661)	-1%	7%	7%
Goodwill	3,797,070	3,797,070	-	0%	6%	6%
Deferred tax assets - net	733,913	697,716	36,197	5%	1%	1%
Other non-current assets	393,571	354,643	38,928	11%	1%	1%
Total Non-current Assets	15,898,999	16,206,684	(307,685)	-2%	23%	24%
TOTAL ASSETS	68,330,220	66,327,140	2,003,080	3%	100%	100%
LIABILITIES AND EQUITY						
CURRENT LIABILITIES						
Interest-bearing loans and borrowings	18,900,560	21,043,828	(2,143,268)	-10%	28%	32%
Trade and other payables	4,571,582	4,653,529	(81,947)	-2%	7%	7%
Contract liabilities	3,727,082	4,901,661	(1,174,578)	-24%	5%	7%
Exchangeable notes	7,763,200	7,763,200	-	0%	11%	12%
Other current liabilities	430,507	357,162	73,345	21%	1%	1%
Total Current Liabilities	35,392,931	38,719,379	(3,326,448)	-9%	52%	58%
NON-CURRENT LIABILITIES						
Interest-bearing loans and borrowings	14,988,491	9,558,176	5,430,315	57%	22%	14%
Contract liabilities	347,381	373,703	(26,322)	-7%	1%	1%
Post-employment defined benefit obligation	249,417	249,417	-	0%	0%	0%
Other non-current liabilities	282,863	493,691	(210,828)	-43%	0%	1%
Total Non-current Liabilities	15,868,152	10,674,987	5,193,165	49%	23%	16%
Total Liabilities	51,261,083	49,394,367	1,866,716	4%	75%	74%
EQUITY						
Equity attributable to shareholders of the Parent Company:						
Capital stock	2,545,302	2,545,302	-	0%	4%	4%
Additional paid-in capital	18,460,790	18,460,790	-	0%	27%	28%
Treasury shares	(11,237,704)	(11,237,704)	-	0%	-16%	-17%
Revaluation reserves - net	181,528	175,787	5,741	3%	0%	0%
Retained earnings (deficit)	6,617,344	6,471,908	145,436	2%	10%	10%
Total equity attributable to shareholders of the Parent Company	16,567,260	16,416,083	151,177	1%	24%	25%
Non-controlling interests	501,877	516,691	(14,814)	-3%	1%	1%
Total Equity	17,069,137	16,932,774	136,363	1%	25%	26%
TOTAL LIABILITIES AND EQUITY	68,330,220	66,327,140	2,003,080	3%	100%	100%

Review of financial conditions as of September 30, 2024 as compared with financial conditions as of December 31, 2023.

ASSETS

Current Assets increased by 5% or by ₱2.3 billion

The following discussion provides a detailed analysis of the increase in current assets:

Cash and Cash Equivalents increased by 20% or ₱970 million
The increase in cash and cash equivalents was due to effective management of cash resources to maintain a strong liquidity position, focusing on balancing outflows with available cash and ensuring ongoing commitments are met.

Trade and Other Receivables increased by 9% or by ₱1.6 billion
The increase in trade and other receivables is related to increase in construction receivables that were subsequently collected in the following month and increase in retention receivables, which will be collected upon completion of the projects.

Construction Materials decreased by 13% or by ₱293 million
The decrease in inventory levels during the period was due to the steady progress accomplishment across all projects.

Real estate inventories amounted to ₱4.3 billion
Real estate inventories pertain to cost incurred of the on-going real estate projects.

Contract Assets increased by 9% or ₱491 million
The increase in contract assets is attributed to the timing difference on actual billing for portion of work-in-progress completed during the period, which will be billed and evaluated by the client upon completion of the said scope or activity.

Other Current Assets decreased by 9% or by ₱970 million
The decrease was mainly due to the recoupment of advances from suppliers and subcontractors prorated to their work progress during the period and decrease in prepaid taxes due to payment of income tax for the quarter.

Non-Current Asset Held for Sale remains at ₱2.9 billion
Total noncurrent assets held for sale pertains to the fair value of investment in GMCAC representing the Company's remaining 33 & 1/3% plus 1 share.

Non-Current Assets amounted to ₱15.9 billion
The following discussion provides a detailed analysis of the decrease in non-current assets:

Financial Assets at Fair Value Through Other Comprehensive Income (FVTOC) remains at ₱4 million
FVTOC which represents shares of stocks held to unconsolidated entity and golf shares with no published market value references remains at ₱4 million for both periods.

Investments in Associates and Joint Ventures increased by 10% or ₱26 million
The increase is due to the share in the net profit taken up on the Group's investment in various joint ventures and associates and additional investment in data center business.

Property, Plant and Equipment decreased by 6% or ₱353 million
The decrease was attributed to the Group's depreciation charges on property, plant and equipment.

Investment Properties decreased by 1% or ₱56 million
The decrease is mainly related to the depreciation charges for the period and acquisitions of investment properties.

Deferred tax assets increased by 5% or ₱36 million
The increase was mainly due to temporary differences arising from the difference between the tax reporting base and financial reporting base used in revenue recognition.

Goodwill amounted to ₱3.8 billion
On July 12, 2023, the Parent Company executed a Share Purchase Agreement to acquire 100% of the outstanding capital stock of PH1 from Citicore for a total cash consideration of ₱5,200.0 million. As a result of the acquisition, the Parent Company obtained controlling interest over PH1. The transaction resulted to a goodwill from acquisition as the consideration paid is higher than the fair value of net identifiable assets acquired.

Other Non-Current Assets increased by 11% or ₱39 million
The increase in Other Non-Current Assets was mainly due to the increase in the deposits for condominium units of the Group.

LIABILITIES AND EQUITY
Current Liabilities decreased by 9% or ₱3.3 billion
The following discussion provides a detailed analysis of the decrease in current liabilities:

Interest-Bearing Loans and Borrowings-Current decreased by 10% or ₱2.1 billion
The decrease is mainly due to the repayments of corporate note during the period.

Trade and Other Payables decreased by 2% or ₱82 million
The decrease is due to net payments made to vendors across all units.

Contract liabilities – current decreased by 24% or ₱1.2 billion
The decrease is mainly related to recoupment of downpayments from client.

Exchangeable notes amounted to ₱7.8 billion
In 2022, the Parent Company issued Exchangeable notes in favor of AIC. The notes will mature on October 30, 2024 (exercise date) and are expected to be exchanged by AIC for the rest of the 33% plus 1 share of GMCAC's outstanding capital stock currently held by the Parent Company.

As the transaction is expected to be completed in 2024, the Exchangeable Notes was presented under Current Liabilities in the 2024.

Other Current Liabilities increased by 21% or ₱73 million
The increase is due to the increase in tax liabilities of the Group such as government liabilities and output VAT,

Non-Current Liabilities increased by 49% or ₱5.2 billion
The following discussion provides a detailed analysis of the increase in non-current liabilities:

Loans and Borrowings-Non-Current increased by 57% or ₱5.4 billion
The increase is attributable to the listed fixed-rate bonds in the total amount of ₱4,000.0 million, inclusive of the ₱1,000.0 million oversubscription option, with the Philippine Dealing & Exchange Corp during the period. This will be used primarily by the Parent Company to refinance its short-term debts, fund its capital expenditures and other general corporate requirements.

The increase is also due to the drawdown from the Omnibus Loan and Security Agreement entered into during the period by Cebu2world with a local universal bank for a loan facility to finance the development, design, construction and completion of the ongoing projects.

Contract liabilities –noncurrent decreased by 7% or ₱26 million
The decrease is related to the reclassification of the non-current portion to the current portion based on the remaining terms of the contract. This was offset by the downpayments received for newly awarded contracts such as new packages for Luntal Solar Power Plant, Binalonan Solar Power Plant, Arayat Solar Power Plant, Sta. Barbara Solar Power Plant, Bolbok Solar Power Plant, Pagbilao Solar Power Plant and new packages for Modan Lofts Ortigas.

Other non-current liabilities decreased by 43% or ₱211 million
The decrease is mainly related application of the outstanding security deposits from tenants of the landport business.

Equity attributable to Parent increased by ₱151 million
The increase in equity was due to the net income amounting to ₱595 million. The increase was offset by the declaration of cash dividends amounting to ₱323 million to preferred stock shareholders and ₱121 million due to the effect of restatement as a result of the new standard.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2023 COMPARED TO YEAR ENDED DECEMBER 31, 2022

Results of Operations

Amounts in ₱ thousands	December 31 2023	December 31 2022	Horizontal Analysis Amount	Horizontal Analysis %	Vertical Analysis 2023%	Vertical Analysis 2022%
REVENUES						
Construction operation revenues	18,141,512	14,583,322	3,558,190	24%	97%	98%
Landport operations revenues	347,752	258,329	89,423	35%	2%	2%
Real estate revenues	148,891	-	148,891	NA	1%	0%
	18,638,155	14,841,651	3,796,504	26%	100%	100%
DIRECT COSTS						
Cost of construction operations	16,025,104	12,557,582	3,467,522	28%	86%	85%
Cost of landport operations	360,846	364,306	(3,460)	-1%	2%	2%
Cost of real estate operations	72,152	-	72,152	NA	0%	0%
	16,458,102	12,921,888	3,536,214	27%	88%	87%
GROSS PROFIT	2,180,053	1,919,763	260,290	14%	12%	13%
INCOME AND EXPENSES						
Other operating expenses	(1,302,452)	(1,193,636)	(108,816)	9%	-7%	-8%
Impairment losses on receivables and contract assets	(35,269)	(1,722,577)	1,687,308	-98%	0%	-12%
Finance costs	(2,061,753)	(1,657,070)	(404,683)	24%	-11%	-11%
Finance income	1,047,013	526,022	520,991	99%	6%	4%
Others – net	499,183	(433,681)	932,863	-215%	3%	-3%
	(1,853,278)	(4,480,942)	2,627,664	-59%	-10%	-30%
PROFIT (LOSS) BEFORE TAX	326,775	(2,561,179)	2,887,954	-113%	2%	-17%
TAX INCOME (EXPENSE)	(57,618)	689,157	(746,776)	-108%	0%	5%
NET PROFIT (LOSS) FROM CONTINUING OPERATIONS	**269,157**	**(1,872,022)**	**2,141,179**	**-114%**	**1%**	**-13%**
NET PROFIT (LOSS) FROM DISCONTINUED OPERATIONS	**-**	**4,704,768**	**(4,704,768)**	**-100%**	**0%**	**32%**
NET INCOME (LOSS)	**269,157**	**2,832,746**	**(2,563,589)**	**-90%**	**1%**	**19%**
Net Profit Attributable To:						
Shareholders of the Parent Company	283,490	3,577,706	(3,294,216)	-92%	2%	24%
Non-controlling interests	(14,333)	(114)	(14,219)	12454%	0%	0%
Earnings per Share:	-₱0.06	₱1.54				

Results of Continuing Operations

Review of results for the year ended December 31, 2023 as compared with the results for the year ended December 31, 2022.

Revenues increased by 26% or ₱3.8 billion

Consolidated revenues for the year amounted to ₱18.6 billion, 26% or ₱3.8 billion higher than last year. The improvement was across all segments, driven primarily by construction operations and contribution from real estate operations.

Construction revenues amounted to ₱18.1 billion – 24% more than 2022 – and contributed 97% to total consolidated revenues. The segment benefitted from steady completion of existing projects, particularly Suncity's Westside City Resorts Complex and the Malolos Clark Railway Project Phase 1. New projects secured during the year included Hotel 101 in Libis and Lumbangan Solar Power Plant, bringing the order book to ₱43.1 billion as of end of the year.

Landport operations meanwhile delivered higher revenue of ₱347.8 million from office towers and commercial spaces, 35% more than the previous year, and contributed close to 2% to the total consolidated revenues due to increasing foot traffic.

Direct Costs increased by 27% or ₱3.5 billion
Consolidated direct costs amounted to ₱16.5 billion, 27% higher and consistent with the growth in revenues. Cost of construction comprised bulk with landport related costs slightly lower, as a result of cost management amid a challenging office leasing environment. Cost of real estate operations amounted to ₱72.2 million and was mainly attributed to land and development cost associated with new project launches.

Gross Profit increased by 14% or ₱260.0 million
Consolidated gross profit reached to ₱2.2 billion, translating to a consolidated gross profit margin of 12%. The construction business contributed ₱2.1 billion while real estate development chipped in ₱76.7 million – more than offsetting the ₱13.1 million loss incurred by landport operations.

Other Operating Expenses increased by 9% or ₱108.9 million
Other Operating Expenses during the year amounted to ₱1.3 billion. The increase of ₱108.9 million is mainly due to increase in fixed costs in support of the Company growth plans for various infrastructure and development projects that it will be undertaking such as the execution of ₱18.0 billion CP104 of the Metro Manila Subway System Project, awarded to the Company, together with its Japanese consortium partners.

Impairment Losses decreased by 98% or ₱1.7 billion
Impairment losses was down to ₱35.3 million from previous year's ₱1.7 billion, coming from discontinued projects arising from the pandemic. The Parent Company provided provisions and write-off on certain projects under contract asset during 2022, largely affected by the COVID-19 pandemic, which were not present in 2023.

Finance Costs increased by 24% or ₱404.7 million
Finance costs amounted to ₱2.1 billion, higher by ₱404.7 million, attributed to a higher loan balance from newly drawn working lines and an elevated interest rate scenario throughout 2023.

Finance Income increased by 99% or ₱521.0 million
Finance income by amounted to ₱1.1 billion and was ₱521.0 million more than the previous year. The improvement was attributed to more efficient treasury management via money market placements, taking advantage of attractive yields driven by higher interest rates.

Others – net increased by 215% or ₱932.9 million
Others – net amounted to ₱499.2 million income and reversed the loss from the previous year, which was attributed to impairment losses on non-financial assets related to certain deferred fulfilment costs related to specific construction contracts and investments in associates that were affected by changes in the political and economic landscape in 2022.

Tax Expense increased by 108% or ₱746.8 million
Consolidated profit before tax amounted to ₱326.8 million, reversing the pre-tax loss in 2022, which resulted in a tax expense of ₱57.6 million.

Consolidated Net Income amounted to ₱269.2 million
Consolidated net income from continuing operations amounted to ₱269.2 million in 2023, compared with a net loss of ₱1.9 billion in 2022. The performance was driven by recovery in construction operations and initial contribution from real estate operations, coupled with liability and treasury management, delivering a net interest income for the year.

Financial Condition

Amounts in ₱ thousands	December 31		Horizontal Analysis		Vertical Analysis	
	2023	2022	Amount	%	2023%	2022%
ASSETS						
CURRENT ASSETS						
Cash and cash equivalents	4,878,885	15,758,197	(10,879,312)	-69%	7%	24%
Trade and other receivables - net	19,155,919	18,361,000	794,919	4%	29%	28%
Construction materials	2,279,339	2,126,166	153,173	7%	3%	3%
Real estate inventories	3,872,922	-	3,872,922	NA	6%	0%
Contract assets	5,640,189	5,106,308	533,881	10%	9%	8%
Other current assets	11,413,433	9,563,285	1,850,148	19%	17%	14%
	47,240,687	50,914,956	(3,674,269)	-7%	71%	77%
Non-current asset classified as held for sale	2,879,770	2,879,770	-	0%	4%	4%
Total Current Assets	50,120,457	53,794,726	(3,674,269)	-7%	76%	81%
NON-CURRENT ASSETS						
Financial assets at fair value through other comprehensive income	3,544	3,544	-	0%	0%	0%
Investments in associates & joint ventures	257,239	231,296	25,943	11%	0%	0%
Property, plant, and equipment - net	6,277,619	6,734,023	(456,404)	-7%	9%	10%
Investment properties - net	4,818,852	4,699,071	119,780	3%	7%	7%
Goodwill	3,797,070	-	3,797,070	NA	6%	0%
Deferred tax assets - net	697,716	689,305	8,412	1%	1%	1%
Other non-current assets	354,643	300,790	53,853	18%	1%	0%
Total Non-current Assets	16,206,683	12,658,030	3,548,652	28%	24%	19%
TOTAL ASSETS	66,327,140	66,452,756	(125,616)	0%	100%	100%
LIABILITIES AND EQUITY						
CURRENT LIABILITIES						
Interest-bearing loans and borrowings	21,043,828	14,707,802	6,336,026	43%	32%	22%
Trade and other payables	4,653,529	5,332,738	(679,209)	-13%	7%	8%
Contract liabilities	4,901,660	3,590,333	1,311,327	37%	7%	5%
Exchangeable notes	7,763,200	-	7,763,200	NA	12%	0%
Other current liabilities	357,162	306,529	50,634	17%	1%	0%
Total Current Liabilities	38,719,379	23,937,401	14,781,978	62%	58%	36%
NON-CURRENT LIABILITIES						
Interest-bearing loans and borrowings	9,558,176	13,071,220	(3,513,044)	-27%	14%	20%
Contract liabilities	373,703	1,405,179	(1,031,476)	-73%	1%	2%
Post-employment defined benefit obligation	249,417	237,401	12,017	5%	0%	0%
Exchangeable notes	-	7,763,200	(7,763,200)	-100%	0%	12%
Other non-current liabilities	493,691	371,474	122,217	33%	1%	1%
Total Non-current Liabilities	10,674,987	22,848,474	(12,173,487)	-53%	16%	34%
Total Liabilities	49,394,367	46,785,875	2,608,491	6%	74%	70%
EQUITY						
Equity attributable to shareholders of the Parent Company:						
Capital stock	2,545,302	2,528,052	17,250	1%	4%	4%
Additional paid-in capital	18,460,790	16,987,856	1,472,934	9%	28%	26%
Deposit on future stock subscription	-	2,250	(2,250)	-100%	0%	0%
Treasury shares	(11,237,704)	(8,615,691)	(2,622,013)	30%	-17%	-13%
Revaluation reserves - net	175,787	149,759	26,028	17%	0%	0%
Retained earnings (deficit)	6,471,908	8,612,106	(2,140,198)	-25%	10%	13%
Total equity attributable to shareholders of the Parent Company	16,416,083	19,664,332	(3,248,249)	-17%	25%	30%
Non-controlling interests	516,691	2,549	514,142	20174%	1%	0%
Total Equity	16,932,774	19,666,881	(2,734,107)	-14%	26%	30%
TOTAL LIABILITIES AND EQUITY	66,327,140	66,452,756	(125,616)	0%	100%	100%

Review of financial conditions as of December 31, 2023 as compared with financial conditions as of December 31, 2022

ASSETS

Current Assets decreased by 7% or by ₱3.7 billion

The following discussion provides a detailed analysis of the increase in current assets:

Cash and Cash Equivalents decreased by 69% or ₱10.9 billion
The decrease in cash and cash equivalents was mainly due to the retirement of preferred shares, acquisition of PH1 World Developers, as well as payment of interest cost and dividends and other working capital requirements.

Trade and Other Receivables increased by 4% or by ₱794.9 million
The increase in contract receivables was related to milestone payment contractual arrangement with customers, special payment arrangements to key clients and timing difference in collections as substantial portion of work accomplishment has been billed towards the end of the quarter and hence are being reviewed by the client whereas some recently billed receivables are not yet due.

Construction Materials increased by 7% or ₱153.2 million
The increase in inventory levels during the period was due to the new projects started during the period, as well as to comply with the Company's business strategy to maintain buffer levels of inventory at site, considering longer procurement lead time during the quarantine period imposed by the government.

Real estate inventories amounted to ₱3.9 billion
Real estate inventories pertain to cost incurred relating to the Group's development and construction of its residential condominium projects. On July 12, 2023, the Group executed a Share Purchase Agreement to acquire 100% of the outstanding capital stock of PH1 from Citicore for a total cash consideration of ₱5.2 billion. As a result of the acquisition of PH1, the acquisition date fair value of the real estate inventories amounting to ₱3.3 billion was recognized.

Contract assets increased by 10% or ₱533.9 million
The increase in contract assets was attributed to timing difference on actual billing for portion of work-in-progress completed during the period, which can be billed and evaluated by the client upon completion of the said scope or activity. The acquisition date fair value of the contract assets amounting to ₱113 million was recognized following the acquisition of PH1.

Other Current Assets increased by 19% or by ₱1.9 billion
The increase was mainly due to advances made to its suppliers and subcontractors for its new projects to lock in prices for steel required for the structural construction and increase in prepaid taxes related to the excess of creditable withholding tax payments over the current tax due.

Non-Current Asset Held for Sale remains at ₱2.9 billion
Total noncurrent assets held for sale pertains to the fair value of investment in GMCAC representing the Company's remaining 33 & 1/3% plus 1 share.

Non-Current Assets amounted to ₱16.2 billion

The following discussion provides a detailed analysis of the decrease in non-current assets.

Financial Assets at Fair Value Through Other Comprehensive Income (FVTOC) remains at ₱3.5 million
FVTOC which represents shares of stocks held to unconsolidated entity and golf shares with no published market value references remains at ₱3.5 million for both periods.

Investments in Associates and Joint Ventures increased by 11% or by ₱25.9 million
The increase was due to additional investment in data center business which is offset by share in the net losses taken up on the Group's investment in various joint ventures and associates.

Property, Plant and Equipment decreased by 7% or by ₱456.4 million

The Group recognized depreciation charges on property, plant and equipment amounting to ₱1.2 billion and procured certain pre-cast equipment to expand capacity of Pre-Cast and Construction Solutions and service units as well as various specialized equipment to support specification requirement of the ongoing projects.

Investment Properties increased by 3% or by ₱119.8 million
The increase was related to the additions in the landport property amounting to ₱25.8 million representing additional improvements in the commercial and parking area. The increase is also related to the additional land development cost amounting to ₱217.2 million. This was reduced by depreciation charges for the period amounting to ₱123 million.

Goodwill amounted to ₱3.8 billion
On July 12, 2023, the Parent Company executed a Share Purchase Agreement to acquire 100% of the outstanding capital stock of PH1 from Citicore for a total cash consideration of ₱5.2 billion. As a result of the acquisition, the Parent Company obtained controlling interest over PH1. The transaction resulted to a goodwill from acquisition as the consideration paid is higher than the fair value of net identifiable assets acquired.

Deferred tax assets increased by ₱8.4 million
The increase was mainly due to temporary difference arising from net operating loss carry over (NOLCO).

Other Non-Current Assets increased by 18% or ₱53.9 million
The increase was mainly due to the deposits for condominium units which represent initial downpayments made for the purchase of condominium units.

Determination of Control, Joint Control and Significant Influence
Management considers that the Group has control over Famtech despite owning 49% of its outstanding capital stock as the Group directs the overall business operations of Famtech through its Vice Chairman who is also the President of the Parent Company.

Further, the Management of the Company also consider the following factors in assessing control over Famtech.

1. Based on the agreement, the Company shall have the following functions and responsibilities:
   i. incorporates the joint venture company with an initial authorized capital stock of PHP 1 million
   ii. enter into a development agreement with the joint venture
   iii. provide overall development management and oversight for project. Shall have the sole authority and discretion to select, and engage contractors and suppliers for the project.
   iv. shall take the lead in the technical, engineering and architectural aspects of each subsequent phase.
2. The President and Treasurer/CFO of PH1 also holds the same position in Famtech.

LIABILITIES AND EQUITY

Current Liabilities increased by 62% or ₱14.8 billion

The following discussion provides a detailed analysis of the decrease in current liabilities:

Interest-Bearing Loans and Borrowings-Current increased by 43% or by ₱6.3 billion
The increase was due to availments made to support the working capital requirements of the Group and reclassification of the noncurrent portion of corporate notes to current portion based on schedule payments within one year horizon. The increase was offset by the repayments of short-term loans and lease liabilities during the period.

Trade and Other Payables decreased by 13% or by ₱679.2 million
The decrease was mainly due to volume and timing of purchases and payments to suppliers and subcontractors.

Contract liabilities – current increased by 37% or ₱1.3 billion

The increase was related to downpayment from newly awarded projects such as Hotel 101 and Lumbangan Solar Power Plant. The increase is also due to the effect of consolidation of PH1. The acquisition date fair value of the contract liabilities amounting to ₱281 million was recognized during the period.

Exchangeable notes remains at ₱7.8 billion
In 2022, the Parent Company issued Exchangeable notes in favor of AIC. The notes will mature on October 30, 2024 (exercise date) and are expected to be exchanged by AIC for the rest of the 33% plus 1 share of GMCAC's outstanding capital stock currently held by the Parent Company.

Other Current Liabilities increased by 17% or by ₱50.6 million
The increase of ₱50.6 million was mainly due to the increase in tax liabilities of the Group including deferred revenue which represents advance payments from customers and concessionaires that are subject to refund or future billing applications within 12 months from the end of the reporting period.

Non-Current Liabilities decreased by 53% or ₱12.2 billion

The following discussion provides a detailed analysis of the increase in non-current liabilities:

Loans and Borrowings-Non-Current decreased by 27% or ₱3.5 billion
Noncurrent portion of finance lease payables and corporate note were reclassified to current loans based on scheduled payments within one year horizon. Meanwhile, the decrease was offset by the effect of consolidation of PH1.

Contract liabilities – noncurrent decreased by 73% or ₱1.0 billion
The decrease was mainly related to reclassification to current portion of customer advances upon recoupment based on construction schedule.

Post employment defined benefit obligation increased by 5% or by ₱12.0 million
The post-employment defined benefit obligation increased due to experience adjustments and changes in financial assumptions.

Other non-current liabilities increased by 33% or ₱122.2 million
The increase was mainly related to deposits and advances received from tenants to be applied on future rentals due on the lease of the Group's investment properties.

Equity attributable to Parent decreased by 17% or by ₱3.3 billion
The decrease in equity was due to the declaration of cash dividends amounting to ₱2.4 billion to preferred and common stock shareholders, retirement of preferred shares series 2A amounting to ₱2.6 million. The decrease was offset by the issuance of preferred shares series 5 amounting to ₱1.5 million net income amounting to ₱295 million.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS AS OF AND FOR THE FULL YEAR ENDED DECEMBER 31, 2022 COMPARED TO FULL YEAR ENDED DECEMBER 31, 2021

Results of Operations

Amounts in ₱ thousands	December 31 2022	2021	Horizontal Analysis Amount	%	Vertical Analysis 2022%	2021%
REVENUES						
Construction operation revenues	14,583,322	14,329,464	253,858	2%	98%	95%
Landport operations revenues	258,329	715,039	(456,711)	-64%	2%	5%
Real estate revenues	-	-	-	NA	0%	0%
	14,841,651	15,044,503	(202,853)	-1%	100%	100%
DIRECT COSTS						
Cost of construction operations	12,557,582	12,130,698	426,884	4%	85%	81%
Cost of landport operations	364,306	369,474	(5,167)	-1%	2%	2%
Cost of real estate operations	-	-	-	NA	0%	0%
	12,921,888	12,500,172	421,716	3%	87%	83%
GROSS PROFIT	1,919,763	2,544,331	(624,569)	-25%	13%	17%
INCOME AND EXPENSES						
Other operating expenses	(1,193,636)	(1,132,228)	(61,408)	5%	-8%	-8%
Impairment losses on receivables and contract assets	(1,722,577)	(213,282)	(1,509,295)	708%	-12%	-1%
Finance costs	(1,657,070)	(1,515,277)	(141,793)	9%	-11%	-10%
Finance income	526,022	472,499	53,523	11%	4%	3%
Others – net	(433,681)	415,160	(848,841)	-204%	-3%	3%
	(4,480,942)	(1,973,127)	(2,507,815)	127%	-30%	-13%
PROFIT (LOSS) BEFORE TAX	(2,561,179)	571,204	(3,132,384)	-548%	-17%	4%
TAX INCOME (EXPENSE)	689,157	(92,508)	781,665	-845%	5%	-1%
NET PROFIT (LOSS) FROM CONTINUING OPERATIONS	**(1,872,022)**	**478,696**	**(2,350,718)**	**-491%**	**-13%**	**3%**
NET PROFIT (LOSS) FROM DISCONTINUED OPERATIONS	**4,704,768**	**(1,371,851)**	**6,076,619**	**-443%**	**32%**	**-9%**
NET INCOME (LOSS)	**2,832,746**	**(893,154)**	**3,725,900**	**-417%**	**19%**	**-6%**
Net Profit Attributable To:						
Shareholders of the Parent Company	3,577,706	(342,985)	3,920,691	-1143%	24%	-2%
Non-controlling interests	(114)	(9)	(105)	1205%	0%	0%
Earnings per Share:	₱1.54	-₱0.42				

<u>Results of Continuing Operations</u>

Review of results for the year ended December 31, 2022 as compared with the results for the year ended December 31, 2021.

Revenues decreased by 1% or ₱202.9 million
Consolidated revenues for 2023 amounted to ₱14.8 billion, 1% or ₱202.9 million lower than last year. The decrease was due to slowdown of construction operations and lower occupancy rate in the landport segment.

Construction revenues amounted to ₱14.6 billion and contributed 98% to the consolidated revenues. The segment experienced slowdown of operations as certain contracts were under renegotiation due to the impact of rising raw material prices and interest rates. Despite this, the Company maintains a healthy orderbook as it continued to secure new contracts from Suntrust Home Developers' Suncity West Side City project, Landers Aseana, Hampton O&P, and the DOTr's Malolos Clark Railway Phase 1 Project – a joint venture project with Hyundai Engineering & Construction Co., Ltd., and Dong-ah Geological Engineering Company Ltd.

Landport operations meanwhile delivered revenues of ₱258.3 million from office towers and commercial spaces and contributed 2% to the total consolidated revenues. The clamp down on Philippine Offshore Gaming Operators (POGO) continue to put pressure on office vacancy and lease rates, affecting tenancy at PITX and translated to lower revenues from the same period last year.

PITX however continued to serve as a transportation convergence point to serve commuters to and from different places of work.

Direct Costs increased by 3% or ₱421.7 million
Direct costs amounted to ₱12.9 billion and were higher by 3% or ₱421.7 million. The movement was mainly related to rising prices of raw materials, services, and higher labor costs, along with higher fixed costs and depreciation expenses.

Gross Profit decreased by 25% or ₱624.6 million
Consolidated gross profit amounted to ₱1.9 billion in 2022, translating to a consolidated gross profit margin of 13%. The construction business contributed ₱2.0 billion or 106% of the Group's gross profit. Terminal operations contributed -₱106 million or -6% to the total gross profit.

Other Operating Expenses increased by 5% or ₱61.4 million
Other Operating Expenses amounted to ₱1.2 billion. The increase of ₱61.4 million was mainly due to various professional fees and registration fees incurred for its bond and preferred shares issuances.

Impairment Losses increased by 708% or ₱1.5 billion
Impairment Losses amounted to ₱1.7 billion as of the end of 2022. The Parent Company provided provisions and write-off on certain projects under contract asset during 2022. Despite several attempts to renegotiate contracts which were affected by COVID, it became apparent to management in 2022 that claims from these projects can no longer be collected and decided to terminate the project to manage the financial impact to the Group.

Finance Costs increased by 9% or ₱141.8 million
Finance costs amounted to ₱1.6 billion. The increase of ₱141.8 million is mainly due to interest expense from bonds payable amounting to ₱118 million.

Finance Income increased by 11% or ₱53.5 million
Finance income amounted to ₱526.0 million. The increase of ₱53.5 million is mainly due to interest income from advances to related parties. This relates to the financing provided for the Group's business expansion and diversification program.

Others - net decreased by 204% or ₱848.8 million
Others – net amounted to ₱433.7 million. The decrease in other income (charges) is mainly due to Impairment losses on non-financial assets amounting to ₱916 million. This relates to certain deferred fulfilment costs related to specific construction contracts and investments in associates that have doubtful recoverability based on changes in political and economic conditions in 2022.

Tax Expense decreased by 845% or ₱781.7 million
The Group realized a tax income amounting to ₱689.2 million mainly relating to temporary difference arising from net operating loss carry over (NOLCO) and impairment losses on contract assets.

Results of Discontinued Operations

The airport business remains optimistic of a turnaround as vaccination has contained the virus, encouraging global and local air travel. Revenue during the period amounted to ₱1.7 billion. Passenger volume more than doubled from last year's pandemic level, although still fell short of pre-pandemic levels, with domestic passenger volume, which comprised 90% of traffic, rising to 4.9 million from last year's 1.2 million and international passenger volume soaring to 666 thousand from previous year's 164 thousand. Airport merchandising segment, which is ancillary to airport operations, likewise experienced a 532% improvement in sales to ₱148 million from ₱23 million last year.

The direct cost of airport operations increased by 131% to ₱509 million. The movement of direct cost was consistent with the revenue performance of the airport segment, taking into consideration fixed costs and depreciation expenses, despite reduced passenger volumes. The airport segments gross profit increased by 323% to ₱606 million.

Operating expenses increased from last year's ₱437 million to this year's ₱1.9 billion mainly due to repair cost incurred to restore the facility after the typhoon Odette in December 2022. The impact was offset by recovery from insurance claims of ₱1.0 billion and the recognition of gain on deconsolidation of subsidiaries amounting to ₱6.6 billion.

Consolidated Net Income Increased by 417% or ₱3.7 billion

Consolidated net income from continuing and discontinued operations amounted to ₱2.8 billion compared with the consolidated net loss of ₱893.2 million in 2021. This was mainly due to recognized gain on deconsolidation of a subsidiary amounting to ₱6.6 billion, though offset by impairment losses on financial and nonfinancial assets amounting to ₱1.7 billion and ₱916 million, respectively.

Financial Condition

Amounts in ₱ thousands	December 31		Horizontal Analysis		Vertical Analysis	
	2022	2021	Amount	%	2022%	2021%
ASSETS						
CURRENT ASSETS						
Cash and cash equivalents	15,758,197	5,846,088	9,912,109	170%	24%	7%
Trade and other receivables - net	18,361,000	16,970,555	1,390,445	8%	28%	20%
Construction materials	2,126,166	2,045,159	81,007	4%	3%	2%
Contract assets	5,106,308	4,777,705	328,603	7%	8%	6%
Other current assets	9,563,285	10,132,960	(569,675)	-6%	14%	12%
	50,914,956	39,772,467	11,142,489	28%	77%	47%
Non-current asset classified as held for sale	2,879,770	-	2,879,770	NA	4%	0%
Total Current Assets	53,794,726	39,772,467	14,022,258	35%	81%	47%
NON-CURRENT ASSETS						
Financial assets at fair value through other comprehensive income	3,544	3,544	-	0%	0%	0%
Investments in associates & joint ventures	231,296	861,513	(630,217)	-73%	0%	1%
Concession assets	-	30,503,823	-	0%	0%	0%
Property, plant, and equipment - net	6,734,023	7,166,867	(432,844)	-6%	10%	8%
Investment properties - net	4,699,071	4,493,344	205,728	5%	7%	5%
Goodwill	-	-	-	NA	0%	0%
Deferred tax assets - net	689,305	24,595	664,710	2703%	1%	0%
Other non-current assets	300,790	2,350,475	(2,049,685)	-87%	0%	3%
Total Non-current Assets	12,658,030	45,404,162	(32,746,131)	-72%	19%	53%
TOTAL ASSETS	66,452,756	85,176,629	(18,723,873)	-22%	100%	100%
LIABILITIES AND EQUITY						
CURRENT LIABILITIES						
Interest-bearing loans and borrowings	14,707,802	14,780,086	(72,284)	0%	22%	17%
Trade and other payables	5,332,738	8,616,715	(3,283,977)	-38%	8%	10%
Contract liabilities	3,590,333	3,703,189	(112,856)	-3%	5%	4%
Other current liabilities	306,529	265,859	40,669	15%	0%	0%
Total Current Liabilities	23,937,401	27,365,850	(3,428,449)	-13%	36%	32%
NON-CURRENT LIABILITIES						
Interest-bearing loans and borrowings	13,071,220	34,721,410	(21,650,191)	-62%	20%	41%
Contract liabilities	1,405,179	2,056,202	(651,023)	-32%	2%	2%
Post-employment defined benefit obligation	237,401	300,125	(62,724)	-21%	0%	0%
Exchangeable notes	7,763,200	-	7,763,200	NA	12%	0%
Deferred tax liabilities - net	-	872,561	(872,561)	-100%	0%	1%
Other non-current liabilities	371,474	659,573	(288,099)	-44%	1%	1%
Total Non-current Liabilities	22,848,474	38,609,871	(15,761,397)	-41%	34%	45%
Total Liabilities	46,785,875	65,975,721	(19,189,846)	-29%	70%	77%
EQUITY						
Equity attributable to shareholders of the Parent Company:						
Capital stock	2,528,052	2,528,052	-	0%	4%	3%
Additional paid-in capital	16,987,856	16,987,856	-	0%	26%	20%
Deposit on future stock subscription	2,250	-	2,250	NA	0%	0%
Treasury shares	(8,615,691)	(8,615,691)	-	0%	-13%	-10%
Revaluation reserves - net	149,759	94,012	55,747	59%	0%	0%
Other reserves	-	(22,475)	22,475	-100%	0%	0%
Retained earnings (deficit)	8,612,106	5,555,677	3,056,429	55%	13%	7%
Total equity attributable to shareholders of the Parent Company	19,664,332	16,527,431	3,136,901	19%	30%	19%
Non-controlling interests	2,549	2,673,476	(2,670,928)	-100%	0%	3%
Total Equity	19,666,881	19,200,908	465,973	2%	30%	23%
TOTAL LIABILITIES AND EQUITY	66,452,756	85,176,629	(18,723,873)	-22%	100%	100%

Review of financial conditions as of December 31, 2022 as compared with financial conditions as of December 31, 2021

ASSETS

Current Assets increased by 35% or by ₱14.0 billion

The following discussion provides a detailed analysis of the increase in current assets:

Cash and Cash Equivalents increased by 170% or ₱9.9 billion
The increase in cash and cash equivalents was due to the proceeds from sale of investment in airport segment amounting to ₱7.2 billion.

Trade and Other Receivables increased by 8% or by ₱1.4 billion
The increase in contract receivables was related to milestone payments of contractual agreements with customers, special payment arrangements to key clients, and timing difference in collections, as substantial portion of work accomplishment has been billed towards the end of the quarter and hence are being reviewed by the client, whereas some recently billed receivables are not yet due. Balance of trade and other receivables of airport segment amounting to ₱968.4 million was derecognized upon disposal.

Inventory of Construction Materials increased by 4% or ₱81.0 million
The increase in inventory levels during the period was due to the new projects started during the period, as well as to comply with the Company's business strategy to maintain buffer levels of inventory at site, considering longer procurement lead time during the quarantine period imposed by the government.

Contract assets increased by 7% or ₱328.6 million
The increase in contract assets was attributed to timing difference on actual billing for portion of work-in-progress completed during the period, which can be billed and evaluated by the client upon completion of the said scope or activity.

Other Current Assets decreased by 6% or by ₱569.7 million
In 2022, the Group has written-off related deferred fulfilment costs amounting to ₱328.6 million. The decrease is partially offset by the advances made by the Parent to its suppliers and subcontractors for its new projects to lock in prices for steel required for structural development. The related input VAT also increased as a result of payments made to subcontractors. Balance of other current asset of airport segment amounting to ₱1.2 billion was derecognized upon disposal.

Non-Current Asset Held for Sale increased by 100%% or ₱2.9 billion
Total noncurrent assets held for sale pertains to the total assets of airport segment amounting to ₱2.9 billion. The increase is mainly due to deconsolidation in 2022 and reclassification of fair-value of GMCAC assets to this account.

Non-Current Assets amounted to ₱12.7 billion

The following discussion provides a detailed analysis of the decrease in non-current assets.

Financial Assets at Fair Value Through Other Comprehensive Income (FVTOC) remains at ₱3.5 million
FVTOC which represents shares of stocks held to unconsolidated entity and golf shares with no published market value references remains at ₱3.5 million for both periods.

Investments in Associates and Joint Ventures decreased by 73% or by ₱630.2 million
The decrease was a result of share in the net losses taken up on the Group's investment in various joint ventures and associates and the write-off of investment in 2022.

Property, Plant and Equipment decreased by 6% or by ₱432.8 million
The Group recognized depreciation charges on property, plant and equipment amounting to ₱1.3 billion and procured certain pre-cast equipment to expand capacity of construction support and service units and various specialized equipment to support specification requirement of the ongoing projects.

Investment Properties increased by 5% or by ₱205.7 million

The increase was mainly related to the additions in the landport property amounting to ₱327 million representing additional improvements in the commercial and parking area. This was reduced by depreciation charges for the period amounting to ₱121 million, respectively.

Deferred tax assets increased by 2,703% or by ₱664.7 million
The increase was mainly due to temporary difference arising from net operating loss carry over (NOLCO).

Other Non-Current Assets decreased by 87% or ₱2.0 billion
Balance of other non-current asset of airport segment amounting to ₱1.8 billion was derecognized upon disposal. Whereas the decrease of ₱0.3 million was mainly due to decrease in the deferred input VAT balance of the Group.

LIABILITIES AND EQUITY

Current Liabilities decreased by 13% or ₱3.4 billion

The following discussion provides a detailed analysis of the decrease in current liabilities:

Interest-Bearing Loans and Borrowings-Current decreased by ₱72.3 million
The decrease was due to repayments of short-term loans and lease liabilities. This was offset additional borrowings made to support the working capital requirements of the Group.

Trade and Other Payables decreased by 38% or by ₱3.3 billion
The decrease was due to progress billings on work in progress contracts. The balance of trade and other payables of airport segment amounting to ₱2.3 billion was derecognized upon disposal.

Contract liabilities – current decreased by 3% or ₱112.9 million
The decrease was mainly related to recoupment of downpayments from client.

Other Current Liabilities decreased by 15% or by ₱40.7 million
The balance of other current liabilities of airport segment amounting to ₱94 million was derecognized upon disposal. While increase of ₱63 million is due to the increase in tax liabilities of the Group such as withholding taxes and output VAT.

Non-Current Liabilities decreased by 41% or ₱15.8 billion

The following discussion provides a detailed analysis of the increase in non-current liabilities:

Loans and Borrowings-Non-Current decreased by 62% or ₱21.7 billion
The balance of non-current portion of the interest-bearing loans of borrowings of the airport segment amounting to ₱25.8 billion was derecognized upon disposal. Noncurrent portion of finance lease payables and corporate notes were reclassified to current loans based on scheduled payments within one year horizon. Meanwhile, the decrease was offset by the bonds raised in August 2022 amounting to ₱4.0 billion.

Exchangeable notes increased by ₱7.8 billion
In 2022, the Parent Company issued Exchangeable notes in favor of AIC. The notes will mature on October 30, 2024 (exercise date) and are expected to be exchanged by AIC for the rest of the 33% plus 1 share of GMCAC's outstanding capital stock currently held by the Parent Company.

Contract liabilities – noncurrent decreased by 32% or ₱651.0 million
The decrease was mainly related to reclassification to current portion of customer advances upon recoupment based on construction schedule.

Post employment defined benefit obligation decreased by 21% or by ₱62.7 million
The post-employment defined benefit obligation decreased due to experience adjustments and changes in demographic assumptions.

Deferred tax liabilities decreased by 100% or by ₱872.6 million

The balance of deferred tax liabilities of the airport segment amounting to ₱972 million was derecognized upon disposal.

Other non-current liabilities decreased by 44% or ₱288.1 million
The balance of other non-current liabilities of the airport segment amounting to ₱132 million was derecognized upon disposal as a result of the sale and deconsolidation of GMCAC. Landport also recognized reversal of deposit and advances from tenants during the year.

Equity attributable to Parent increased by 19% or by ₱3.1 billion
The increase in equity was mainly due to total comprehensive income amounting to ₱3.6 billion, dividend payments of ₱490 million to preferred stock shareholders, deposits for future stock subscription of ₱2 million, and increase in other reserves amounting to ₱15 million.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS AS OF AND FOR THE FULL YEAR ENDED DECEMBER 31, 2021 COMPARED TO FULL YEAR ENDED DECEMBER 31, 2020

Results of Operations

Amounts in ₱ thousands	December 31		Horizontal Analysis		Vertical Analysis	
	2021	2020	Amount	%	2021%	2020%
REVENUES						
Construction operation revenues	14,329,464	10,842,200	3,487,264	32%	92%	84%
Landport operations revenues	715,039	902,414	(187,375)	-21%	5%	7%
Airport operations revenues	576,043	1,108,668	(532,625)	-48%	4%	9%
Trading operations revenues	23,426	69,945	(46,519)	-67%	0%	1%
	15,643,971	12,923,226	2,720,745	21%	100%	100%
DIRECT COSTS						
Cost of construction operations	12,130,698	9,393,547	2,737,151	29%	78%	73%
Cost of landport operations	388,165	634,707	(246,543)	-39%	2%	5%
Cost of airport operations	369,474	355,896	13,578	4%	2%	3%
Cost of trading operations	15,969	20,960	(4,991)	-24%	0%	0%
	12,904,306	10,405,110	2,499,196	24%	82%	81%
GROSS PROFIT	2,739,666	2,518,116	221,549	9%	18%	19%
INCOME AND EXPENSES						
Other operating expenses	(1,578,016)	(1,508,418)	(69,598)	5%	-10%	-12%
Impairment losses on receivables and contract assets	(204,980)	(27,289)	(177,691)	651%	-1%	0%
Finance costs	(2,809,511)	(2,506,745)	(302,766)	12%	-18%	-19%
Finance income	482,014	694,777	(212,763)	-31%	3%	5%
Others – net	647,046	219,749	427,296	194%	4%	2%
	(3,463,447)	(3,127,926)	(335,522)	11%	-22%	-24%
PROFIT (LOSS) BEFORE TAX	(723,782)	(609,809)	(113,973)	19%	-5%	-5%
TAX INCOME (EXPENSE)	(169,373)	(264,787)	95,414	-36%	-1%	-2%
NET INCOME (LOSS)	**(893,154)**	**(874,596)**	**(18,559)**	**2%**	**-6%**	**-7%**
Net Profit Attributable To:						
Shareholders of the Parent Company	(342,985)	(398,150)	55,165	-14%	-2%	-3%
Non-controlling interests	(550,169)	(476,446)	(73,723)	15%	-4%	-4%
Earnings per Share:	-₱0.42	-₱0.33				

Review of results for the year ended December 31, 2021 as compared with the results for the year ended December 31, 2020.

Revenues increased by 21% or ₱2.72 billion

Consolidated revenues for the period amounted to ₱15.64 billion, 21% or ₱2.72 billion higher from the same period last year. The construction segment revenue amounted to ₱ 14.33 billion, 32% or ₱3.49 billion above from year ago levels and contributed 91% to the consolidated revenues. From quarantine restrictions imposed by the government last March 16, 2020, construction segment slowly transitioned to normal levels starting 3rd quarter of 2020. In 2021 operations of on-going projects started to normalize and continued to ramp up due to the start of newly awarded projects such as Suntrust Home Developers' Suncity West Side City project, Megaworld's Newport Link project, and the DOTr's Malolos Clark Railway Phase 1 Project 3 which is a joint venture project with Hyundai Engineering & Construction Co., Ltd., and Dongah Geological Engineering Company Ltd.

Airport segment continues to struggle with 10% of the pre-pandemic air traffic volume though remains optimistic of a turnaround once the global vaccination program has been effectively rolled out. Revenue during the period amounted to ₱576 million, 48% or ₱532 million lower than the same period last year and contributed 4% to the total consolidated revenue due to the effect of international and local travel restrictions, beginning March 16, 2020 and persisted until December 31, 2021, as a means to control the spread of COVID-19. International passenger arrivals from COVID-19 affected countries like China, Japan, and Korea are still down while domestic volumes declined as the government declared a state of public emergency and placed Luzon under ECQ, which persisted during the MECQ and general community quarantine (GCQ) periods. Airport merchandising segment, which is ancillary to airport operations, likewise experienced a slowdown in sales due to reduced passenger traffic translating to 67% decline in revenue.

Landport operations delivered revenue of ₱715 million from office towers and commercial spaces during the period and contributed 5% to the total consolidated revenues. Due to the restrictions in foreign travel, Philippine Offshore Gaming Operators (POGO) experienced indefinite disruption on their operations, resulting in lower office occupancy levels and translated to 21% or ₱187 million lower revenue from the same period last year. PITX continued to serve as a transportation convergence point during ECQ and ever since terminal operations reopened last June 08, 2020 after Manila was placed under GCQ by the government and resumed near normalcy in operations to serve commuters going to different places of work.

Direct Costs increased by 24% or ₱2.5 billion
Direct costs amounted to ₱12.9 billion and were higher by 24% or ₱2.5 billion. The movement was consistent with the revenue performance across all three segments, taking in consideration fixed costs and depreciation expenses despite reduced passenger volumes and lower occupancy rate at the airport and landport terminals.

Gross Profit increased by 9% or ₱222 million
Consolidated gross profit amounted to ₱2.74 billion in 2021, translating to a consolidated gross profit margin of 18%. The construction business contributed ₱2.2 billion or 80% of the Group's gross profit. Terminal operations contributed ₱327 million or 12% while airport operations and merchandising segment accounted for ₱207 million or 8% to the total gross profit.

Other Operating Expenses increased by 16% or ₱247 million
Net Other Operating Expenses amounted to ₱1.78 billion. The increase of ₱247 million is mainly related to impairment losses recognized on receivables amounting to ₱204 million.

Other Income (Charges) increased by 6% or ₱88 million
Other charges - net, which consists of finance cost, finance income and other income (expenses) amounted to ₱1.68 billion, 6% lower from year-ago levels. The reduction is due mainly to the recognition of gain on loan modification amounting to ₱208 million in 2021 and mark-to-market gain on the airport segment's interest rate swap recognized this year compared to market-to-market loss on IRS booked on the same period last year recorded under other income (expense). However, this is offset by the unrealized foreign exchange loss recognized in 2021 from the USD loans under the airport segment due to the higher peso to dollar exchange rate compared to the unrealized foreign exchange gain recognized on the same period last year.

Tax Expense decreased by ₱95 million or 36%
Total tax expense decreased in 2021 due to the decrease in tax expense in the is directly related to the reduction in tax rate from 30% to 25% under the CREATE law.

Consolidated Net Loss decreased by 2% or ₱19 million
Consolidated net loss in 2021 reached ₱893 million compared to consolidated net loss of ₱875 million in 2020, as the recovery in construction operations to a profit of ₱401 million from previous year's loss of ₱497 million was offset by the travel-related impact of COVID-19 on airport operations, amounting to a loss of ₱1,357 million. Excluding the impact of airport operations, the consolidated profit and loss after tax would have posted net income of ₱464 million.

Financial Condition

Amounts in ₱ thousands	December 31 2021	December 31 2020	Horizontal Analysis Amount	Horizontal Analysis %	Vertical Analysis 2021%	Vertical Analysis 2020%
ASSETS						
CURRENT ASSETS						
Cash and cash equivalents	5,846,088	7,226,150	(1,380,062)	-19%	7%	9%
Trade and other receivables - net	16,970,555	15,299,050	1,671,504	11%	20%	19%
Construction materials	2,045,159	1,719,043	326,117	19%	2%	2%
Contract assets	4,777,705	4,231,600	546,105	13%	6%	5%
Other current assets	10,132,960	7,956,744	2,176,216	27%	12%	10%
	39,772,467	36,432,587	3,339,880	9%	47%	45%
Non-current asset classified as held for sale	-	-	-	NA	0%	0%
Total Current Assets	39,772,467	36,432,587	3,339,880	9%	47%	45%
NON-CURRENT ASSETS						
Financial assets at fair value through other comprehensive income	3,544	3,544	-	0%	0%	0%
Investments in associates & joint ventures	861,513	929,196	(67,683)	-7%	1%	1%
Concession assets	30,503,823	29,928,728	575,095	2%	0%	0%
Property, plant, and equipment - net	7,166,867	7,239,862	(72,994)	-1%	8%	9%
Investment properties - net	4,493,344	4,378,381	114,963	3%	5%	5%
Deferred tax assets - net	24,595	9,626	14,969	156%	0%	0%
Other non-current assets	2,350,475	2,421,845	(71,370)	-3%	3%	3%
Total Non-current Assets	45,404,162	44,911,182	492,980	1%	53%	55%
TOTAL ASSETS	85,176,629	81,343,769	3,832,860	5%	100%	100%
LIABILITIES AND EQUITY						
CURRENT LIABILITIES						
Interest-bearing loans and borrowings	14,780,086	13,130,458	1,649,628	13%	17%	16%
Trade and other payables	8,616,715	8,291,951	324,764	4%	10%	10%
Contract liabilities	3,703,189	2,115,257	1,587,932	75%	4%	3%
Other current liabilities	265,859	218,177	47,682	22%	0%	0%
Total Current Liabilities	27,365,850	23,755,843	3,610,007	15%	32%	29%
NON-CURRENT LIABILITIES						
Interest-bearing loans and borrowings	34,721,410	32,789,908	1,931,503	6%	41%	40%
Contract liabilities	2,056,202	2,478,673	(422,471)	-17%	2%	3%
Post-employment defined benefit obligation	300,125	343,402	(43,277)	-13%	0%	0%
Deferred tax liabilities - net	872,561	801,849	70,711	9%	1%	1%
Other non-current liabilities	659,573	651,626	7,947	1%	1%	1%
Total Non-current Liabilities	38,609,871	37,065,458	1,544,413	4%	45%	46%
Total Liabilities	65,975,721	60,821,301	5,154,420	8%	77%	75%
EQUITY						
Equity attributable to shareholders of the Parent Company:						
Capital stock	2,528,052	2,486,427	41,625	2%	3%	3%
Additional paid-in capital	16,987,856	13,057,712	3,930,144	30%	20%	16%
Treasury shares	(8,615,691)	(4,615,691)	(4,000,000)	87%	-10%	-6%
Revaluation reserves - net	94,012	(8,951)	102,963	-1150%	0%	0%
Other reserves	(22,475)	(22,475)	-	0%	0%	0%
Retained earnings (deficit)	5,555,677	6,404,292	(848,615)	-13%	7%	8%
Total equity attributable to shareholders of the Parent Company	16,527,431	17,301,314	(773,883)	-4%	19%	21%
Non-controlling interests	2,673,476	3,221,154	(547,677)	-17%	3%	4%
Total Equity	19,200,908	20,522,468	(1,321,560)	-6%	23%	25%
TOTAL LIABILITIES AND EQUITY	85,176,629	81,343,769	3,832,860	5%	100%	100%

Review of financial conditions as of December 31, 2021 as compared with financial conditions as of December 31, 2020

ASSETS

Current Assets increased by 9% or by ₱3.34 billion

The following discussion provides a detailed analysis of the increase in current assets:

Cash and Cash Equivalents decreased by 19% or ₱1.38 billion
The decrease in cash and cash equivalents was due to payment of ₱2.6 billion finance cost, ₱595 million dividends on preferred shares and various acquisitions of precast and construction equipment to ramp up capacity. This is offset by proceeds from the down payments of clients for newly awarded projects during the period and increase in operating cash flow from construction segment.

Trade and Other Receivables increased by 11% or by ₱1.67 billion
The increase in contract receivables by ₱581 million is related to milestone payment contractual arrangement with customers, special payment arrangements to key clients and timing difference in collections as substantial portion of work accomplishment has been billed towards the end of the quarter and hence are being reviewed by the client whereas some recently billed receivables are not yet due. Interest receivable increased by ₱444 million while retention receivable increased by ₱76 million. Receivable from airport operations increased by ₱129 million due to the increase in revenue during the month of December as economies opened and our country relaxed travel policies. Meanwhile, receivables from Terminal operations increased by ₱319 million due to relaxation of payment schedule with the tenants in support to Bayanihan to Heal as One Act. To minimize credit risk, PITx as a matter of policy, ensures that there is sufficient amount of security deposits and advance rentals to cover unpaid balances.

Inventory of Construction Materials increased by 19% or ₱326 million
The increase in inventory levels during the period was due to the new projects started during the period, as well as to comply with the Company's business strategy to maintain buffer levels of inventory at site, considering longer procurement lead time during the quarantine period imposed by the government.

Contract assets increased by 13% or ₱546 million
The increase in contract assets is attributed to timing difference on actual billing for portion of work-in-progress completed during the period, which can be billed and evaluated by the client upon completion of the said scope or activity.

Other Current Assets increased by 27% or by ₱2.18 billion
The increase was mainly due to advances made by the Parent to its suppliers and subcontractors for its new projects to lock in prices for steel required for the structural construction of Sun City Project and the advances to supplier amounting to ₱163 million for MCRP. The related input VAT also increased as a result of payments made to subcontractors. This is offset by the decrease in creditable withholding taxes under the construction segment that is directly related to the increase in tax expense.

Non-Current Assets increased by 1% or ₱493 million

The following discussion provides a detailed analysis of the decrease in non-current assets:

Investments in Associates and Joint Ventures decreased by 7% or by ₱68 million
The decrease is a result of share in the net losses taken up on the Group's investment in various joint ventures and associates.

Concession Assets increased by 2% or by ₱575 million
The increase in Concession Assets was attributed to capital investments of GMCAC related to its obligations under the concession agreement. Meanwhile, amortization charges for the period amounted to ₱50 million.

Property, Plant and Equipment decreased by 1% or by ₱73 million
The Group recognized depreciation charges on property, plant and equipment amounting to ₱1.47 billion and procured certain pre-cast equipment to expand capacity of construction support and service units and various specialized equipment to support specification requirement of the ongoing projects.

Investment Properties increased by 3% or by ₱115 million
The increase is mainly related to the additions in the landport property amounting to ₱230 million representing additional improvements in the commercial and parking area. This was reduced by depreciation charges for the period amounting to ₱86 million.

Deferred tax assets increased by 156% or ₱15 million
The increase was due to the reversal of deferred tax assets recognized by a foreign subsidiary and the resulting net deferred tax asset from construction segment as compared with the previous years due to deferred taxes on impairment loss recognized during the year and increase in deferred tax on the effect of PFRS 15 on significant financing component.

Other Non-Current Assets decreased by 3% or ₱71 million
The decrease in Other Non-Current Assets was mainly due to decrease of ₱238 million in investment in trust fund, the cash waterfall account for the airport segment loan but was offset increase in the deferred input VAT balance of the Group amounting to P 107 million as well as higher refundable deposits under MWM amounting to ₱51 million.

LIABILITIES AND EQUITY

Current Liabilities increased by 15% or ₱3.61 billion

The following discussion provides a detailed analysis of the decrease in current liabilities:

Interest-Bearing Loans and Borrowings-Current increased by ₱1.65 billion or 13%
The increase is mainly related to additional borrowings for the period to support mainly the capital asset requirement of the construction segment and reclassification to current portion of long-term loan based on the scheduled payment for the next year. The increase was offset by loans of GMCAC were reclassified from current to non-current amounting to ₱824 million. On May 4, 2021, GMCAC and the lenders executed the second amendment to the amended and restated Omnibus Loan and Security Agreement (OLSA), revising and pushing the schedule of the principal repayment to 2024. As a result, the current portion of long-term loan recognized in the previous year were reclassified to non-current.

Trade and Other Payables increased by 4% or by ₱325 million
The increase is mainly due to the additional infusion of the minority shareholder to the airport operations to comply with the restated OLSA amounting to ₱308 million. This was offset by the payment of accrued interest. Under the amended OLSA previously discussed, 20% of the accrued interest related to the period was paid in May 2021, while the balance shall be paid on June 15, 2023 together with the interest accrued. For interest incurred from March 31, 2021 to December 15, 2021, 37% of the accrued interest related to the period shall be paid monthly starting May 15, 2021 until December 15, 2021, the balance shall be paid on December 2023 together with the interest accrued.

Contract liabilities – current increased by 75% or ₱1.59 billion
The increase is mainly related to reclassification from noncurrent portion as accomplishments is expected to be higher in the next year which will result to higher recoupment of downpayments from client.

Other Current Liabilities increased by 22% or by ₱48 million
The increase is due to the increase in tax liabilities of the Group such as withholding taxes and output VAT.

Non-Current Liabilities increased by 4% or ₱1.54 billion

The following discussion provides a detailed analysis of the increase in non-current liabilities:

Interest-Bearing Loans and Borrowings-Non-Current increased by 6% or ₱1.93 billion
On May 4, 2021, GMCAC and the lenders executed the second amendment to the amended and restated Omnibus Loan and Security Agreement, which revised the schedule of the principal repayments to 2024. As a result of this arrangement, interest bearing loans for GMCAC were increased by ₱2.1 billion. Meanwhile, current portion of finance lease payables amounting to ₱91 million were reclassified to current loans based on scheduled payments within one-year horizon.

Contract liabilities – noncurrent decreased by 17% or ₱422 million
The increase is mainly related to downpayments received in 2021 for newly awarded contracts such as SunCity and share in MCRP.

Post-employment defined benefit obligation decreased by 13% or by ₱43 million
The post-employment defined benefit obligation decreased due to experience adjustments and changes in demographic assumptions.

Deferred tax liabilities increased by 9% or by ₱71 million
The decrease in deferred tax liabilities was mainly due to construction segment which had a net deferred tax asset position of ₱10 million at the end of the year compared to last year deferred tax liability position amounting to ₱26 million. Other decrease is arising from the adjustment of tax rate from 30% to 25%.

Other non-current liabilities increased by 1% or ₱8 million
The increase is due to the net movement in security deposits and advanced rent from the landport and airport segments during the period arising from new lease contracts.

Equity attributable to Parent decreased by 4% or by ₱774 million
The decrease in equity was mainly due to dividend payments of ₱506 million to preferred stock shareholders and ₱342 million net loss attributable to Parent for the year.

LIQUIDITY AND CAPITAL RESOURCES

As regards internal and external sources of liquidity, the Company's funding is sourced from internally generated cash flows, and also from borrowings or available credit facilities from other local and international commercial banks. Megawide does not anticipate having any cash flow or liquidity problems. It is not in default or breach of any note, loan, lease or other indebtedness or financing arrangement requiring it to make payments.

There is no material commitment for capital expenditures other than those performed in the ordinary course of trade or business.

There is no significant element of income not arising from continuing operations.

There have not been any seasonal aspects that had a material effect on the financial condition or results of operations of Megawide.

Megawide has capital commitment to utilize the proceeds from the issuance of its preferred shares amounting to ₱4,362.6 million for various projects. Other than that, there are no material commitments for capital expenditures, events or uncertainties that have had or that are reasonably expected to have a material impact on the continuing operations of Megawide.

KEY PERFORMANCE INDICATORS

The following table summarizes Megawide's Key Performance Indicators ("**KPIs**") and Ratios as of and for the nine months ended September 30, 2024 and 2023 and as of and for the years ended December 31, 2023, 2022, and 2021:

	September 30		**December 31**		
	2024	**2023**	**2023**	**2022**	**2021**
Current Ratio(1)	1.48	1.80	1.29	2.25	1.45

Debt to Equity Ratio(2)	1.99	1.74	1.81	1.41	2.58
Asset to Equity Ratio(3)	4.00	4.06	3.92	3.38	4.44
Interest Coverage Ratio(4)	1.48	1.22	1.16	1.69	0.74
Book Value per Share(5)	3.40	3.47	3.32	5.67	4.08
Earnings per Share(6)	0.13	0.02	0.14	1.31	-0.03
Return on Assets(7)	0.01	0.00	0.00	0.04	-0.01
Return on Equity(8)	0.03	0.02	0.01	0.15	-0.04
Gross Profit Margin(9)	19%	12%	12%	13%	17%
Operating Profit Margin(10)	12%	6%	5%	-7%	8%

Notes:

(1) Current Assets / Current Liabilities

(2) Interest bearing loans and borrowings / Stockholder's Equity. For the 2021 Consolidated Audited Financial Statements, the numerator used for the Debt to Equity Ratio is Total Liabilities instead of Interest bearing loans and borrowings.

(3) Total Assets / Stockholder's Equity

(4) Earnings before Interest and Taxes (EBIT) / Interest Charges

(5) Equity Attributable to Shareholders of the Parent Company less Preferred Equity / Issued and Outstanding Shares

(6) Net Income / Issued and Outstanding Shares

(7) Net Income/ Stockholder's Equity

(8) Net Income/ Total Assets

(9) Gross Profit/ Total Revenues

(10) Operating Profit/ Total Revenues

The KPIs were chosen to provide management with a measure of Megawide's financial strength (Current Ratio, Debt to Equity Ratio, Asset to Equity Ratio, and Interest Coverage Ratio), and profitability (Earnings per Share, Return on Assets, Return on Equity, Gross Profit and Operating Profit Margin). Analyses are employed by comparisons and measurements based on the financial data of the current period against the same period of previous year as discussed in section "Management's Discussion and Analysis of Financial Condition and Results of Operations"

The Company is not aware of any known trends or any known demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in the Company's liquidity increasing or decreasing in any material way.

The Megawide Group does not have debt covenants to maintain financial ratios at the Consolidated level. The Parent Company is required to maintain a maximum DE ratio of 2.33x and minimum DSCR of 1.10x. The Parent Company has been compliant with the required ratio in the last 3 years and has not incurred any default in the past.

	2023	**2022**	**2021**
Debt to Equity	1.61	1.47	1.23
Debt Service Coverage Ratio	1.35	1.13	3.14

The following table summarizes Megawide's Financial Condition and Performance as of and for the nine months ended September 30, 2024 and 2023 and as of and for the years ended December 31, 2023, 2022, and 2021:

Financial Performance

	Construction				
	September 30, 2024	September 30, 2023	December 31, 2023	December 31, 2022	December 31, 2021
Segment revenues	16,045,981	15,190,879	18,197,718	14,586,342	14,356,369
Cost excluding depreciation and amortization	(12,401,479)	(12,533,748)	(14,983,629)	(11,457,496)	(11,124,688)
Depreciation and amortization	(891,735)	(905,176)	(1,149,883)	(1,206,491)	(1,133,162)
Interest income	582,289	788,265	1,008,903	526,003	464,851
Interest expense	(1,594,686)	(1,397,926)	(1,795,499)	(1,502,096)	(1,364,842)
Equity share in profit or loss and joint ventures	(10,665)	2,459	(35,748)	4,572	(10,633)
Other income	21,275	16,836	127,188	4,154,173	171,387
Tax expense (income)	(328,691)	(48,118)	(125,987)	617,976	(67,012)
Other expenses	(464,915)	(668,081)	(801,724)	(3,432,199)	(939,703)
	957,374	445,390	441,339	2,290,784	352,567

	Landport				
	September 30, 2024	September 30, 2023	December 31, 2023	December 31, 2022	December 31, 2021
Segment revenues	386,015	339,734	347,752	258,329	715,039
Cost excluding depreciation and amortization	(101,842)	(85,067)	(135,749)	(132,964)	(149,440)
Depreciation and amortization	(148,186)	(180,619)	(235,770)	(241,674)	(413,871)
Interest income	5,862	170	37,237	18	7,614
Interest expense	(186,615)	(178,502)	(259,301)	(154,332)	(148,144)
Equity share in profit or loss and joint ventures	-	-	-	-	-
Other income	51,812	99,951	134,265	117,741	133,884
Tax expense (income)	21,598	24,819	64,004	82,715	(21,124)
Other expenses	(104,426)	(106,351)	(156,928)	(172,001)	(46,398)
	(75,782)	(85,865)	(204,490)	(242,168)	77,560

	Real Estate				
	September 30, 2024	September 30, 2023	December 31, 2023	December 31, 2022	December 31, 2021
Segment revenues	440,177	148,891	-	-	-
Cost excluding depreciation and amortization	(186,737)	(72,152)	-	-	-
Depreciation and amortization	(45,616)	(9,709)	-	-	-
Interest income	34,188	861	-	-	-
Interest expense	(64,789)	(2,214)	-	-	-
Equity share in profit or loss and joint ventures	-	-	-	-	-
Other income	908	18,356	-	-	-
Tax expense (income)	(3,142)	(100)	-	-	-
Other expenses	(312,846)	(140,904)	-	-	-
	(137,857)	(56,971)	-	-	-

Financial Condition

	Construction				
	September 30, 2024	September 30, 2023	December 31, 2023	December 31, 2022	December 31, 2021
Total assets	62,583,637	58,613,372	59,670,393	61,577,831	48,988,040
Total liabilities	45,739,410	42,323,901	43,460,554	42,283,646	32,351,079

	Landport				
	September 30, 2024	September 30, 2023	December 31, 2023	December 31, 2022	December 31, 2021
Total assets	5,857,072	6,501,822	6,314,353	6,638,544	6,727,959
Total liabilities	4,494,189	4,948,494	4,879,962	4,978,471	4,826,617

	Real Estate				
	September 30, 2024	September 30, 2023	December 31, 2023	December 31, 2022	December 31, 2021
Total assets	6,188,393	4,576,123	4,850,161	-	-
Total liabilities	4,252,064	2,926,596	3,303,419	-	-

COMMITMENTS AND CONTINGENCIES

There are commitments, guarantees and contingent liabilities that arise in the normal course of operations of the Group which are not reflected in the accompanying interim condensed consolidated financial information. Management is of the opinion, that losses, if any, from these items will not have any material effect on its interim condensed consolidated financial information.

DIRECTORS, EXECUTIVE OFFICERS, AND KEY PERSONS

Directors and Executive Officers

As of December 31, 2024, Megawide is governed by a Board of six (6) directors, composed of the following:

1. Mr. Edgar B. Saavedra, *Chairman of the Board, CEO, and President*;
2. Mr. Manuel Louie B. Ferrer, *Vice-Chairman of the Board, Executive Director for Infrastructure Development;*
3. Mr. Oliver Y. Tan, *Director*;
4. Mr. Ramon H. Diaz, *Director*;
5. Former Chief Justice Hilario G. Davide, Jr., *Independent Director*; and
6. Mr. Celso P. Vivas, *Independent Director*.

A seventh director will be elected by the stockholders on March 27, 2025.

Moreover, Megawide's management team is also headed by Mr. Edgar B. Saavedra, a licensed civil engineer, who has been practicing for over twenty (20) years.

The directors shall hold office for one (1) year or until their successors are elected and qualified. The first directors are also the incorporators. The annual meeting of the stockholders shall be held every June 30 of each year or, in case the same falls on a legal holiday, on the day following.

The Board is responsible for the direction and control of the business affairs and management of Megawide, and the preservation of its assets and properties. No person can be elected as director of Megawide unless he or she is a registered owner of at least 1 voting share of Megawide.

Pursuant to SEC Memorandum Circular (M.C.) No. 19, Series of 2016, the Company adopted its Manual on Corporate Governance. In accordance with Section VI (5) (b) of the Company's Manual on Corporate Governance, the Board shall have at least three (3) independent directors, or such number as to constitute at least one-third (1/3) of the members of the Board, whichever is higher. At present, two (2) members of the Board are independent directors. The third independent director will be elected by the stockholders on March 27, 2025. Nonetheless, the Amended By-Laws of Megawide provides that Megawide is required to only have at least two (2) independent directors or at least 20% of its board size, whichever is lesser, but in no case less than two (2).

Board of Directors

The following provides the information on each Member of Megawide's Board of Directors, as of December 31, 2024, including their current directorships and positions in other companies, previous business experience, and educational background:

i. **MR. EDGAR B. SAAVEDRA**
Age: 50
Citizenship: Filipino

Position/s in Megawide: *Chairman of the Board, CEO, and President*
Term of Office: Yearly
Director since 28 July 2004

Current Directorships and Positions Held in Other Companies
Mr. Saavedra is currently the Chairman of the Board of Directors and President of Citicore Holdings Investment Inc. and Megawide Land, Inc. He is also the Chairman of Altria East Land Inc., MWM Terminals, Inc., Cebu2World Development, Inc., Citicore Power Inc., Citicore Energy REIT Corp., Citicore-Megawide Consortium, Inc., Tunnel Prefab Corporation, Wide-Horizons, Inc., Megawide Terminals, Inc., Megawide OneMobility Corporation, Citicore Renewable Energy Corporation and PH1 World Developers, Inc. Further, he is a Trustee of Megawide Corporate Foundation, Inc.

Previous Business Experience and Educational Background
Mr. Saavedra's engineering experience spans over twenty (20) years. He received his Bachelor's degree in Engineering from De La Salle University. After obtaining his license as a Civil Engineer, he pursued special studies in Foundation Formworks in Germany, through the Philippine Institute of Civil Engineers.

ii. **MR. MANUEL LOUIE B. FERRER**
Age: 49
Citizenship: Filipino

Position/s in Megawide: *Vice-Chairman of the Board and Executive Director for Infrastructure Development*

Term of Office: Yearly

Director since 17 September 2017

Current Directorships and Positions Held in Other Companies
Mr. Ferrer is a Trustee of Megawide Corporate Foundation, Inc. Also, he serves as a Director and the President of Altria East Land Inc. and Megawide Terminals, Inc. He is also a Director of Cebu2World Development, Inc., Citicore Holdings Investment Inc., MWM Terminals, Inc., Citicore Energy REIT Corp., and Megawide Land, Inc. He also serves as a Director and Vice-Chairman of the Board of PH1 World Developers, Inc. Further, he is a Director and the Treasurer of Citicore Power Inc. and Citicore Renewable Energy Corporation.

Previous Business Experience and Educational Background
Mr. Ferrer obtained his degree in Industrial Design from De La Salle University in 1996. He previously served as President of MWM Terminals, Inc.

iii. **MR. OLIVER Y. TAN**
Age: 47
Citizenship: Filipino

Position/s in Megawide: *Director*
Term of Office: Yearly
Director since 16 September 2016

Current Directorships and Positions Held in Other Companies
Mr. Tan serves as Director and President of Citicore Power Inc., Citicore Energy REIT Corp., Citicore Renewable Energy Corporation, and Citicore-Megawide Consortium, Inc. Further, he is a Director and the Vice President of Citicore Holdings Investment Inc. He also serves as Director and Treasurer of Megawide Land, Inc.

Previous Business Experience and Educational Background
Mr. Tan previously served as the Chief Finance Officer of Megawide Construction Corporation. He holds a degree in Business Administration from the Philippine School of Business Administration.

iv. **MR. RAMON H. DIAZ***
Age: 66
Citizenship: Filipino

Position/s in Megawide: *Director*
Term of Office: Yearly
Director since 30 June 2021

Current Directorships and Positions Held in Other Companies
Mr. Diaz is a Director of MWM Terminals, Inc. Also, he serves as Director and Treasurer of Cebu2World Development, Inc. and Evolution Data Centres Philippines Inc.

Previous Business Experience and Educational Background
Mr. Diaz previously served as Group Chief Finance Officer of Megawide. He was likewise elected as Director of Altria East Land Inc., Citicore Holdings Investment Inc., Citicore Power Inc.,

Megawide One Mobility Corporation (formerly “Citicore Infrastructure Holdings, Inc.”), Citicore Megawide Consortium, Inc., and Citicore Renewable Energy Corporation. He was previously President and Chief Operating Officer of Metro Pacific Zamboanga Hospital Corporation. He also served as Chief Finance Officer of PT Internux (Indonesia), East Manila Hospitals Managers Corporation, Mt. Kitanglad Agri Services, Inc., Actron Industries, Inc., and Isla Communications Company Inc. Further, he was Chief Operating Officer of PT Jababeka Infrastruktur. He obtained his Bachelor of Science degree in Commerce, Major in Accounting, Magna Cum Laude, from the University of San Carlos and his Master’s in Business Management from the Asian Institute of Management, as a scholar of the Ford Motor Company. He is a Certified Public Accountant.

** Retired as Group Chief Financial Officer on January 16, 2024*

v. **RET. CHIEF JUSTICE HILARIO G. DAVIDE, JR**.
Age: 89
Citizenship: Filipino

Position/s in Megawide: *Independent Director*
Term of Office: Yearly
Independent Director since 16 September 2016

Current Directorships and Positions Held in Other Companies
Ret. Chief Justice Davide, Jr. is currently an Independent Director and Vice-Chairman of Manila Bulletin Publishing Corporation. He is also a Vice Chairman of KOMPASS Credit and Financing Corporation. Further, he serves as Director of Philippine Trust Bank Company (Philtrust Bank). He is also the Chairman of the Board of Trustees of Claudio Teehankee Memorial Foundation, Inc. and Heart of Francis Foundation, Inc. He is also a Trustee of Knights of Columbus of the Philippines Foundation, Inc., and Knights of Columbus Fr. George J. William, SJ Charities, Inc.

Previous Business Experience and Educational Background
Ret. Chief Justice Davide, Jr. served as Chief Justice of the Supreme Court of the Philippines from November 1998 to December 2005. Before serving as Chief Justice, he was appointed as Chairman of the Commission on Elections (COMELEC) and Chairman of the Presidential Fact-Finding Commission tasked to investigate various coup attempts against the government. After his retirement from the Supreme Court, he served as the Permanent Representative of the Republic of the Philippines to the United Nations (UN) in New York from February 2007 to March 2010. He was an educator, legislator, and presidential adviser before his appointment as the country's top diplomat to the UN. Further, he was a Delegate to the 1971 Constitutional Convention. He was likewise a Commissioner of the 1986 Constitutional Commission which drafted the 1987 Constitution of the Philippines. Recognized for his accomplishments in government service, he was conferred the Ramon Magsaysay Award in 2002. He obtained his Bachelor of Laws from the University of the Philippines.

vi. **MR. CELSO P. VIVAS**
Age: 78
Citizenship: Filipino

Position/s in Megawide: *Independent Director*
Term of Office: Yearly
Independent Director since 2 July 2018

Current Directorships and Positions Held in Other Companies
Mr. Vivas is the Chairman of the Board of Trustees of Megawide Corporate Foundation, Inc. He is currently Lead Independent Director and Chairman of Audit and Risk Management Committee of Keppel Holdings, Inc. Further, he serves as Independent Director and Chairman of Audit and Risk Management Committee, Keppel Philippines Marine, Inc. He is also Independent Director and Member of Audit Committee of Keppel Philippines Properties, Inc. He also serves as Independent Director of Keppel Subic Shipyard, Inc. Also, he serves as Independent Director, Chairman of Governance, Nomination, and Remuneration Committee, and Member of Audit and Risk Management Committee of Republic Glass Holdings, Inc. Mr. Vivas is also the President of Marubeni Foundation, Inc.

Previous Business Experience and Educational Background

He was a Risk Consulting Partner and Assurance Business Advisory Partner of SGV & Co. until his retirement in 2001. He is a Certified Public Accountant and has over fifty (50) years of experience in the areas of audit, finance, enterprise risk management, and corporate governance. He obtained his Bachelor's Degree in Business Administration (Cum Laude) from the University of the East. He also received a Master's Degree in Business Management from the Asian Institute of Management (as a scholar of SGV & Co.). He is also a graduate of the Company Directors' Course from the Australian Institute of Company Directors (as a scholar of the Institute of Corporate Directors).

There is a vacancy of one (1) seat in the Board of Director of Megawide. Nevertheless, the current Board of Directors is composed of highly qualified and experienced individuals who collectively bring a wealth of knowledge, strategic insight, and leadership to the Company. Their expertise continues to steer the Company toward achieving its goals and ensuring sound governance practices. The Company has been actively conducting a comprehensive search to identify a candidate who meets the rigorous qualifications outlined in the relevant laws, rules, and regulations, as well as in the Company's Manual Code of Corporate Governance.

Currently, the Company will hold a Special Stockholders' Meeting (SSM) on March 27, 2025, for the election of an Independent Director to fill the seventh (7th) seat of the Board of Directors. The elected Independent Director will hold office until the next annual stockholders' meeting and until their successor has been elected and qualified.

Executive Officers Who Are Not Directors

The following provides the information on the officers of Megawide, as of December 31, 2024, including their current positions in other companies, previous business experience, and educational background:

i. **MR. JEZ G. DELA CRUZ***
Age: 39
Citizenship: Filipino

Position/s in the Company: *Group Chief Financial Officer*

Term of Office: Yearly

Current Positions Held in Other Companies
Mr. Dela Cruz is a Director and Treasurer of Citicore Energy REIT Corporation. He is likewise a Director of Citicore Power Inc.

Previous Business Experience and Educational Background
Mr. Dela Cruz was an Assistant Vice President and Head of Corporate Finance and Planning of Megawide before his role as Group Chief Financial Officer. He was a Director of GMCAC. Prior to joining Megawide, he spent his career as a banker for BPI Capital Corporation as well as Citibank N.A. Corporate and Investment Banking Group, and former Financial Planning Manager for San Miguel Beer's international business. Mr. Dela Cruz carries an MBA degree from the Asian Institute of Management and is a Certified Management Accountant (CMA). He holds undergraduate degree from St Francis College.

** Appointed on January 16, 2024*

ii. **MR. RAYMUND JAY S. GOMEZ**
Age: 53
Citizenship: Filipino

Position/s in the Company: *Chief Legal Officer, Compliance Officer, and Data Protection Officer*

Term of Office: Yearly

Current Positions Held in Other Companies

Mr. Gomez also serves as Director of MWM Terminals, Inc. Altria East Land Inc., Megawide Terminals, Inc., Cebu2World Development, Inc., Megawide OneMobility Corporation, Citicore-Megawide Consortium, Inc. and Megawide Land, Inc. He also serves as the Compliance Officer of Citicore Energy REIT Corp.

Previous Business Experience and Educational Background
Before joining Megawide, Mr. Gomez was the Vice President of the Human Resources, Legal and Regulatory Affairs Department of Beneficial Life Insurance Company, Inc. He also served as Assistant Vice President of the Legal and Corporate Services Department of Aboitiz Equity Ventures, Inc., Director of the Corporate Legal Affairs and Litigation Department at JG Summit Holdings, Inc., Legal Counsel for Cebu Air, Inc. (Cebu Pacific Air), and an Associate Lawyer of Ledesma, Saludo and Agpalo Law Offices. He obtained his Bachelor of Laws degree from San Beda College.

iii. **MS. MARIA BELINDA B. MORALES**
Age: 66
Citizenship: Filipino

Position/s in the Company: *Chief Human Resources Officer*

Term of Office: Yearly

Current Positions Held in Other Companies
Ms. Morales serves as Director of MWM Terminals, Inc., Megawide OneMobility Corporation, and Cebu2World Development, Inc.

Previous Business Experience and Educational Background
A seasoned HR leader, she has more than twenty-five (25) years of work experience in all aspects of Human Resources and Organization Transformation. Prior to joining Megawide she was a Former Head of Talent Management for Asia Pacific in Misys International Banking Systems, Former Senior Vice President of HR at Standard Chartered Bank, Philippines, Former Vice President for Training and Development at Citytrust Banking & Bank of the Philippine Islands. She was also an Executive Coach at Rockwell Land Corporation and has coached their senior executives and managers on leadership and professional development and work-life balance concerns. She graduated at St. Paul College, Manila with a Bachelor of Science degree in Psychology, and attained her Masters in Arts Major in Psychology from Ateneo De Manila University, Quezon City in 2010.

iv. **MR. CHRISTOPHER A. NADAYAG**
Age: 41
Citizenship: Filipino

Position/s in the Company: *Treasurer*

Term of Office: Yearly

Current Positions Held in Other Companies
Mr. Nadayag is also the Treasurer of Megawide OneMobility Corporation, PH1 World Developers, Inc., MWM Terminals, Inc., and Citicore Holdings Investment Inc. He also serves as Director and Treasurer of Citicore-Megawide Consortium, Inc. and Altria East Land, Inc.

Previous Business Experience and Educational Background
Previously, Mr. Nadayag served as the Accounting Manager of Megawide. He worked for SGV & Co. as a Senior Associate Auditor. He received his Bachelor of Science in Accountancy degree from San Sebastian College.

v. **MS. ZHEENA A. OCAMPO**
Age: 32
Citizenship: Filipino

Position/s in the Company: *Acting Chief Audit Executive*

Term of Office: Yearly

Current Positions Held in Other Companies
Ms. Ocampo does not hold any position in other companies.

Previous Business Experience and Educational Background
Prior to joining Megawide, Ms. Ocampo held the position as Audit Supervisor in Deloitte Philippines. She is a Certified Public Accountant and holds an MBA degree from the Asian Institute of Management.

vi. **MR. MARTIN MIGUEL FLORES**
Age: 41
Citizenship: Filipino

Position/s in the Company: *Chief Risk Officer*

Term of Office: Yearly

Current Positions Held in Other Companies
Mr. Flores does not hold any position in other companies.

Previous Business Experience and Educational Background
Mr. Flores joined Megawide in 2015 as the Head of Planning. He is currently Megawide's Head of the Project Management Office (PMO), a role he has held since 2019. As Head of PMO, he supervises the integration of the Enterprise Risk Management process in the business operations and strategy in all business units. He is a licensed Civil Engineer and received his Bachelor of Science in Civil Engineering from De La Salle University-Manila.

vii. **MR. ROLANDO S. BONDOY***
Age: 53
Citizenship: Filipino

Position/s in the Company: Head of Investor Relations

Term of Office: Yearly

Current Positions Held in Other Companies
Mr. Bondoy does not hold any position in other companies.

Previous Business Experience and Educational Background
Mr. Bondoy, prior to his appointment, held the position of Assistant Vice President of Investor Relations of Megawide.

He also previously worked as Head of the Investor Relations and Corporate Governance Division at Philex Mining Corp., Investor Relations Manager at Ayala Land, Inc., and an Investor Relations Officer at PXP Energy Corp.

* *Appointed as Head of Investor Relations on May 2, 2024*

viii. **ATTY. MELISSA ESTER E. CHAVEZ-DEE***
Age: 39
Citizenship: Filipino

Position/s in the Company: *Corporate Secretary, Assistant Compliance Officer, Corporate Information Officer*

Term of Office: Yearly

Current Positions Held in Other Companies
Mrs. Chavez-Dee is currently a Partner at Gulapa & Lim. Mrs. Chavez-Dee also currently serves as the Corporate Secretary of Altria East Land Inc., Cebu2World Development, Inc., Citicore-Megawide Consortium, Inc., Megawide Corporate Foundation, Inc., Megawide Land, Inc., MWM Terminals, Inc., and Wide-Horizons Inc.

Previous Business Experience and Educational Background

Mrs. Chavez-Dee obtained her Bachelor of Arts in Communication and her Juris Doctor degree (Second Honors) from the Ateneo de Manila University. She was admitted to the Philippine Bar in 2012.

**Appointed on August 12, 2024; effective August 12, 2024*

ix. **ATTY. PHILLIP DON G. RECENTES***
Age: 37
Citizenship: Filipino

Position/s in the Company: *Assistant Corporate Secretary*

Term of Office: Yearly

<u>Current Positions Held in Other Companies</u>
Atty. Recentes is a Senior Associate at Gulapa & Lim.

<u>Previous Business Experience and Educational Background</u>
Atty. Recentes obtained his Juris Doctor degree from Ateneo de Manila University in 2016, where he obtained Second Honors. He was admitted to the Philippine Bar in 2017.

**Appointed on December 10, 2024; effective December 10, 2024*

<u>Attendance of Directors to Board and Committee Meetings</u>

The tables below set forth the attendance of Megawide's Directors to Board and Board Committee meetings held from January 01, 2024 to December 31, 2024:

Board Meetings

The Board held five (5) regular meetings and sixteen (16) special meetings, with the following attendance record:

Name	Position	No. of Meetings	No. of Meetings Attended
Edgar B. Saavedra	*Chairman of the Board, CEO, and President*	21	21
Manuel Louie B. Ferrer	*Vice-Chairman of the Board and Executive, Director, Infrastructure Development*	21	21
Oliver Y. Tan	*Director*	21	21
Ramon H. Diaz	*Executive Director and Group Chief Financial Officer*	21	21
Hilario G. Davide, Jr.	*Independent Director*	21	21
Celso P. Vivas	*Independent Director*	21	21

Finance Committee Meetings

The Finance Committee held four (4) regular meetings with the following attendance record:

Name	Position	No. of Meetings	No. of Meetings Attended
Ramon H. Diaz	*Chairman*	2	2
Oliver Y. Tan	*Vice-Chairman*	2	2
Hilario G. Davide, Jr.	*Member*	2	2
Celso P. Vivas	*Member*	2	2

Audit and Compliance Committee Meetings

The Audit and Compliance Committee held four (4) regular meetings with the following attendance record:

Name	Position	No. of Meetings	No. of Meetings Attended
Celso P. Vivas	*Chairman*	4	4
Hilario G. Davide, Jr.	*Vice-Chairman*	4	4
Oliver Y. Tan*	*Member*	2	2
Ramon H. Diaz*	*Member*	4	4

*Replacement of Mr. Oliver Y. Tan with Mr. Ramon H. Diaz as Member of the Committee was effective on May 10, 2024

Board Risk Oversight Committee Meetings

The Board Risk Oversight Committee held two (2) regular meetings with the following attendance record:

Name	Position	No. of Meetings	No. of Meetings Attended
Celso P. Vivas	*Chairman*	2	2
Edgar B. Saavedra	*Member*	2	2
Hilario G. Davide, Jr.	*Member*	2	2
Ramon H. Diaz	*Member*	2	2

Governance, Nominations, and Compensation Committee Meetings

The Governance, Nominations, and Compensation Committee held one (1) regular meeting with the following attendance record:

Name	Position	No. of Meetings	No. of Meetings Attended
Hilario G. Davide, Jr.	*Chairman*	1	1
Manuel Louie B. Ferrer	*Member*	1	1
Ramon H. Diaz	*Member*	1	1

Significant Employees

No single person is expected to make a significant contribution to the business, since Megawide considers the collective efforts of all its employees as instrumental to the overall success of its performance.

Family Relationships

None of the directors are related to each other.

Involvement in Certain Legal Proceedings

In 2020 and 2021, cases were filed against Mr. Edgar B. Saavedra, Mr. Manuel Louie B. Ferrer, Mr. Oliver Y. Tan, and Mr. Jez G. Dela Cruz—who serve as directors and officers of Megawide—for alleged violations of the Anti-Dummy Law and Sections 3(e) and 3(j) of Republic Act (RA) No. 3019. These cases were filed against them in their capacity as directors of GMR Megawide Cebu Airport Corporation, a former subsidiary of Megawide. The alleged violations were under the jurisdiction of the Regional Trial Court of Lapu-Lapu City (Anti-Dummy Law) and the Office of the Ombudsman (RA 3019). The cases related to the Anti-Dummy Law and RA 3019 were dismissed on October 25, 2022, and December 6, 2023, respectively. As a result, these court issuances have effectively cleared the respondents of all charges. The cases are further discussed in the "*Legal Proceedings*" section of this Prospectus.

In light of this, and over the past five (5) years up to the present, Megawide is not aware of the occurrence of any of the following events that are material to the evaluation of the ability or integrity of any director or executive officer:

1. Any bankruptcy petition filed by or against any director, or any business of a director, nominee for election as director, or executive officer who was a director, general partner or executive officer of said business either at the time of the bankruptcy or within 2 years prior to that time;

2. Any director, nominee for election as director, or executive officer being convicted by final judgment in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic[2] or foreign, excluding traffic violations and other minor offenses;

3. Any director, nominee for election as director, or executive officer being subject to any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities, commodities or banking activities; and

4. Any director, nominee for election as director, or executive officer being found by a domestic or foreign court of competent jurisdiction (in a civil action), the SEC or comparable foreign body, or a domestic or foreign exchange or other organized trading market or self-regulatory organization, to have violated a securities or commodities law or regulation, and the judgment has not been reversed, suspended, or vacated.

Executive Compensation

SUMMARY COMPENSATION TABLE
Annual Compensation
(In Php Millions)

Name and Position	Fiscal Year	Annual Salary	Bonus	Other Compensation
Edgar B. Saavedra Chairman, CEO, and President **Manuel Louie B. Ferrer** Vice-Chairman of the Board and Chief Corporate Affairs, Branding Officer and Executive Director for Infrastructure Development				

[2] In 2020 and 2021, cases were filed against Mr. Edgar B. Saavedra, Mr. Manuel Louie B. Ferrer, Mr. Oliver Y. Tan, and Mr. Jez G. Dela Cruz for alleged violations of the Anti-Dummy Law and Sections 3(e) and 3(j) of Republic Act (RA) No. 3019, in their capacity as directors of GMR Megawide Cebu Airport Corporation. The Anti-Dummy and the RA 3016 cases have been dismissed last October 25, 2022 and December 6, 2023, respectively, thereby clearing them of any charges.

Maria Belinda Morales Chief Human Resources Officer **Jez G. Dela Cruz** Group Chief Financial Officer **Jaime Raphael Feliciano** Chief Business Development Officer				
CEO & Aggregate compensation paid to all other officers and directors as a group unnamed	2024	205.16	-	3.80
	2023	212.47	-	8.58
	2022	200.05	23.61	8.34
	2021	177.63	20.49	7.24

Compensation of Directors

Under the By-Laws of Megawide, by resolution of the Board, each director, shall receive a reasonable per diem allowance for his attendance at each Board meeting. As compensation, the Board shall receive and allocate an amount of not more than ten percent (10%) of the net income before income tax of the Company during the preceding year. Such compensation shall be determined and apportioned among directors in such manner as the Board may deem proper, subject to the approval of stockholders representing at least majority of the outstanding capital stock at a regular or special meeting of the stockholders.

On November 4, 2011, the Board, upon recommendation of the GNCC, approved the giving of Twenty Thousand Pesos (₱20,000.00) Director's per diem, per Board meeting, and a Thirty Thousand Pesos (₱30,000.00) monthly allowance in the form of reimbursable expenses for each regular director.

Subsequently, on October 10, 2018, the Board resolved to increase the director's per diem, per Board meeting, to Forty-Four Thousand Pesos (₱44,000.00) for Executive Directors, Sixty-Two Thousand Pesos (₱62,000.00) for Non-Executive Directors, and Fifty-Eight Thousand Pesos (₱58,000.00) for Independent Directors. The total per diem paid to Directors for the year ending December 31, 2023 was Three Million One Hundred Fifty Six Thousand (₱3,156,000.00).

Standard Arrangements and Other Arrangements

There are no other arrangements for compensation either by way of payments for committee participation or special assignments other than reasonable per diem. There are also no outstanding warrants or options held by Megawide's CEO, other officers and/or directors.

Employment Contracts, Termination of Employment, Change-in-Control Arrangements

While the Company has no special retirement plans for its employees, it provides retirement benefits in accordance with R.A. No. 7641 or the "Retirement Pay Law", and other applicable laws, rules and regulations. The Company further adopted an Employee Stock Ownership Plan for its employees, which will serve as a performance incentive initiative under the Company's performance management system where shares of the Company may be awarded to eligible and qualified Company employees. For this purpose, the Company approved the allotment of up to 10,000,000 shares of stock for the implementation of the Employee Stock Ownership Plan.

Also, there is no existing arrangement with regard to compensation to be received by any executive officer from Megawide in the event of a change in control of the Company. Aside from its employees, Megawide has also entered into employment contracts with its foreign experts. The contracts with foreign nationals usually include benefits, such as housing, medical and group life insurance, vacation leaves, and company vehicle. Further, employment contracts include provisions regarding Megawide's ownership of any invention developed during the course of employment, liquidated damages in the event of contract pre-termination, and a non-compete clause prohibiting the employee, for a period of one (1) year after the termination of the contract, from engaging, directly or indirectly, for himself or on behalf of or in conjunction with any person, corporation, partnership or other business entity that is connected with the business of Megawide.

Warrants and Options

There are no outstanding warrants and options held by any of Megawide's directors and executive officers.

SECURITY OWNERSHIP OF CERTAIN RECORD AND BENEFICIAL SHAREHOLDERS

Common Shareholders

As of December 31, 2024, there are **Two Billion Three Hundred Ninety-nine Million Four Hundred Twenty-six Thousand and One Hundred Twenty-seven (2,399,426,127)** common shares registered in the names of the following:

	Stockholder	Number of Common Shares Held	Percentage of Total Shares
1.	PCD Nominee Corporation (Filipino)	1,619,716,019[1]	67.50%
2.	Citicore Holdings Investment, Inc.	712,925,501	29.71%
3.	Suyen Corporation	22,900,000	0.95%
4.	Aeternum Holdings, Inc.	21,389,904	0.89%
5.	PCD Nominee Corporation (Non-Filipino)	18,997,819	0.79%
6.	Ellie Chan	1,666,901	0.07%
7.	Carousel Holdings, Inc.	500,000	0.02%
8.	Carousel Holdings, Inc.	500,000	0.02%
9.	Marmon Holdings, Inc.	300,000	0.01%
10.	John I. Bautista, Jr.	159,799	0.01%
11.	Ayush Singhvi	147,400	0.01%
12.	Regina Capital Dev. Corp. 000351	34,754	0.00%
13.	Jharna Chandnani	23,000	0.00%
14.	Pacifico Silla &/or Marie Paz Silla &/or Nathaniel Silla	20,000	0.00%
15.	Juan Miguel B. Salcedo	16,177	0.00%
16.	Jose Emmanuel B. Salcedo	16,177	0.00%
17.	NSJS Realty & Development Corporation	16,000	0.00%
18.	Grace Q. Bay	15,243	0.00%
19.	Perfecto Nolasco	15,000	0.00%
20.	Camille Patricia Dominique T. Ang	14,547	0.00%
21.	Pacifico Silla &/or Marie Paz Silla Sagum &/or Nathaniel Silla	9,456	0.00%
22.	Pacifico C. Silla &/or Catherine M. Silla &/or Alexander M. Silla	9,456	0.00%
23.	Myra P. Villanueva	8,900	0.00%
24.	Joyce M. Briones	7,868	0.00%

25.	Megawide Construction Corporation	5,928	0.00%
26.	Frederick E. Ferraris &/or Ester E. Ferraris	5,674	0.00%
27.	Jennifer T. Ramos	2,000	0.00%
28.	Jennifer T. Ramos	1,000	0.00%
29.	Demetrio D. Mateo	500	0.00%
30.	Julius Victor Emmanuel D. Sanvictores	379	0.00%
31.	Guillermo F. Gili, Jr.	246	0.00%
32.	Florentino A. Tuason, Jr.	246	0.00%
33.	Hector A. Sanvictores	190	0.00%
34.	Owen Nathaniel S. AU ITF: Li Marcus Au	38	0.00%
35.	Edgar B. Saavedra	1	0.00%
36.	Hilario Gelbolingo Davide, Jr.	1	0.00%
37.	Joselito T. Bautista	1	0.00%
38.	Lilia B. De Lima	1	0.00%
39.	Michael C. Cosiquien	1	0.00%
	Total Outstanding Common Shares	**2,399,426,127**	
	Shares Owned by Foreigners	**18,997,819**	

Owners of record of more than five percent (5%) of Megawide's shares of stock as of December 31, 2024, are as follows:

Title of Class	**Name & Address of Record Owner & Relationship with Issuer**	**Name of Beneficial Owner & Relationship with Record Owner**	**Citizenship**	**Number of Shares Held**	**Percent (%)**
Common	**PCD Nominee Corporation (Filipino)** – Stockholder 37/F Tower I, The Enterprise Center, 6766 Ayala Avenue, corner Paseo de Roxas	Publicly Held Shares	Filipino	1,619,716,019	67.50%

Common	**Citicore Holdings Investment Inc.** – Stockholder No. 20 N. Domingo Street, Barangay Valencia, Quezon City	Edgar B. Saavedra Mr. Saavedra is the majority stockholder of Citicore	Filipino	712,925,501 *Direct*	35.41%
Common	**Citicore Holdings Investment Inc.** – Stockholder No. 20 N. Domingo Street, Barangay Valencia, Quezon City	Edgar B. Saavedra Mr. Saavedra is the majority stockholder of Citicore	Filipino	712,925,501	29.71%

The following table sets forth the participants under the PCD account who owns more than five percent (5%) of the voting securities of Megawide as of December 31, 2024:

Name	**Number of Shares Held**	**Percent (%)**
Megacore Holdings, Inc.	617,709,197	30.68%
BDO Securities Corporation	663,355,971	32.95%
CLSA Philippines, Inc.	382,920,604	19.02%

Security Ownership of Management

The following table sets forth the security ownership of Megawide's Directors and officers as of December 31, 2024:

Title of Class	Name of Beneficial Owner	Amount and Nature of Beneficial Owner	Citizenship	Percentage
Common	Edgar B. Saavedra *Chairman of the Board, CEO, and President*	1 (Direct) 2 (Indirect)	Filipino	0.00%

Common	Manuel Louie B. Ferrer *Vice-Chairman of the Board, Executive Director for Infrastructure Development*	1 (Indirect)	Filipino	0.00%
Common	Oliver Y. Tan *Director*	18,767,852 (Indirect)	Filipino	0.93%
Common	Ramon H. Diaz *Director*	350,000 (Indirect)	Filipino	0.02%
Common	Hilario G. Davide, Jr. *Independent Director*	1 (Direct)	Filipino	0.00%
Common	Celso P. Vivas *Independent Director*	1 (Direct)	Filipino	0.00%
Common	Jez G. Dela Cruz *Group Chief Finance Officer*	0	Filipino	0.00%
Common	Christopher A. Nadayag *Treasurer*	49 (Indirect)	Filipino	0.00%
Common	Raymund Jay S. Gomez *Chief Legal Officer, Compliance Officer, and Data Protection Officer*	0	Filipino	0.00%
Common	Maria Belinda Morales *Chief Human Resources Officer*	35,000 (Indirect)	Filipino	0.00%
Common	Zheena E. Ocampo *Acting Chief Audit Executive*	7,500 (Indirect)	Filipino	0.00%

Common	Martin Miguel Flores *Chief Risk Officer*	4,400 (Indirect)	Filipino	0.00%
Common	Rolando S. Bondoy *Head of Investor Relations*	0	Filipino	0.00%
Common	Melissa Ester E. Chavez-Dee *External (Gulapa Law)*	0	Filipino	0.00%
Common	Phillip Don G. Recentes *External (Gulapa Law)*	0	Filipino	0.00%
Aggregate Shareholdings of Directors and Officers as a Group		**19,164,807**		0.95%

Voting Trust Holders of Five Percent (5%) or More

There is no voting trust arrangement executed among the holders of five percent (5%) or more of the issued and outstanding shares of common stock of Megawide.

Change in Control

There are no arrangements entered into by Megawide or any of its stockholders which may result in a change of control of Megawide.

Preferred Shareholders

Series 2B Preferred Shares

As of December 31, 2024, there are approximately 5 holders of the Company's Series 2B Preferred Shares, to wit:

	Title of Class	Stockholder	Number of Preferred Shares Held	Percentage of Total Shares
1	Preferred	PCD NOMINEE CORPORATION (FILIPINO)	16,875,090	96.95%
2	Preferred	PCD NOMINEE CORPORATION (NON-FILIPINO)	480,790	2.76%
3	Preferred	NELSON CHUA LIM	30,000	0.17%
4	Preferred	ANTONIO TAN CHUA	10,000	0.06%
5	Preferred	KAREN ANN C. LAYUG	10,000	0.06%

Series 3 Preferred Shares

As of December 31, 2024, there is 1 holder of the Company's Series 3 Preferred Shares, to wit:

	Title of Class	Stockholder	Number of Preferred Shares Held	Percentage of Total Shares
1	Preferred	CITICORE HOLDINGS INVESTMENT INC.	45,000,000	100.00%

Series 4 Preferred Shares

As of December 31, 2024, there are approximately 5 holders of the Company's Series 4 Preferred Shares, to wit:

	Title of Class	Stockholder	Number of Preferred Shares Held	Percentage of Total Shares
1	Preferred	PCD NOMINEE CORPORATION (FILIPINO)	39,309,090	98.27%
2	Preferred	PCD NOMINEE CORPORATION (NON-FILIPINO)	690,210	1.73%
3	Preferred	MILAGROS P. VILLANUEVA	500	0.0%

4	Preferred	MARIETTA V. CABREZA	100	0.0%
5	Preferred	JUAN CARLOS V. CABREZA	100	0.0%

Series 5 Preferred Shares

As of December 31, 2024 there are approximately 3 holders of the Company's Series 5 Preferred Shares, to wit:

	Title of Class	Stockholder	Number of Preferred Shares Held	Percentage of Total Shares
1	Preferred	PCD NOMINEE CORPORATION (FILIPINO)	14,609,700	97.40%
2	Preferred	PCD NOMINEE CORPORATION (NON-FILIPINO)	380,300	2.54%
3	Preferred	VIRGINIA M. RAFAEL	10,000	0.07%

[1] Inclusive of 386,016,410 treasury shares.

CERTAIN RELATIONSHIPS AND RELATED PARTY TRANSACTIONS

Related party transactions are transfers of resources, services or obligations between Megawide and its related parties, regardless of whether a price is charged. Transactions between Megawide and related parties are conducted at estimated market rates and on an arm's length basis and in accordance with the Company's Related Party Transactions Policy.

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

All material related party transactions and related party transactions involving directors and/or officers shall be approved by at least two-thirds vote of the BOD, with at least a majority of the independent directors voting to approve the material related party transactions and related party transactions involving directors and/or officers. In case that a majority of the independent directors' vote is not secured, the material related party transactions and related party transactions involving directors and/or officers may be ratified by the vote of the stockholders representing at least two-third of the outstanding capital stock. For aggregate related party transactions within a 12-month period that breaches the materiality threshold of 1% of Megawide's total consolidated assets, the same BOD approval would be required for the transaction/s that meet and exceeds the materiality threshold covering the same related party. Under SEC Memorandum Circular No. 10, Series of 2019, *Rules on Material Related Party Transactions for Publicly-listed Companies*, the minimum threshold to be considered as a material related party transaction is 10% of the total assets based on the latest audited consolidated financial statements.

Directors with personal interest in a certain related party transaction should abstain from participating in the discussions and voting on the same. In case they refuse to abstain, their attendance shall not be counted for the purposes of assessing the quorum and their votes shall not be counted for purposes of determining approval.

In the normal course of business, Megawide provides construction services to related parties under common ownership, associate, a certain previous shareholder and other related parties. The related revenue from these transactions amounted to ₱1,511.4 million, ₱697.1 million, and ₱1,072.8 million in 2024, 2023, and 2022, respectively, and is recorded as part of Construction operation revenues account in the consolidated statements of income. Services rendered to the above related parties are based on normal terms similar to terms that would be available to non-related parties.

The outstanding contract receivables from these transactions, which are generally unsecured and settled through cash within three to six months, and the related retention receivables, which can only be collected after a certain period of time upon acceptance by project owners of the certificate of completion, are presented as part of Contract and Retention receivables under Trade and Other Receivables account in the consolidated statements of financial position.

Megawide is a lessee of certain parcels of land and building owned by related parties under common ownership.

Advances to officers and employees represent unsecured, noninterest-bearing cash advances for business-related expenditures that are to be liquidated 60 days from the date the cash advances were received. The outstanding receivables from these transactions are presented as part of Trade and Other Receivables.

Megawide obtained unsecured, noninterest-bearing cash advances from certain related parties to finance portion of its working capital requirement payable upon demand. The outstanding balance from these transactions is shown under Trade and Other Payables account in the consolidated statements of financial position.

Megawide has provided unsecured, interest-bearing cash advances to its associates and certain related parties under common ownership for their working capital requirements.

The outstanding balance from these transactions is shown under Trade and Other Receivables account in the consolidated statements of financial position. Interest income earned from these advances are presented as part of Finance Income under Other Income (Charges) account in the consolidated statements of income. The outstanding balance from interest income is presented as part of Trade and Other receivable) account in the consolidated statements of financial position.

Further, upon assessment of recoverability based on the capacity to pay and expected collectability of these advances, no impairment losses were recognized in both periods.

Megawide's outstanding receivables from and payables to the same related parties as presented can be potentially offset to the extent of their corresponding outstanding balances.

The minority shareholders granted unsecured, noninterest-bearing cash advances to GMCAC to support its Project bid-related expenses. The minority interest shareholder also granted unsecured noninterest-bearing cash advances to MCEI to support its working capital operations. The outstanding balance from this transaction is shown under Trade and Other Payables account in the consolidated statements of financial position.

The Parent Company's retirement plan is in the form of a bank-trustee managed account. The fair value of the retirement plan totaled ₱4.9 million as of September 30, 2024 and December 31, 2023, respectively.

In 2021, the Parent Company provided certain project management and consultancy services to a related party under common ownership amounting to ₱103.3 million. The amount is outstanding as of December 31, 2022 and is presented as part of other receivables. There were no similar transactions in 2023.

The summary of Megawide's transactions with related parties is as follows:

For the period ended September 30, 2024

Related Party Category	Amount of Transaction	Receivable (Payable)	Terms	Conditions
Ultimate Parent:				
Cash granted	200,000	3,089,295,108	Interest-bearing	Unsecured, Unimpaired
Interest receivable	191,812,500	1,405,811,161	On demand; non-interest bearing	Unsecured, Unimpaired
Rent Income	40,179	296,027	Normal credit terms	Unsecured, Unimpaired
Cash obtained	-	(90,233,593)	On demand; non-interest bearing	Unsecured, Unimpaired
Associate:				
Revenue from services	-	997,247,698	Normal credit terms	Unsecured, Unimpaired
Cash granted	(2,211,438)	7,180,981	On demand; non-interest bearing	Unsecured, Unimpaired
Cash obtained	-	(30,000,000)	On demand; non-interest bearing	Unsecured, Unimpaired
Rent income	40,179	428,750	Normal credit terms	Unsecured, Unimpaired
Joint Arrangement:				
Revenue from services	608,163,822	43,383,873	Normal credit terms	Unsecured, Unimpaired
Cash granted	(901,012)	-	On demand; non-interest bearing	Unsecured, Unimpaired
Cash obtained	-	-	On demand; non-interest bearing	Unsecured, Unimpaired
Shareholder:				
Revenue from services	-	682,865,804	Normal credit terms	Unsecured, Unimpaired
Cash granted	-	889,796	On demand; non-interest bearing	Unsecured, Unimpaired
Common Ownership:				
Rent income	4,676,325	39,766,399	Normal credit terms	Unsecured, Unimpaired
Revenue from services	903,212,849	383,157,736	Normal credit terms	Unsecured, Unimpaired

Cash granted	32,091,630	3,374,055,883	On demand; Interest-bearing and non-interest bearing	Unsecured, Unimpaired
Cash obtained	(26,059,367)	(50,463,000)	On demand; non-interest bearing	Unsecured, Unimpaired
Interest receivable	227,241,887	1,437,972,915	On demand; non-interest bearing	Unsecured, Unimpaired
Retirement fund	-	4,947,691	Upon retirement of beneficiaries	Partially funded
Advances to Officers and Employees	(4,112,861)	94,399,918	Upon liquidation, noninterest-bearing	Unsecured, Unimpaired
Key Management Compensation	172,543,661	-	On demand	Unsecured, Unimpaired

For the year ended December 31, 2023

Related Party Category	Amount of Transaction	Receivable (Payable)	Terms	Conditions
Ultimate Parent:				
Cash granted	-	3,089,095,108	Interest-bearing	Unsecured, Unimpaired
Interest receivable	255,750,000	1,213,998,661	On demand; non-interest bearing	Unsecured, Unimpaired
Rent Income	44,643	255,848	Normal credit terms	Unsecured, Unimpaired
Cash obtained	90,233,593	(90,233,593)	On demand; non-interest bearing	Unsecured, Unimpaired
Associate:				
Revenue from services	-	997,247,698	Normal credit terms	Unsecured, Unimpaired
Cash granted	212,624	9,392,420	On demand; non-interest bearing	Unsecured, Unimpaired
Cash obtained	-	(30,000,000)	On demand; non-interest bearing	Unsecured, Unimpaired
Rent income	44,643	388,572	Normal credit terms	Unsecured, Unimpaired
Joint Arrangement:				
Revenue from services	854,651,398	22,486,709	Normal credit terms	Unsecured, Unimpaired
Cash granted	614,391	901,012	On demand; non-interest bearing	Unsecured, Unimpaired
Cash obtained	(19,325,804)	-	On demand; non-interest bearing	Unsecured, Unimpaired
Shareholder:				
Revenue from services	17,857	682,513,352	Normal credit terms	Unsecured, Unimpaired
Cash granted	(148,118)	889,795	On demand; non-interest bearing	Unsecured, Unimpaired
Common Ownership:				

Rent income	5,896,866	35,090,074	Normal credit terms	Unsecured, Unimpaired
Revenue from services	14,433,489	71,654,288	Normal credit terms	Unsecured, Unimpaired
Cash granted	66,237,143	3,341,964,252	On demand; Interest-bearing and non-interest bearing	Unsecured, Unimpaired
Cash obtained	22,682,615	(24,403,632)	On demand; non-interest bearing	Unsecured, Unimpaired
Interest receivable	395,850,367	1,210,731,028	On demand; non-interest bearing	Unsecured, Unimpaired
Retirement fund	270,674	4,947,691	Upon retirement of beneficiaries	Partially funded
Advances to Officers and Employees	(78,592)	98,512,779	Upon liquidation, noninterest-bearing	Unsecured, Unimpaired
Key Management Compensation	249,645,711	-	On demand	Unsecured, Unimpaired

For the year ended December 31, 2022:

Related Party Category	Amount of Transaction	Receivable (Payable)	Terms	Conditions
Ultimate Parent:				
Cash granted	(200,000)	3,089,095,108	Interest-bearing	Unsecured, Unimpaired
Interest receivable	220,500,000	958,248,661	On demand; non-interest bearing	Unsecured, Unimpaired
Rent Income	53,571	211,205	Normal credit terms	Unsecured, Unimpaired
Associate:				
Revenue from services	-	997,248,017	Normal credit terms	Unsecured, Unimpaired
Cash granted	(32,999,250)	9,179,796	On demand; non-interest bearing	Unsecured, Unimpaired
Cash obtained	10,000,000	(30,000,000)	On demand; non-interest bearing	Unsecured, Unimpaired
Rent income	57,321	343,929	Normal credit terms	Unsecured, Unimpaired
Joint Arrangement:				
Revenue from services	819,482,059	69,836,004	Normal credit terms	Unsecured, Unimpaired
Cash granted	(334,734)	286,620	On demand; non-interest bearing	Unsecured, Unimpaired
Cash obtained	19,325,804	(19,325,804)	On demand; non-interest bearing	Unsecured, Unimpaired
Shareholder:				
Revenue from services	254,814,248	613,013,120	Normal credit terms	Unsecured, Unimpaired
Cash granted	1,037,914	1,037,914	On demand; non-interest bearing	Unsecured, Unimpaired

Common Ownership:				
Rent income	10,719,541	29,193,207	Normal credit terms	Unsecured, Unimpaired
Revenue from services	728,155,948	932,421,309	Normal credit terms	Unsecured, Unimpaired
Cash granted	(11,055,137)	3,275,727,109	On demand; Interest-bearing and non-interest bearing	Unsecured, Unimpaired
Cash obtained	1,721,017	(1,721,017)	On demand; non-interest bearing	Unsecured, Unimpaired
Interest receivable	259,728,269	978,257,203	On demand; non-interest bearing	Unsecured, Unimpaired
Retirement fund	(14,715)	4,677,017	Upon retirement of beneficiaries	Partially funded
Advances to Officers and Employees	12,793,296	98,591,371	Upon liquidation, noninterest-bearing	Unsecured, Unimpaired
Key Management Compensation	302,992,110	-	On demand	Unsecured, Unimpaired

CAPITALIZATION

The following table sets out the unaudited consolidated long-term debt and capitalization of Megawide as of 30 September 2024 and as adjusted to give effect to the issuance of the Series 6 Preferred Shares. This table should be read in conjunction with Group's unaudited interim condensed consolidated financial statements and the related notes attached to this Prospectus.

(Amounts in ₱ thousands)	**As of Sept 30, 2024**	**Assuming ₱3 Billion Offer**	**Assuming ₱ 6 Billion Offer**
LIABILITIES AND EQUITY			
LIABILITIES			
Current Liabilities			
Interest-bearing loans and borrowings - current portion	18,900,560	18,900,560	18,900,560
Trade and other payables	4,571,582	4,571,582	4,571,582
Contract liabilities	3,727,082	3,727,082	3,727,082
Exchangeable notes	7,763,200	7,763,200	7,763,200
Other current liabilities	430,507	430,507	430,507
Total Current Liabilities	35,392,931	35,392,931	35,392,931
Non-Current Liabilities			
Interest-bearing loans and borrowings - long term debt	14,988,491	14,988,491	14,988,491
Contract liabilities	347,381	347,381	347,381
Post-employment defined benefit obligation	249,417	249,417	249,417
Other non-current liabilities	282,863	282,863	282,863
Total Non-Current Liabilities	**15,868,152**	**33,889,051**	**33,889,051**
Total Liabilities	**51,261,083**	**69,281,982**	**69,281,982**
EQUITY			
Common stock	2,399,426	2,399,426	2,399,426
Preferred shares	145,876	179,876	209,876
Additional paid-in capital	18,460,790	21,430,790	24,400,790
Revaluation reserves	181,528	181,527	181,527
Other reserves	-	-	-
Treasury shares	-11,237,704	-11,237,704	-11,237,704
Retained earnings	6,617,344	6,617,344	6,617,344
Non-Controlling Interests	501,877	501,877	501,877
Total Equity	**17,069,136**	**20,073,137**	**23,073137**
Total Capitalization	**68,330,220**	**71,001,875**	**72,011,875**

DIVIDEND POLICY

On June 26, 2013, the Board adopted a dividend policy of declaring annual cash dividends equivalent to twenty percent (20%) of the prior year's income, subject to the Company's contractual obligations. Thereafter, on April 03, 2019, the Board adopted a revised dividend policy increasing the maximum allowable annual dividend declaration from twenty percent (20%) to not exceeding thirty percent (30%) of the prior year's net income, subject to the approval of the Board and the Company's contractual obligations.

On November 13, 2014, the Board adopted a dividend policy for the Series 1 Preferred Shares equivalent to the 7-year benchmark rate determined by the Board. On issue date, the Series 1 Preferred Shares has an initial dividend rate fixed at 7.025% per annum payable quarterly as and if approved by the Board.

On issue date of Series 2 Preferred Shares, the Series 2A Preferred Shares and Series 2B Preferred Shares had fixed dividend of 4.75% and 5.75%, per annum, respectively, which shall be payable quarterly as and if declared by the Board of Directors, in accordance with the terms and conditions of the Series 2 Preferred Shares.

On issue date of the Series 4 Preferred Shares, it had a fixed dividend of 5.30% per annum, which shall be payable quarterly as and if declared by the Board of Directors, in accordance with the terms and conditions of the Series 4 Preferred Shares.

On issue date of the Series 5 Preferred Shares, it had a fixed dividend of 7.9042% per annum, which shall be payable quarterly as and if declared by the Board of Directors, in accordance with the terms and conditions of the Series 5 Preferred Shares.

Meanwhile, stock dividend declarations require the approval of the Board and the shareholders representing at least two-third (2/3) of Megawide's outstanding capital stock. Such approval may be given at a general or special meeting duly called for such purpose. The holders of outstanding shares on a dividend record date for such shares will be entitled to the full dividend declared without regard to any subsequent transfer of shares. Moreover, in accordance with the Revised Corporation Code, Megawide may only distribute dividends out of its unrestricted retained earnings.

During the past four (4) years, Megawide has consistently declared and paid out cash dividends as follows:

Date Approved	Record Date	Type	Amount	Date of Payment
January 08, 2020	February 06, 2020	Series 1 Preferred Shares	₱70,250,000.00	March 03, 2020
May 08, 2020	May 25, 2020	Series 1 Preferred Shares	₱70,250,000.00	June 03, 2020
July 27, 2020	August 10, 2020	Series 1 Preferred Shares	₱70,250,000.00	September 03, 2020
October 05, 2020	November 06, 2020	Series 1 Preferred Shares	₱70,250,000.00	December 03, 2020
January 11, 2021	February 08, 2021	Series 1 Preferred Shares	₱70,250,000.00	March 03, 2021
January 18, 2021	February 03, 2021	Series 2A Preferred Shares	₱31,136,404.00	March 01, 2021
January 18, 2021	February 03, 2021	Series 2B Preferred Shares	₱25,020,953.00	March 01, 2021
April 08, 2021	May 18, 2021	Series 1 Preferred Shares	₱70,250,000.00	June 03, 2021
April 08, 2021	May 04, 2021	Series 2A Preferred Shares	₱31,136,404.00	May 27, 2021
April 08, 2021	May 04, 2021	Series 2B Preferred Shares	₱25,020,953.00	May 27, 2021
June 30, 2021	August 09, 2021	Series 1 Preferred Shares	₱70,250,000.00	September 03, 2021

Date Approved	Record Date	Type	Amount	Date of Payment
June 30, 2021	August 05, 2021	Series 2A Preferred Shares	₱31,136,404.00	August 27, 2021
June 30, 2021	August 05, 2021	Series 2B Preferred Shares	₱25,020,953.00	August 27, 2021
October 19, 2021	November 09, 2021	Series 1 Preferred Shares	₱70,250,000.00	December 03, 2021
October 19, 2021	November 05, 2021	Series 2A Preferred Shares	₱31,136,404.00	November 29, 2021
October 19, 2021	November 05, 2021	Series 2B Preferred Shares	₱25,020,953.00	November 29, 2021
December 23, 2021	January 10, 2022	Series 4 Preferred Shares	₱53,000,000.00	January 31, 2022
January 18, 2022	February 4, 2022	Series 2A Preferred Shares	₱31,136,404.00	February 28, 2022
January 18, 2022	February 4, 2022	Series 2B Preferred Shares	₱25,020,953.00	February 28, 2022
March 22, 2022	April 6, 2022	Series 4 Preferred Shares	₱53,000,000.00	April 29, 2022
April 21, 2022	May 9, 2022	Series 2A Preferred Shares	₱31,136,404.00	May 27, 2022
April 21, 2022	May 9, 2022	Series 2B Preferred Shares	₱25,020,953.00	May 27, 2022
June 23, 2022	July 8, 2022	Series 4 Preferred Shares	₱53,000,000.00	July 29, 2022
July 22, 2022	August 8, 2022	Series 2A Preferred Shares	₱31,136,404.00	August 30, 2022
July 22, 2022	August 8, 2022	Series 2B Preferred Shares	₱25,020,953.00	August 30, 2022
September 23, 2022	October 10, 2022	Series 4 Preferred Shares	₱53,000,000.00	October 29, 2022
October 19, 2022	November 7, 2022	Series 2A Preferred Shares	₱31,136,404.00	November 28, 2022
October 19, 2022	November 7, 2022	Series 2B Preferred Shares	₱25,020,953.00	November 28, 2022
December 21, 2022	January 9, 2023	Series 4 Preferred Shares	₱53,000,000.00	January 30, 2023
February 6, 2023	February 20, 2023	Series 2A Preferred Shares	₱31,136,404.00	February 27, 2023
February 6, 2023	February 20, 2023	Series 2B Preferred Shares	₱25,020,953.00	February 27, 2023
February 6, 2023	March 6, 2023	Common Shares	₱1,006,704,858.50	March 24, 2023
March 21, 2023	April 11, 2023	Series 4 Preferred Shares	₱53,000,000.00	May 2, 2023
April 26, 2023	May 12, 2023	Series 2A Preferred Shares	₱31,136,404.00	May 29, 2023
April 26, 2023	May 12, 2023	Series 2B Preferred Shares	₱25,020,953.00	May 29, 2023
May 12, 2023	May 26, 2023	Common Shares	₱1,006,704,858.50	June 16, 2023
July 12, 2023	July 26, 2023	Series 4 Preferred Shares	₱53,000,000.00	July 31, 2023
July 12, 2023	July 17, 2023	Series 5 Preferred Shares	₱29,640,750.00	July 17, 2023
August 1, 2023	August 16, 2023	Series 2B Preferred Shares	₱25,020,953.00	August 29, 2023
September 11, 2023	September 26, 2023	Series 5 Preferred Shares	₱29,640,750.00	October 17, 2023

Date Approved	Record Date	Type	Amount	Date of Payment
September 13, 2023	October 10, 2023	Series 4 Preferred Shares	₱53,000,000.00	October 30, 2023
October 19, 2023	November 7, 2023	Series 2B Preferred Shares	₱25,020,953.00	November 28, 2023
December 11, 2023	December 28, 2023	Series 5 Preferred Shares	₱29,640,750.	January 17, 2024
January 5, 2024	January 22, 2024	Series 4 Preferred Shares	₱53,000,000.00	January 29, 2024
January 16, 2024	February 7, 2024	Series 2B Preferred Shares	₱25,020,953.00	February 27, 2024
March 13, 2024	April 2, 2024	Series 5 Preferred Shares	₱29,640,750.00	April 17, 2024
March 22, 2024	April 12, 2024	Series 4 Preferred Shares	₱53,000,000.00	April 29, 2024
April 23, 2024	May 10, 2024	Series 2B Preferred Shares	₱25,020,953.00	May 27, 2024
June 14, 2024	July 2, 2024	Series 5 Preferred Shares	₱29,640,750.00	July 17,2024
June 26, 2024	July 12, 2024	Series 4 Preferred Shares	₱53,000,000.00	July 29, 2024
July 22, 2024	August 8, 2024	Series 2B Preferred Shares	₱25,020,953.00	August 27, 2024
September 16, 2024	October 2, 2024	Series 5 Preferred Shares	₱29,640,750.00	October 17, 2024
September 27, 2024	October 14, 2024	Series 4 Preferred Shares	₱53,000,000.00	October 29, 2024
October 25, 2024	November 12, 2024	Series 2B Preferred Shares	₱25,020,953.00	November 27,2024
December 10, 2024	December 27, 2024	Series 5 Preferred Shares	₱29,640,750.00	January 17, 2025
January 3, 2025	January 22, 2025	Series 4 Preferred Shares	₱53,000,000.00	January 30, 2025
March 12, 2025	January 22, 2025	Series 5 Preferred Shares	₱29,640,750.00	April 17, 2025

The Company aims to comply with its annual dividend policy of 20% to 30% of its previous year income except during the height of impact of the Covid-19 pandemic. . The Company declared a total of Php 2 Billion in dividends in 2023. The Company's subsidiaries have not declared dividends in the last three years.

As of date, no dividends have been declared for the Series 3 Preferred Shares. There are no unpaid cumulative dividends on any of the Company's outstanding preferred shares.

Recent Sales of Unregistered or Exempt Securities

Megawide has not sold any unregistered securities within the past three (3) years, except for the Series 3 Preferred Shares which was issued in support of the application for the increase in authorized capital stock to create the Series 4 Preferred Shares, Series 5 Preferred Shares and the Series 6 Preferred Shares.

On November 22, 2024, the Company received a copy of the SEC's MSRD Resolution No. 8 Series of 2024, dated November 21, 2024, which approved the Company's application for exemption from the registration of its Employee Stock Ownership Plan (ESOP). The ESOP covers 10 million common shares for the Company's qualified employees, in accordance with the plan's terms. This plan offers eligible employees a performance-based incentive, where shares may be awarded as part of their performance bonus. To qualify, employees must have at least one year of service with the Company. The ESOP is designed to motivate, retain, and provide equity ownership opportunities to key talents contributing to the Company's success.

Shares vest over three years: 50% in Year 1, 25% in Year 2, and 25% in Year 3. The share price includes a 10% discount based on the 30-day volume weighted average price (VWAP). Voting, dividend, and transfer rights are granted upon share issuance. The ESOP shares will be sourced from the Company's treasury shares.

MATERIAL CONTRACTS

The following are the significant and material contracts and agreements entered into by Megawide in the last two (2) years. Other than the following, the Company is not aware of any other material contracts to which it is a party to. Contracts of lease are also included herein.

1. Any contract upon which the business of Megawide is substantially dependent on;

Date	Title of Document	Parties	Particulars (i.e., price)
31 May 2022	Joint Venture Agreement for the Metro Manila Subway Project Phase 1 Package CP104: Two Underground Stations (Ortigas North and Ortigas South) and Tunnels	Tokyu Construction Co., Ltd., Tobishima Corporation, and Megawide Construction Corporation	PHP 13,261,303,173.01
08 October 2020	Contract Agreement – NSCR-EX Project Contract Package N-01: Building and Civil Engineering Works for Apx.17 Kms of Viaduct Structure including Station Building at Calumpit and Apalit	DOTr and HDEC-Megawide-Dong-Ah JV	PHP 18,020,878,182.23 and USD 201,679,064.89
11 January 2020	Joint Venture Agreement for Carbon Market Redevelopment Project	City Government of Cebu and Megawide Construction Corporation	PHP 5,500,000,000.00
10 December 2019	Construction Contract – Design and Build of the Aglipay Sewage Treatment Plant	Manila Water Company and Megawide-Suez Consortium	PHP 4,126,201,751.00[3]
14 November 2019	Construction Contract – Urban Deca Homes Cubao	8990 Housing Development Corporation and Megawide Construction Corporation	PHP 4,275,000,000.00
14 August 2019	Design and Construction – 8990 Ortigas	8990 Housing Development Corporation and Megawide Construction Corporation	PHP 14,000,000,000.00
20 July 2019	Construction Contract – Plumera Project	Johndorf Ventures Corporation and Megawide Construction Corporation	PHP 2,487,301,024.80

[3] PhP 2,760,609,206.00 + USD 27,394,033.00 or Ph P1,365,592,545.00, where Bangko Sentral ng Pilipinas Exchange Rate (30 June 2020) 1.00 USD = PhP 49.85

03 June 2019	Construction Contract – Mandani Bay Quay – Phase 2 Block 1	HTland, Inc. And Megawide Construction Corporation	PHP 10,113,465,423.00
06 May 2019	Construction Contract – Gentry Manor	Manila Bayshore Property Holdings, Inc. And Megawide Construction Corporation	PHP 4,362,617,249.00
20 May 2015	Design and Construction Contract – Urban Deca Homes Manila	8990 Housing Development Corporation and Megawide Construction Corporation	PHP 8,050,000,000.00

2. Development agreements; and

Date	Title of Document	Parties	Particulars (i.e., price)
06 February 2020	Memorandum of Agreement for the Development of Mactan-Cebu International Airport (MCIA) Commercial Assets	GMR-Megawide Cebu Airport Corporation and Megawide-GISPL Construction Joint Venture	Development of Commercial Assets in MCIA Project Cost: PHP 4,359,200,000.00
24 July 2019	Notice of Award	Megawide Construction Corporation and Johndorf Ventures Corporation	Land Development of Thelmo Housing Project Contract Price: PHP 302,497,815.26 (inclusive of Value-Added Tax (**"VAT"**))

3. Lease contracts

Date	Title of Document	Parties	Particulars (i.e., Rent)
26 July 2024	First Renewal of the Amended Contract of Lease	*Lessor:* Robinsons Land Corporation *Lessee:* Megawide Construction Corporation	*Rental Fee:* Year 1 (24 October 2024 – 03 October 2025) Fixed Rent per Square Meter: Two Hundred Pesos (PHP200.00), Fixed Rent per Month: One Million Seven Hundred Fifty-Three Thousand Six Hundred Pesos (PHP1,753,600.00) Year 2 (04 October 2025 – 03 October 2026) Fixed Rent per Square Meter: Two Hundred Pesos (PHP200.00), Fixed Rent per Month: One Million Seven Hundred Fifty-Three Thousand Six Hundred Pesos (PHP1,753,600.00)

			Subject Property: 8,768 Square Meters in J. *Vargas Avenue, Pasig City* *Lease Period:* Two (2) years beginning on 04 October 2024 to 03 October 2026
06 May 2022	Contract of Lease Renewal	*Lessor:* Retailscapes, Inc. *Lessee:* Megawide Construction Corporation	*Rental Fee:* For 10th Floor – Five Hundred Eighty Pesos (PHP580.00) per Square Meter, per month (01 May 2022 – 30 April 2023) Six Hundred Nine Pesos (PHP609.00) per Square Meter, per month (01 May 2023 – 30 April 2024) Six Hundred Forty Pesos (PHP640.00) per Square Meter, per month (01 May 2024 – 30 April 2025) For 11th Floor, Unit A – Seven Hundred Seventy-Two Pesos (PHP772.00) per Square Meter, per month (01 May 2022 – 30 April 2024) Eight Hundred Eleven Pesos (PHP811.00) per Square Meter, per month (01 May 2024 – 30 April 2025) *Subject Property:* 10th Floor (1,974 Square Meters) and 11th Floor, Unit A (480 Square Meters) of Santolan Town Plaza, San Juan City *Lease Period:* 01 May 2022 to 30 April 2025
11 December 2024	Extension Agreement	*Lessor:* Retailscapes, Inc. *Lessee:* Megawide Construction Corporation	*Rental Fee:* For 10th Floor – Six Hundred Seventy-Two Pesos (PHP672.00) per Square Meter, per month (01 May 2025 – 30 April 2026) Seven Hundred Five Pesos and Sixty Centavos (PHP 705.60) per Square Meter, per month (01 May 2026 – 30 April 2027)

			Seven Hundred Forty Pesos and Eighty-Eight Centavos (PHP 740.88) per Square Meter, per month (01 May 2027 – 30 April 2028) For Unit A, 11th Floor – Eight Hundred Fifty-One Pesos and Fifty-Five Centavos (PHP 851.55) per Square Meter, per month (01 May 2025 – 30 April 2026) Eight Hundred Ninety-Four Pesos and Thirteen Centavos (PHP 894.13) per Square Meter, per month (01 May 2026 – 30 April 2027) Nine Hundred Thirty-Eight Pesos and Eighty-Three Centavos (PHP 938.83) per Square Meter, per month (01 May 2027 – 30 April 2028) For Unit B, 11th Floor – Eight Hundred Ninety-Four Pesos and Sixty Centavos (PHP 894.60) per Square Meter, per month (01 December 2024 – 30 November 2025) Nine Hundred Thirty-Nine Pesos and Thirty-Three Centavos (PHP 939.33) per Square Meter, per month (01 December 2025 – 30 November 2026) Nine Hundred Eighty-Six Pesos and Thirty Centavos (PHP 986.30) per Square Meter, per month (01 December 2026 – 30 November 2027) One Thousand Thirty-Five Pesos and Sixty-One Centavos

			(PHP 1,035.61) per Square Meter, per month (01 December 2027 – 30 April 2028) For Car Parking: Four Thousand Six Hundred Thirty-One Pesos (PHP4,631.00) per slot, per month (01 December 2024 – 30 April 2025) Four Thousand Eight Hundred Sixty-Three Pesos (PHP 4,863.00) per slot, per month (01 May 2025 – 30 November 2026) Five Thousand One Hundred Seven Pesos (PHP 5,107.00) per slot, per month (01 December 2026 – 30 November 2027) Five Thousand One Hundred Seven Pesos (PHP 5,107.00) per slot, per month (01 December 2027 – 30 April 2028) For Motorcycle Parking: Two Thousand Ten Pesos and Forty-Five Centavos (PHP 2,010.45) per slot, per month (01 May 2025 – 30 April 2026) Two Thousand One Hundred Ten Pesos and Ninety-Seven Centavos (PHP2,110.97) per slot, per month (01 May 2026 – 30 April 2027) Two Thousand Two Hundred Sixteen Pesos and Fifty-Two Centavos (PHP 2,216.52) per slot, per month (01 May 2027 – 30 April 2028) *Subject Property*: 10th Floor (1,974 Square Meters), Unit A - 11th Floor (480.08 Square Meters), and Unit B – 11th Floor (857.74 Square Meters) of the

			Santolan Town Plaza Office, San Juan City *Lease Period:* 01 May 2025 to 30 April 2028

LOAN AGREEMENTS

The Company maintains short-term credit lines with various banks (amounts in ₱ millions) as of December 31, 2024. These facilities support the Company's operational and financial requirements and encompass a range of financing instruments, including omnibus lines, revolving credit lines, import and domestic letters of credit, trust receipt lines, domestic and foreign standby letters of credit, domestic bills purchase lines, foreign exchange settlement lines, and counterparty lines:

Bank	Credit Line	Utilized Line	Available Line
Land Bank of the Philippines	4,100	4,000	100
BDO Unibank, Inc.	5,480	4,480	1,000
Bank of Philippine Islands	1,600	1,500	100
Philippine National Bank	3,320	2,884	436
Rizal Commercial Banking Corp.	1,200	1,000	200
Development Bank of the Philippines	4,200	3,294	906
Union Bank of the Philippines	2,000	1,000	1,000
Security Bank	500	-	500
	22,400	**18,158**	**4,242**

The Company obtained these various bank loans representing unsecured short-term loans from other local banks. The loans bear fixed average annual interest rates of 7% in 2024.

Additionally, the Company has the following loan agreements:

₱5 Billion Notes Facility Agreement

On February 19, 2020, the Company signed a 5-year ₱5,000.0 million corporate notes facility, the proceeds of which will be used by the Company to (a) retire maturing debt obligations (b) to fund growth projects and (c) for general corporate purposes.

In 2020, the Company made its first drawdown on its third unsecured corporate notes amounting to ₱3,600.0 million. As of September 30, 2024, the notes are fully settled.

The Parent Company has complied with all the debt covenants set forth in the notes facility agreement as the transactions during the intervening periods are under the ordinary course of business.

The notes, among other things, restrict the Company's ability to:

(a) incur any indebtedness to be secured by or to benefit from any lien, in favor of any creditor on, or in respect of any present or future assets or revenues or the right to receive income;
(b) make any material change in the nature of its business from that being carried on as of the signing date;
(c) enter into any merger or consolidation except if the issuer retains control of the surviving corporation, such merger or consolidation is required by law, and such merger does not result in Material Adverse Effect;
(d) amend its articles of incorporation and/or by-laws except as required by law;
(e) declare or pay any cash dividend to its stockholders (other than dividends payable solely in shares of its capital stock and cash dividends due on its outstanding preferred shares) or retain, retire, purchase or otherwise acquire any class of its capital stock, or make any other capital or other asset distribution to its stockholders, unless all payments due under the notes are current and updated and provided that any such payment is made out of retained earnings and the debt to equity ratio of 2:33:1 are maintained;
(f) sell, assign, lease, transfer, and/or dispose all or substantially all of its properties;
(g) assign, transfer or otherwise convey any right to receive any of its income or revenues;

(h) voluntarily suspend its business operations in a manner that will result in a Material Adverse Effect;
(i) extend any loan, advance or subsidy to any person (other than to its subsidiaries or affiliates, or transactions in the ordinary course of business, or financing or guarantees for the direct or indirect purchase or sale of the assets of the issuer, its subsidiaries or affiliates). Neither shall the issuer make any deposit, credit to, or investment in, any person, except for bank deposit, credit placements, and other transactions in the ordinary course of business;
(j) permit its financial debt to equity ratio to exceed 2.33:1; nor permit its debt service coverage ratio to fall below 1.1 and,
(k) after event of default, voluntarily prepay any indebtedness.

₱4.0 Billion Notes Facility Agreement

On February 19, 2013, the Company, as Issuer, entered into a ₱4 Billion Notes Facility Agreement with a local universal bank. The ₱4 Billion Notes Facility Agreement is for the purpose of funding the Company's working capital requirements and for general corporate purposes.

The notes constitute direct, unconditional, unsubordinated, general and unsecured obligation ranking at least *pari passu* with all other present and future direct, unconditional, unsubordinated and unsecured obligations of the Company.

The notes are issued in three tranches with the following details:

	Principal	Term in Years	Interest Rate
Tranche A	₱ 650,000,000	5	5%
Tranche B	3,250,000,000	7	6%
Tranche C	100,000,000	10	6%
	₱ 4,000,000,000		

The nominal rates refer to the Philippine Dealing System Treasury Fixing (PDST-F) rates with respect to the term of each tranche plus an interest spread of 1.75% for Tranche A and B and 1.50% for Tranche C.

The notes, among other things, restrict the Company's ability to:

(a) incur any indebtedness to be secured by or to benefit from any lien, in favor of any creditor on, or in respect of any present or future assets or revenues or the right to receive income;
(b) make any material change in the nature of its business from that being carried on as of the signing date;
(c) enter into any merger or consolidation except if the issuer retains control of the surviving corporation, such merger or consolidation is required by law, and such merger does not result in Material Adverse Effect;
(d) amend its articles of incorporation and/or by-laws except as required by law;
(e) declare or pay any cash dividend to its stockholders (other than dividends payable solely in shares of its capital stock and cash dividends due on its outstanding preferred shares) or retain, retire, purchase or otherwise acquire any class of its capital stock, or make any other capital or other asset distribution to its stockholders, unless all payments due under the notes are current and updated and provided that any such payment is made out of retained earnings and the debt to equity ratio of 2:1 are maintained;
(f) sell, assign, lease, transfer, and/or dispose all or substantially all of its properties;
(g) assign, transfer or otherwise convey any right to receive any of its income or revenues;
(h) voluntarily suspend its business operations in a manner that will result in a Material Adverse Effect;

(i) extend any loan, advance or subsidy to any person (other than to its subsidiaries or affiliates, or transactions in the ordinary course of business, or financing or guarantees for the direct or indirect purchase or sale of the assets of the issuer, its subsidiaries or affiliates). Neither shall the issuer make any deposit, credit to, or investment in, any person, except for bank deposit, credit placements, and other transactions in the ordinary course of business;
(j) permit its financial debt to equity ratio to exceed 2:1; and,
(k) after event of default, voluntarily prepay any indebtedness.

The Parent Company has complied with all the debt covenants set forth in the notes facility agreement as the transactions during the intervening periods are under the ordinary course of business.

In February 2018 and February 2020, Tranche A and B, respectively, has matured already, leaving Tranche C outstanding as of December 31, 2021, with a carrying value of ₱69.8 million. As of September 30, 2024, the notes are fully settled.

₱2.0 Billion Notes Facility Agreement

In 2016, the Company entered into various notes facility arrangement with a local bank to refinance the corporate notes issued in 2011 and to finance its capital expenditure and general corporate requirements.

The notes are issued with the following details:

Date Issued	Principal	Term in years	Interest Rate
September 16, 2016	₱650,000,000	10	5.50%
December 5, 2016	350,000,000	10	6.37%
December 16, 2016	1,000,000,000	10	6.37%
	₱2,000,000,000		

These 10-year corporate notes bear an interest rate based on the closing per annum rates of a ten (10)-year PDST-R2 rate on the PDS Group website plus a certain spread. As of December 31, 2021, the outstanding amount on the Notes Facility is ₱1,900 million.

These 10-year corporate notes bear an interest rate based on the closing per annum rates of a ten (10)-year PDST-R2 rate on the PDS Group website plus a certain spread. The Company has to maintain a debt-to-equity ratio of not more than 2.33 and a debt service coverage ratio of at least 1.1.

The notes, among other things, restrict the Company's ability to:

(a) Engage in any business or make or permit any material change in the character of its business from that authorized on its amended articles of incorporation and by-laws;
(b) Amendment of articles of incorporation and by-laws which would cause a Material Adverse Effect or be inconsistent with the provisions of the finance document;
(c) Change of ownership and management if as a result the stockholdings of Citicore Investments Holdings Inc. will fall below 51% or enter into profit sharing, partnership or joint venture whereby its profits are shared with any other person that may have a Material Adverse Effect;
(d) Sale of asset, transfer or dispose of all or substantially all of its properties and assets except in the ordinary course of business;
(e) Declaration of dividends or retirement of capital if the issuer shall not be in compliance with the financial covenants or would result to an event of default;
(f) Loans and advances to its directors, officers and stockholders (other than to its subsidiaries or affiliates, or transactions in the ordinary course of business, or financing or guarantees for the direct or indirect purchase or sale of the assets of the issuer, its subsidiaries or affiliates). Neither shall the issuer make any deposit, credit to, or investment in, any person, except for bank deposit, credit placements, and other transactions in the ordinary course of business;

(g) Make a capital expenditure not in the ordinary course of business;
(h) Incur additional debt or act as surety on behalf of third parties or incur monetary obligation which shall cause the issuer to breach the financial covenants;
(i) Loans and advances to any person (other than to its subsidiaries or affiliates, or transactions in the ordinary course of business, or financing or guarantees for the direct or indirect purchase or sale of the assets of the issuer, its subsidiaries or affiliates). Neither shall the issuer make any deposit, credit to, or investment in, any person, except for bank deposit, credit placements, and other transactions in the ordinary course of business;
(j) Directly or indirectly incur or suffer to exist any lien upon any assets and revenues, present and future of the issuer or enter into any loan facility agreement secured by or to be secured by a lien upon any assets and revenues, present and future whether registered or unregistered of the issuer;
(k) Except for permitted investments, invest in or acquire any (i) share in or any security issued by any person, (ii) acquire directly or indirectly the business or going concern or all substantially all the properties and assets or business of any other corporation or entity or invest in a controlling entity therein; and,
(l) It will not voluntarily suspend or discontinue its entire or a substantial portion of its business operation.

On August 10, 2017, the Parent Company sent a letter to the bank requesting the waiver of one of the loan's negative covenants that prohibits the stockholdings of Citicore in the Parent Company to fall below 51% or prohibits the Parent Company to enter into profit sharing, partnership or joint venture whereby its profits are shared with any other person that may have a material adverse effect. In September 2017, the request was granted by the bank. The Parent Company is in compliance with all other covenants required to be observed under the loan facility agreement as of September 30, 2024.

₱3.9 Billion Omnibus Loan and Security Agreement

In 2015, the MWMTI entered into an Omnibus Loan and Security Agreement (OLSA), with the Parent Company as guarantor, with a local universal bank for a loan facility amounting to ₱3,300,000,000 to finance the construction of the ITS Project. In 2019, the MWMTI requested the lender to increase the loan by ₱600 million making the total principal loan to ₱3.9 billion. In 2017, the MWMTI made its first drawdown amounting to ₱825 million while the remaining loan facility was fully drawn in 2019 in tranches amounting to ₱3,075 million.

The loan principal shall be amortized quarterly over 15 years and the first principal repayment is due on January 16, 2021. The interest-bearing loan is secured by the Joint Venturers and bears annual interest rates ranging from 6.9% to 7.4%, 4.9% to 7.6% and 2.8% to 6.9% in 2024, 2023 and 2022, respectively.

The interest-bearing loan requires the MWMTI to maintain a maximum debt-to-equity ratio of 70:30. In addition, the MWMTI is also required to observe at all times until full payment of the loan a debt service coverage ratio of at least 1.25. Compliance to the ratios is monitored on a quarterly basis.

With regard to the loans aforementioned, MWMTI has complied with affirmative and negative covenants.

The following are affirmative provisions that are common across Megawide's long term loan facilities:

(a) Maintenance, continuity of business/insurance
(b) Tax and law compliance
(c) Indebtedness, Contractual and other obligations
(d) Notice of legal proceeding and adverse action
(e) Continuing consents and approvals
(f) Environmental, occupational, and health, safety guidelines
(g) Maintenance of Books of Accounts and records

(h) Submission of unaudited and audited financials
(i) Certificate of No Default, Compliance and Notice of Default
(j) Notice of Change of Address
(k) Use of Proceeds
(l) Dividends from subsidiaries (as far as permitted)
(m) Seniority of debt
(n) Further assurances

Exchangeable notes

In relation to the acquisition of GMCAC by AIC, the Parent Company and GAIBV issued Exchangeable Notes (Notes) in favor of AIC in the total amount of ₱15,526.4 million. The Notes will mature on October 30, 2024 (Exercise date) and will be exchanged by AIC for the rest of the 66 and 2/3% plus 1 share of GMCAC's outstanding capital stock currently held by the Parent Company and GAIBV.

On the Exercise date, the Parent Company and GAIBV shall assign, transfer and convey the remaining GMCAC shares to AIC in exchange for the full discharge of the Notes. The Notes is unsecured and non-interest-bearing. At least 10 business days prior to the Exercise date, the Parent Company and GAIBV may exercise the option to pay the Notes in cash and they shall have no obligation to assign, transfer and convey the remaining GMCAC shares. In the event that the Parent Company and GAIBV exercise the cash option, they shall pay the principal amount of the Notes, plus a cash option interest of 19% per annum on the principal amount calculated from the Execution date to the Exercise date. The accrual of the cash option interest and the obligation to pay shall only arise upon exercise of the cash option.

Relative to management's intention to sell the remaining shares held in GMCAC, as evidenced by the issuance of the Notes, the remaining ownership interest in GMCAC amounting to ₱2,879.8 million is presented as Non-current Asset classified as Held for Sale in the consolidated statements of financial position. No cost to sell was recognized as the expenses incurred in relation to the issuance of the Notes was shouldered by AIC.

On the other hand, the Notes amounting to ₱7,763.2 million is presented as Exchangeable Notes under the Non-current Liabilities section in the 2022 consolidated statement of financial position.

As the transaction to sell the remaining ownership interest in GMCAC is expected to be completed in October 2024, the Exchangeable Notes was presented under Current Liabilities in the interim consolidated statement of financial position.

Default or Acceleration of Obligations

The Company did not incur any default nor triggered any debt acceleration on its loan agreements.

As typical with any loan agreements, the Company's debt acceleration is triggered in case of event of default which includes:

1. Defaults in the payment of principal or interest when due of any amount payable under the related agreement;
2. Misrepresentation or breach of warranty;
3. Violation of any material provision, term, condition, covenant or obligations;
4. Noncompliance with Regulatory Approvals and Permitting requirements
5. Inability to service the loan including insolvency or bankruptcy;
6. Illegal operations;
7. Material adverse government actions

REGULATORY AND ENVIRONMENTAL MATTERS

Contractor's License Law

R.A. No. 4566, as amended by PD No. 1746, requires a construction company seeking to operate in the Philippines to obtain either a regular or a special license from the PCAB. A regular license is issued to a domestic construction firm (a Filipinos sole-proprietorship or a partnership/corporation with at least 60% Filipino equity) and is renewed annually, on or before June 30 of each year. PCAB has issued Resolution No. 333, Series of 2013 allowing foreign construction firms with more than 40% foreign equity to qualify for a regular AAAA license provided that such firms comply with the following requirements:

(a) ₱1.0 billion minimum capitalization;
(b) Compliance with SEC registration and equity requirements;
(c) Engagement is limited to private domestic construction projects with contract cost of at least ₱1.0 billion;
(d) Procurement of civil liability insurance;
(e) Compliance with Philippine laws; and
(f) Provided there is compliance with the PCAB qualification standards for a Filipino authorized managing officer, such firms may hire a foreign authorized managing officer.

A foreign contractor who is not able to meet the ₱1.0 billion capitalization may be granted a special license to engage in the construction of a specific project or undertaking with a project cost of at least ₱1.0 billion if there is limited local capability in technology as determined by the Philippine Domestic Construction Board.

Furthermore, on March 27, 2017, PCAB issued Resolution No. 079, Series of 2017 which categorizes AAAA license into two types:

(a) AAAA Platinum – This may be granted to locally-owned contractors with at least ₱1.0 billion minimum capitalization; and
(b) AAAA Gold – This may be granted to foreign-owned domestic corporations with at least ₱1.0 billion minimum capitalization.

AAAA Gold contractors may undertake private projects under the following contract costs: (1) minimum contract cost of ₱5.0 billion for vertical projects; and (2) minimum contract cost of ₱3.0 billion for horizontal projects.

AAAA Platinum contractors may undertake government and private projects of any contract cost.

On the other hand, a special license is issued to a joint venture, a consortium, a foreign constructor, or a project owner who authorizes the licensee to engage only in the construction of a single, specific project/undertaking and is cancelled by PCAB upon completion of the single specific undertaking/project authorized by the license.

In order to enforce the licensing requirements, all architects and engineers preparing plans and specifications and all public or private agencies or entities conducting biddings and/or letting out contracts for construction work to be contracted and undertaken in the Philippines, shall include in their invitation to bidders and other bidding documents necessary stipulations to convey to every bidder, whether he is a resident of the Philippines or not, the information that it will be necessary for him to have a license before his bid is considered.

Moreover, PCAB is authorized to institute the proper action in court and secure a writ of injunction without bond, restraining any person or firm not licensed, or whose license is under suspension or has expired or been revoked, from engaging or attempting to engage in the business of construction contracting and it shall be the duty of all duly constituted law enforcement officers of the national, provincial, city and municipal government or any political subdivision thereof, to enforce the provisions of the said law and to report to PCAB any violation of the same.

Classification and Categorization

For the purpose of a more accurate evaluation of a constructor's capability, regular licensees are further classified as those engaged in (a) general engineering construction, (b) general building construction and (c) specialty construction and the classification of a constructor shall be determined by the training and experience of the constructor or of his Sustaining Technical Employee. A constructor may apply for and be issued more than one classification; provided that one of which shall be designated by the applicant as his principal classification. The rest shall be considered as other classification(s). A licensed constructor shall operate within the classification(s) that he is authorized, by his license, to engage in. A regular license constructor shall, however, be allowed to undertake an extra classification work, if it is incidental and/or supplementary to a project under his contract and to be undertaken in conjunction with the implementation of the said project.

In addition to classification, every constructor shall be graded and assigned a category as an adjunct to his licensing. Evaluation of category shall be based on the following criteria quantified by equivalent credit points in scales as determined by the Board:

a) financial capacity measured in terms of net worth;
b) equipment capacity in terms of the book value;
c) experience of the company in terms of aggregate number of years in which the firm has actively engaged in construction contracting and operation and average annual value of work completed during the past three (3) years; and
d) experience of the technical personnel.

General Engineering and General Building constructors shall be categorized based on a scale of seven grades, namely: AAAA (Platinum)/AAAA (Gold), AAA, AA, A, B, C, and D.

The PCAB issues two (2) kinds of licenses, a regular or a special license. Under the Implementing Rules and Regulations ("**PCAB IRR**") of R.A. No. 4566, , a PCAB Regular License may only be issued by the PCAB to construction firms of Filipino sole proprietorship, or partnerships or corporations with at least 60% percent Filipino equity participation and duly organized and existing under Philippine law.

However, the Supreme Court, in the case of *Philippine Contractors Accreditation Board v. Manila Water Co., Inc. (G.R. No. 217590, March 10, 2020)* has recently ruled that foreigners can obtain regular licenses from the PCAB. It ruled that the construction industry is not one which the Constitution has reserved exclusively for Filipinos. There is also no prohibition in the law for foreigners to enter into the same projects as Filipinos in the field of construction. "Private domestic construction contracts" has also been removed from the Foreign Investments Negative List since 1998. Thus, the provision, requiring foreigners to obtain a special license has been declared null and void, along with the provision limiting the regular license to construction firms at least 60% of which is owned by Filipinos. In light of this ruling, foreigners can now obtain regular licenses from the PCAB.

Megawide is principally classified as General Building ("**GB**") 1 for building and industrial plant construction with general engineering construction as its "other classification" and is categorized as AAAA.

Building Permits

Presidential Decree No. 1096 or the National Building Code provides that in order for a person or corporation to erect, construct, alter, repair, move, convert, or demolish any building or structure, a building permit must first be secured from the Building Official assigned at the place where the building work is to be done. A building permit is a written authorization granted by the building official to an applicant allowing him to proceed with the construction of a building after plans, specifications and other pertinent documents required for the construction of the structure have been found to be in conformity with the Building Code.

Referral to Arbitration

Executive Order No.1008 vests the Construction Industry Arbitration Commission ("**CIAC**") with original and exclusive jurisdiction over disputes arising from, or connected with, contracts entered into by parties involved in construction in the Philippines, whether the dispute arises before or after the completion of the contract, or after the abandonment or breach thereof. These disputes may involve government or private contracts. The jurisdiction of the CIAC may include, but is not limited, to violation of specifications for materials and workmanship; violation of the terms of agreement; interpretation and/or application of contractual time and delays; maintenance and defects; payment, default of employer or contractor and changes in contract cost.

The CIAC may acquire jurisdiction in two ways, either by providing an arbitration clause in the contract between the parties, or by agreement of the parties to submit the dispute to CIAC. Thus, the fact that the parties incorporated an arbitration clause in their contract is sufficient to vest the CIAC with jurisdiction over any construction controversy, notwithstanding any reference made to another arbitral body. CIAC's jurisdiction over construction disputes is conferred by law; as such, it may not be waived by mere agreement of the parties.

Liability of Engineers, Architects and Contractors

Under the Civil Code, the engineer or architect who drew up the plans and specifications for a building is liable for damages if within fifteen (15) years from the completion of the structure, the same should collapse by reason of a defect in those plans and specifications, or due to the defects in the ground. The contractor is likewise responsible for the damages if the edifice falls, within the same period, on account of defects in the construction or the use of materials of inferior quality furnished by him, or due to any violation of the terms of the contract. If the engineer or architect supervises the construction, he shall be solitarily liable with the contractor. The acceptance of the building, after completion, does not imply waiver of any of the causes of action by reason of any of the foregoing defects. The action arising therefrom must be brought within ten (10) years following the collapse of the building.

NATIONALITY RESTRICTION

The Philippine Constitution and related statutes set forth restrictions on foreign ownership of owning land in the Philippines. Pursuant to Sections 2, 3, and 7 of Article XII of the Philippine Constitution, ownership of private lands in the Philippines is limited to Philippine nationals and corporations at least 60% of whose capital stock is owned by Philippine nationals. This is further underscored by Commonwealth Act No. 141, or the Public Land Act, which provides that no private land shall be transferred or conveyed except to citizens of the Philippines or to corporations or associations organized under the laws of the Philippines at least 60% of whose capital is owned by such citizens.

Furthermore, Republic Act No. 7042, as amended, or the Foreign Investments Act of 1991 ("**FIA**") and the Twelfth Regular Foreign Investment Negative List categorize the ownership of private lands as a partly-nationalized activity reserved for Filipinos, such that landholding companies may only have a maximum of 40% foreign equity therein.

The Company owns land, hence, Philippine laws limit foreign shareholdings in the Company to a maximum of 40% of its issued and outstanding capital stock. Any subsequent transfer of the Company's Shares by Filipinos to non-Filipinos will also be subject to the limitation that any such transfers will not cause foreign shareholdings in the Company to exceed 40% of the Company's issued and outstanding capital stock. In the event that foreign ownership of the Company's issued and outstanding capital stock will exceed 40%, the Company has the right to reject a transfer request by persons to persons other than Philippine nationals. In addition, under the implementing rules and regulations of Executive Order No. 146 dated November 13, 2013, a corporation applying for land reclamation must submit proof that it is 60% owned by Philippine nationals.

Partnerships with the Government

Republic Act No.6957 or the Build-Operate-Transfer Law ("**BOT Law**"), as amended, governs the conduct of bidding in infrastructure projects. The BOT Law allows private sector participation in large infrastructure projects, power plants, highways, ports, airports, canals, dams, hydropower projects, water supply, irrigation, telecommunications, railroads and railways, transport systems, land reclamation, housing, government buildings, tourism projects, markets, slaughter houses, warehouses, solid waste management, information technology networks and database infrastructure, education and health facilities, sewerage, drainage, dredging and other projects as may be authorized by the appropriate government agency. It recognizes various kinds of contractual arrangements, including build-operate- and-transfer, build-and-transfer, build-own-and-operate, build-lease-and-transfer, build-transfer-and- operate, contract-add-and-operate, develop-operate-and-transfer, rehabilitate-operate-and-transfer and rehabilitate-own-and-operate.

The passage of Republic Act No. 11966, or the Public-Private Partnership Code of the Philippines ("**PPP Code**") in 2023, and its IRR in 2024, repealed the BOT Law and its IRR. Nevertheless, all existing contracts or projects shall be governed by the agreements entered into by the concerned parties, and the provisions of the PPP Code will apply suppletorily to the extent that they do not conflict with preexisting rights and obligations.

The BOT Law provides that these projects must be awarded through the conduct of a public bidding. Such public bidding must be done by publishing a notice inviting prospective project investors once a week for three consecutive weeks in at least two newspapers of general circulation and one local newspaper in the place where the project is to be constructed. The public bidding must be conducted under a two-envelope/two-stage system: the first envelope to contain the technical proposal and the second envelope to contain the financial proposal.

Depending on the type of arrangement, as in the case of a build-operate-and-transfer arrangement, for instance, the contract shall be awarded to the bidder who has satisfied the minimum financial, technical, organizational and legal standards required, and has submitted the lowest bid and most favorable terms for the project, and shall be granted the franchise to operate and maintain the facility. In the case of a build-and-transfer, or a build-lease-and-transfer, the law provides that a Filipino contractor who submits an equally advantageous bid with exactly the same price and technical specifications as those of a foreign contractor shall be given preference.

Before the submission of actual bids, the bidder must first submit proof that it is legally, technically and financially qualified to undertake the project. The legal requirements include proof showing compliance with the nationality requirements, if the project will involve a public utility. If the bidder is an unincorporated consortium, the identity of each of the members must be disclosed and must also undergo the pre-qualification process. Moreover, the members shall submit an undertaking binding themselves to be solidarily liable for the obligations under the contract. If the consortium is a duly registered corporation with the SEC, the corporation must be the one to execute such undertaking. Lastly, the prospective bidder must indicate the contractor it seeks to engage once the contract is awarded to it. The contractor must be duly licensed and accredited by the PCAB, if a Filipino, or its equivalent in a foreign country, if a foreigner.

Aside from the legal requirements, the prospective bidder must also show that it has the technical expertise and has ample experience in similar or related infrastructure projects. For this purpose, the consortium must submit a business plan, which shall include the identity of its members, the equity interest/contribution of each member of the consortium, their prospective contractor(s), capacity of the consortium to undertake the project, and the description and respective roles of each member and the contractor.

Lastly, it must also demonstrate that it has the financial capability to undertake the project. In this regard, it must show proof that it has the minimum amount of equity to the project measured in terms of the net worth of the company or the net worth of the lead member (in case of a consortium). It must also show that it can set aside a deposit equivalent to the minimum equity required. Moreover, a letter testimonial from a domestic universal/commercial bank or an international bank with a subsidiary/branch in the Philippines or any international bank recognized by the BSP certifying that the bidder is an account holder, is in good financial standing and is able to obtain credit accommodations from such banks to finance the project.

On December 5, 2023, Republic Act No. 11966 or the PPP Code was enacted. Following this, the Implementing Rules and Regulations of the Public-Private Partnership Code of the Philippines ("**PPP Code IRR**") was issued on March 21, 2024. The PPP Code and its IRR expressly repeal, among others, R.A. No. 6957, as amended by RA No. 7718, otherwise known as the Build–Operate–Transfer Law, and the 2023 Revised Guidelines and Procedures for entering into Joint Venture Agreements between Government and Private entities. The PPP Code and its IRR aim to create a unified and complete legal framework for investors to comply with when developing PPP projects at both the national and local levels.

The PPP Code and its IRR shall cover any Infrastructure or Development Project or Service that meets the requirements of a PPP, or as may be approved by the relevant approving body, including but not limited to the following: (i) Joint Ventures; (ii) Toll operation agreements, supplemental toll operation agreements, or any other contractual arrangements pertaining to the construction, operations and maintenance (O&M), or a combination or variation thereof, of toll facilities; (iii) Lease agreements providing for the rehabilitation, operation, and/or maintenance, including the provision of working capital and/or improvements to, by the Private Partner of an existing land or facility owned by the government for a fixed period of time covering more than one (1) year; (iv) Lease agreements, where such lease is a component of a PPP Project; (v) Build-Operate-Transfer (BOT) and its variants under the BOT Law; and (vi) O&M.

Furthermore, the PPP Code aims to create an environment that enables the private sector to mobilize resources for infrastructure and development projects. Under the new law, approving bodies shall render their decisions within 120 calendar days from receipt of complete requirements. Failure to render a decision within the required period shall be deemed an approval of the PPP project. For local solicited PPP projects, the same 120-day timeline applies. It also seeks to ensure equitable risk allocation in PPPs, as well as sufficient Value for Money ("**VFM**"), sustainability, and public welfare. Value for Money refers to the effective, efficient, and economic use of resources, requiring the evaluation of relevant costs and benefits, along with an assessment of risks and non-price attributes and/or life cycle costs, as appropriate. Price alone may not necessarily represent VFM. Various methods are utilized to finance infrastructure and development projects, such as PPPs, official development assistance, and appropriations.

Law on Public Utilities

Before, the operation of an airport terminal was within the definition of a public utility as the use thereof is held out generally to the public. Thus, it was subject to the requirements of the Philippine Constitution which provides that franchises, privileges and other authority to operate a public utility shall be given to corporations, associations or firms at least 60 % of capital of which is owned by Filipino citizens.

However, Republic Act No. 11659, otherwise known as "An Act Amending Commonwealth Act No. 146 otherwise known as the Public Service Act", was signed by Former President Rodrigo R. Duterte into law on March 21, 2022. Under Republic Act No. 11659, a person engaged in public service is classified as a public utility only if it operates, manages or controls for public use any of the following: (1) distribution of electricity; (2) transmission of electricity; (3) petroleum and petroleum products pipeline transmission systems; (4) water pipeline distribution systems and wastewater pipeline systems, including sewerage pipeline systems; (5) seaports; and (6) public utility vehicles. Unless otherwise subsequently provided by law or unless recommended by the President to Congress upon recommendation by NEDA based on the criteria provided by Republic Act No. 11659, no other person shall be deemed a public utility.

Nonetheless, Republic Act No. 11659 contains safeguards to protect the country against national security concerns. First, the President has the power to suspend or prohibit any investment in a public service that effectively results in the grant of control, whether direct or indirect, to a foreigner or a foreign corporation upon review, evaluation and recommendation of the relevant government agency. Second, foreign state-owned enterprises shall be prohibited from owning capital in any public service classified as public utility or critical infrastructure. Third, persons and companies engaged in the telecommunications business shall obtain and maintain certifications from an accredited certification body attesting to compliance with relevant ISO standards on information security. Fourth, under the reciprocity clause, foreign nationals shall not be allowed to own more than fifty percent (50%) of the capital of entities engaged in the operation and management of critical infrastructure unless the country of such foreign national accords reciprocity to Philippine Nationals as may be provided by foreign law, treaty or international agreement. Lastly, an annual conduct of performance audit by an independent evaluation team shall be conducted to monitor cost, quality of services provided to the public, and ability of the public service provider to immediately and adequately respond to emergency cases.

In limiting the coverage of public utilities, key public services are effectively liberalized and full foreign ownership in key sectors are allowed, including telecommunications, railways, expressways, shipping industries, and airports. Accordingly, the operation of an airport terminal is not subject to the Constitutional restrictions on foreign ownership.

Department of Human Settlements and Urban Development Act

Republic Act No. 11201, otherwise known as “Department of Human Settlements and Urban Development Act” was signed by the President on February 14, 2019. The Implementing Rules and Regulations of the Act was approved on July 19, 2019. This Act created the Department of Human Settlements and Urban Development (“**DHSUD**”) through the consolidation of the Housing and Urban Development Coordinating Council (“**HUDCC**”) and the Housing and Land Use Regulatory Board (“**HLURB**”), simultaneously with the reconstitution of HLURB into Human Settlement Adjudication Commission (“**HSAC**”). The functions of the HUDCC and the planning and regulatory functions of HLURB shall be transferred to and consolidated in the DHSUD, while the HSAC shall assume and continue to perform the adjudication functions of HLURB.

The DHSUD shall:

1. Act as the primary national government entity responsible for the management of housing, human settlement and urban development

2. Be the sole and main planning and policy-making, regulatory, program, coordination, and performance monitoring entity for all housing, human settlement and urban development concerns, primarily focusing on the access to an affordability of basic human needs. The following functions of HLURB are transferred to DHSUD:

    a. The land use planning and monitoring function, including the imposition of penalties for noncompliance to ensure that LGUs will follow the planning guidelines and implement their CLUPs and ZOs;

    b. The regulatory function, including the formulation, promulgation, and enforcement of rules, standards and guidelines over subdivisions, condominiums and similar real estate developments, and imposition of fines and other administrative sanctions for violations, pursuant to PD 957, as amended, BP 220 and other related laws; and

    c. The registration, regulation and supervision of Homeowners Associations, including the imposition of fines for violations, pursuant to RA 9904, Section 26 of RA 8763 in relation to Executive Order No. (EO) 535, series of 1979, and other related laws; and

    d. The adjudicatory mandate of the HLURB.

3. Develop and adopt a national strategy to immediately address the provision of adequate and Affordable Housing to all Filipinos, and ensure the alignment of the policies, programs, and projects of all its attached agencies to facilitate the achievement of this objective.

All existing policies, and rules and regulations of the HUDCC and the HLURB shall continue to remain in full force and effect unless subsequently revoked, modified or amended by the DHSUD or the HSAC, as the case may be.

All applications for permits, licenses and other issuances pending upon the effectivity of the Act and filed during the transition period shall continue to be acted upon by the incumbents until transition shall have been completed.

All cases and appeals pending with the HLURB shall continue to be acted upon by the HLURB Arbiters and the Board of Commissioners, respectively, until transition shall have been completed and the Commission's operations are in place. Thereafter, the Regional Adjudicators and the Commission shall correspondingly assume jurisdiction over those cases and appeals. All decisions of the Commission shall thenceforth be appealable to the Court of Appeals under Rule 43 of the Rules of Court.

ENVIRONMENTAL LAWS

Development projects that are classified by law as environmentally critical or projects within statutorily defined environmentally critical areas are required to obtain an Environmental Compliance Certificate ("**ECC**") prior to commencement. The DENR, through its regional offices or through the Environmental Management Bureau ("**EMB**"), determines whether a project is environmentally critical or located in an environmentally critical area. As a requisite for the issuance of an ECC, an environmentally critical project is required to submit an Environmental Impact Statement ("**EIS**") to the EMB while a project in an environmentally critical area are generally required to submit an Initial Environmental Examination ("**IEE**") to the proper DENR regional office. In the case of an environmentally critical project within an environmentally critical area, an EIS is required. The construction of major roads and bridges are considered environmentally critical projects for which EISs and ECCs are mandated.

The EIS refers to both the document and the study of a project's environmental impact, including a discussion of the direct and indirect consequences to human welfare and ecological as well as environmental integrity. The IEE refers to the document and the study describing the environmental impact, including mitigation and enhancement measures, for projects in environmentally critical areas EIS or an IEE may vary from project to project, as a minimum; it contains all relevant information regarding the projects' environmental effects. The entire process of organization, administration and assessment of the effects of any project on the quality of the physical, biological and socio-economic environment as well as the design of appropriate preventive, mitigating and enhancement measures is known as the EIS System. The EIS System successfully culminates in the issuance of an ECC. The issuance of an ECC is a Government certification that the proposed project or undertaking will not cause a significant negative environmental impact; that the proponent has complied with all the requirements of the EIS System; and that the proponent is committed to implement its approved environmental management plan in the EIS or, if an IEE was required, that it shall comply with the mitigation measures provided therein.

Project proponents that prepare an EIS are required to establish an Environmental Guarantee Fund ("**EGF**") when the ECC is issued to projects determined by the DENR to pose a significant public risk to life, health, property and the environment or where the project requires rehabilitation or restoration. The EGF is intended to answer for damages caused by such a project as well as any rehabilitation and restoration measures.

Project proponents that prepare an EIS are mandated to include a commitment to establish an Environmental Monitoring Fund ("**EMF**") when an ECC is eventually issued. The EMF shall be used to support the activities of a multi-partite monitoring team which will be organized to monitor compliance with the ECC and applicable laws, rules and regulations.

Aside from the EIS and IEE, engineering geological and geo-hazard assessments are also required for ECC applications covering subdivisions, housing and other land development and infrastructure projects.

Although the obligation to obtain the ECC is normally with the project owner, there are instances when the project owner requests the Company assist in securing the ECC. The Company incurs expenses for the purposes of complying with environmental laws that consist primarily of payments for Government regulatory fees. Such fees are standard in the industry and are minimal.

Wastewater Discharge Permit

Development projects, installations and activities that discharge liquid waste into and pose a threat to the environment of the Laguna de Bay Region are also required to obtain a discharge permit from the Laguna Lake Development Authority. As required under Republic Act No. 9275 ("**Clean Water Act**"), a Wastewater Discharge Permit issued by the DENR/LLDA is required for all owners or operators of Central Wastewater Treatment Facilities ("**CWTF**") that discharge effluents into a body of water, with fees to be paid by the operator of the CWTF.

Other Environmental Laws

Other regulatory environmental laws and regulations applicable to Megawide's business includes the following:

Toxic Substances and Hazardous and Nuclear Wastes Control Act

DENR, through its authority granted by Republic Act No. 6969, or the Toxic Substances and Hazardous and Nuclear Wastes Act, is mandated to regulate, restrict or prohibit the importation, manufacture, processing, sale, distribution, use and disposal of chemical substances and mixtures that present unreasonable risk and/or injury to health or the environment. Entities that generate or produce hazardous wastes must register as Hazardous Waste Generators with the EMB Regional Office having jurisdiction over the location of the waste generator and submit quarterly reports to DENR specifying the type and quantity of hazardous waste generated, produced or transported outside, and such other information as may be required.

Ecological Solid Waste Management

Ecological Solid Waste Management Act of 2000, which provides for the proper management of solid waste which includes, discarded commercial waste and non-hazardous institutional and industrial waste. The said law prohibits, among others, the transporting and dumping of collected solid wastes in areas other than prescribed centers and facilities. The National Solid Waste Management Commission, together with other government agencies and the different local government units, are responsible for the implementation and enforcement of the said law.

Code on Sanitation of the Philippines

Presidential Decree No. 856 provides for sanitary and structural requirements in connection with the operation of certain establishments such as industrial and food establishments. Under the Sanitation Code, which is implemented by the Philippine Department of Health, no person, firm, corporation or entity shall operate a food establishment without first obtaining a sanitary permit. The permit shall be valid for one year and shall be renewed every year.

Philippine Clean Air Act

Philippine Clean Air Act of 1999 (the "**Clean Air Act**") provides for specific emission standards for stationary sources of air pollution, for motor vehicles and other sources. It also sets specifications for fuel and fuel-related substances; bans incineration; provides for phasing-out of ozone-depleting substances; reduction and elimination of greenhouse gas emissions and persistent organic pollutants; and proper handling of radioactive emissions. To implement the foregoing, the Clean Air Act requires establishments with machinery or equipment that are sources of regulated air pollutants to obtain a permit to operate from the EMB. This permit is valid for one year, renewable at least 30 days prior to its expiration date. The permits issued by DENR shall state the limitations for regulated air pollutants to achieve and maintain air quality standards.

Philippine Clear Water Act

Philippine Clean Water Act of 2004 applies to water quality management in all bodies of water. DENR implements a wastewater charge system in all management areas. DENR requires owners or operators of facilities that discharge regulated effluents to secure a permit to discharge. This permit for the discharge of effluents shall state the quality and quantity of effluent that the facilities are allowed to discharge into a particular body of water, compliance schedule and monitoring requirement.

The EMB, in partnership with other Philippine government agencies and the respective local government units, is tasked by the Implementing Rules of the Clean Water Act to identify existing sources of water pollutants and strictly monitor pollution sources which are not in compliance with the effluent standards provided in the law. In addition, they have the right to (a) enter any premises or have access to documents and relevant materials; (b) inspect any pollution or waste source, control device, monitoring equipment or method required; and (c) test any discharge. If there is fish kill, the Department of Agriculture may also enter the establishment reported to have caused the incident.

LABOR AND EMPLOYMENT

The Philippine Constitution

The Philippine Constitution provides that the State shall regulate the relations between workers and employers, recognizing the right of labor to its just share in the fruits of production and the right of enterprises to reasonable returns on investments, and to expansion and growth. The seven basic rights that are specifically guaranteed by the Philippine Constitution are as follows:

(a) Right to organize;
(b) Right to conduct collective bargaining or negotiation with management;
(c) Right to engage in peaceful concerted activities, including strikes in accordance with law;
(d) Right to enjoy security of tenure;
(e) Right to work under humane conditions;
(f) Right to receive a living wage; and
(g) Right to participate in policy and decision-making processes affecting their rights and benefits as may be provided by law.

Labor Code of the Philippines

Presidential Decree No. 442, as amended, or the Labor Code of the Philippines ("**Labor Code**") seeks to protect labor, promote full employment, ensure equal opportunities regardless of sex, race or creed and regulate the relations between workers and employers. All doubts in the implementation and interpretation of the provisions of the Labor Code shall be resolved in favor of labor.

The Department of Labor and Employment ("**DOLE**") is the lead agency in the enforcement of labor laws.

The Labor Code and other statutory laws specify the minimum statutory benefits that employers are required to grant to their employees.

Retirement Benefits

All employees are entitled to receive retirement benefits that they have earned upon retirement under existing laws or collective bargaining agreements. An employee's retirement benefits under a collective bargaining agreement and other agreements must not be less than those provided under the Labor Code. In the absence of a retirement plan or agreement providing for retirement benefits of employees, an employee, upon reaching the age of 60 years or more, but not beyond 65 years, who has served at least five years in the establishment, may retire and shall be entitled to retirement pay equivalent to at least 1⁄2 month salary for every year of service.

DOLE Department Order No. 174-17 was issued on March 17, 2017. It implemented Articles 106-109 of the Labor Code, particularly governing contracting and subcontracting arrangements. "Contracting" or "Subcontracting" refers to an arrangement whereby a principal agrees to farm out to a contractor the performance or completion of a specific job or work within a definite or predetermined period, regardless of whether such job or work is to be performed or completed within or outside the premises of the principal. It imposes an absolute prohibition on Labor-only contracting which refers to an arrangement where the contractor or subcontractor merely recruits, supplies or places workers to perform a job or work for a principal and the elements enumerated in the law are present.

However, said Department Order does not apply to contracting or subcontracting arrangements in the Construction Industry, under the licensing coverage of the PCAB. These shall continue to be governed by Department Order No. 19, Series of 1993 (Guidelines Governing the Employment of Workers in the Construction Industry) and Department Order No. 13, Series of 1998 (Guidelines Governing the Occupational Safety and Health in the Construction Industry); and DOLE-DPWH-DILG-DTI and PCAB Memorandum of Agreement-Joint Administrative Order No. 1, Series of 2011 (on coordination and harmonization of policies and programs on occupational safety and health in the construction industry).

Section 2, Subparagraph 2.5 of Department Order No. 19, Series of 1993, provides:

> *"Contracting and subcontracting. — The practice of contracting out certain phases of a construction project is recognized by law, particularly wage legislations and wage orders, and by industry practices. The Labor Code and its Implementing Regulations allow the contracting out of jobs under certain conditions. Where such job contracting is permissible, the construction workers are generally considered as employees of the contractor or subcontractor, as the case may be, subject to Article 109 of the Labor Code , as amended."*

Pursuant to P.D, No. 1746 Series of 1980, licensing and the exercise of regulatory powers over the construction industry is lodged with the PCAB of the Construction Industry Authority of the Philippines ("**CIAP**").

The PCAB registers all types of contractors in the construction industry and regulates the same by ensuring compliance with DOLE issuances. Thus, the DOLE through its Regional Offices shall not require contractors licensed by PCAB to register under D.O. 174, Series of 2017. However, findings of violation/s on labor standards and occupational health and safety standards shall be coordinated with PCAB for its appropriate action, including possible cancellation/suspension of the contractor's license.

Social Security System, PhilHealth and the Pag-IBIG Fund

An employer, or any person who uses the services of another person in business, trade, industry or any undertaking is required under the Social Security Act of 1997 to ensure coverage of employees following procedures set out by the law and the Social Security System ("**SSS**"). Under the said law, an employer must deduct from its employees their monthly contributions based on a given schedule, pay its share of contribution and remit these to the SSS within a period set by law and/or SSS regulations.

Employers are likewise required to ensure enrollment of its employees in a National Health Program administered by the Philippine Health Insurance Corporation ("**PhilHealth**"), a government corporation attached to the DOH tasked with ensuring sustainable, affordable and progressive social health insurance pursuant to the provisions of the National Health Insurance Act of 1995. Under the Home Development Mutual Fund Law of 2009, all employees who are covered by the Social Security Act of 1997 must also be registered with and covered by the Home Development Mutual Fund, more commonly referred to as the Pag-IBIG Fund.

Workers' Health and Safety

The Rules for Occupational Safety and Health Standards ("**OSHS**") issued by the Bureau of Working Conditions of the DOLE establishes the threshold limit values ("**TLV**") for toxic and carcinogenic substances which may be present in the atmosphere of the work environment. The TLV refer to airborne concentration of substances and represent the conditions under which it is believed that nearly all workers may be repeatedly exposed daily without adverse effect. The TLV refers to the time weighted concentrations for an eight-hour workday and a total of 48 work hours per week.

The employees' exposure to the substances identified in the OSHS must be limited to the ceiling value given for the relevant substance in the OSHS or must not exceed the 8-hour time weighted average limit given for that substance in the OSHS, as the case may be.

To protect the employees, an employer is required to furnish its workers with protective equipment for the eyes, face, hands, and feet as well as protective shields and barriers, whenever necessary, by reason of the hazardous nature of the process or environment, chemical or radiological or other mechanical irritants or hazards capable of causing injury or impairment in the function of any part of the body through absorption, inhalation or physical contact. The employer is responsible for ensuring the adequacy and proper maintenance of personal protective equipment used in its workplace.

To ensure compliance with the OSHS, every establishment or place of employment will be inspected at least once a year. Special inspection visits may be authorized by the Regional Labor Office to investigate accidents, occupational illnesses or dangerous occurrences, especially those resulting in permanent total disability or death, to conduct surveys of working conditions for the purpose of evaluating and assessing environmental contaminants and physical conditions, or to conduct investigations, inspections or follow-up inspections upon request of an employer, worker or a labor union of the establishment.

Any violation of the provisions of the OSHS will be subject to the applicable penalties provided in the Labor Code. The Labor Code imposes a fine of not less than ₱1,000.00 nor more than ₱ 10,000.00 or imprisonment of not less than three (3) months nor more than three (3) years, or both such fine and imprisonment, at the discretion of the court. If the offense is committed by a corporation, the penalty will be imposed upon the guilty officers of such corporation.

Depending on the size of the workforce and the nature of the work place as either hazardous or non- hazardous, an employer is obliged to provide certain free medical and dental attendance and facilities. For large-scale industries where the number of workers is from 200 to 600, the employer is required to provide the services of a part-time occupational health physician and a part-time dentist, each of whom is required to stay in the premises of the workplace at least four hours a day, six times a week, and each working in alternate periods with the other. It is also required to provide the services of a full-time occupational health nurse and a full-time first aider. The employer must further maintain an emergency clinic, unless there is a hospital or dental clinic which can be reached in 25 minutes of travel, and it has facilities readily available for transporting its workers to the hospital or clinic in case of emergency.

Under the OSHS, every place of employment is required to have a health and safety committee. Further, the employer has the duty to write administrative policies on safety in conformity with OSHS. It must report to the DOLE copies of the policies adopted and the health and safety organization established to carry out the program on safety and health within one month after the organization or reorganization of the health and safety committee.

The DOLE released Department Order No. 198-18 which implemented Section 32 of Republic Act No. 11058. It aims to protect every worker against injury, sickness or death through safe and healthful working conditions. It characterizes the workplaces in the construction industry as high risk establishments. It assures the right of workers to report accidents, to have personal protective equipment, to have safety signages and devices and the like.

It mandates the Company to create an Occupational Safety and Health Program which needs to be approved by DOLE prior to construction. Any willful failure or refusal of an employer, contractor or subcontractor to comply with the following OSH standards or with a compliance order issued by the Secretary of Labor and Employment or his/her authorized representative shall be penalized with administrative fines.

Moreover, Republic Act No. 7877 makes it the duty of every employer to create a committee on decorum and investigation of sexual harassment cases. Such committee must be composed of at least one representative each from management, the union, the employees from the supervisory rank, and the rank-and-file employees. In addition, it is likewise the duty of the employer to promulgate rules and regulations prescribing the procedure for the investigation of sexual harassment cases and the administrative sanctions therefor, which rules must be formulated in consultation with and later jointly approved by the employees.

The DOLE further released Department Order No. 238-23 which identifies eight establishments to be prioritized for inspection as follows: (i) engaged in hazardous work; (ii) employing children and/or women; (iii) construction projects; (iv) Philippine-registered ships or vessels engaged in domestic shipping; (v) fishing vessels; (vi) engaged in contracting and subcontracting arrangements; (vii) subject of Single-Entry Approach (SEnA) referral, anonymous complaint or request for inspection; (viii) other establishments as may be determined by the Labor Secretary.

DO No. 238-23 requires all employers to keep and maintain employment records for at least three (3) years. It also lays down three (3) kinds of approaches to enforce labor standards as follows: (i) technical and advisory visits (TAVs), specifically covering micro establishments employing less than ten (10) workers; (ii) labor inspections; and (iii) OSH investigations. TAVs may be conducted through online, offsite or hybrid sessions. Micro establishments found to have compliance gaps will be required to prepare and accomplish an action plan indicating the interventions and further technical assistance needed, and have three months to correct the compliance gaps. Meanwhile, labor inspections are conducted through examination of employment records for the last three years, interviewing of employees, and inspection of work premises to determine compliance with general labor standards, Lastly, OSH investigations are conducted upon issuance of an authority to investigate by the regional director within 24 hours from receipt of information of a disabling injury, imminent danger, or dangerous occurrence.

DOLE Mandated Work-Related Programs

Under Republic Act No. 9165, otherwise known as the “Comprehensive Dangerous Drugs Act”, a national drug abuse prevention program implemented by the DOLE must be adopted by private companies with ten (10) or more employees. For this purpose, employers must adopt and establish company policies and programs against drug use in the workplace in close consultation and coordination with the DOLE, labor and employer organizations, human resource development managers and other such private sector organizations. DOLE Department Order No. 053-03 sets out the guidelines for the implementation of Drug-Free Workplace policies and programs for the private sector.

The employer or the head of the work-related, educational, or training environment or institution also has the duty to prevent or deter the commission of acts of sexual harassment and to provide the procedures for the resolution, settlement or prosecution of such cases. Under the Anti-Sexual Harassment Act, the employer will be solidarity liable for damages arising from the acts of sexual harassment committed in the workplace if the employer is informed of such acts by the offended party and no immediate action is taken. Notwithstanding, the victim of sexual harassment is not precluded from instituting a separate and independent action for damages and other affirmative relief. Any person who violates the provisions of this law shall, upon conviction, be penalized by imprisonment of not less than one month nor more than six months, or a fine of not less than ₱10,000.00 nor more than ₱20,000.00, or both such fine and imprisonment, at the discretion of the court. Any action arising from the violation of the provisions of this law shall prescribe in three years.

Moreover, Department Order No. 102-10 requires all private workplaces to have a policy on HIV and AIDS and to implement a workplace program in accordance with the Philippines AIDS Prevention and Control Act. The workplace policies aim to manage sensitive issues, such as confidentiality of medical information and continuation of employment for HIV-positive staff, and to avoid the discrimination of any employee due to HIV/AIDS. Any HIV/AIDS-related information of workers should be kept strictly confidential and kept only on medical files, whereby access to it are strictly limited to medical personnel.

All private workplaces are also required to establish policies and programs on solo parenting, Hepatitis B, and tuberculosis prevention and control.

DATA PRIVACY LAWS

Data Privacy Act

The Philippines government enacted legislation with the aim to protect the fundamental human right to privacy while ensuring the free flow of information. Republic Act No. 10173, or the "Data Privacy Act of 2012" applies to processing of all types of information, whether that be of individuals or legal entities, except for publicly available information, or those required for public functions. The law provides that when an entity collects personal data, the purpose and extent of processing of such information collected must be legitimate and declared specifically to the owner of the personal information (i.e. whether such information will be used for marketing, data-sharing and the like), and that consent must be obtained from the owner. This requirement applies to all data collectors and data processors. The term "data collectors" refers to a natural or juridical person who controls or supervises the person collecting, storing, or processing the relevant personal information, while the term data processors refers to a natural or juridical person who processes the information, whether or not outsourced by the data collector.

Personal information that is collected must be retained only for a reasonable period of time. Such a reasonable period of time is the reasonable amount of time the collector needs the information for its purposes, and the collector must notify the owner of the personal information of that duration. The data collector must implement appropriate measures for the storage and protection of the collected personal information from accidental alteration, destruction, disclosure and unlawful processing. Furthermore, the data controller must assign compliance officer(s) to ensure compliance with the provisions of the data privacy law and its accompanying implementing rules and regulations.

ANTITRUST LAWS

Philippine Competition Act

Republic Act No. 10667 or the Philippine Competition Act (the "**PCA**") came into effect August 5, 2015 and is the primary competition law in the Philippines. It aims to enhance economic efficiency and promote free and fair competition in trade, industry and all commercial activities. This law created the Philippine Competition Commission (the "**PCC**") which is tasked with the implementation of the PCA and regulating, among others things, the conduct of business entities in the market as well as mergers and acquisitions. The PCA prohibits and imposes sanctions on:

(a) Anti-competitive agreements between or amongst competitors that restrict competition as to price or other terms of trade and those fixing price at an auction or in any form of bidding including cover bidding, bid suppression, bid rotation and market allocation and other analogous practices of bid manipulation; and those which have the object or effect of substantially preventing, restricting or lessening competition;

(b) Practices which are regarded as abuse of dominant position by engaging in conduct that would substantially prevent, restrict or lessen competition; and

(c) Mergers or acquisitions which substantially prevent, restrict or lessen competition in the relevant market or in the market for goods or services.

A dominant market position is presumed by law if an enterprise has at least 50% of the relevant geographic or product market. Moreover, the parties to a merger, acquisition or joint venture are required to comply with the compulsory notification requirements of the PCC before consummating the transaction if specified thresholds set out under the PCA and its implementing rules are met. Effective March 1, 2024, parties to a merger, acquisition, or join venture shall be required to provide notification when the size of the ultimate parent entity of either party exceeds ₱7.8 billion, and either (a) the aggregate value of the assets that will be combined in the Philippines or contributed into the proposed merger, acquisition, or joint venture exceeds ₱3.2 billion; or (b) the gross revenues generated in the Philippines by the assets to be combined in the Philippines or contributed into the proposed merger, acquisition, or joint venture exceed ₱3.2 billion. An agreement consummated in violation of the compulsory notification requirement shall be considered void, and shall subject the parties to an administrative fine of 1% to 5% of the value of the transaction.

Further, penalties for violation of the law consist of administrative fines which can be as high as ₱100 million for the first offense and ₱250 million for the second offense. The law also grants private parties who suffer damages as a result of a violation the right to file an action for damages against the violating parties. The law subjects violations of the provisions on price fixing and bid rigging between and among competitors to criminal liability in addition to the administrative and civil liabilities provided thereunder.

Securities and Exchange Commission

On February 22, 2023, the Company was assessed by the Securities and Exchange Commission (SEC) with the following penalties with respect to its December 31, 2021 Consolidated Audited Financial Statements (CAFS) and March 31, 2022 Consolidated Reviewed Interim Financial Statements (CRIFS):

Violation	Penalty (1st Offense)	Amount of Misstatement	Basic	Daily	Total
Material misstatement in the annual financial statements	P50,000 or 1/10 of 1% of the amount of misstatement, whichever is higher, plus P500 per day until corrected	Overstatement– P2,478,673,490.00 Understatement– P2,478,673,980 **Total Misstatement– P4,957,346,980.00**	P4,957,346.9 or **P1,000,000.00**[5]	**P3,500.00**[6]	**P1,0[illegible]500.00**
Material deficiency in the annual financial statements	P25,000 plus P500 per day until completed/ complied		**P25,000.00**	**P3,500.00**[7]	**P28,500.00**
Material deficiency in the interim financial statements	P10,000 plus P100 per day until completed/ complied		**P10,000.00**	**P700.00**[8]	**P10,700.00**
				TOTAL	**P1,042,700.00**

Regarding the assessment on material restatement, we have restated the comparative amounts for the prior period ended December 31, 2020 CAFS as management believes it will better provide a more comparable and more reflective view of the current and non-current liabilities of the Company. The restatement includes reclassification of balance sheet accounts and did not result in restatement of previously reported profit or loss.

Regarding material deficiency in the CAFS and CRIFS, the Company has submitted the required Use of Proceeds report to the Philippine Stock Exchange but inadvertently missed to include it as attachment to the CAFS and CRIFS.

On February 27, 2023, the Company was further assessed with the following penalty by the SEC with respect to its September 30, 2022 Consolidated Reviewed Interim Financial Statements:

Violation	Penalty (2nd Offense)	Basic	Daily	Total
Material deficiency in the interim financial statements	P20,000 plus P500 per day until completed/ complied	**P20,000.00**	**P3,000.00**[3]	**P23,000.00**

The assessment is of similar nature as discussed above.

In a letter dated June 19, 2024, the SEC assessed penalties against the Company due to the late filing of the 2022 Annual Report. The SEC assessed a total penalty of One Hundred Ten Thousand and Five Hundred Pesos (₱110,500.00) pursuant to the SRC Rule 17.1 in relation to SEC Memorandum Circular No. 6 series of 2005 for its non-compliance with SRC Rule 17.

PHILIPPINE CONSTRUCTION INDUSTRY

The information in this section has been derived from various government and private publications, and unless otherwise indicated, has not been prepared or independently verified by the Company or the Joint Issue Managers, Joint Lead Underwriters and Joint Bookrunners or any of their respective Affiliates or advisors. Please refer to the section "Regulatory and Environmental Matters" of this Prospectus.

Regulated Industry

R.A. No. 4566 as amended by PD No. 1746 requires a construction company seeking to operate in the Philippines to obtain either a regular or a special license with the PCAB. In order to enforce the licensing requirements, all architects and engineers preparing plans and specifications and all public or private agencies or entities conducting biddings and/or letting out contracts for construction work to be contracted and undertaken in the Philippines, shall include in their invitation to bidders and other bidding documents necessary stipulations to convey to every bidder, whether he is a resident of the Philippines or not, the information that it will be necessary for him to have a license before his bid is considered.

Classification and Categorization

Constructors are classified into three main contracting classifications, based on capability and specialization:

Classification	**Areas of Specialization**
General Engineering Construction	a.) Road, highway, pavement and bridge b.) Irrigation and flood control c.) Dam, reservoir and tunneling d.) Port, harbor and offshore engineering
General Building Construction	a.) Building and industrial plant b.) Sewerage and sewage treatment/disposal plant and system c.) Water treatment plant and system d.) Park, playground and recreational work
Specialty Construction	a.) Foundation work b.) Structural steel work c.) Concrete pre-casting and pre-stressing d.) Plumbing and sanitary work e.) Electrical work f.) Mechanical work g.) Mechanical work (ventilation-refrigeration) h.) Mechanical work (elevator-conveyor) i.) Fire protection work j.) Waterproofing work k.) Painting work

Source: Rules and Regulations Governing Licensing and Accreditation of Constructors in the Philippines

In addition, each constructor is evaluated, graded and assigned a category based on the following criteria and quantified by equivalent credit points:

1) financial capacity measured in terms of net worth;
2) equipment capacity in terms of the book value;
3) experience of the company in terms of aggregate number of years in which the firm has actively engaged in construction contracting and operation and average annual value of work completed during the past three (3) years; and
4) experience of the technical personnel

Class	Category	Minimum Qualification Requirements						Overall CPR (2)
		Financial Capacity		Construction Experience Requirement				
		Equity' (in million P)	CPR (1)	Individual	Aggregate	Minimum CPR		
General Engineering	AAAA	1,000.00	10,000.00	10	60	300.00		10,300.00
	AAA	180.00	1,800.00	10	60	300.00		2,850.00
	AA	90.00	900.00	10	50	250.00		1,365.15
	A	30.00	300.00	7	21	105.00		475.00
	B	10.50	100.00	5	10	50.00		177.50
	C	6.00	60.00	3	3	15.00		105.50
	D	2.00	20.00	3	3	15.00		35.00
General Building	AAAA	1,000.00	10,000.00	10	60	300.00		10,300.00
	AAA	180.00	1,800.00	10	60	300.00		2,810.00
	AA	90.00	900.00	10	50	250.00		1,345.00
	A	30.00	300.00	7	21	105.00		471.00
	B	10.50	100.00	5	10	50.00		175.50
	C	6.00	60.00	3	3	15.00		96.50
	D	2.00	20.00	3	3	15.00		35.00
Specialty	AAAA	1,000.00	10,000.00	10	60	300.00		10,300.00
	AAA	180.00	1,800.00	10	60	300.00		2,410.00
	AA	90.00	900.00	10	50	250.00		1,145.00
	A	30.00	300.00	7	21	105.00		421.00
	B	10.50	100.00	5	10	50.00		165.50
	C	6.00	60.00	3	3	15.00		90.50
	D	2.00	20.00	3	3	15.00		35.00
Specialty – Trade	E	0.10	1.00	none	none	none		1

Source:
CIAP
Notes:
[1]*CPR – Credit Points Required*
[2]*Overall credit points inclusive of Equipment Capacity (10point/₱100,000); Experience of Firm (10 points/year of active existence and 1point/₱100,000 of 3 year average annual volume of work accomplished; and COMTCP points if Sustaining Technical Employees (STE) are COMTCP certified*

Allowable Ranges of Contract Costs (ARCC) and Single Largest Project (SLP) Completed / Track Record Requirements			
Size Range	**License Category**	**Single Largest Project (₱)**	**Allowable Ranges of Contract Costs (₱)**
Large B	AAAA and AAA	Above 225 Million	< or above 450 Million
Large A	AA	Above 150 Million up to 225 Million	Up to 450 Million
Medium B	A	Above 75 Million up to 150 Million	Up to 300 Million
Medium A	B	Above 15 Million up to 75 Million	Up to 150 Million
Small B	C & D	$\leq$ 15 Million	Up to 30 Million
Small A	Trade/E	Up to 1 Million	Up to 1 Million
Note: Par. 3 of Sec. 23.11.2 of the IRR of RA 9184 allows Small A and Small B contractors without similar experience to bid only for contracts not more than fifty percent (50%) of the allowable range of contract cost of their respective size range(s).			

Construction Licenses Issued

Under the law, only contractors accredited by the PCAB are allowed to enter into a construction contract with clients. For 2022, PCAB has processed a total of 51,517 contractors' licenses. The following table shows the breakdown of contractors per type:

In terms of Category (Size)	**Share to total**
AAAA	0.32%
AAA	3.75%
AA	1.54%
A	8.29%
B	18.22%
C	12.48%
D	33.35%
E/TRADE	21.77%
In terms of Type	**Share to total**
Joint Venture	97.65%
Consortium	1.06%
Foreign Individual	1.29%

Source: Philippine Contractors Accreditation Board Annual Report 2022

The PCAB issues two (2) kinds of licenses, a regular or a special license. Under the Implementing Rules and Regulations ("**PCAB IRR**") of R.A No. 4566, otherwise known as the "Contractors' License Law" ("**PCAB Law**"), a PCAB Regular License may only be issued by the PCAB to construction firms of Filipino sole proprietorship, or partnerships or corporations with at least 60% percent Filipino equity participation and duly organized and existing under Philippine law.

However, the Supreme Court, in the case of *Philippine Contractors Accreditation Board v. Manila Water Co., Inc.* (G.R. No. 217590, March 10, 2020) has recently ruled that foreigners can obtain regular licenses from the PCAB. It ruled that the construction industry is not one which the Constitution has reserved exclusively for Filipinos. There is also no prohibition in the law for foreigners to enter into the same projects as Filipinos in the field of construction. "Private domestic construction contracts" has also been removed from the Foreign Investments Negative List since 1998. Thus, the provision requiring foreigners to obtain a special license has been declared null and void, along with the provision limiting the regular license to construction firms at least 60% of which is owned by Filipinos. In light of this ruling, foreigners can now obtain regular licenses from the PCAB.

In June 2022, PCAB processes are now 100% fully automated and received its ISO Certification. It is the only government agency in the country that has achieved such prestigious recognition in achieving an online end-to-end license processing.

Through this initiative, more contractors are licensed and construction projects are within industry standards. PCAB highly correlates this massive improvement with the USAID-backed automation initiatives through the PCAB Online Licensing Portal, an activity that highly contributes to accelerating the agency's ease-of-doing-business compliance as well as in further stimulating the Philippine construction industry's productivity that aids the country's economic recovery. Since the launch of the online portal in 2020, the total processed applications made through the PCAB Online Portal since its deployment from June 2020 until December 2022 was 87,198 applications.

With the launch of the online platform, PCAB's processed applications from 2016 to 2022 totaled 187,699, compared with 63,285 from 2010-2015. This represents a difference of 124,414 or 197% increase.

From 2016 to 2022, there has been a marked increase in the number accredited contractors from 97,269 versus the accumulative total of 39,482 from 2010-2015. This represents a growth of 57,427 new licensed contractors or 144% increase.

CONSTRUCTION DEMAND

The Philippine Government gathers statistics on the demand for private construction from approved building permits that relate to data on new construction, additions, alterations and repairs of existing residential and non-residential buildings and other structures undertaken in all cities/municipalities in the country.

The number of constructions from approved building permits in September 2024 was posted at 14,503. This indicates an annual increase of 7,8 percent. By type of construction, residential buildings reported the highest number of constructions at 9,003 or 65.0 percent of the total number of constructions during the month. It recorded an annual increase of 5.4 percent from the same month of the previous year's level of 8,539 constructions. Majority of the total residential constructions were single-type houses with 6,892 constructions (76.6%).

Approved Building Permits For All Types of Construction in number of applicants

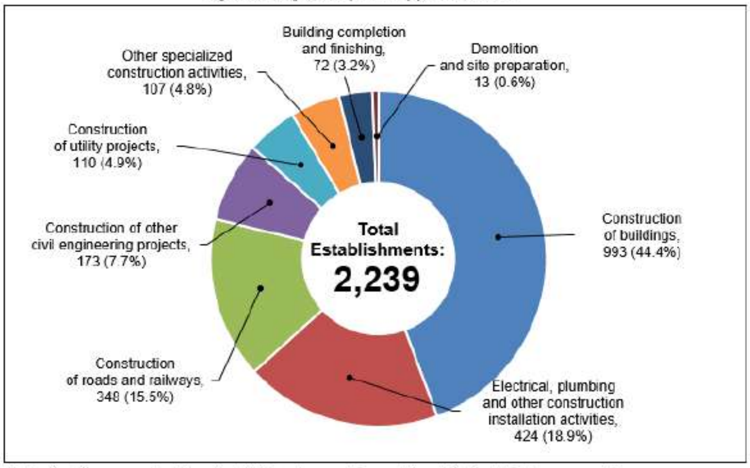
Segment	October 2023	September 2024
Non-Residential Building	2,938	3,094
Residential Building	8,539	9,602
Additions, alterations, repairs	524	451
Alteration and Repair	1,043	1,062
Others	268	294
Total	13,312	14,503

Source: Construction Industry Authority of the Philippines, Philippine Statistics Authority

Per the Philippine Statistics Authority a total of 2,239 establishments in the formal sector of the economy were engaged in construction. This represents a 2.4 percent decrease from the 2,293 establishments reported in 2021.

Among industry groups, construction of buildings recorded the highest number of 993 establishments or 44.4 percent of the total for the section in 2022. This was followed by electrical, plumbing and other construction installation activities with 424 establishments (18.9%) and construction of roads and railways with 348 establishments (15.5%). On the other hand, demolition and site preparation recorded the least number of 13 establishments (0.6%).

Figure 1. Distribution of Establishments Under Construction Section by Industry Group: Philippines, 2022



Note: Details may not add up to total due to rounding and/or statistical disclosure control.
Source: Philippine Statistics Authority, 2022 ASPBI (Preliminary Results)

PROSPECTS

The Philippine construction industry registered a growth rate of 8.5% in 2023, following a record-high growth of 13.4%in 2022.

The industry's growth in 2023 was supported by a favorable base, an improvement in global economic conditions, and investment on infrastructure projects as part of the government's flagship programs. As part of the 2023 State Budget, around ₱5 trillion was allocated across all economic sectors by August 2023, equivalent to 95% of the total allocation. The construction industry is expected to register an annual growth of 7% in 2024. Forecast-period growth in the Philippine construction industry will be supported by progress on the government's programs.

With construction being prioritized as a pillar of economic recovery, the local government has also allocated 28.1% of its fiscal year 2022 total budget to the Department of Public Works and Highways. The Build, Build, Build program also received a new lease on life, with the new administration vowing to continue the country's ambitious infrastructure program, which is now referred to as the Build Better More program (BBM).

BBM is the infrastructure development program of the Marcos Jr. administration which seeks to expand the previous administration's BBB Program to help address the inadequacies of the country's infrastructure. According to the NEDA, the BBM infrastructure program for 2023 to 2028 presently includes 198 high impact infrastructure flagship projects with an overall investment cost of ₱8.8 trillion. Of the 198 projects, 124 are entirely new projects while the remaining 74 projects are taken from the previous BBB program.

Among the major transportation infrastructure projects that will be implemented include the North-South Commuter Railway, Metro Manila Subway Project, and Light Rail Transit (LRT) Line 1 Cavite Extension Project.

The bulk of the BBM program consists of projects that promote physical connectivity involving 123 projects with an indicative investment requirement of ₱7.053 trillion. Of the 123 projects on physical connectivity, 24 are rail infrastructure projects (₱3.2 trillion), 52 are roads and bridges (₱1.9 trillion), 16 are air transport (₱1.1 trillion), 25 are urban transportation projects (₱582.3 billion) and five (5) are maritime projects (₱209.4 billion).

Top 10 High Impact Infrastructure Flagship Projects by Estimated Project Cost

Rank	Infrastructure Flagship Projects	Cost (In ₱ billions)
1	North-South Commuter Railway	873.6
2	New Manila International Airport	735.6
3	Metro Manila Subway Project	488.5
4	North Long-Haul Railway	400.0
5	Daang Maharlika Improvement	251.2
6	MRT Line 5	250.0
7	FMRDP Farm-to-Market Road Projects	249.4
8	Bataan-Cavite Interlink Bridge	219.3
9	Rice Infrastructure Modernization Project	203.4
10	Panay-Guimaras-Negros Inter-Island Bridge	181.5

Source: Fitch Solutions Inc., Department of Budget and Management

Megawide considers this as a big opportunity as it also expands its business from being the emerging leader in high-rise construction into venturing into infrastructure projects such as Affordable Housing, classroom building, elevated expressways, construction of roads and bridges, and heavy industries related to energy and power plants

Aside from expected growth in Infrastructure projects, other opportunities for new businesses are available.

1. **Boom in real estate and construction** have increased the demand for construction services as more workers are vaccinated.
2. **Ease of Doing Business (Republic Act 11032)** would encourage greater investments and take office spaces (which could also increase the demand for construction services); the Implementing Rules and Regulations of the Ease of Doing Business Law was signed last July 2019 and is expected to be fully implemented within the next 2 years.
3. **Easing of foreign ownership restrictions in economic sectors** (telecommunications, transportation, construction, and retail) should attract new businesses to invest in the country.
4. **Second phase of the tax reform package (CREATE),** which was passed, reduces corporate income taxes from 30% to 25% which will increase companies' income and spending as well as attract investors into the country; expansion of existing and new companies may need additional manpower which will create demand for residential spaces.

Due to these factors, there are certain risks that will affect the industry

1. **Increasing global costs for construction materials** could also affect the income of construction companies.
2. **Ban on new economic zones in Metro Manila** will limit supply of office space in the capital and could slow down the demand for new construction projects (however, this will encourage more projects in areas outside Metro Manila).

PHILIPPINE STOCK MARKET

The information presented in this section has been extracted from publicly available documents which have not been prepared or independently verified by the Company or the Joint Lead Underwriters and Joint Bookrunners or any of their respective Affiliates or advisors in connection with sale of the Offer Shares.

BRIEF HISTORY

The Philippines initially had two stock exchanges, the Manila Stock Exchange, which was organized in 1927, and the Makati Stock Exchange, which began operations in 1965. Each exchange was self- regulating, governed by its respective Board of Governors elected annually by its members.

Several steps initiated by the Government have resulted in the unification of the two bourses into the PSE. The PSE was incorporated in 1992 by officers of both the Makati and the Manila Stock Exchanges. In March 1994, the licenses of the two exchanges were revoked. While the PSE maintains two trading floors, one in Makati City and the other in Pasig City, these floors are linked by an automated trading system, which integrates all bids, and ask quotations from the bourses.

In June 1998, the Philippine SEC granted the Self-Regulatory Organization status to the PSE, allowing it to impose rules as well as implement penalties on erring trading participants and listed companies. On August 8, 2001, the PSE completed its demutualization, converting from a non-stock member-governed institution into a stock corporation in compliance with the requirements of the SRC. The PSE has an authorized capital stock of 120 million shares, of which, of which 82,579,794 shares are subscribed and fully paid up as of 25 November 2019. Each of the 184 member-brokers was granted 50,000 common shares of the new PSE at a par value of ₱1.00 per share. In addition, a trading right evidenced by a Trading Participant Certificate‖ was immediately conferred on each member broker allowing the use of the PSE‘s trading facilities. As a result of the demutualization, the composition of the PSE Board of Governors was changed, requiring the inclusion of seven brokers and eight non-brokers, one of whom is the President.

On December 15, 2003, the PSE listed its shares by way of introduction at its own bourse as part of a series of reforms aimed at strengthening the Philippine securities industry.

Classified into financial, industrial, holding firms, property, services, and mining and oil sectors, companies are listed either on the PSE’s Main Board or the Small, Medium and Emerging Board. Previously, the PSE allowed listing on the First Board, Second Board or the Small, Medium and Enterprises Board. As a result of the issuance by the PSE of Memorandum No. CN-No. 2013-0023 dated June 6, 2013, revisions to the PSE Listing Rules were made. Among such changes are the removal of the Second Board listing and the requirement that lock-up rules be embodied in the articles of the incorporation of the issuer. Each index represents the numerical average of the prices of component shares. The PSE has an index, referred to as the PHISIX, which as at the date thereof reflects the price movements of selected shares listed on the PSE, based on traded prices of shares from the various sectors. The PSE shifted from full market capitalization to free float market capitalization effective April 3, 2006, simultaneous with the migration to the free float index and the renaming of the PHISIX to PSEi. The PSEi is composed of shares of 30 selected companies listed on the PSE. On July 26, 2010, the PSE’s new trading system, now known as PSE Trade, was launched. In June 2015, the PSE Trade system was replaced by PSE Trade XTS.

With the increasing calls for good corporate governance, the PSE has adopted an online daily disclosure system to improve the transparency of listed companies and to protect the investing public. In 2005, the Online Disclosure System (“**ODiSy**”) was implemented, which provided for online system access for the submission and announcement of all types of disclosures. In 2013, the ODiSy was replaced by the PSE Electronic Disclosure Generation Technology (“**EDGE**”). The PSE EDGE is equipped with a variety of features to further standardize the disclosure reporting process of listed companies on the PSE, improve investors’ disclosure searching and viewing experience, and enhance overall issuer transparency in the market. The PSE also launched its Corporate Governance Guidebook in November 2010 as another initiative of the PSE to promote good governance among listed companies. It is composed of ten guidelines embodying principles of good business practice and based on internationally recognized corporate governance codes and best practices.

In 2018, the PSE moved its corporate offices to PSE Tower in Bonifacio Global City, Taguig City, which currently houses the unified trading floors in Makati City and Pasig City.

On 22 March 2018, the PSE completed a stock rights offering of 11,500,000 common shares offered at the price of ₱252.00 per share, or a total of ₱2,898,000,000. The proceeds of the stock rights offering will be used to fund the acquisition of PDS and the product and technology development initiatives of the PSE. As of September 30, 2024, the PSE has an authorized capital stock of ₱120 million, of which 85,586,752 are issued. Out of this total, 82,072,800 are outstanding and 3,513,952 are treasury shares.

SELECTED STOCK EXCHANGE DATA

The table below sets forth movements in the composite index from 1995 to 2024, and shows the number of listed companies, and market capitalization for the same period:

Year	Composite Index at Closing	Number of Listed Companies	Aggregate Market Capitalization (in ₱ billions)
1995	2,594.2	205	1,545.7
1996	3,170.6	216	2,121.1
1997	1,869.2	221	1,251.3
1998	1,928.8	221	1,373.7
1999	2,142.9	222	1,936.5
2000	1,494.5	225	2,576.5
2001	1,168.1	229	2,141.4
2002	1,014.4	231	2,083.2
2003	1,442.4	234	2,973.8
2004	1,822.8	236	4,766.3
2005	2,096.0	237	5,948.4
2006	2,982.5	239	7,173.2
2007	3,621.6	244	7,977.6
2008	1,872.9	246	4,069.2
2009	3,052.7	248	6,029.1
2010	4,201.1	253	8,866.1
2011	4,372.0	245	8,697.0
2012	5,812.7	254	10,952.7
2013	5,889.8	257	11,931.3
2014	7,230.6	263	14,251.7
2015	6,952.1	265	13,465.2
2016	7,796.2	268	14,438.8
2017	8,558.4	267	17,583.1
2018	7,466.0	267	16,146.7
2019	7,815.3	271	16,710.0
2020	7,139.71	274	15,890.0
2021	7,122.63	282	18,081.1
2022	6,566.39	281	16,558.5
2023	6,450.04	283	16,740.2
2024	6,528.79	286	*(Data not yet available)*

Source: Philippine Stock Exchange, Inc. and PSE Annual Reports

TRADING

The PSE is a double auction market. Buyers and sellers are each represented by stockbrokers. To trade, bid or ask prices are posted on the PSE's electronic trading system. A buy (or sell) order that matches the lowest asked (or highest bid) price is automatically executed. Buy and sell orders received by one broker at the same price are crossed at the PSE at the indicated price. Payment of purchases of listed securities must be made by the buyer on or before the third Trading Day (the settlement date) after the trade.

On regular days, wholesale trading on the PSE starts at 9:30 a.m. and ends at 3:30 p.m., with trading recess from 12:00 nn to 1:30 p.m. There is also a provision for ten-minute extensions during which transactions may be conducted, provided that they are executed at the last traded price and are only for the purpose of completing unfinished orders. The PSE may effect changes to the hours and schedule of a Trading Day, as the circumstance warrants. Trading Days are Monday to Friday, except legal and special holidays, days when the BSP is closed for various reasons, and such other days as may otherwise be declared by the SEC or the PSE, through its President or other duly authorized representative, to be a non-Trading Day.
Minimum trading lots range from five (5) to one million (1,000,000) shares depending on the price range and nature of the security traded. Odd-sized lots are traded by brokers on a board specifically designed for odd lot trading.

To maintain stability in the stock market, daily price swings are monitored and regulated. Under current PSE regulations, whenever the price of an order breaches the trading threshold of a security during any Trading Day, the trading of that security will be frozen. Orders cannot be posted, modified or cancelled for a security that is frozen. In cases where an order has been partially matched, only the portion of the order that will result to a breach of the trading threshold will be frozen. Where the order results in a breach of the trading threshold, the following procedures shall apply:

(i) In case the static threshold is breached, the PSE will accept the order, provided the price is within the allowable percentage price difference under the implementing guidelines of the revised trading rules (i.e., 50% of the previous day's reference or closing price, or the last adjusted closing price); otherwise, such order will be rejected. In cases where the order is accepted, the PSE will adjust the static threshold to 60%.All orders breaching the 60% static threshold will be rejected by the PSE.

(ii) In case the dynamic threshold is breached, the PSE will accept the order if the price is within the allowable percentage price difference under existing regulations (i.e., 20% for security cluster A and newly-listed securities, 15% for security cluster B and 10% for security cluster C); otherwise, such order will be rejected by the PSE.

NON-RESIDENT TRANSACTIONS

When the purchase/sale of Philippine shares of stock involves a non-resident, whether the transaction is effected in the domestic or foreign market, it shall be the responsibility of the securities dealer/broker to register the transaction with the BSP. The local securities dealer/broker shall file with the BSP, within three Banking Days from the transaction date, an application in the prescribed registration form. After compliance with other required undertakings, the BSP shall issue a Certificate of Registration. Under BSP rules, all registered foreign investments in Philippine securities including profits and dividends, net of taxes and charges, may be repatriated.

SCRIPLESS TRADING

In 1995, the PDTC (formerly the Philippine Central Depository, Inc.), was organized to establish a central depository in the Philippines and introduce scripless or book-entry trading in the Philippines. On December 16, 1996, the PDTC was granted a provisional license by the Philippine SEC to act as a central securities depository.

All listed securities at the PSE have been converted into book-entry settlement in the PDTC. The depository service of the PDTC provides the infrastructure for lodgment (deposit) and upliftment (withdrawal) of securities, pledge of securities, securities lending and borrowing and corporate actions including shareholders' meetings, dividend declarations and rights offerings. The PDTC also provides depository and settlement services for non-PSE trades of listed equity securities. For transactions on the PSE, the security element of the trade will be settled through the book-entry system, while the cash element will be settled through the current settlement banks.

In order to benefit from the book-entry system, securities must be immobilized into the PDTC system through a process called lodgment. Lodgment is the process by which shareholders transfer legal title (but not beneficial title) over their shares of stock in favor of the PCD Nominee, a corporation wholly-owned by the PDTC, whose sole purpose is to act as nominee and legal title holder of all shares of stock lodged in the PDTC. Immobilization is the process by which the warrant or share certificates of lodging holders are canceled by the transfer agent and the corresponding transfer of beneficial ownership of the immobilized shares in the account of the PCD Nominee through the PDTC participant will be recorded in the issuing corporation's registry. This trust arrangement between the participants and PDTC through the PCD Nominee is established by and explained in the PDTC Rules and Operating Procedures approved by the Philippine SEC. No consideration is paid for the transfer of legal title to the PCD Nominee. Once lodged, transfers of beneficial title of the securities are accomplished via book-entry settlement.

Thus, each beneficial owner of shares, through his participant, will be the beneficial owner to the extent of the number of shares held by such participant in the records of the PCD Nominee. All lodgments, trades and uplifts on these shares will have to be coursed through a participant. Ownership and transfers of beneficial interests in the shares will be reflected, with respect to the participant's aggregate holdings, in the PDTC system, and with respect to each beneficial owner's holdings, in the records of the participants. Beneficial owners are thus advised that in order to exercise their rights as beneficial owners of the lodged shares, they must rely on their participant-brokers and/or participant custodians.

Any beneficial owner of shares who wishes to trade his interests in the shares must course the trade through a participant. The participant can execute PSE trades and non-PSE trades of lodged equity securities through the PDTC system. All matched transactions in the PSE trading system will be fed through the SCCP, and into the PDTC system. Once it is determined on the settlement date (trading date plus three Trading Days) that there are adequate securities in the securities settlement account of the participant-seller and adequate cleared funds in the settlement bank account of the participant-buyer, the PSE trades are automatically settled in the SCCP Central Clearing and Central Settlement system, in accordance with the SCCP and PDTC Rules and Operating Procedures. Once settled, the beneficial ownership of the securities is transferred from the participant-seller to the participant-buyer without the physical transfer of stock certificates covering the traded securities.

If a shareholder wishes to withdraw his stockholdings from the PDTC system, the PDTC has a procedure of upliftment under which PCD Nominee will transfer back to the shareholder the legal title to the shares lodged. The uplifting shareholder shall follow the Rules and Operating Procedures of the PDTC for the upliftment of the shares lodged under the name of the PCD Nominee. The transfer agent shall prepare and send a Registry Confirmation Advice to the PDTC covering the new number of shares lodged under the PCD Nominee. The expenses for upliftment are for the account of the uplifting shareholder.

The difference between the depository and the registry would be on the recording of ownership of the shares in the issuing corporations' books. In the depository set-up, shares are simply immobilized, wherein customers' certificates are canceled, and a confirmation advice is issued in the name of PCD Nominee to confirm new balances of the shares lodged with the PDTC. Transfers among/between broker and/or custodian accounts, as the case may be, will only be made within the book-entry system of the PDTC. However, as far as the issuing corporation is concerned, the underlying certificates are in the PCD Nominee's name. In the registry set-up, settlement and recording of ownership of traded securities will already be directly made in the corresponding issuing company's transfer agents' books or system. Likewise, recording will already be at the beneficiary level (whether it be a client or a registered custodian holding securities for its clients), thereby removing from the broker its current de facto custodianship role.

AMENDED RULE ON LODGEMENT

On June 24, 2009, the PSE apprised all listed companies and market participants through Memorandum No. 2009-0320 that, beginning July 1, 2009, as a condition for the listing and trading of the securities of an applicant company, the applicant company shall electronically lodge its registered securities with the PDTC or any other entity duly authorized by the SEC, without any jumbo or mother certificate in compliance with the requirements of Section 43 of the SRC. In compliance with the foregoing requirement, actual listing and trading of securities on the scheduled listing date shall take effect only after submission by the applicant company of the documentary requirements stated in Article III Part A of the Revised Listing Rules.

Further, the PSE apprised all listed companies and market participants on May 21, 2010, through Memorandum No. 2010-0246, that the Amended Rule on Lodgment of Securities under Section 16 of Article III, Part A of the Revised Listing Rules of the Exchange shall apply to all securities that are lodged with the PDTC or any other entity duly authorized by the SEC.

For listing applications, the amended rule on lodgment of securities is applicable to:

a) The offer shares/securities of the applicant company in the case of an initial public offering;

b) The shares/securities that are lodged with the PDTC, or any other entity duly authorized by the Commission in the case of a listing by way of introduction;

c) New securities to be offered and applied for listing by an existing listed company; and

d) Additional listing of securities of an existing listed company.

Pursuant to the said amendment, the PDTC issued an implementing procedure in support thereof to wit:

a) For new companies to be listed at the PSE as of July 1, 2009 the usual procedure will be observed but the Transfer Agent on the companies shall no longer issue a certificate to PCD Nominee Corp but shall issue a Registry Confirmation Advice, which shall be the basis for the PDTC to credit the holdings of the Depository Participants on listing date.

b) For existing listed companies, the PDTC shall wait for the advice of the Transfer Agents that it is ready to accept surrender of PCNC jumbo certificates and upon such advice the PDTC shall surrender all PCNC jumbo certificates to the Transfer Agents for cancellation. The Transfer Agents shall issue a Registry Confirmation Advice to PCNC evidencing the total number of shares registered in the name of PCNC in the Issuer's registry as of confirmation date.

SETTLEMENT

The Securities Clearing Corporation of the Philippines ("SCCP") is a wholly owned subsidiary of the PSE, and was organized primarily as a clearance and settlement agency for SCCP-eligible trades executed through the facilities of the PSE. SCCP received its permanent license to operate on January 17, 2002. It is responsible for:

- Synchronizing the settlement of funds and the transfer of securities through Delivery versus Payment clearing and settlement of transactions of Clearing Members, who are also Trading Participants of the PSE;

- Guaranteeing the settlement of trades in the event of a Trading Participant's default through the implementation of its Fails Management System and administration of the Clearing and trade Guaranty Fund; and

- Performance of Risk Management and Monitoring to ensure final and irrevocable settlement.

SCCP settles PSE trades on a 2-day rolling settlement environment, which means that settlement of trades takes place two (2) Banking Days after transaction date (T+2). The deadline for settlement of trades is 12:00 noon of T+3. Securities sold should be in scripless form and lodged under the PDTCs book entry system. Each Trading Participant maintains a Cash Settlement Account with one of the four existing Settlement Banks of SCCP which are BDO Unibank, Inc., Rizal Commercial Banking Corporation, Metropolitan Bank & Trust Company and Deutsche Bank AG (Manila Branch), Union Bank of the Philippines, the Hongkong and Shanghai Banking Corporation (Manila), Asia United Bank Corporation, Maybank Philippines, Inc., and Chinabank Philippines. Payment for securities bought should be in good, cleared funds and should be final and irrevocable. Settlement is presently on a broker level.

SCCP implemented the CCCS last May 29, 2006. CCCS employs multilateral netting whereby the system automatically offsets "buy" and "sell" transactions on a per issue and a per flag basis to arrive at a net receipt or a net delivery security position for each Clearing Member. All cash debits and credits are also netted into a single net cash position for each Clearing Member. Novation of the original PSE trade contracts occurs, and SCCP stands between the original trading parties and becomes the Central Counterparty to each PSE-Eligible trade cleared through it.

ISSUANCE OF CERTIFICATED SHARES

On or after the listing or re-issuance of the shares on the PSE, any beneficial owner of the shares may apply to the PDTC through his broker or custodian-participant for a withdrawal from the book-entry system and return to the conventional paper-based settlement. If a stockholder wishes to withdraw his stockholdings from the PDTC System, the PDTC has a procedure of upliftment under which PCD Nominee will transfer back to the stockholder the legal title to the shares lodged. The uplifting shareholder shall follow the Rules and Operating Procedures of the PDTC for the upliftment of shares lodged under the name of PCD Nominee. The transfer agent shall prepare and send a Registry Confirmation Advice to the PDTC covering the new number of shares lodged under PCD Nominee. The expenses for upliftment are for the account of the uplifting shareholder.

Upon the issuance of certificated shares in the name of the person applying for upliftment, such shares shall be deemed to be withdrawn from the PDTC book-entry settlement system, and trading on such shares will follow the normal process for settlement of certificated securities. The expenses for upliftment of beneficial ownership in the shares to certificated securities will be charged to the person applying for upliftment. Such shares cannot be traded on the PSE without lodging them once again in the depository, in accordance with existing PSE and PDTC rules that were approved by the SEC. Pending completion of the upliftment process, the beneficial interest in the shares covered by the application for upliftment is frozen and no trading and book-entry settlement will be permitted until certificated shares shall have been issued by the relevant company's transfer agent.

AMENDED RULE ON MINIMUM PUBLIC OWNERSHIP

Under the PSE Amended Rule on Minimum Public Ownership ("**MPO**"), listed companies are required, at all times, to maintain a minimum percentage of listed securities held by the public of 10% of the listed companies' total issued and outstanding shares (i.e., exclusive of treasury shares), or at such percentage that may be prescribed by the PSE. The determination of whether shareholdings are considered public or non-public is based on: a) amount of shareholdings and its significant to the total outstanding shares; b) purpose of investment; and c) extent of involvement in the management of the company.

For purposes of determining compliance with the MPO, shares held by the following are generally considered "held by the public": (i) individuals (as long as the shares held are not of a significant size (i.e., less than 10%) and are non-strategic in nature; (ii) trading participants (as long as the shares held are non-strategic in nature); (iii) investment and mutual funds; (iv) pension funds; (v) PCD nominees if the relevant account constitutes a number of shareholders, none of which has significant holdings (provided that if an owner of shares under the PCD Nominee has a shareholding that is 10% or more of the total issued and outstanding shares, then the shareholder is considered a principal stockholder); and (vi) social security funds.

If an investment in a listed company is meant to partake of sizable shares for the purpose of gaining substantial influence on how the company is being managed, then the shareholdings of such investor are considered non-public. Ownership of 10% or more of the total issued and outstanding shares of a listed company is considered significant holding and therefore non-public.

Listed companies which become non-compliant with the MPO on or after January 1, 2013 will be suspended from trading for a period of not more than six (6) months and will automatically be delisted if they remain non-compliant with the MPO after the lapse of the suspension period. Suspended or delisted shares will not be traded on the exchange. In addition, sales of shares of listed companies that do not maintain the MPO are not considered publicly listed for taxation purposes and should, therefore, be subjected to capital gains tax and documentary stamp tax.

The SEC also issued its Rules and Regulations on Minimum Public Ownership on Initial Public Offerings (SEC Memorandum Circular No. 13, series of 2017) (the "**Memorandum Circular**"). Under this Memorandum Circular, any company applying for the registration of its shares of stocks for the purpose of conducting an initial public offering and listing of its shares in an exchange (the "**Covered Company**") must have a public float that meets the 20% MPO requirement. The Covered Company shall, at all times, maintain the 20% MPO. Public float refers to the portion of the issued and outstanding shares that are freely available and tradable in the market and are non-strategic in nature or those not meant for the purpose of gaining substantial influence on the management of the company. The rules consider significant shareholdings of 10% or more of the total issued and outstanding shares of the company as strategic and thus excluded from the public float of the Covered Company.

In the event a Covered Company's MPO falls below 20%, at any time after registration, it is obligated to bring its public float back to at least 20% within a maximum period of 12 months from the date of such fall.

Covered Companies shall establish and implement an internal policy and procedure to monitor its MPO and shall immediately report to the SEC within the next Banking Day if its MPO has fallen below 20%. The Covered Company shall submit to the SEC (a) a time-bound business plan to bring back the public float to at least 20% within a maximum period of 12 months from the date of such decline and (b) a public ownership report and progress report on submitted business plan within 15 days after end of each month until such time that its public float reaches the required level.

The Memorandum Circular expressly provides that it is not meant to amend the existing rules or guidelines of an exchange (e.g., PSE) on minimum public float that have been duly approved by the SEC.

The requirement of minimum public ownership shall also form part of the requirement for the registration of securities. Non-compliance with these requirements shall subject publicly listed companies to administrative sanctions, including suspension and revocation of their registration with the SEC.

The PSE has also issued Memorandum Circular 2020-0076 on August 3, 2020, which contain the Guidelines on Minimum Public Ownership Requirement for Initial and Backdoor Listings (the "**2020 MPO Guidelines**").

The following are the salient points of the 2020 MPO Guidelines:

1. A company applying for initial listing through an initial public offering ("**IPO**") is required to have a minimum public offer size of 20% to 33% of its outstanding capital stock post-IPO, as follows:

Market Capitalization	Public Offer
Not exceeding P500M	33% or P50M, whichever is higher

Over P500M to P1B	25% or P100M, whichever is higher
Over P1B	20% or P250M, whichever is higher

The company must maintain a public ownership level of at least 20% at all times after initial listing.

2. A company applying for listing by way of introduction is required to have at least 20% public float upon and after listing.

3. A company doing a backdoor listing is required to have at least 20% public float upon and after listing. For companies doing a backdoor listing, the 20% MPO requirement shall be reckoned from the actual issuance or transfer (as may be applicable) of the securities which triggered the application of the Backdoor Listing Rules or from actual transfer of the business in cases where the Backdoor Listing Rules are triggered by a substantial change in business.

As of date, the SEC is looking at increasing the MPO requirement of existing listed companies to 15.0%, such proposed rules on MPO are yet to be issued by SEC for comments by the public.

AMENDMENTS TO THE VOLUNTARY DELISTING RULES

On December 1, 2020, PSE issued Memorandum Circular No. 2020-0104 ("**C.N. 2020-0104**") on the amendments to the voluntary delisting rules. Under C.N. 2020-0104, the delisting must be approved by: (i) at least two-thirds (2/3) of the entire membership of the Board, including the majority, but not less than two, of all of its independent directors; and (ii) Stockholders owning at least two-thirds (2/3) of the total outstanding and listed shares of the listed company.
Further, the number of votes cast against the delisting proposal should not be more than ten percent (10%) of the total outstanding and listed shares of the listed company.

As regards the tender offer price, the minimum tender offer price shall be the higher of: (i) the highest valuation based on the fairness opinion or valuation report prepared by an independent valuation provider in accordance with SRC Rule 19.2.6; or (ii) the volume weighted average price of the listed security for one year immediately preceding the date of posting of the disclosure of the approval by the Company's Board of Directors of the Company's delisting from the Exchange.

RULE ON INITIAL LISTING THROUGH A PREFERRED SHARES OFFERING

On May 24, 2022, PSE issued Memorandum Circular No. 2022-0023 ("**C.N. 2022-0023**"), which provides the Rule on Initial Listing through a Preferred Shares Offering, effective immediately. Under C.N. 2022-0023, the minimum offering to the public shall be at least One Billion Pesos (₱1,000,000,000.00) or twenty percent (20%) of the market capitalization of preferred shares applied for listing, whichever is higher.

Further, upon listing, the applicant company should have at least 1,000 stockholders, each owning at least one (1) board lot, whether it is listing on the Main Board or the SME Board. After listing, the listed company shall be subject to the 20% public float requirement.

As regards the lock-up rule, the 180-day / 365-day lock-up rule shall not apply to the initial listing through a preferred shares offering; however, preferred shares and instruments entitling the holder to issuance of preferred shares (e.g., convertible bonds, warrants) issued and fully paid within 180 days before the IPO at a price lower than the IPO price shall be locked up for 365 days from full payment. If the applicant company has outstanding common shares which are listed, the same will not be covered by the lock-up rule.

Companies mandated by law or regulation to list and/or offer their shares to the public cannot list through this mode of initial listing. A company that lists under this Rule also cannot list by way of introduction.

AMENDMENTS TO THE RULES ON FOLLOW-ON OFFERING

On April 16, 2024, the PSE issued Memorandum Circular CN No. 2024-0024 ("**C.N. 2024-0024**") which provides the amendments to Article III, Part F, Section 13 and Article V, Part F of the Consolidated Listing and Disclosure Rules, effective immediately.

Under C.N. 2024-0024, the allocation of offer shares to Local Small Investors shall be mandatory.

Moreover, offering of secondary shares acquired at a discount before the follow-on offering shall be prohibited. If there is any issuance or transfer of shares (i.e., private placement, asset for shares swap or a similar transaction) or of instruments which leads to an issuance or transfer of shares (i.e., convertible bonds, warrants or a similar instrument) done and fully paid for within 180 days prior to the start of the offering period and the transaction price is lower than the offer price, all shares subscribed, acquired or availed of shall not form part of the offer shares. This prohibition shall apply to all follow-on offerings, including public offerings undertaken by companies listed by way of introduction or through backdoor listing. However, said prohibition shall not apply to shares subscribed, acquired or availed of through stock dividend distribution or stock option plan. The PSE may likewise rule on a case to-case basis, that the prohibition would not be applicable to shares subscribed, acquired or availed of through any other transaction provided that it can be shown that the offering will not give undue advantage to the subscriber.

MARKET INFORMATION

The common shares of the Company are traded on the PSE under the symbol "MWIDE". The shares were listed on the PSE on February 18, 2011. The following table sets out, for the periods indicated, the high and low closing prices for the Company's shares as reported on the PSE:

2017	**High**	**Low**
First Quarter	18.00	14.16
Second Quarter	19.86	16.90
Third Quarter	18.86	14.90
Fourth Quarter	19.00	15.42
2018		
First Quarter	22.15	17.66
Second Quarter	25.00	19.80
Third Quarter	20.60	15.46
Fourth Quarter	19.40	14.02
2019		
First Quarter	21.50	17.06
Second Quarter	23.00	18.78
Third Quarter	19.52	17.60
Fourth Quarter	19.00	16.32
2020		
First Quarter	16.80	5.35
Second Quarter	7.44	7.17
Third Quarter	7.25	7.11
Fourth Quarter	10.90	6.69
2021		
First Quarter	8.90	5.91
Second Quarter	7.32	5.90

Third Quarter	7.50	5.90
Fourth Quarter	6.85	4.90
2022		
First Quarter	5.70	4.73
Second Quarter	4.94	4.28
Third Quarter	3.92	3.40
Fourth Quarter	3.85	2.99
2023		
First Quarter	4.33	2.85
Second Quarter	4.00	2.94
Third Quarter	3.80	3.02
Fourth Quarter	3.34	3.00
2024		
First Quarter	3.44	3.06
Second Quarter	2.99	2.94
Third Quarter	2.30	3.00
Fourth Quarter	2.81	2.36

As of January 15, 2025, the closing price of the Company‘s common shares on the PSE was ₱2.64 per share.

The Company’s Series 1 Preferred Shares were listed in the PSE on December 3, 2014 under the trading symbol “**MWP**”. The Company’s Series 2A Preferred Shares and Series 2B Preferred Shares were listed on the PSE on November 27, 2020 under the trading symbol “**MWP2A**” and “**MWP2B**”, respectively. The Company’s Series 4 Preferred Shares were listed on the PSE on October 29, 2021 under the trading symbol “**MWP4**”. The Company’s Series 5 Preferred Shares were listed on the PSE on April 17, 2023 under the trading symbol “**MWP5**”. The Company redeemed its Series 1 Preferred Shares on December 3, 2021 and Series 2A Preferred Shares on May 29, 2023. The Company’s Series 3 Preferred Shares are not listed in the PSE.

The following table sets out, for the periods indicated, the high and low closing prices for the Company‘s MWP shares as reported on the PSE:

MWP	**High**	**Low**
2019		
First Quarter	102	98
Second Quarter	103	100
Third Quarter	102.5	99.7
Fourth Quarter	102	98.05
2020		
First Quarter	101	98.2
Second Quarter	101	97.5
Third Quarter	101.5	100
Fourth Quarter	101.7	100.4
2021		

First Quarter	102	99.9
Second Quarter	102.1	100
Third Quarter	101.6	100.4
Fourth Quarter	101.9	100

The following table sets out, for the periods indicated, the high and low closing prices for the Company's MWP2A shares as reported on the PSE:

MWP2A	**High**	**Low**
2020		
Fourth Quarter	100.9	95
2021		
First Quarter	101	98.5
Second Quarter	105	100
Third Quarter	110	96.1
Fourth Quarter	103.4	95.5
2022		
First Quarter	99	93
Second Quarter	98.75	95
Third Quarter	98	85.25
Fourth Quarter	99.65	92.05
2023		
First Quarter	99	95
Second Quarter	97	97

The following table sets out, for the periods indicated, the high and low closing prices for the Company's MWP2B shares as reported on the PSE:

MWP2B	**High**	**Low**
2020		
Fourth Quarter	101	98.4
2021		
First Quarter	101.8	99.8
Second Quarter	101.8	100
Third Quarter	110	96.1
Fourth Quarter	103.4	95.5
2022		
First Quarter	103	100.2
Second Quarter	101	99.50
Third Quarter	98	92
Fourth Quarter	99.8	89

2023		
First Quarter	99.6	75
Second Quarter	97.35	88
Third Quarter	96.45	87
Fourth Quarter	94	89.8
2024		
First Quarter	100.7	90
Second Quarter	94.90	94
Third Quarter	93.95	93.95
Fourth Quarter	101.08	86.76

The following table sets out, for the periods indicated, the high and low closing prices for the Company's MWP4 shares as reported on the PSE:

MWP4	High	Low
2021		
Fourth Quarter	101	100
2022		
First Quarter	101	99.1
Second Quarter	99	99
Third Quarter	99	97
Fourth Quarter	98.95	90
2023		
First Quarter	97.85	91.1
Second Quarter	100	91.5
Third Quarter	96.5	85
Fourth Quarter	94.5	87
2024		
First Quarter	94.85	85
Second Quarter	94.90	94
Third Quarter	93.95	93.95
Fourth Quarter	101.08	87.41

The following table sets out, for the periods indicated, the high and low closing prices for the Company's MWP5 shares as reported on the PSE:

MWP5	High	Low
2023		
Second Quarter	107	100.5
Third Quarter	102.5	99
Fourth Quarter	101.5	100
2024		

First Quarter	102	98
Second Quarter	103.9	103.9
Third Quarter	103.9	100.0
Fourth Quarter	101.08	86.76

Preferred Shares	Offer Price	Closing Price (as of March 20, 2025)
MWP2B	**₱100.00**	**₱94.00**
MWP4	**₱100.00**	**₱99.45**
MWP5	**₱100.00**	**₱100.60**

DIVIDENDS HISTORY OF SUBSIDIARIES

GMI

On November 4, 2019, GMI's BOD approved the declaration of cash dividends to stockholders of record as at November 4, 2019 amounting to P5.0 million or P2.50 per share, payable on or before February 29, 2020. On February 26, 2020, the GMI paid the said cash dividends.

On December 22, 2020, GMI's BOD approved the declaration of stock dividends to shareholders of record as at December 31, 2019, amounting to P25 million or P1 per share, payable on or before December 31, 2020. Stock dividends declared were subsequently distributed on December 31, 2020, thus increasing the subscribed and issued capital stock of GMI by 25 million.

Altria

On December 10, 2021, the BOD authorized the declaration of cash dividends amounting to P931,429,868 out of its unrestricted retained earnings in favor of its 400,000 common shareholders of record as of December 15, 2021. The dividends remain unpaid as of the end of the year and are presented as Dividends Payable account in the 2021 statement of financial position.

PHILIPPINE FOREIGN INVESTMENT, FOREIGN OWNERSHIP AND EXCHANGE CONTROLS

REGISTRATION OF FOREIGN INVESTMENTS AND EXCHANGE CONTROLS

Under current BSP regulations, a foreign investment in listed Philippine securities (such as common shares) must be registered with the BSP if the foreign exchange needed to service the repatriation of capital and the remittance of dividends, profits and earnings which accrue thereon will be sourced from the Philippine banking system. If the foreign exchange required for servicing such capital repatriation or dividends, profits, and earnings remittance will be sourced outside the banking system, registration with the BSP is not required.

The Manual of Regulations on Foreign Exchange Transactions ("**FX Manual**") provides that authorized agent banks or their subsidiary/affiliate FX corporations ("**AABs/AAB forex corps**") are authorized to issue, on behalf of the BSP, a Bangko Sentral Registration Document ("**BSRD**"), which shall evidence registration of investments with the BSP. However, on April 11, 2024, the Monetary Board approved amendments to the FX Manual through the issuance of BSP Circular No. 1192, series of 2024, wherein a BSRD shall no longer be issued for the following foreign investments registerable with AABs/AAB forex corps under Section 37 of the FX Manual: (i) Debt securities issued onshore by the National Government and other public sector entities; (ii) Equity securities issued onshore by residents that are listed at an onshore exchange (e.g., the Philippine Stock Exchange); (iii) Debt securities issued onshore by private sector residents that are listed at an onshore exchange and not covered by the provisions of Part Three, Chapter I of the FX Manual (Loans/Borrowings and Guarantees); (iv) Exchange-traded funds issued/created onshore by residents; (v) Philippine Depositary Receipts that are listed at an onshore exchange; (vi) Peso time deposits with an AAB with a maturity of at least 90 days; (vii) Equity securities issued onshore or offshore by non-residents that are listed at an onshore exchange; (viii) Debt securities issued onshore by non-residents that are listed at an onshore exchange; and (ix) Instruments under Section 37.1 (i-viii) [listed above] used as collateral involving the transfer of legal/beneficial ownership of the collateral to the non-resident investor. This revision reflects the Monetary Board's effort to streamline foreign exchange registration processes.

The investment under Section 37 of the FX Manual made by the non-resident investor shall be registered upon: (i) submission by the non-resident investor or their duly authorized representative to the registering AAB of the applicable supporting documents, such as proof of funding and investment made, along with a duly accomplished "Authority to Disclose Information" form under the FX Manual; and (ii) reporting by the registering AAB to the BSP through the "Report on Foreign Investments Registered with the BSP through AABs" and confirmation of receipt of the report submitted by the registering AAB to the BSP.

A registering AAB is a bank with authority to operate a Foreign Currency Deposit Unit ("**FCDU**") that has been designated by the non-resident investor to report and monitor his investments. The registering AAB shall regularly report all transactions, including new/additional investment/s of a non-resident investor.

Upon registration of the investment, proceeds of divestments, or dividends of registered investments are repatriable or remittable immediately in full through the Philippine commercial banking system, net of applicable tax, without need of BSP approval. Capital repatriation of investments in listed securities is permitted upon presentation of the proof of receipt of the report submitted by the registering AAB to the BSP, in cases where the FX-selling AAB is also the registering AAB, or a Letter of Advice from the AAB in cases where the FX-selling AAB is not the registering AAB. Supporting documents, such as the broker's sales invoice showing the settlement amount/amount to be repatriated, number of shares/amount invested, investment identity, and settlement date, as applicable, must also be provided. Similarly, remittance of dividends is permitted upon presentation of: (i) proof of receipt of the report submitted by the registering AAB to the BSP in cases where the FX-selling AAB is also the registering AAB, or a Letter of Advice from the AAB in cases where the FX-selling AAB is not the registering AAB; and (ii) supporting documents showing the amount to be remitted, such as a photocopy of PSE-cash dividends notice from the PSE and the PDTC (formerly the PCD) showing a printout of cash dividend payment or computation of interest earned or a photocopy of the corporate secretary's sworn statement attesting to the board resolution covering the dividend declaration. Pending repatriation or reinvestment, divestment proceeds, as well as dividends of registered investments, may be lodged temporarily in interest- bearing deposit accounts with any AAB. Interest earned thereon, net of taxes, is also remittable in full through any AAB without prior BSP approval. Remittance of divestment proceeds of dividends of registered investments may be reinvested in the Philippines if the investments are registered with the BSP or the registering AABs.

The foregoing is subject to the power of the BSP, through the Monetary Board, with the approval of the President of the Philippines, to suspend temporarily, restrict the availability of foreign exchange, require licensing of foreign exchange transactions or require delivery of foreign exchange to the BSP or its designee during an exchange crisis, when an exchange crisis is imminent or in times of national emergency. Furthermore, there can be no assurance that the foreign exchange regulations issued by the BSP will not be made more restrictive in the future.

The registration with the BSP of all foreign investments in the Offer Shares shall be the responsibility of the foreign investor.

RESTRICTION ON FOREIGN OWNERSHIP

The Philippine Constitution and related statutes set forth restrictions on foreign ownership of companies engaged in certain activities, among them ownership of private land. The Constitution, in relation to Commonwealth Act No. 141, states that no private land shall be transferred or conveyed except to citizens of the Philippines or to corporations or associations organized under the laws of the Philippines at least 60% of whose capital is owned by such citizens.

Considering the foregoing, for as long as the Company or any of its subsidiaries own land in the Philippines, or continue to conduct property development in the Philippines, foreign ownership in the Company shall be limited to a maximum of 40% of the capital stock of the Company which is outstanding and entitled to vote. Accordingly, the Company shall disallow the issuance or the transfer of shares to persons other than Philippine Nationals and shall not record transfers in its books if such issuance or transfer would result in the Company ceasing to be a Philippine National for purposes of complying with the restrictions on foreign ownership discussed above. Philippine National, as defined under the Foreign Investment Act, means a citizen of the Philippines, or a domestic partnership or association wholly-owned by citizens of the Philippines, or a corporation organized under the laws of the Philippines of which at least 60% of the capital stock outstanding and the entitlement to vote is owned and held by citizens of the Philippines, or a corporation organized abroad and registered to do business in the Philippines under the Philippine Corporation Code, of which 100% of the capital stock outstanding and the entitlement to vote is wholly-owned by Filipinos or a trustee of funds for pension or other employee retirement or separation benefits, where the trustee is a Philippine national and at least 60% of the fund will accrue to the benefit of Philippine nationals.

On May 20, 2013, the SEC issued Memorandum Circular No. 08, or the Guidelines on Compliance with the Filipino-Foreign Ownership Requirements Prescribed in the Constitution and/or Existing Laws by Corporations Engaged in Nationalized and Partly Nationalized Activities, which provides that for purposes of determining compliance with the nationality requirement, the required percentage of Filipino ownership shall be applied both to (i) the total number of outstanding shares of stock entitled to vote in the election of directors, and (ii) the total number of outstanding shares of stock, whether or not entitled to vote in the election of directors. A petition for certiorari questioning the constitutionality of SEC Memorandum Circular No. 08 dated 20 May 2013, was filed in June 2013, and in the case of *Jose M. Roy III v. Chairperson Teresita Herbosa* (G.R. No. 207246) dated 18 April 2017, the Supreme Court affirmed its validity.

In the 2014 case of *Narra Nickel Mining and Development Corporation, et.al vs. Redmont Consolidated Mines Corp* (G.R. No. 195580) and its corresponding motions for reconsideration ("Narra Nickel Case"), the Supreme Court affirmed that the Grandfather Rule, wherein shares owned by corporate shareholders are attributed either as Filipino or foreign equity by determining the nationality not only of such corporate shareholders, but also such corporate shareholders' own shareholders, until the nationality of shareholder individuals is taken into consideration, is to be used jointly and cumulatively with the Control Test, which merely takes into account the nationality of the listed shareholders of the corporation. Such joint and cumulative application shall be observed as follows: (i) if the corporation's Filipino equity falls below sixty percent (60%), such corporation is deemed foreign-owned, applying the Control Test; (ii) if the corporation passes the Control Test, the corporation will be considered a Filipino corporation only if there is no doubt as to the beneficial ownership and control of the corporation; and (iii) if the corporation passes the Control Test but there is doubt as to the beneficial ownership and control of the corporation, the Grandfather Rule must be applied.

On June 27, 2022, the Twelfth Regular Foreign Investment Negative List was issued. It is worth noting that the updated list removed the inclusion of the manufacture and distribution of products requiring clearance from the Department of National Defense – such as guns and ammunition. Foreign ownership has also been permitted in private recruitment, up to 25%. Full foreign ownership of retail trade enterprises with a minimum paid up capital of ₱25,000,000.00 is likewise allowed. Lastly, the list now adopts the definition of "public utility" as defined in the latest amendments to Republic Act No. 11659, which has expanded the areas in which full foreign ownership is now allowed (such as telecommunications, domestic shipping, railways, airlines, transport network vehicles services, among others. Before, the operation of an airport terminal is within the definition of a public utility as the use thereof is held out generally to the public. Thus, it is subject to the requirements of the Philippine Constitution which provides that franchises, privileges and other authority to operate a public utility shall be given to corporations, associations or firms at least 60% of capital of which is owned by Filipino citizens. However, Republic Act No. 11659, otherwise known as "An Act Amending Commonwealth Act No. 146 otherwise known as the Public Service Act", was signed by Former President Rodrigo R. Duterte into law on 21 March 2022. Under Republic Act No. 11659, a person engaged in public service is classified as a public utility only if it operates, manages or controls for public use any of the following: (i) distribution of electricity; (ii) transmission of electricity; (iii) petroleum and petroleum products pipeline transmission systems; (iv) water pipeline distribution systems and wastewater pipeline systems, including sewerage pipeline systems; (v) seaports; and (vi) public utility vehicles. Unless otherwise subsequently provided by law or unless recommended by the President to Congress upon recommendation by NEDA based on the criteria provided by Republic Act No. 11659, no other person shall be deemed a public utility. In limiting the coverage of public utilities, key public services are effectively liberalized and full foreign ownership in key sectors are allowed, including telecommunications, railways, expressways, shipping industries, and airports. Accordingly, the operation of an airport terminal is no longer subject to the Constitutional restrictions on foreign ownership.

Anti-Money Laundering

On January 29, 2021, Republic Act No. 11521 was enacted, amending certain provisions of Republic Act No. 9160, otherwise known as the Anti-Money Laundering Act of 2001 ("AMLA"). The necessary changes were likewise incorporated in the 2018 Implementing Rules and Regulations through the Anti-Money Laundering Council's ("AMLC") Regulatory Issuance A, B, and C No. 1 Series of 2021 which took effect on 31 January 2021. In particular, RA 11521 revised the list of "Covered Persons" under the AMLA to include real estate brokers and developers. As such, real estate brokers and developers are now required to submit a covered transaction report involving any single cash transaction exceeding ₱7,500,000 or its equivalent in any other currency.

Further, RA 11521 provides the following suspicious transactions with Covered Persons, regardless of the amounts involved, where any of the following circumstances exist:

1. There is no underlying legal or trade obligation, purpose or economic justification;
2. The client is not properly identified;
3. The amount involved is not commensurate with the business or financial capacity of the client;
4. Taking into account all known circumstances, it may be perceived that the client's transaction is structured in order to avoid being the subject of reporting requirements under the Act;
5. Any circumstance relating to the transaction which is observed to deviate from the profile of the client and/or the client's past transactions with the covered person;
6. The transaction is in any way related to an unlawful activity or offense under this Act that is about to be, is being or has been committed; or
7. Any transaction that is similar or analogous to any of the foregoing.

Under the AMLA, Covered Persons shall report covered transactions and suspicious transactions to the AMLC, and shall identify and record the true identity of their customers, whether permanent or occasional, and whether natural or juridical persons, or legal arrangements based on official documents. To comply with this, such Covered Persons are obligated to implement appropriate systems of collecting and recording identification information and identification documents, and shall implement and maintain a system of verifying the true identity of their clients, including validating the truthfulness of the information and confirming the authenticity of the identification documents presented, submitted, and provided by the customer, using reliable and independent sources, documents, data, or information. All records of transactions and records of closed accounts are required to be maintained and stored for five (5) years from the date of a transaction or after their closure, respectively.

As a real estate developer, the Company's real estate arm, PH1 World Developers, is obligated to comply with the provisions of the AMLA, as amended. Failing to report to the AMLC all covered and suspicious transactions within the prescribed periods may expose real estate developers to penalties.

PHILIPPINE TAXATION

The statements herein regarding taxation are based on the laws in force as of the date of this Prospectus and are subject to any changes in law occurring after such date, which changes could be made on a retroactive basis. The tax treatment of a prospective investor may vary depending on such investor's particular situation and certain investors may be subject to special rules not discussed below. This summary does not purport to address all tax aspects that may be important to an investor. This general description does not purport to be a comprehensive description of the Philippine tax aspects of the investments in shares and no information is provided regarding the tax aspects of acquiring, owning, holding or disposing the shares under applicable tax laws of other applicable jurisdictions and the specific tax consequence in light of particular situations of acquiring, owning, holding and disposing the shares in such other jurisdictions. This summary does not purport to address all tax aspects that may be important to a holder of the Preferred Shares.

As used in this section, the term "resident alien" refers to an individual whose residence is within the Philippines and who is not a citizen thereof. On the other hand, a "non-resident alien" means an individual whose residence is not within the Philippines and who is not a citizen of the Philippines. A non-resident alien who is actually within the Philippines for an aggregate period of more than 180 days during any calendar year is considered a "non- resident alien engaged in trade or business in the Philippines"; however, a non-resident alien who is actually within the Philippines for an aggregate period of 180 days or less during any calendar year may be considered a "non-resident alien not engaged in trade or business within the Philippines". A "domestic corporation" is created or organized under the laws of the Philippines while a "resident foreign corporation" is a foreign corporation engaged in trade or business in the Philippines. A "non-resident foreign corporation" is a foreign corporation not engaged in trade or business within the Philippines.

Philippine Taxation

On January 1, 2018, Republic Act No. 10963, otherwise known as the "Tax Reform for Acceleration and Inclusion" ("TRAIN") Act, took into effect. The TRAIN Act amended provisions of the National Internal Revenue Code of 1997 ("Tax Code") including provisions on Documentary Stamp Tax, tax on interest income and other distributions, Estate Tax, and Donor's Tax. While the TRAIN Act brought about extensive changes to individual income taxation, it did not include changes in corporate income taxation. This was addressed in the second package of the Comprehensive Tax Reform Program ("CTRP") or Republic Act No. 11534, otherwise known as the Corporate Recovery and Tax Incentives for Enterprises Act ("CREATE"), which was signed into law on March 26, 2021, amending provisions of the Tax Code, related to, among others, corporate income tax, lowering corporate income taxes and modernizing fiscal incentives in a bid to complement the expected incremental revenues from the first package.

There is no assurance that the Philippine government will not impose economic restrictions or regulatory controls that may restrict free access to foreign currency. Any such restrictions could severely curtail the ability of the Company to pay for certain key inputs or to meet its foreign currency payment obligations, which could materially and adversely affect its financial condition and results of operations.

Tax on Dividends

Cash and property dividends received from a domestic corporation by individual shareholders who are either citizens or residents of the Philippines are subject to income tax at the rate of 10%, which shall be withheld by the Company. Cash and property dividends received by domestic corporations or resident foreign corporations from a domestic corporation are not subject to tax.

Cash and property dividends received from a domestic corporation by non-resident alien individuals engaged in trade or business in the Philippines are subject to a 20% tax on the gross amount thereof, while cash and property dividends received by non-resident alien individuals not engaged in trade or business in the Philippines are subject to tax at 25% of the gross amount, subject, however, to the applicable preferential tax rates under tax treaties executed between the Philippines and the country of residence or domicile of such non-resident foreign individuals. A non-resident alien who comes to the Philippines and stays in the country for an aggregate period of more than 180 days during any calendar year will be deemed a nonresident alien engaged in trade or business in the Philippines. A non-resident alien who comes to the Philippines and stays in the country for an aggregate period of 180 days or less during any calendar year is considered a non-resident alien not engaged in trade or business within the Philippines.

Cash and property dividends received from a domestic corporation by a non-resident foreign corporation not engaged in trade or business in the Philippines are generally subject to income tax at a final withholding tax rate of 25%, effective July 1, 2020. Subject to requirements of the tax sparing rule under Section 28(B)(5)(b) of the Tax Code, cash and property dividends received are subject to final withholding tax at the rate of 15%; provided that the country in which the non-resident foreign corporation is domiciled (i) imposes no taxes on foreign–sourced dividends or (ii) allows a credit against the tax due from the non-resident foreign corporation taxes deemed to have been paid in the Philippines equivalent to the difference between the regular income tax of 25% on corporations and the 15% tax on dividends.

In order to avail of the 15% tax sparing rate, a non-resident foreign corporation must file an application with the BIR for a confirmatory ruling on its entitlement pursuant to Revenue Memorandum Order No. 46-20 (Guidelines and Procedures for the Availment of the Reduced Rate of 15% on Intercompany Dividends Paid by a Domestic Corporation to a Non-resident Foreign Corporation Pursuant to Section 28 (B) (5) (b) of the National Internal Revenue Code of 1997, as Amended, dated December 23, 2020). The application has to be filed within 90 days from "the remittance of the dividends or from the determination by the foreign tax authority of the deemed paid tax credit/non-imposition of tax because of the exemption, whichever is later." A domestic corporation is not required to first secure a ruling from the BIR in order to use the tax sparing rate when it remits the dividends. However, it is required to determine if under the law of the country of domicile of the non-resident foreign corporation, such non-resident foreign corporation is granted the applicable "deemed paid" tax credit, or an exemption from income tax on such dividends.

The abovementioned tax rates are without prejudice to applicable preferential tax rates under tax treaties in force between the Philippines and the country of domicile of the non-resident holder. Most tax treaties to which the Philippines is a party provide for a reduced tax rate of 15% in cases where the dividend arises in the Philippines and is paid to a resident of the other contracting state. In addition, some treaties provide that the withholding tax rate may be reduced to 10% in cases where the recipient of the dividend beneficially owns at least 10% or 25% of the issuer, depending on which treaty applies. However, most tax treaties also provide that reduced withholding tax rates shall not apply if the recipient of the interest or dividend, who is a resident of the other contracting state, carries on business in the Philippines through a permanent establishment and the holding of the relevant dividend-earning interest is effectively connected with such permanent establishment.

Tax-Exempt Status or Entitlement to Preferential Tax Rate

The Philippine tax authorities have prescribed a certain procedure for claiming tax treaty benefits for dividends of non-resident income earners, through the Tax Treaty Relief Application ("**TTRA**") system. The preferential treaty rates for dividends of non-residents shall be applied and used outright by the withholding agents upon submission by the non-resident of (i) BIR Form No. 0901 or an Application Form for Treaty Purposes, Tax Residency Certificate duly issued by the foreign tax authority, and the relevant provision of the applicable tax treaty, along with the other documentary requirements enumerated in Revenue Memorandum Order No. 14-2021, or (ii) a Certificate of Entitlement to Treaty Benefits ("**COE**") that complies with paragraph II of Revenue Memorandum Circular No. 20-2022, together with proof of compliance with the requisites cited in such certificate each in form and substance satisfactory to the Issuer, as applicable. A COE shall be issued for approved TTRAs which shall contain the factual and legal basis for the approval of the same.

The BIR issued Revenue Memorandum Order No. 14-2021 to streamline the procedures and documents for the availment of tax treaty relief on dividends. As further clarified by Revenue Memorandum Circular Nos. 77-2021 and 20-2022, the documents should be submitted to each withholding agent or income payor prior to the payment of income for the first time. The failure to provide the said documents when requested may lead to the withholding using the regular withholding rates without the tax treaty benefit rate. When the treaty rates have been applied by the withholding agent on the income earned by the non-resident, the former shall file with the International Tax Affairs Division ("**ITAD**") of the BIR a request for confirmation on the propriety of the withholding tax rates applied on that item of income. On the other hand, if the regular rates have been imposed on the said income, the non-resident shall file a TTRA with ITAD. The request for confirmation shall be filed by the withholding agent at any time after the payment of withholding tax but shall in no case be later than the last day of the fourth month following the close of each taxable year.

Under Revenue Memorandum Circular No. 20-2022, the BIR clarified that taxpayers who were already issued with COEs, the tenor thereof allows the ruling to be applied to subsequent or future income payments, shall no longer file a request for ruling or tax treaty relief application every time an income of similar nature is paid to the same nonresident. In applying the confirmed treaty benefit to future income payments, the income payor or withholding agent shall always be guided by the requisites mentioned in the COE. Thus, if the COE mentions tax residency as a requisite for continuous enjoyment of treaty benefit, the income payor must require the nonresident to submit first a Tax Residency Certificate for such relevant year before making any payment.

The use of the preferential rates shall be done through withholding final taxes at applicable treaty rates. Withholding agents or income payors can withhold at a reduced rate or exempt the non-resident based on the documents provided by the non-resident. Nevertheless, if the BIR determines that the withholding tax rate applied is lower than the rate that should have been applied on an item of income pursuant to the treaty, or that the non-resident taxpayer is not entitled to treaty benefits, it will issue a BIR ruling denying the request for confirmation or TTRA. Consequently, the withholding agent shall pay the deficiency tax plus penalties. On the contrary, if the withholding tax rate applied is proper or higher than the rate that should have been applied, the BIR will issue a certificate confirming the non-resident income recipient's entitlement to treaty benefits. In the latter case, the taxpayer may apply for a refund of excess withholding tax.

The BIR may require additional documents during the course of its evaluation as it may deem necessary. Upon the confirmation of the entitlement to the tax treaty benefit or confirmation of the correctness of the withholding tax rates applied, the BIR will issue a certification to that effect. Any adverse ruling may be appealed to the Department of Finance within thirty (30) days from receipt.

If a company withholds the regular tax rate instead of the reduced rate applicable under an income tax treaty, a non-resident holder of the company's shares may file a claim for a refund from the BIR. However, because the refund process in the Philippines requires the filing of an administrative claim and the submission of supporting information may also involve the filing of a judicial appeal, it may be impractical to pursue such a refund. All claims for refund shall be filed within the two-year prescriptive period provided under Section 229 of the Tax Code.

The claim for refund may be filed independently of, or simultaneously with, the TTRA. If the claim was not filed simultaneously with the TTRA, the office where it was filed shall coordinate with, and defer to, ITAD the resolution of the non-resident's entitlement to treaty benefit. If, on the other hand, the claim was filed simultaneously with the TTRA, it shall be the responsibility of the ITAD to endorse the claim for refund to the proper office that handles the processing of tax refunds after the resolution of the TTRA. At any rate, all issues relating to the application and implementation of treaty provisions shall fall within the exclusive jurisdiction of the ITAD.

Transfer taxes (e.g. documentary stamp tax, local transfer tax) may be payable if the dividends declared are property dividends, depending on the type of property distributed as dividends. Stock dividends distributed pro rata to all holders of shares are not subject to Philippine income tax. A stock dividend constitutes income if it gives the shareholder an interest different from that which his former stock holdings represented. A stock dividend does not constitute income if the new shares confer no different rights or interest than did the old. The sale, exchange or disposition of shares received as property dividends by the holder is subject to either capital gains tax and documentary stamp tax or stock transaction tax.

The following table lists some of the countries with which the Philippines has tax treaties and the tax rates currently applicable to non-resident holders who are residents of those countries:

	Dividends (%)	**Stock transaction tax on sale or disposition effected through the PSE (%)[9]**	**Capital Gains tax due on disposition of Shares outside the PSE (%)**
Canada	25[(1)]	0.6	May be exempt[(13)]
China	15[(2)]	Exempt[(10)]	May be exempt[(13)]
France	15[(3)]	Exempt[(11)]	May be exempt[(13)]
Germany	15[(4)]	Exempt[(12)]	May be exempt[(13)]

Japan	15[(5)]	0.6	May be exempt[(13)]
Singapore	25[(6)]	0.6	May be exempt[(13)]
United Kingdom	25[(7)]	0.6	Exempt[(14)]
United States	25[(8)]	0.6	May be exempt[(13)]

Notes:

(1) 15% if the recipient company, which is a resident of Canada, controls at least 10% of the voting power of the company paying the dividends; 25% in all other cases.

(2) 10% if the beneficial owner is a company that holds directly at least 10% of the capital of the company paying the dividends; 15% in all other cases.

(3) 10% if the recipient company (excluding a partnership) holds directly at least 10% of the voting shares of the company paying the dividends; 15% in all other cases.

(4) 5% if the recipient company (excluding a partnership) holds directly at least 70% of the capital of the company paying the dividends; 10% if the recipient company (excluding a partnership) holds directly at least 25% of the capital of the company paying the dividends; 15% in all other cases.

(5) 10% if the recipient company holds directly at least 10% of either the voting shares of the company paying the dividends or the total shares issued by that company during the period of six months immediately preceding the date of payment of the dividends; 15% in all other cases.

(6) 15% if, during the part of the taxable year of the paying company which precedes the date of payment of dividends and during the whole of its prior taxable year, at least 15% of the outstanding shares of the voting shares of the paying company were owned by the recipient company; 25% in all other cases.

(7) 15% if the recipient company is a company that controls directly or indirectly at least 10% of the voting power of the company paying the dividends; 25% in all other cases.

(8) 20% if, during the part of the taxable year of the paying company which precedes the date of payment of dividends and during the whole of its prior taxable year, at least 10% of the outstanding shares of the voting shares of the paying corporation were owned by the recipient corporation; 25% in other cases. Notwithstanding the rates provided under the Convention between the Government of the Republic of the Philippines and the Government of the United States of America with respect to Taxes on Income, corporations that are residents of the United States may avail of the 15% withholding tax rate under the tax-sparing clause of the Philippine Tax Code, provided certain conditions are met.

(9) If the stock transaction tax is not expressly included in the tax treaty, the income recipient will be subject to stock transaction tax at the rate of 0.6% of the gross selling price as provided under Section 127 of the NIRC as amended by Section 39 of the TRAIN Law.

(10) Article 2(2)(b) of the Agreement between the Government of the Republic of the Philippines and the Government of the People's Republic of China for the Avoidance of Double Taxation and the Prevention of Fiscal Evasion with Respect to Taxes on Income was signed on November 18, 1999.

(11) Article 1 of the Protocol to the Tax Convention between the Government of the Republic of the Philippines and the Government of the French Republic signed on January 9, 1976, was signed in Paris, France, on June 26, 1995, and signed on June 26, 1995.

(12) Article 2(3)(a) of the Agreement between the Government of the Republic of the Philippines and the Federal Republic of Germany for the Avoidance of Double Taxation with Respect to Taxes on Income and Capital was signed on September 9, 2013.

(13) Capital gains are taxable only in the country where the seller is a resident, provided the shares are not those of a corporation, the assets of which consist principally of real property situated in the Philippines, in which case the sale is subject to Philippine taxes.

(14) *Under the income tax treaty between the Philippines and the United Kingdom, capital gains on the sale of the shares of Philippine corporations are subject to tax only in the country where the seller is a resident, irrespective of the nature of the assets of the Philippine corporation.*

When availing of capital gains tax exemption on the sale of shares of stock under an income tax treaty, a tax treaty exemption ruling from the BIR shall be necessary in order to completely implement the transfer. For sale of shares made outside the PSE, a Certificate Authorizing Registration ("CAR") from the BIR is required before the transfer is registered in the stock and transfer book. The BIR issues a CAR only after verifying that the applicable taxes have been paid. Thus, in lieu of proof of payment of capital gains tax, the tax treaty relief ruling should be submitted to the BIR office processing the CAR.

The requirements for a tax treaty relief application in respect of capital gains tax or the stock transaction tax on the sale of shares are set out in Revenue Memorandum Order No. 14-2021. These include documentary requirements such as the supporting contract; stock certificates; the General Information Sheet; secretary's certificate; BIR Form No. 0605; BIR Form No. 2000-OT; BIR Form No. 1707; audited financial statements; interim financial statements as of the date of transfer, and proof of residence in the country that is a party to the income tax treaty. Proof of residence consists of a consularized certification from the tax authority of the country of residence of the seller of shares which provides that the seller is a resident of such country under the applicable income tax treaty. If the seller is a juridical entity, authenticated certified true copies of its articles of incorporation or association issued by the proper government authority should also be submitted to the BIR in addition to the certification of its residence from the tax authority of its country of residence.

Stock Transaction Tax

A sale or other disposition of shares of stock through the facilities of the PSE by a resident or a non-resident holder, other than a dealer in securities, is subject to a stock transaction tax at the rate of 0.6% of the gross selling price or gross value in money of the shares of stock sold or otherwise disposed, unless an applicable treaty exempts such sale from said tax. "Dealer in securities" means a merchant of stock or securities, whether an individual partnership or corporation, with an established place of business, regularly engaged in the purchase of securities and their resale to customers, that is, one who as a merchant buys securities and sells them to customers with a view to the gains and profits that may be derived therefrom.

This tax is required to be collected by and paid to the Philippine Government by the selling stockbroker on behalf of his client. The stock transaction tax is classified as a percentage tax in lieu of a capital gains tax. Under certain tax treaties, the exemptions from capital gains tax discussed herein may not be applicable to the stock transaction tax.

The stock transaction tax will not apply if the shares are sold outside the facilities of the PSE, including during a trading suspension. PSE Memorandum CN-No. 2012-0046 dated August 22, 2012 provides that immediately after December 31, 2012, the SEC shall impose a trading suspension for a period of not more than six (6) months, on shares of a listed company who has not complied with the Rule on Minimum Public Ownership ("**MPO**") which requires listed companies to maintain a minimum percentage of listed securities held by the public at 10.0% of the listed companies issued and outstanding shares at all times. The sale of such listed company' shares during the trading suspension may be effected only outside the trading system of the PSE and shall therefore be subject to taxes on the sale of shares that are not listed or traded at the stock exchange (i.e., capital gains tax and documentary stamp tax, and may even include donor's tax).

The stock transaction tax will also not apply if the shares sold are issued by a corporation that does not meet the MPO requirement, even if the sale is done through the facilities of the PSE. Revenue Regulations No. 16-2012 ("R**.R. 16-12**") provides that the sale, barter, transfer, and/or assignment of shares of listed companies that fail to meet the MPO requirement after December 31, 2012 will be subject to capital gains tax and documentary stamp tax. R.R. 16-12 also requires publicly listed companies to submit public ownership reports to the BIR within 15 days after the end of each quarter.

Capital Gains Tax, if sale was made outside the PSE

Pursuant to the TRAIN Law, the net capital gains realized by a citizen, resident alien, whether or not engaged in trade or business within the Philippines, or a domestic corporation (other than a dealer in securities) during each taxable year from the sale, exchange or disposition of shares of stock outside the facilities of the PSE, are subject to capital gains tax at the rate of 15% of the net capital gains realized during the taxable year. For non-resident alien individuals, such sale, exchange, or disposition is also taxable at the rate of 15%, except that this constitutes final withholding tax.

Upon the effectivity of CREATE Law, the net capital gains realized by a resident foreign corporation or a non-resident foreign corporation during each taxable year from the sale, exchange, or disposition of shares of stock in a domestic corporation outside the facilities of the PSE are subject to 15%.

Furthermore, if the fair market value of the shares of stock in a Philippine corporation sold outside the facilities of the local stock exchange is greater than the consideration received by the seller or the selling price, the amount by which the fair market value of the shares exceeds the selling price shall be deemed a gift that is subject to donor's tax under Section 100 of the Tax Code; provided, however, that a sale, exchange or other transfer of such shares outside the facilities of the local stock exchange made in the ordinary course of business (a transaction which is bona fide, at arm's length and free from donative intent) will be considered as made for an adequate and full consideration in money or money's worth and will not be subject to donor's tax.

The transfer of shares shall not be recorded in the books of a company, unless the BIR has issued a CAR, certifying that capital gains and documentary stamp taxes relating to the sale or transfer have been paid or, where applicable, tax treaty relief has been confirmed by the International Tax Affairs Division of the BIR in respect of the capital gains tax, or other conditions have been met.

Value-Added Tax

VAT of 12% may generally be imposed on the gross income earned by dealers in securities on the sale of shares and on the commission earned by the PSE-registered broker, which is generally passed on to the client.

Documentary Stamp Tax

Under the Tax Code, certain documents, instruments, papers, acceptances, assignments, sales and transfers of obligations, rights or property may be subject to documentary stamp tax. Documentary stamp tax will be levied, collected and paid for by the person making, signing, issuing, accepting or transferring the document wherever the document is made, signed, issued, accepted or transferred when the relevant obligation or right arises from a Philippine source or the relevant property is situated in the Philippines.

The original issue of shares of stock is subject to documentary stamp tax of ₱2.00 on each ₱200.00 par value, or a fraction thereof, of the par value of the shares of stock issued. In case the original issue of shares of stock are without par value, the amount of documentary stamp tax shall be based upon the actual consideration for the issuance of such shares of stock. In the case of stock dividends, the documentary stamp tax shall be based on the actual value represented by each share.

The secondary transfer of shares of stock outside of the facilities of the PSE by assignment in blank, by delivery, by any paper or agreement, or memorandum or other evidences of transfer or sale (including transfers to secure the future payment of money or for the future transfer of stock) is subject to a documentary stamp tax of ₱1.50 on each ₱200.00 par value, or a fractional part thereof, of the par value of share of stock transferred. In case of stock without par value, the amount of the documentary stamp tax shall be equivalent to 50% of the documentary stamp tax paid upon the original issue of said stock.

The sale, barter, or exchange of shares of stock listed and traded through the PSE is exempt from the DST.

In addition, the borrowing and lending of securities executed under the Securities Borrowing and Lending Program of a registered exchange, or in accordance with regulations prescribed by the appropriate regulatory authority, are likewise exempt from documentary stamp tax. However, the securities borrowing and lending agreement should be duly covered by a master securities borrowing and lending agreement acceptable to the appropriate regulatory authority and should be duly registered and approved by the BIR.

The documentary stamp tax is collectible wherever the document is made, signed, issued, accepted, or transferred, when the obligation or right arises from Philippine sources, or the property is situated in the

Philippines. Any applicable documentary stamp taxes on the original issue shall be paid by the Issuer for its own account.

Estate and Donor's Tax

Shares issued by a corporation organized under Philippine laws are deemed to have a Philippine situs, and any transfer thereof by way of donation or succession, even if made by a non-resident decedent or donor outside the Philippines, is subject to Philippine estate or donor's tax.

The transfer of shares of stock upon the death of an individual holder to his heirs by way of succession, whether such holder was a citizen of the Philippines or an alien, regardless of residence, is subject to Philippine estate tax at a flat rate of 6% of the value of the net estate.

On the other hand, individual and corporate holders, whether or not citizens or residents of the Philippines, who transfer shares of stock by way of gift or donation are liable to pay Philippine donors' tax at a flat rate of 6% of the total gifts or donations made during the calendar year in excess of ₱250,000.00. When property (other than real property subject to capital gains tax) is transferred for less than an adequate and full consideration in money or money's worth, the amount by which the fair market value of the property exceeded the value of the consideration shall be deemed a gift or donation subject to donors' tax. However, a sale, exchange, or other transfer of property made in the ordinary course of business, or a transaction made at arm's length and free from donative intent, will be considered as made for an adequate and full consideration in money or money's worth, and will not be subject to donors' tax.

Estate and donor's taxes, however, shall not be collected in respect of intangible personal property, such as shares of stock: (i) if the decedent at the time of his death or the donor at the time of the donation was a citizen and resident of a foreign country which at the time of his death or donation did not impose a transfer tax of any character, in respect of intangible personal property of citizens of the Philippines not residing in that foreign country, or (ii) if the laws of the foreign country of which the decedent or donor was a citizen and resident at the time of his death or donation allows a similar exemption from transfer or death taxes of every character or description in respect of intangible personal property owned by citizens of the Philippines not residing in that foreign country.

Taxation Outside the Philippines

Shares of stock in a domestic corporation are considered under Philippine law as situated in the Philippines and the gain derived from their sale is entirely from Philippine sources; hence such gain is subject to Philippine income tax and the transfer of such shares by gift (donation) or succession is subject to the donor's or estate taxes stated above. The tax treatment of a nonresident holder of shares of stock in jurisdictions outside the Philippines may vary depending on the tax laws applicable to such holder by reason of domicile or business activities and such holder's particular situation. This Prospectus does not discuss the tax considerations on nonresident holders of shares of stock under laws other than those of the Philippines.

CORPORATE INCOME TAX

On March 26, 2021, President Rodrigo Duterte signed into law Republic Act No. 11534 or the CREATE Law, which introduces reforms to the corporate income tax and incentives systems. Effective July 1, 2020 for domestic and resident foreign corporations (and effective January 1, 2021 for non-resident foreign corporations), the regular corporate income tax rate for domestic and foreign corporations shall be lowered from 30% to 25% (or 20% for domestic corporations with net taxable income not exceeding ₱5,000,000.00 and with total assets not exceeding ₱100,000,000.00 excluding land on which the office, plant, and equipment are situated). Furthermore, effective July 1, 2020 until June 30, 2023, the minimum corporate income tax rate shall be lowered from 2% to 1% and thereafter, the rate will revert to 2%. Effective July 1, 2023, the BIR has reverted back the minimum corporate income tax ("MCIT") to two percent. MCIT is imposed on the gross income of both domestic and resident foreign corporations, on an annual basis, when the standard corporate income tax is lower than the 2% MCIT on the company's gross income. Any excess of the MCIT over the normal tax may be carried forward and credited against the normal tax for the three immediately succeeding taxable years.

On November 11, 2024, President Ferdinand R. Marcos, Jr. signed Republic Act No. 12066 or the Corporate Recovery and Tax Incentives for Enterprises to Maximize Opportunities for Reinvigorating the Economy Act ("**CREATE MORE Act**"). The law shall take effect fifteen (15) days after its publication. The CREATE MORE Act introduces amendments to enhance the tax incentive regime for registered business enterprises, including: (i) reduction of the corporate income tax rate for registered business enterprises under the enhanced deduction regime from 25% to 20%; (ii) introduction of a registered business enterprise local tax of not more than 2% of gross income, which shall be in lieu of all local taxes, fees, and charges for registered business enterprises under the income tax holiday and enhanced deductions regimes; (iii) extension of the incentive periods for qualified registered business enterprises from seventeen (17) years to a maximum of twenty-seven (27) years; and (iv) exemption of registered business enterprises under the special corporate income tax of 5% and the enhancement of tax incentives available to registered business entities from all national and local taxes, fees, and charges.

EACH PROSPECTIVE HOLDER SHOULD CONSULT WITH HIS OWN TAX ADVISER AS TO THE PARTICULAR TAX CONSEQUENCES TO SUCH HOLDER OF PURCHASING, OWNING AND DISPOSING OF THE OFFER SHARES, INCLUDING THE APPLICABILITY AND EFFECT OF ANY STATE, LOCAL AND NATIONAL TAX LAWS.

FINANCIAL AND OTHER INFORMATION

1. Consolidated Audited Financial Statements (“CAFS”) as of 31 December 2023, **Annex A**
2. Consolidated Reviewed Interim Financial Statements (“CRIFS”) as of 30 September 2024, **Annex B**

ISSUER

Megawide Construction Corporation
20 N. Domingo St., 1112
Valencia, Quezon City

JOINT ISSUE MANAGERS, JOINT LEAD UNDERWRITERS AND JOINT BOOKRUNNERS

PNB Capital and Investment Corporation
9th Floor PNB Financial Center
Pres. Diosdado Macapagal Boulevard, Pasay City

RCBC Capital Corporation
21st Floor Tower 2, RCBC Plaza,
6819 Ayala Avenue, Makati City

Security Bank Capital Investment Corporation
18th Floor, Security Bank Centre
6776 Ayala Avenue, Makati City

LEGAL COUNSELS

LEGAL COUNSEL TO THE ISSUER

Picazo Buyco Tan Fider & Santos Law Offices
Penthouse, Liberty Center
104 H.V. dela Costa Street
Salcedo Village, Makati City

LEGAL COUNSEL TO THE JOINT ISSUE MANAGERS, JOINT LEAD UNDERWRITERS AND JOINT BOOKRUNNERS

Angara Abello Concepcion Regala & Cruz Law Offices
22nd Floor ACCRALAW Tower, 2nd Ave. corner 30th Street
Crescent Park West, Bonifacio Global City
Taguig City

INDEPENDENT AUDITOR

Punongbayan & Araullo
19th and 20th Floor, Tower 1,
The Enterprise Center, Ayala Avenue,
Makati City, Philippines

REGISTRAR, RECEIVING AND STOCK TRANSFER

Stock Transfer Service Inc.
34th Floor, Unit D Rufino Pacific Tower Plaza,
6784 Ayala Avenue,
Makati City

ANNEX A

SECURITIES AND EXCHANGE COMMISSION
THE SEC HEADQUARTERS 7907 Makati Avenue, Salcedo Village, Bel-Air, Makati City
1209 Trunk Line No:02-5322-7696 Email Us:www.sec.gov.ph/imessagemo@sec.gov.ph

The following document has been received:

Receiving: ICTD ERMD
Receipt Date and Time: May 10, 2024 12:19:13 PM

Company Information

SEC Registration No.: CS200411461
Company Name: MEGAWIDE CONSTRUCTION CORPORATION
Industry Classification: F410
Company Type: Stock Corporation

Document Information

Document ID: OST10510202482381962
Document Type: Financial Statement
Document Code: FS
Period Covered: December 31, 2023
Submission Type: Consolidated, Annual
Remarks: None

Acceptance of this document is subject to review of forms and contents

April 12, 2024

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Megawide Construction Corporation and its subsidiaries** (the Group) is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, for the years ended December 31, 2023 and 2022, 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 intend to liquidate the Company or to cease operations, or has no realistic alternative to do so.

The Board of Directors is responsible for 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.

Punongbayan & Araullo (P&A), the independent auditors appointed by the stockholders, has audited the financial statements of the Group in accordance with Philippine Standards on Auditing, and in their report to the stockholders, have expressed their opinion on the fairness of presentation upon completion of such audit.

ENGR. EDGAR B. SAAVEDRA
President
195-661-064-000

JEZ G. DELA CRUZ
Group Chief Financial Officer
215-462-291-000

MEGAWIDE

SUBSCRIBED AND SWORN TO before me this APR 12 2024 at QUEZON CITY affiants exhibiting to me their valid Tax Identification Numbers stated above.

Signed this 12th day of April 2024.

Doc. No. 159;
Page No. 33;
Book No. 1;
Series of 2024.

ATTY. NEIL KIRBY L. ADA
NOTARY PUBLIC
ROLL NO. 77893
QUEZON CITY, PHILIPPINES

NEIL KIRBY L. ADA
Notary Public for and in Quezon City
Notarial Commission No. NP-557 (2023-2024)
Until 31 December 2024
No. 20 N. Domingo Street, Barangay Valencia, Quezon City
Roll No. 77893
PTR No. 5573838 / 01.04.2024 / Quezon City
IBP No. 397718 / 01.04.2024 / Batangas Chapter
MCLE Compliance - Admitted to the BAR on 11 May 2022

P&A
Grant Thornton

FOR SEC FILING

Consolidated Financial Statements and
Independent Auditors' Report

Megawide Construction Corporation and Subsidiaries

December 31, 2023, 2022 and 2021

P&A Grant Thornton

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 2288

Report of Independent Auditors

The Board of Directors and Stockholders
Megawide Construction Corporation and Subsidiaries
(A Subsidiary of Citicore Holdings Investment, Inc.)
20 N. Domingo Street
Brgy. Valencia
Quezon City

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Megawide Construction Corporation and Subsidiaries (the Group), which comprise the consolidated statements of financial position as at December 31, 2023 and 2022, and the consolidated statements of income, consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for each of the three years in the period ended December 31, 2023, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2023 and 2022, and its consolidated financial performance and its consolidated cash flows for each of the three years in the period ended December 31, 2023 in accordance with Philippine Financial Reporting Standards (PFRS), as modified by the application of the financial reporting reliefs issued and approved by the Securities and Exchange Commission (SEC) and described in Note 2 to the consolidated financial statements.

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audits of the consolidated financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 2 to the consolidated financial statements, which indicates that the consolidated financial statements have been prepared in accordance with PFRS, as modified by the financial reporting reliefs issued and approved by the SEC. The qualitative impact of the financial reporting reliefs on the consolidated financial statements are disclosed in Note 2 to the consolidated financial statements. Our opinion is not modified in respect of this matter.

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.

(a) Revenue and Cost Recognition on Construction Contracts

Description of the Matter

The Group's revenue from construction contracts and the related cost of construction amounting to P18,141.5 million and P16,025.1 million, respectively, represent 97% both of its total revenues and total direct costs from operations in 2023. The Group uses the percentage of completion method to determine the appropriate amount of contract revenues to be recognized for the reporting period. It uses the input method (i.e., based on the Group's efforts or inputs to the satisfaction of a performance obligation) in determining the percentage of completion in accordance with PFRS 15, *Revenue from Contracts with Customers.*

In our view, the revenue and cost recognition of construction contracts is significant to our audit due to the materiality of the contract revenues to the total revenues of the Group, the complexity of the application of PFRS 15 in construction contracts, and the application of significant management judgment and high estimation uncertainty in measuring construction revenue based on the stage of completion of the construction project. The determination of percentage of completion is dependent on the proper recognition of actual construction costs incurred and the reasonableness of estimated construction costs. An error in the application of the requirements of PFRS 15 and of management judgment and estimate could cause a material misstatement in the consolidated financial statements.

The basis of significant judgments and estimates are included in Notes 2 and 3 to the consolidated financial statements. In addition, the details of construction contract revenues and costs are disclosed in Notes 21 and 22 to the consolidated financial statements, respectively.

How the Matter was Addressed in the Audit

Our audit procedures to address the risk of material misstatement relating to revenue and cost recognition on construction contracts, which was considered to be a significant risk, included the following:

- Testing the design and operating effectiveness of the Group's processes and controls over the recognition and measurement of contract revenues and costs, including the related information technology general and application controls;

- Evaluating the appropriateness of the Group's revenue recognition on construction contracts based on the requirements of PFRS 15 which include the following:

  - reviewing significant construction contracts, including contractual terms and conditions to ensure these contracts are appropriately accounted for in accordance with PFRS 15;

  - evaluating whether the methodology by which management determines the percentage of completion (i.e., input method) is appropriate and consistent with the Group's satisfaction of its performance obligation;

  - determining proper accounting for contract costs whether these are considered as incremental costs of obtaining a contract, costs to fulfil the contract or mobilization costs; and,

  - determining whether performance obligations are distinct for proper allocation of transaction price.

- Testing the schedules of contracts completed and on-going projects as of the end of the reporting period such as, but not limited to, verifying the mathematical accuracy of the schedules, agreeing beginning balances on a per project basis, recalculating ending balances based on incurred contract costs for the current period, and agreeing contract prices, on a sample basis, to construction contracts;

- Testing the completeness and accuracy of contract costs by examining, on a sample basis, contract costs incurred during the period and tracing these costs to supporting documents such as bill of materials, billing invoices and receipts recognized and searching for unrecorded costs by examining subsequent disbursements related to the projects;

- Comparing the percentage of completion used by the Group to the percentage of total costs incurred to date over the total estimated costs on the project and reconciling variances;

- Recomputing total estimated cost as the product of total contract price and cost ratio derived from the examined contracts and comparing with project cost estimates certified by the Group's engineers. In testing the reasonableness of budgetary estimates, we have ascertained the capability, competence and objectivity of projects engineers who prepared the budgets;

- Performing physical inspection of selected construction projects to assess if the completion based on costs is consistent with the physical completion of the project;

- Performing cut-off procedures to determine whether contract revenues and costs are recognized in the correct period by examining billing and supplier invoices near the end of the reporting period; and,

- Performing analytical review procedures on contract revenues and costs, prior period estimates and consistency with the developments during the current period, stage of completion, and final forecast project results based on our expectations and investigating variances from our expectations.

(b) Expected Credit Loss Assessment on Contract, Retention, and Real Estate Sales Receivables, Advances to Related Parties and Contract Assets

Description of the Matter

As at December 31, 2023, the carrying amounts of the Group's contract, retention and real estate sales receivables (collectively as trade receivables), advances to related parties (including accrued interest) and contract assets amounted to P7,890.1 million, P8,956.2 million and P5,640.2 million, respectively. These financial assets totalling to P22,486.5 million which are disclosed in Notes 6 and 9 to the consolidated financial statements represent 34% of the total assets of the Group as at the end of the reporting period. The Group's management exercises significant judgment and makes estimates in determining when the trade receivables, advances to and receivables from related parties and contract assets are impaired and in measuring impairment losses to be recognized in accordance with the expected credit loss (ECL) requirements under PFRS 9, *Financial Instruments*. The Group's material accounting policies, management judgment and estimates, are described in Notes 2 and 3 to the consolidated financial statements, while the disclosures relating to credit risk applicable to these financial assets are disclosed in Note 32 to the consolidated financial statements.

We identified the ECL assessment and measurement of the Group's trade receivables, advances to and receivables from related parties and contract assets as a key audit matter because of the complexity of the requirement of PFRS 9 in determining ECL and the high level of uncertainties involved in management's use of judgment and estimates.

How the Matter was Addressed in the Audit

Our audit procedures to determine the appropriateness of the ECL computation adopted by the Group, the recoverability of trade receivables, advances to related parties and contract assets, and the adequacy of the related allowance for credit losses on these assets included, among others, the following:

- Evaluating appropriateness of the Group's ECL computation based on the requirements of the financial reporting standard and the related policies and procedures of the Group;

- Identifying customers, on a sample basis, with financial difficulty and/or breach of contract resulting in default on payments through discussion with management, inspecting the customers' payment history, and determining any related retention liability that can be recovered by the Group in settlement of the selected past due or delinquent customers' accounts;

- For advances to and receivables from related parties, evaluating the capacity of the related parties to pay by assessing their liquidity and whether there are any valid business purposes on which these advances were made;

- For contract assets, identifying whether such costs are recoverable and subsequently billable based on the terms of the specific contract;

- Evaluating the appropriateness and reasonableness of underlying assumptions, including forward-looking information and the sufficiency, reliability and relevance of the data used by the Group;

- Checking the mathematical accuracy of the provision matrix applicable to the ECL computation, including testing of aging of trade receivables; and,

- Evaluating the sufficiency and appropriateness of disclosures in the Group's consolidated financial statements in accordance with PFRS 9.

(c) Accounting for Business Combination under Common Control

Description of the Matter

On July 12, 2023, the Megawide and its parent company, Citicore Holdings Investment, Inc. (Citicore), executed a Share Purchase Agreement (SPA) for Megawide to acquire 100% of the outstanding capital stock of PH1 World Developers, Inc. (PH1) from Citicore for a total cash consideration of P5,200.0 million. Prior to the transaction, PH1 was a wholly-owned subsidiary of Citicore. As a result of the acquisition, the Megawide Group obtained controlling interest over PH1.

As guided by the Philippine Interpretations Committee Q&A 2011-02: *PFRS 3.2 – Common Control Business Combinations*, the Group elected to apply the acquisition method to account for the transaction under PFRS 3, *Business Combinations*. We considered the business combination to be a key audit matter due to the significance of the amount involved, complexity of the accounting for business combination under common control and estimation involved in the determination of fair values.

The Group's disclosures of the business combination are included in Note 7 to the consolidated financial statements.

How the Matter was Addressed in the Audit

Our audit procedures to address the risk of material misstatement relating to the business combination included, among others, the following:

- obtaining an understanding of the terms of the transaction by reading the relevant minutes of meeting and executed SPA;

- determining the appropriateness of the application of the acquisition method, including evaluating whether the transaction has commercial substance;

- testing the reasonableness of the fair value of the identifiable assets and liabilities of PH1 at acquisition date;

- evaluating the competence, capability and objectivity of the Group's third-party valuation expert engaged for the acquisition, and involving our Firm's valuation specialist to assist us in reviewing the work of the management and such third-party valuation expert;

- examining the supporting documents for the cash consideration transferred by Megawide to Citicore;

- determining appropriateness and accuracy of the goodwill recognized from the transaction by comparing the total of cash consideration transferred and amount of non-controlling interest against the acquisition-date fair value of the net assets of PH1; and,

- evaluating sufficiency of the disclosures in accordance with PFRS 3.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Group's Securities and Exchange Commission (SEC) Form 20-IS (Definitive Information Statement), SEC Form 17-A, and Annual Report for the year ended December 31, 2023, but does not include the consolidated financial statements and our auditors' report thereon. The SEC Form 20-IS, SEC Form 17-A and Annual Report for the year ended December 31, 2023 are expected to be made available to us after the date of this auditors' report.

Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audits of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits, or otherwise appears to be materially misstated.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with PFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with PSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with PSA, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audits resulting in this independent auditors' report is John Endel S. Mata.

PUNONGBAYAN & ARAULLO

By: John Endel S. Mata
Partner

CPA Reg. No. 0121347
TIN 257-622-627
PTR No. 10076144, January 3, 2024, Makati City
SEC Group A Accreditation
Partner - No. 121347-SEC (until financial period 2023)
Firm - No. 0002 (until financial period 2024)
BIR AN 08-002551-040-2023 (until Jan. 24, 2026)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Aug. 27, 2024)

April 12, 2024

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2023 AND 2022
(Amounts in Philippine Pesos)

	Notes		2023		2022
A S S E T S					
CURRENT ASSETS					
Cash and cash equivalents	5	**P**	**4,878,885,375**	P	15,758,197,239
Trade and other receivables - net	6		**19,155,918,525**		18,360,999,611
Construction materials	8		**2,279,339,095**		2,126,166,237
Real estate inventories	8		**3,872,921,997**		-
Contract assets - net	9		**5,640,188,614**		5,106,307,785
Other current assets	12		**11,413,433,469**		9,563,285,300
			47,240,687,075		50,914,956,172
Non-current asset classified as held for sale	10		**2,879,769,625**		2,879,769,625
Total Current Assets			**50,120,456,700**		53,794,725,797
NON-CURRENT ASSETS					
Financial assets at fair value through other comprehensive income			**3,544,472**		3,544,472
Investments in associates	11		**257,238,656**		231,295,805
Property, plant and equipment - net	14		**6,277,619,514**		6,734,023,493
Investment properties - net	15		**4,818,851,826**		4,699,071,474
Goodwill	7		**3,797,069,546**		-
Deferred tax assets - net	26		**697,716,301**		689,304,708
Other non-current assets	12		**354,643,437**		300,790,305
Total Non-current Assets			**16,206,683,752**		12,658,030,257
TOTAL ASSETS		**P**	**66,327,140,452**	P	66,452,756,054

	Notes	2023	2022
LIABILITIES AND EQUITY			
CURRENT LIABILITIES			
Interest-bearing loans and borrowings	18	**P 21,043,827,635**	P 14,707,801,548
Trade and other payables	17	**4,653,528,987**	5,332,737,951
Contract liabilities	19	**4,901,660,540**	3,590,333,090
Exchangeable notes	10	**7,763,200,000**	-
Other current liabilities	20	**357,162,259**	306,528,558
Total Current Liabilities		**38,719,379,421**	23,937,401,147
NON-CURRENT LIABILITIES			
Interest-bearing loans and borrowings	18	**9,558,175,928**	13,071,219,958
Contract liabilities	19	**373,702,943**	1,405,179,227
Post-employment defined benefit obligation	24	**249,417,261**	237,400,671
Exchangeable notes	10	**-**	7,763,200,000
Other non-current liabilities	20	**493,691,152**	371,474,463
Total Non-current Liabilities		**10,674,987,284**	22,848,474,319
Total Liabilities		**49,394,366,705**	46,785,875,466
EQUITY	27		
Equity attributable to shareholders of the Parent Company:			
Capital stock		**2,545,302,137**	2,528,052,137
Additional paid-in capital		**18,460,789,667**	16,987,855,617
Deposit on future stock subscription		**-**	2,250,000
Treasury shares		**(11,237,703,576)**	(8,615,690,576)
Revaluation reserves - net		**175,787,119**	149,758,638
Retained earnings		**6,471,907,771**	8,612,106,239
Total equity attributable to shareholders of the Parent Company		**16,416,083,118**	19,664,332,055
Non-controlling interests		**516,690,629**	2,548,533
Total Equity		**16,932,773,747**	19,666,880,588
TOTAL LIABILITIES AND EQUITY		**P 66,327,140,452**	P 66,452,756,054

See Notes to Consolidated Financial Statements.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
CONSOLIDATED STATEMENTS OF INCOME
FOR THE YEARS ENDED DECEMBER 31, 2023, 2022 AND 2021
(Amounts in Philippine Pesos)

	Notes	2023	2022	2021
CONTINUING OPERATIONS				
REVENUES	21			
Construction operations		P 18,141,512,176	P 14,583,321,979	P 14,329,463,579
Landport operations		347,752,350	258,328,537	715,039,460
Real estate operations		148,891,156	-	-
		18,638,155,682	14,841,650,516	15,044,503,039
DIRECT COSTS	22			
Cost of construction operations		16,025,103,508	12,557,581,615	12,130,698,076
Costs of landport operations		360,846,338	364,306,388	369,473,673
Costs of real estate operations		72,152,014	-	-
		16,458,101,860	12,921,888,003	12,500,171,749
GROSS PROFIT		2,180,053,822	1,919,762,513	2,544,331,290
INCOME AND EXPENSES				
Finance costs	25	(2,061,753,031)	(1,657,069,895)	(1,515,276,560)
Other operating expenses	23	(1,302,452,109)	(1,193,636,156)	(1,132,227,913)
Finance income	25	1,047,012,781	526,021,744	472,499,105
Impairment losses on receivables and contract assets	6, 9, 23	(35,268,976)	(1,722,576,955)	(213,281,637)
Others - net	25	499,182,645	(433,680,564)	415,160,145
		(1,853,278,690)	(4,480,941,826)	(1,973,126,860)
PROFIT (LOSS) BEFORE TAX		326,775,132	(2,561,179,313)	571,204,430
TAX INCOME (EXPENSE)	26	(57,618,451)	689,157,079	(92,508,265)
NET PROFIT (LOSS) FROM CONTINUING OPERATIONS		269,156,681	(1,872,022,234)	478,696,165
DISCONTINUED OPERATIONS				
PROFIT (LOSS) BEFORE TAX	10	-	4,888,130,450	(1,294,986,187)
TAX EXPENSE	26	-	(183,362,300)	(76,864,397)
NET PROFIT (LOSS) FROM DISCONTINUED OPERATIONS		-	4,704,768,150	(1,371,850,584)
NET PROFIT (LOSS)		P 269,156,681	P 2,832,745,916	(P 893,154,419)
Net Profit (Loss) Attributable To:				
Shareholders of the Parent Company:				
Continuing operations		P 283,490,119	(P 1,871,908,063)	P 478,704,913
Discontinued operations		-	5,449,613,779	(821,690,147)
		283,490,119	3,577,705,716	(342,985,234)
Non-controlling interests:				
Continuing operations		(14,333,438)	(114,172)	(8,748)
Discontinued operations		-	(744,845,629)	(550,160,437)
		(14,333,438)	(744,959,801)	(550,169,185)
		P 269,156,681	P 2,832,745,915	(P 893,154,419)
Earnings (Loss) per Share	30			
Continuing operations		(P 0.06)	(P 1.17)	(P 0.01)
Discontinued operations		-	2.71	(0.41)
		(P 0.06)	P 1.54	(P 0.42)

See Notes to Consolidated Financial Statements.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2023, 2022 AND 2021
(Amounts in Philippine Pesos)

	Notes	2023	2022	2021
NET PROFIT (LOSS)		**P 269,156,681**	P 2,832,745,915	(P 893,154,419)
OTHER COMPREHENSIVE INCOME (LOSS)				
Item that will be reclassified subsequently profit or loss				
Foreign currency translation adjustment		**(5,740,368)**	(17,785,487)	23,225,513
Item that will not be reclassified subsequently to profit or loss				
Remeasurements of post-employment defined benefit plan	24	**42,358,465**	106,253,260	108,948,597
Tax expense	26	**(10,589,616)**	(25,535,309)	(26,719,556)
		31,768,849	80,717,951	82,229,041
Other Comprehensive Income – net of tax		**26,028,481**	62,932,464	105,454,554
TOTAL COMPREHENSIVE INCOME (LOSS)		**P 295,185,162**	P 2,895,678,379	(P 787,699,865)
Total Comprehensive Income (Loss) Attributable To:				
Shareholders of the Parent Company:				
Continuing operations		**P 309,518,600**	(P 1,808,975,599)	P 581,635,816
Discontinued operations		**-**	5,447,968,969	(821,658,231)
		309,518,600	3,638,993,370	(240,022,415)
Non-controlling interests:				
Continuing operations		**(14,333,438)**	(114,172)	2,514,399
Discontinued operations		**-**	(743,200,819)	(550,191,849)
		(14,333,438)	(743,314,991)	(547,677,450)
		P 295,185,162	P 2,895,678,379	(P 787,699,865)

See Notes to Consolidated Financial Statements.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2023, 2022 AND 2021
(Amounts in Philippine Pesos)

	Attributable to Shareholders of the Parent Company (See Note 27)										
	Common Stock	Preferred Stock	Additional Paid-in Capital	Deposit on future stock subscription	Treasury Shares	Revaluation Reserves	Other Reserves	Retained Earnings	Total	Non-controlling Interests (See Note 27)	Total
Balance at January 1, 2023	P 2,399,426,127	P 128,626,010	P 16,987,855,617	P 2,250,000	(P 8,615,690,576)	P 149,758,638	P -	P 8,612,106,239	P 19,664,332,055	P 2,548,533	P 19,666,880,588
Retirement of preferred shares (Series 2A)	-	-	-	-	(2,622,013,000)	-	-	-	(2,622,013,000)	-	(2,622,013,000)
Declaration of cash dividends	-	-	-	-	-	-	-	(2,423,688,587)	(2,423,688,587)	-	(2,423,688,587)
Issuance of preferred shares (Series 5)	-	15,000,000	1,472,934,050	-	-	-	-	-	1,487,934,050	-	1,487,934,050
Issuance of preferred shares (Series 3)	-	2,250,000	-	(2,250,000)	-	-	-	-	-	-	-
Increase in non-controlling interest	-	-	-	-	-	-	-	-	-	528,475,534	528,475,534
Total comprehensive income (loss) for the year	-	-	-	-	-	26,028,481	-	283,490,119	309,518,600	(14,333,438)	295,185,162
Balance at December 31, 2023	**P 2,399,426,127**	**P 145,876,010**	**P 18,460,789,667**	**P -**	**(P 11,237,703,576)**	**P 175,787,119**	**P -**	**P 6,471,907,771**	**P 16,416,083,118**	**P 516,690,629**	**P 16,932,773,747**
Balance at January 1, 2022	P 2,399,426,127	P 128,626,010	P 16,987,855,617	P -	(P 8,615,690,576)	P 94,011,896	(P 22,474,837)	P 5,555,676,962	P 16,527,431,199	P 2,673,476,480	P 19,200,907,679
Declaration of cash dividends	-	-	-	-	-	-	-	(489,629,428)	(489,629,428)	-	(489,629,428)
Deposit on future stock subscription	-	-	-	2,250,000	-	-	-	-	2,250,000	-	2,250,000
Effect of disposal of subsidiaries	-	-	-	-	-	(5,540,912)	37,187,923	(31,647,011)	-	(2,734,679,232)	(2,734,679,232)
Increase in non-controlling interest from conversion of shareholder loans to capital stock	-	-	-	-	-	-	-	-	-	816,875,000	816,875,000
Increase in other reserves during the year	-	-	-	-	-	-	(14,713,086)	-	(14,713,086)	(9,808,724)	(24,521,810)
Total comprehensive income (loss) for the year	-	-	-	-	-	61,287,654	-	3,577,705,716	3,638,993,370	(743,314,991)	2,895,678,379
Balance at December 31, 2022	P 2,399,426,127	P 128,626,010	P 16,987,855,617	P 2,250,000	(P 8,615,690,576)	P 149,758,638	P -	P 8,612,106,239	P 19,664,332,055	P 2,548,533	P 19,666,880,588
Balance at January 1, 2021	P 2,399,426,127	P 87,001,010	P 13,057,711,509	P -	(P 4,615,690,576)	(P 8,950,923)	(P 22,474,837)	P 6,404,291,624	P 17,301,313,934	P 3,221,153,930	P 20,522,467,864
Issuance of preferred shares (Series 4)	-	40,000,000	3,930,144,108	-	-	-	-	-	3,970,144,108	-	3,970,144,108
Declaration of cash dividends	-	-	-	-	-	-	-	(505,629,428)	(505,629,428)	-	(505,629,428)
Subscription of preferred shares (Series 3)	-	1,625,000	-	-	-	-	-	-	1,625,000	-	1,625,000
Retirement of preferred shares (Series 1)	-	-	-	-	(4,000,000,000)	-	-	-	(4,000,000,000)	-	(4,000,000,000)
Total comprehensive income (loss) for the year	-	-	-	-	-	102,962,819	-	(342,985,234)	(240,022,415)	(547,677,450)	(787,699,865)
Balance at December 31, 2021	P 2,399,426,127	P 128,626,010	P 16,987,855,617	P -	(P 8,615,690,576)	P 94,011,896	(P 22,474,837)	P 5,555,676,962	P 16,527,431,199	P 2,673,476,480	P 19,200,907,679

See Notes to Consolidated Financial Statements.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2023, 2022 AND 2021
(Amounts in Philippine Pesos)

	Notes	2023	2022	2021
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit (loss) before tax		P 326,775,132	P 2,326,951,136	(P 723,781,757)
Adjustments for:				
Finance costs	10, 16, 18, 20, 24	2,061,753,031	3,377,239,001	2,809,511,249
Depreciation and amortization	10, 12, 14, 15	1,413,957,948	1,713,375,467	1,470,073,791
Finance income	5, 10, 20, 28	(1,047,012,781)	(539,605,711)	(482,013,897)
Equity in net losses on associates and joint ventures	10, 11, 25	35,748,149	15,743,230	67,682,803
Impairment losses	6, 9, 11, 12, 25	35,268,976	2,638,252,142	-
Gain on disposals of property, plant and equipment	14	(8,038,783)	(3,407,646)	(24,279,017)
Gain on deconsolidation of subsidiaries	10	-	(6,569,065,060)	-
Unrealized mark-to-market gain in interest rate swap	10, 18	-	(43,247,266)	(78,648,688)
Gain on loan modification	10, 18	-	-	(207,829,510)
Operating profit before working capital changes		2,818,451,672	2,916,235,293	2,830,714,974
Decrease (increase) in trade and other receivables		940,865,816	(1,869,952,921)	(1,219,654,784)
Increase in construction materials		(153,172,858)	(95,910,817)	(326,116,521)
Increase in real estate inventories		(592,185,240)	-	-
Increase in contract assets		(533,880,829)	(2,036,208,937)	(546,104,612)
Increase in other current assets		(2,022,822,885)	(265,358,921)	(2,120,473,836)
Decrease in other non-current assets		173,158,846	395,472,512	63,294,203
Increase (decrease) in contract liabilities		99,146,589	(932,931,503)	1,107,650,558
Increase (decrease) in trade and other payables		(2,678,748,302)	(954,258,825)	1,642,452,631
Increase (decrease) in other liabilities		43,631,299	(21,517,953)	55,629,272
Increase (decrease) in post-employment defined benefit obligation		43,785,439	(39,389,743)	62,177,399
Cash generated from (used in) operations		(1,861,770,453)	(2,903,821,815)	1,549,569,284
Cash paid for income taxes		(1,051,801)	(3,920,211)	(193,910,390)
Net Cash From (Used in) Operating Activities		(1,862,822,254)	(2,907,742,026)	1,355,658,894
CASH FLOWS FROM INVESTING ACTIVITIES				
Acquisition of a subsidiary	7	(5,200,000,000)	-	-
Acquisitions of property, plant and equipment, and computer software license	12, 14	(825,940,002)	(1,109,762,695)	(1,098,783,120)
Interest received		395,412,414	62,995,548	38,352,323
Acquisitions of investment properties	15	(242,898,606)	(327,602,398)	(229,228,015)
Proceeds from sale of property, plant and equipment	14	35,002,256	105,252,731	86,082,882
Financing granted to related parties	28	(66,916,040)	-	(8,950,004)
Investment in an associate	11	(61,691,000)	-	-
Financing collected from related parties	28	93,590,404	54,389,121	761,922
Proceeds from sale of subsidiaries	10	-	7,236,799,800	-
Additions to concession assets	13	-	(730,769,591)	(625,279,308)
Decrease in investment in trust fund		-	(163,541,216)	-
Net Cash From (Used in) Investing Activities		(5,873,440,574)	5,127,761,300	(1,837,043,320)
Balance carried forward		(P 7,736,262,828)	P 2,220,019,274	(P 481,384,426)

	Notes	2023	2022	2021
Balance brought forward		(P 7,736,262,828)	P 2,220,019,274	(P 481,384,426)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from loans and borrowings	18, 34	15,962,201,900	20,482,038,343	4,291,987,360
Repayment of loans and borrowings	18, 34	(13,648,402,830)	(16,612,813,627)	(2,294,147,502)
Redemption of preferred shares	27	(2,622,013,000)	-	(4,000,000,000)
Dividends paid	27	(2,447,047,836)	(436,629,428)	(505,629,428)
Interest paid	18, 34	(2,019,607,748)	(3,227,733,770)	(2,350,860,782)
Proceeds from issuance of preferred shares	27	1,487,934,050	-	3,971,769,108
Proceeds from issuance of exchangeable notes	10	-	7,763,200,000	-
Payment of debt and equity issuance cost		-	(24,521,810)	-
Deposit on future stock subscription	27	-	2,250,000	-
Net Cash From (Used in) Financing Activities		(3,286,935,464)	7,945,789,708	(886,881,244)
Effect of Changes in Foreign Exchange Rate on Cash and Cash Equivalents		(14,925,696)	(9,436,680)	(11,796,212)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		(11,038,123,988)	10,156,372,302	(1,380,061,882)
EFFECT OF CONSOLIDATION (DECONSOLIDATION) OF SUBSIDIARIES	7, 10	158,812,124	(244,263,093)	-
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		15,758,197,239	5,846,088,030	7,226,149,912
CASH AND CASH EQUIVALENTS AT END OF YEAR		P 4,878,885,375	P 15,758,197,239	P 5,846,088,030

Supplemental Information on Non-cash Investing and Financing Activities :

1) In 2023, 2022 and 2021, the Group recognized right-of-use assets and lease liabilities amounting to P23.8 million, P113.0 million and P187.3 million, respectively (see Note 16).

2) As a result of the acquisition of 100% interest in the outstanding capital stock of PH1 World Developers, Inc. (PH1) in 2023, the Group recognized the assets and liabilities of PH1 in the consolidated financial statements as of December 31, 2023 (see Note 7).

3) As a result of the sale and deconsolidation of subsidiaries disposed of in 2022, the Group derecognized the assets and liabilities of the subsidiaries from the consolidated financial statements as of December 31, 2022 (see Note 10).

4) In 2023, 2022, and 2021, the Group declared dividends with total amount of P2,423.7 million, P489.6 million, and P505.6 million, respectively, of which the P53.0 million remained outstanding as of December 31, 2022. Such has been paid in 2023.

See Notes to Consolidated Financial Statements.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2023, 2022 AND 2021
(Amounts in Philippine Pesos)

1. CORPORATE INFORMATION

1.1 Incorporation and Operations

Megawide Construction Corporation (Megawide or the Parent Company) was incorporated in the Philippines on July 28, 2004 and is engaged in the general construction business, including constructing, enlarging, repairing, or engaging in any work upon buildings, houses and condominium, roads, plants, bridges, piers, waterworks, railroads and other structures. It performs other allied construction business like the construction and sale of precast items, concrete production, and purchase sale and/or lease of formworks system and construction equipment.

On January 28, 2011, the Philippine Stock Exchange (PSE) and the Securities Exchange Commission (SEC) approved the Parent Company's application for the listing of its common stock. The approval covered the initial public offering (IPO) of 292.0 million unissued common shares of the Parent Company at P7.84 offer price per share and the listing of those shares in PSE's main board on February 18, 2012. On December 3, 2014, the Parent Company made a primary offer of 40.0 million preferred shares at an offer price of P100.0 per share. These preferred shares are also listed in the PSE (see Note 27.1). Moreover, the Parent Company also made follow-on offerings in 2020, 2021, and 2023 (see Note 27.1).

The Parent Company remains a subsidiary of Citicore Holding Investment, Inc. (Citicore) which owns and controls 35.41% of the issued and outstanding capital stock of the Parent Company as of December 31, 2023 and 2022, because Citicore still directs the overall business operations of the Parent Company through its Chief Executive Officer and President, who is also the President of Citicore. Moreover, Citicore also appoints majority of the board members and remains as the single largest stockholder controlling the Board of Directors (BOD).

Citicore is a company incorporated in the Philippines and is engaged in the business of a holding company through buying and holding shares of other companies. The registered address of Citicore and the Parent Company, which is also their principal place of business, is at 20 N. Domingo Street, Brgy. Valencia, Quezon City.

1.2 Subsidiaries, Associates and Joint Arrangements

The Parent Company holds ownership interest in the following subsidiaries, associates and joint arrangements (together with the Parent Company, collectively hereinafter referred to as the Group):

Subsidiaries/Associates/Joint Operations/Joint Ventures	Notes	Percentage of Effective Ownership 2023	2022	2021
Subsidiaries:				
PH1 World Developers, Inc. (PH1)	a	**100%**	-	-
PH1 World Landscapes Inc. (PH1-WL)	a	**100%**	-	-
Famtech Properties, Inc. (Famtech)	a	**49%**	-	-
Megawatt Clean Energy, Inc. (MCEI)	b	**70%**	70%	70%
Globemerchants, Inc. (GMI)*	c	**-**	-	50%
Megawide Land, Inc. (MLI)		**100%**	100%	100%
Megawide Cold Logistics, Inc. (MCLI)	d	**60%**	60%	60%
Megawide Construction (BVI) Corporation (MCBVI)	e	**100%**	100%	100%
Megawide Construction DMCC (DMCC)	e	**100%**	100%	100%
Megawide Infrastructure DMCC (MW Infrastructure)	e	**100%**	100%	100%
MWM Terminals, Inc. (MWMTI)	f	**100%**	100%	100%
Megawide Terminals, Inc. (MTI)	g	**100%**	100%	100%
Megawide International Limited (MIL)	h	**100%**	100%	100%
Megawide Construction (Singapore) Pte. Ltd. (MC-SG)	h	**100%**	100%	100%
Cebu2World Development, Inc. (CDI)	i	**100%**	100%	100%
Wide-Horizons, Inc. (WHI)	j	**100%**	100%	100%
Tiger Legend Holdings Limited (TLH)	k	**100%**	100%	100%
Megawide OneMobility Corporation (MOMC)	l	**80%**	80%	-
Tunnel Prefab Corporation (TPC)	m	**90%**	90%	-
Accounted for as Asset Acquisition –				
Altria East Land, Inc. (Altria)	n	**100%**	100%	100%
Associates:				
Megawide World Citi Consortium, Inc. (MWCCI)	o	**51%**	51%	51%
Citicore Megawide Consortium, Inc. (CMCI)	o	**10%**	10%	10%
GMR Megawide Cebu Airport Corporation (GMCAC)*	p	**33%**	33%	60%
Evolution Data Centres Philippines, Inc. (EDC)	q	**49%**	-	-
Joint Operations:				
Megawide GISPL Construction Joint Venture (MGCJV)	r	**50%**	50%	50%
Megawide GMR Construction Joint Venture, Inc. (MGCJVI)	s	**50%**	50%	50%
HDEC- Megawide-Dongah JV (HMDJV)	t	**35%**	35%	35%
Tokyu-Tobishima-Megawide Joint Venture (TTM-JV)	u	**30%**	-	-
Joint Ventures:				
Mactan Travel Retail Group Corp. (MTRGC)	v	**-**	-	25%
Select Service Partners Philippines Corp. (SSPPC)	w	**-**	-	25%

**No longer subsidiaries of the Group in 2023 and 2022 (see Note 10)*

a) PH1

On July 12, 2023, the Parent Company and Citicore executed a Share Purchase Agreement (SPA) for the Parent Company to acquire 100% of the outstanding capital stock of PH1 from Citicore. The fulfilment of the conditions precedent under the SPA such as the transfer of 579,457,844 common shares from Citicore to the Parent Company, and the payment by the Parent Company to Citicore for the purchase price of P5,200.0 million were fulfilled on July 27, 2023 that resulted in the closing of the transaction (see Note 7).

PH1 was registered with the SEC on February 6, 2009 primarily to engage in the business of buying, selling, leasing, developing and managing real estate properties. The registered office address of PH1, which is also its principal place of business, is located at No. 20 N. Domingo Street, Brgy. Valencia, Quezon City.

PH1 has a wholly owned subsidiary, PH1-WL. PH1-WL, which was registered on September 16, 2022, is engaged in real estate business. Its registered office is located at 20 N. Domingo Street, Brgy. Valencia, Quezon City, Second District, National Capital Region (NCR) 1112.

PH1 also has a 49% ownership in Famtech, a company incorporated in the Philippines and was established to engage in real estate development. Famtech is consolidated in the Group's financial statements as the management considers that the Group has de facto control over Famtech even though it effectively holds less than 50% ownership interest [see Note 3.1(h)]. The registered office of Famtech is located at 5th Floor Pro-Friends Center, 55 Tinio Street, Brgy. Additional Hills, Mandaluyong City.

b) MCEI

MCEI was incorporated in 2014 to engage in the development of clean or renewable energy sources for power generation. Its registered address, which is also its principal place of business, is located at 20 N. Domingo Street Brgy. Valencia, Quezon City. As of December 31, 2023, MCEI has not yet started operations.

c) GMI

GMI was incorporated in the Philippines in 2016 and is primarily engaged in general merchandise operations. GMI's registered address, which is also its principal place of business, is located at Mactan-Cebu International Airport Passenger Terminal Building, Airport Terminal, Lapu-Lapu City. GMI started its commercial operations in March 2017.

Prior to its sale in 2022, GMI was 50% owned by the Parent Company and was consolidated in the Group's financial statements as the management considers that the Group has de facto control over GMI even though it effectively holds 50% ownership interest [see Note 3.1(h)].

In December 2022, the Parent Company sold its ownership interest with GMI to GMCAC (see Note 10).

d) MLI

MLI was incorporated in 2016 primarily to engage in real estate and related business. MLI's registered address, which is also its principal place of business, is located at 20 N. Domingo Street Brgy. Valencia, Quezon City. MLI has not commenced its operations as of December 31, 2023.

MLI has a 60% ownership interest in MCLI, a company incorporated in the Philippines and was established to engage in cold and dry storage business. The registered office address of MCLI, which is also its principal place of business, is located at No. 20 N. Domingo Street, Brgy. Valencia, Quezon City.

e) MCBVI

On June 20, 2017, the Parent Company acquired 100% ownership interest in MCBVI, an entity incorporated in the territory of British Virgin Islands to primarily engage in buying and holding shares of other companies. MCBVI's registered address, which is also its principal place of business, is Marcy Building, 2nd floor, Purcell Estate, Road Town Tortola, British Virgin Islands. In 2018, MCBVI commenced business operations.

MCBVI has wholly owned subsidiaries, DMCC and MW Infrastructure. DMCC, which was registered on December 10, 2017, is involved in infrastructure works. Its registered office is located at Unit 4401-05, Mazaya Business Avenue BB2, Jumeriah Lake Towers, Dubai UAE. MW Infrastructure was registered on September 30, 2020 as a turnkey project contracting and project development consultant. Its registered office is located at Unit 4501-009 Mazaya Business Avenue BB2 Plot No JLTE-PH2-BB2 Jumeirah Lake Towers, Dubai, UAE. DMCC and MW Infrastructure have not commenced operations as of December 31, 2023.

f) MWMTI

MWMTI is a joint venture arrangement formed on February 10, 2015 by the Parent Company and MTI, both exercising joint control to direct the relevant activities of MWMTI. The joint venture undertakes the development and implementation of the Parañaque Integrated Terminal Exchange (PITX) Project granted by the Philippine Government to MWMTI under a Build-Operate-Transfer Agreement (BOT Agreement) through the DOTr (see Note 29.2). In November 2018, MWMTI commenced commercial operations.

g) MTI

On August 9, 2018, the Parent Company acquired 344.5 million shares or 100% ownership interest in MTI from existing shareholders of MTI for P344.1 million. MTI owns 49% interest over MWMTI.

MTI is an entity incorporated and registered on November 11, 2011 to establish, own, manage, administer, operate, maintain, and carry the business of providing property management services, either directly or through third parties, but not limited to the services of rent collection, tenant and lease management, marketing and advertising, repair and maintenance, liaison and other similar services. MTI's registered address and principal place of business is at 20 N. Domingo Street Brgy. Valencia, Quezon City.

h) MIL

MIL, whose registered office is at Marcy Building, 2nd Floor, Purcell Estate, P.O. Box 2416, Road Town Tortola, British Virgin Islands, was incorporated on July 26, 2019. MIL has a 100% owned subsidiary, MC-SG, which was registered on March 1, 2019 as a general building engineering design and consultancy services. Its registered office is located at 8 Cross Street #24-03/04 Manulife Tower Singapore. MIL has not commenced operations as of December 31, 2023.

i) CDI

CDI, whose registered office is at Unit 1504 Ayala Life FGU Center Cebu, Mindanao Avenue corner Biliran Road, Cebu Business Park, Cebu City, was incorporated on November 3, 2020 to deal, engage, or otherwise acquire an interest in land or real estate business, without engaging in real estate investment trust.

j) WHI

WHI, whose registered office is at 20 N. Domingo Street, Brgy. Valencia, Quezon City., was incorporated on November 16, 2020 to invest in, purchase, or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of real and personal property of every kind and description. As of December 31, 2023, WHI has not yet started commercial operations.

k) TLH

Tiger Legends was incorporated on October 16, 2020 to primarily engage in buying and holding shares of other companies. Tiger Legend's registered address is located at Vistra Corporate Services Centre, Wickhams Cay II, Road Town, Tortola, British Virgin Islands. TLH has not commenced operations as of December 31, 2023.

l) MOMC

MOMC, whose registered address is at 20 N. Domingo Street, Brgy. Valencia, Quezon City, was incorporated in the Philippines and registered with SEC on March 11, 2015 to engage in buying and holding shares of other companies, either by subscribing to unissued shares of capital stock in public or private offering or by purchasing the shares of other stockholders by way of assignment in private sale. In 2022, the Parent Company subscribed to primary shares of MOMC equivalent to 80% ownership interest for a total consideration of P2.4 million. As of the acquisition date, MOMC has net liabilities of P13.8 million. MOMC has not yet started commercial operations as of December 31, 2023.

m) TPC

TPC, whose registered office is at No. 4 Velasquez Street, Sitio Bangiad, Barangay San Juan, 1920, Taytay, Rizal, was incorporated on August 31, 2022 to engage in the business of producing, manufacturing, fabricating, construction, procuring, furnishing, purchasing and/or selling precast concrete materials, items, and systems, formworks materials and systems, construction equipment, and other construction and building supplies for tunnels, highways, horizontal and vertical developments, infrastructure works, and any other construction projects. TPC has not yet started commercial operations as of December 31, 2023.

n) Altria

The Parent Company's acquisition of Altria is accounted for as an asset acquisition since it does not constitute an acquisition of business (see Note 11.2).

o) MWCCI and CMCI

MWCCI was incorporated in the Philippines on January 16, 2014 and is primarily established to undertake and implement the construction of a 700-bed capacity super-specialty tertiary orthopedic hospital (New Hospital Facility), under the Modernization of the Philippine Orthopedic Center (MPOC) Project. MWCCI's registered office, which is also its principal place of business, is at 20 N. Domingo Street, 1112 Valencia, Quezon City.

CMCI was incorporated in the Philippines on October 15, 2012 and is primarily engaged in general construction business. CMCI's registered address, which is also its principal place of business, is located at 20 N. Domingo Street, Brgy. Valencia, Quezon City.

The Group's investments in MWCCI and CMCI are accounted for as investments in associates despite the percentage of the Parent Company's ownership interest over these entities [see Notes 3.1(f), 3.1(h) and 11.1].

Significant assets of MWCCI pertain to its receivables from the Department of Health (DOH) from the Build-Operate-Transfer Agreement [see Note 11.1(a)]. MWCCI has undertaken measures to recover compensation costs from DOH. However, based on management's assessment as of December 31, 2022, there is no reasonable expectation of recovery of costs incurred relative to the MPOC Project. Accordingly, the Group has wrote off its investment in MWCCI in 2022 [see Note 11.1(a)].

p) GMCAC

GMCAC was incorporated in the Philippines and registered in the SEC in 2014. GMACAC's primary purpose is to construct, develop, operate and maintain the Mactan Cebu International Airport (MCIA), including the commercial assets there of and all allied businesses for the operation and maintenance of said airport facility (MCIA Project). GMCAC started commercial operations on November 1, 2014.

GMACAC was established for the purpose of implementing the provisions of the Concession Agreement (see Note 9) that was signed on April 22, 2014 between the Parent Company and GMR Infrastructure Limited (GIL) or GMR, and the Department of Transportation and Communications (currently, the Philippine Department of Transportation or DOTr) and Mactan-Cebu International Airport Authority (MCIAA) (collectively, the Grantors).

GIL is an entity duly organized and registered in India. DOTr and MCIAA are the agencies of the Philippine Government vested with the power and authority to develop dependable and coordinated transportation systems and to principally undertake the economical, efficient, and effective control, management, and supervision of the MCIA Project. GMCAC's registered address, which is also its principal place of business, is located at Mactan-Cebu International Airport Passenger Terminal Building, Airport Terminal, Lapu-Lapu City.

In 2022, the Parent Company sold a portion of its ownership interest in GMCAC that resulted in the loss of the Group's controlling interest in GMCAC. After the sale transaction, Group's ownership interest in GMCAC was reduced to 33.3% as of December 31, 2022. The remaining ownership interest in GMCAC is classified and presented as Non-current Asset Classified as Held for Sale in the consolidated statements of financial position (see Note 10).

q) EDC

EDC, whose registered office is at Unit 53J, Shang Salcedo Place, H.V. dela Costa corner Tordesillas Sts., Salcedo Village, Makati, was incorporated on December 9, 2021 to perform and provide computer programming and consultancy services and engage in the creation and development of technological services. As of December 31, 2023, the Parent Company has 49% ownership interest in EDC [see Note 11.1(c)]. EDC has not yet started commercial operations as of December 31, 2023.

r) MGCJV

MGCJV is an unincorporated joint venture formed in 2014 by the Parent Company and GMR Infrastructure (Singapore) PTE Limited – Philippines Branch (GISPL) each owning 50% interest and exercising joint control. MGCJV was established to provide construction of works for the renovation and expansion of the MCIA Project and other airport related construction projects of the Group (see Note 11.4). MGJCV began to operate in 2015.

s) MGCJVI

MGCJVI is an incorporated joint arrangement formed in January 2018 by the Parent Company owning 50% interest and GISPL with 45% interest and GMR Holdings Overseas (Singapore) PTE Limited owning the remaining 5%. The Parent Company and GISPL both exercising joint control. MGCJVI was established to provide general construction business including construction, improvement and repair of Clark Airport project (see Note 11.4). MGJCVI began to operate in 2018.

t) HMDJV

HMDJV is an unincorporated joint venture formed on October 27, 2020, by the Parent Company owning 35% and Hyundai Engineering & Construction Co., Ltd. and Dong-ah Geological Engineering Company Ltd. Owning 57.5%, and 7.5% interest, respectively, and exercising joint control. HMDJV was established to provide construction works for the civil structures, viaducts, bridges, and stations of Malolos-Clark Railway Project. HMDJV began to operate in 2021.

u) TTM-JV

TTM-JV is an unincorporated joint venture formed on May 31, 2022, by the Parent Company owning 30% and Tokyu Construction Co., Ltd. and Tobishima Corporation owning 40%, and 30% interest, respectively, and exercising joint control over the assets and liabilities of the arrangement. TTM-JV was established to provide construction works construction works of the Two Underground Stations (Ortigas North and Ortigas South) and Tunnels of Metro Manila Subway Project. TTM-JV began to operate in 2023.

v) MTRGC

MTRGC was incorporated and registered with the SEC on March 21, 2018 to develop, set-up, operate, maintain and manage the duty paid outlets at the locations in the Mactan Cebu International Airport (see Note 11.3). It started operations in 2018.

w) SSPPC

SSPPC was incorporated and registered with the SEC on March 13, 2018 to develop, set-up, operate, maintain and manage food and beverage outlets at specified locations in Terminal 1 and Terminal 2 of Mactan Cebu International Airport and the provision of related services thereto (see Note 11.3). It started operations in 2018.

1.3 Approval of the Consolidated Financial Statements

The consolidated financial statements of the Group as of and for the year ended December 31, 2023 (including the comparative consolidated financial statements as of December 31, 2022 and for the years ended December 31, 2022 and 2021) were authorized for issue by the Parent Company's BOD on April 12, 2024.

2. MATERIAL ACCOUNTING POLICY INFORMATION

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

2.1 Basis of Preparation of Consolidated Financial Statements

(a) Statement of Compliance with Philippine Financial Reporting Standards

The consolidated financial statements of the Group have been prepared in accordance with Philippine Financial Reporting Standards (PFRS), as modified by the application of the financial reporting reliefs issued and approved by the SEC in response to the COVID-19 pandemic. The financial reporting reliefs availed of by the Group are disclosed in detail in the succeeding pages. PFRS are adopted by the Financial and Sustainability Reporting Standards Council (FSRSC) from pronouncements issued by the International Accounting Standards Board, and approved by the Philippine Board of Accountancy.

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

(b) *SEC Financial Reporting Reliefs Availed by the Group*

In relation to the Group's real estate operations following the acquisition of PH1 in 2023, the Group has availed of several financial reporting reliefs granted by the SEC relating to several implementation issues of PFRS 15, *Revenue from Contracts with Customers,* affecting the real estate industry under following Memorandum Circular (MC):

- MC No. 14-2018, *Philippine Interpretation Committee Question and Answer (PIC Q&A) No. 2018-12 Implementation Issues Affecting Real Estate Industry*
- MC No. 3-2019, *PIC Q&A Nos. 2018-12-H and 2018-14*
- MC No. 4-2020, *Deferment of the Implementation of IFRS Interpretations Committee (IFRIC) Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23, Borrowing Costs) for Real Estate Industry*
- MC 34-2020, *Deferral of PIC Q&A No. 2018-12 and IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23) for Real Estate Industry for another period of three years or until 2023*

SEC MC No. 08-2021, A*mendment to SEC MC No. 14-2018, MC No. 03-2019, MC No.04-2020, and MC No. 34-2020 to Clarify Transitory Provision,* provides real estate companies the accounting policy option of applying either the full retrospective approach or the modified retrospective approach when they apply the provisions of the PIC and IFRIC pronouncement.

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

(i) *IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23) for Real Estate Industry* (deferred until December 31, 2023)

The IFRIC concluded that any inventory (work-in-progress) for unsold units under construction that the entity recognizes is not a qualifying asset, as the asset is ready for its intended sale in its current condition (i.e., the developer intends to sell the partially constructed units as soon as it finds suitable customers and, in signing a contract with a customer, will transfer control of any work-in-progress relating to that unit to the customer). Accordingly, no borrowing costs can be capitalized on such unsold real estate inventories.

Had the Group elected not to defer the IFRIC Agenda Decision, it would have the following impact in the consolidated financial statements:

- interest expense would have been higher;
- cost of real estate inventories would have been lower;
- total net profit and total comprehensive income would have been lower;
- retained earnings would have been lower; and,
- the carrying amount of real estate inventories would have been lower.

(ii) PIC Q&A No. 2018-12-D, *Concept of the Significant Financing Component in the Contract to Sell* and PIC Q&A No. 2020-04, *Addendum to PIC Q&A 2018-12-D: Significant Financing Component Arising from Mismatch between the Percentage of Completion and Schedule of Payments* (deferred until December 31, 2023)

PFRS 15 requires that in determining the transaction price, an entity shall adjust the promised amount of consideration for the effects of the time value of money if the timing of payments agreed to by the parties to the contract (either explicitly or implicitly) provides the customer or the entity with a significant benefit of financing the transfer of goods or services to the customer. In those circumstances, the contract contains a significant financing component. There is no significant financing component if the difference between the promised consideration and the cash selling price of the good or service arises for reasons other than the provision of finance to either the customer or the entity, and the difference between those amounts is proportional to the reason for the difference. Further, the Group does not need to adjust the promised amount of consideration for the effects of a significant financing component if the entity expects, at contract inception that the timing difference of the receipt of full payment of the contract price and that of the completion of the project, are expected within one year and significant financing component is not expected to be significant.

Had the Group elected not to defer this provision of the standard, it would have an impact in the consolidated financial statements as there would have been a significant financing component when there is a difference between the percentage of completion (POC) of the real estate project and the right to the consideration based on the payment schedule stated in the contract. The Group would have recognized an interest income when the POC of the real estate project is greater than the right to the consideration and interest expense when lesser. Both interest income and expense will be calculated using the effective interest rate method.

This will impact the retained earnings, real estate sales, and profit or loss in the year of adoption and in comparative periods presented. Furthermore, these would have impacted the cash flows from operations and cash flows from financing activities for the applicable years presented since the year of PH1 acquisition in case of a full retrospective approach. Should the Group elect to apply the modified retrospective approach as allowed by MC No. 2021-08, this will impact the opening retained earnings in the year of adoption.

(c) Presentation of Consolidated Financial Statements

The consolidated financial statements are presented in accordance with Philippine Accounting Standard (PAS) 1, *Presentation of Financial Statements*. The Group opted to present a separate consolidated statement of income and consolidated statement of comprehensive income.

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

(d) Functional and Presentation Currency

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

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

2.2 Adoption of Amended Standards

(a) Effective in 2023 that are Relevant to the Group

The Group adopted for the first time the following amendments to existing standards, which are mandatorily effective for annual periods beginning on or after January 1, 2023:

PAS 1 and PFRS Practice Statement 2 (Amendments)	:	Presentation of Financial Statements – Disclosure of Accounting Policies
PAS 8 (Amendments)	:	Definition of Accounting Estimates
PAS 12 (Amendments)	:	Deferred Tax Related to Assets and Liabilities from Single Transaction

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

(i) PAS 1 and PFRS Practice Statement 2 (Amendments), *Presentation of Financial Statements – Disclosure of Accounting Policies*. The amendments replaced the requirement for entities to disclose their significant accounting policies with the requirement to disclose their material accounting policy information. The amendments also include guidance to help entities apply the definition of material in making decisions about accounting policy disclosures.

The amendments clarify that accounting policy information may be material because of its nature, even if the related amounts are immaterial, 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 if an entity discloses immaterial accounting policy information, such information shall not obscure material accounting policy information. The application of these amendments is reflected in the Group's consolidated financial statements under Notes 2 and 3.

(ii) PAS 8 (Amendments), *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Accounting Estimates*. The amendments introduced a new definition of accounting estimate which is a monetary amount in the financial statements that are subject to measurement uncertainty. It also clarifies that a change in accounting estimate that results from new information or new developments is not a correction of an error. In addition, 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. The application of these amendments had no significant impact on the Group's consolidated financial statements.

(iii) PAS 12 (Amendments), *Income Taxes - Deferred Tax Related to Assets and Liabilities from a Single Transaction*. The amendments narrow the scope of the initial recognition exception under PAS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences. The amendments also clarify that where payments that settle a liability are deductible for tax purposes, it is a matter of judgment (having considered the applicable tax law) whether such deductions are attributable for tax purposes to the liability recognized in the financial statements (and interest expense) or to the related asset component (and interest expense). Management assessed that the application of such amendments had no significant impact on the Group's consolidated financial statements.

(b) Effective in 2023 that are not Relevant to the Group

Among the amendments to PFRS, which are mandatorily effective for annual periods beginning on or after January 1, 2023, the amendments to PAS 12, *International Tax Reform – Pillar Two Model Rules*, are not relevant to the Group's consolidated financial statements.

(c) Effective Subsequent to 2023 but not Adopted Early

There are amendments to existing standards effective for annual periods subsequent to 2023, which are adopted by the FSRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and none of these are expected to have significant impact on the Group's consolidated financial statements:

(i) PAS 1 (Amendments), *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current* (effective from January 1, 2024)

(ii) PAS 1 (Amendments), *Presentation of Financial Statements – Non-current Liabilities with Covenants* (effective from January 1, 2024)

(iii) PAS 7 (Amendments), *Cash Flow Statements* and PFRS 7 (Amendments), *Financial Instruments: Disclosures – Supplier Finance Arrangements* (effective from January 1, 2024)

(iv) PFRS 16 (Amendments), *Leases – Lease Liabilities in a Sale and Leaseback* (effective from January 1, 2024)

(v) PAS 21 (Amendments), *The Effects of Changes in Foreign Exchange Rates – Lack of Exchangeability* (effective from January 1, 2025)

2.3 Basis of Consolidation

The Group's consolidated financial statements comprise the accounts of the Parent Company, and its subsidiaries, after the elimination of material intercompany transactions. The financial statements of subsidiaries are prepared for the same reporting period as the Parent Company, using consistent accounting principles.

Acquired subsidiaries are accounted for using the acquisition method of accounting. Business combination arising from transfer of interests in an entity that is under the common control of the principal stockholder is also accounted for under the acquisition method of PFRS 3 following the guidance of Philippine Interpretations Committee (PIC) Q&A 2011-02: PFRS 3.2 – *Common Control Business Combinations*, when the business combination has commercial substance.

Acquired investment in associate is subject to the purchase method.

2.4 Non-current Asset Classified as Held for Sale and Discontinued Operations

Non-current asset classified as held for sale relates to the Group's remaining ownership interest in GMCAC that the Group intends to sell (see Note 10). A non-current asset classified as held for sale is measured at the lower of its carrying amount, immediately prior to its classification as held for sale, and its fair value less costs to sell. The Group shall recognize an impairment loss for any initial or subsequent write-down of the asset at fair value less cost to sell.

Discontinued operations are presented as a single amount in the consolidated statement of income comprising of the post-tax profit or loss from discontinued operations and the post-tax gain or loss recognized on the measurement to fair value less costs to sell or on the disposal of the assets or disposal groups constituting the discontinued operations.

2.5 Financial Instruments

(a) Financial Assets

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

Classification, Measurement and Reclassification of Financial Assets

The Group's financial assets include financial assets at amortized cost, at fair value through other comprehensive income (FVOCI), and at fair value through profit or loss.

(i) Financial Assets at Amortized Cost

The Group's financial assets at amortized cost are presented as Cash and Cash Equivalents, Trade and Other Receivables (excluding Advances to officers and employees), Refundable security and bond deposits (presented under Other Current Assets account) and Refundable security deposits (presented under Other Current and Non-current Assets account) in the consolidated statement of financial position.

(ii) *<u>FVOCI</u>*

At initial recognition, the Group can make an irrevocable election (on an instrument-by-instrument basis) to designate equity investments as at FVOCI; however, such designation is not permitted if the equity investment is held by the Group for trading or as mandatorily required to be classified as FVTPL. The Group has designated certain equity instruments as at FVOCI on initial recognition.

(iii) *<u>FVTPL</u>*

Equity securities are classified as financial assets at FVTPL, unless the Group designates an equity investment that is not held for trading as at FVOCI at initial recognition. The Group's financial assets at FVTPL pertain to a debt security which is held by the Group for trading purposes and designated as at FVTPL, respectively.

(b) *Financial Liabilities*

Financial liabilities, which include interest-bearing loans and borrowings, trade and other payables [except output value-added tax (VAT) and other taxes payable], and other non-current liabilities (except unearned rent income) are recognized when the Group becomes a party to the contractual terms of the instrument.

(c) *Impairment of Financial Assets*

The Group applies the simplified approach in measuring expected credit loss (ECL), which uses a lifetime expected loss allowance, for trade receivables and contract assets. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial assets. In applying this approach, the Group does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date.

The Group uses the simplified approach in measuring ECL, which uses a lifetime expected loss allowance for all trade and other receivables and contract assets. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial assets. To calculate the ECL, the Group uses its historical experience, external indicators and forward-looking information to calculate the ECL using a provision matrix. The Group also assesses impairment of trade receivables on a collective basis as they possess shared credit risk characteristics and have been grouped based on the days past due [see Note 32.2(b)].

On the other hand, the Group applies a general approach in relation to advances to and receivables from related parties. The maximum period over which ECL should be measured is the longest contractual period where an entity is exposed to credit risk. In the case of these receivables from related parties, which are repayable on demand, the contractual period is the very short period needed to transfer the cash once demanded.

Management determines possible impairment based on the sufficiency of the related parties' highly liquid assets in order to repay the Group's receivables if demanded at the reporting date taking into consideration the historical defaults of the related parties. If the Group cannot immediately collect its receivables, management considers the expected manner of recovery to measure ECL. If the recovery strategies indicate that the outstanding balance of advances to related parties can be collected, the ECL is limited to the effect of discounting the amount due over the period until cash is realized. For financial assets other than trade and other receivables and contract assets, the Group determines whether there has been a significant increase in credit risk for financial asset since initial recognition by comparing the risk of default occurring over the expected life of the financial asset between the reporting date and the date of the initial recognition.

2.6 Inventories

(i) Construction Materials

The cost of construction materials is determined using the weighted average method. The cost of construction materials includes all costs directly attributable to acquisition such as the purchase price, import duties and other taxes that are not subsequently recoverable from taxing authorities. The net realizable value of construction materials is the current replacement cost.

(ii) Real Estate Inventories

The costs of development and construction of the residential condominium projects of the Group are accumulated in the Real Estate Inventories account in the consolidated statement of financial position. Borrowing costs on certain loans incurred during the development of the real estate properties are also capitalized by the Group as part of the real estate inventories. The cost of real estate property sold before completion of the development is determined based on the actual costs incurred to date which includes acquisition costs of the land plus the costs incurred for its development, improvement and construction.

Costs of properties and projects accounted for as real estate inventories are assigned using specific identification of their individual costs.

The Group recognizes the effect of revision in the total project cost estimates in the year in which these changes become know.

Repossessed property arising from sales cancellation is recognized at cost. The difference between the carrying amount of the receivable or contract asset to be derecognized plus any amount to be refunded to customers and the cost of the repossessed property is recognized in the consolidated statement of income.

2.7 Property, Plant and Equipment

Property, plant and equipment, except land and construction in progress, are carried at acquisition cost or construction cost less subsequent depreciation and any impairment losses (see Note 2.13). Land held for use in operations or administration is stated at cost less any impairment losses.

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

Building	25 years
Precast factory	25 years
Precast and construction equipment	3-15 years
Office furniture, fixtures and equipment	3-10 years
Transportation equipment	5-8 years

Construction in progress includes cost of construction of the Group's building, batching plant and precast factory, and any applicable borrowing costs.

2.8 Investment Properties

Properties held for lease under operating lease agreements and/or for capital appreciation are carried at cost less accumulated depreciation and any impairment loss except for land, which is carried at cost less any impairment in value (see Note 2.13). Construction in progress pertains to the accumulated costs of putting up the assets, additions or improvements including the applicable borrowing costs.

Pursuant to the Concession Agreement for the PITX Project, the Group is granted the exclusive right and obligation to construct and develop the commercial area of the PITX Project (see Notes 1.2 and 29.2), which shall be held for rentals and rendering of any incidental service or facility from the use of commercial areas. Accordingly, the Group accounts for the construction and development of commercial area as Investment Property.

The investment property related to PITX project is depreciated using the straight-line method from the date the asset became available for its intended use. Depreciation is computed over the remaining concession period of 30 years.

2.9 Intangible Assets

The Group's intangible assets currently include acquired software licenses and concession assets as described in more detail as follows:

(a) Concession Assets

The Group accounts for its Concession Agreement in relation to the MCIA Project [see Notes 1.2(p) and 13] under the intangible asset model as it receives the right (license) to charge users of the public service. The concession asset is recognized initially at cost.

The concession asset consists of:

(i) Upfront fees payments on the Concession Agreement, including the related borrowing costs;
(ii) Directly attributable costs related to the acquisition of the concession assets; and,

(iii) Cost of infrastructure constructed and under construction in accordance with the terms and conditions of the Concession Agreement. These are not recognized as property, plant and equipment of the Group but as an intangible asset.

Following initial recognition, concession assets are carried at cost less any accumulated amortization and any accumulated impairment losses. The service concession asset is amortized using the unit-of-production method which reflects the asset's usage-based on passenger volume and usage of their airport activities over the concession period. Management believes that usage-based method best reflects the pattern of consumption of the concession asset.

The amortization expense on the concession asset is recognized in the consolidated statement of income in the expense category consistent with the function of the concession asset.

Concession assets not yet in use are initially recognized at cost and assessed for impairment at least annually based on the asset's value-in-use. Amortization of the assets will commence only when it becomes available for use.

(b) Acquired Computer Software Licenses

Acquired computer software license (shown as part of Other Non-current Assets) is accounted for under the cost model. Capitalized costs are amortized on a straight-line basis over the estimated useful lives of three to five years as the lives of these intangible assets are considered finite.

(c) Goodwill

Goodwill is recognized in a business combination if the consideration transferred, the amount of any NCI in the acquiree and the acquisition-date fair value of any existing equity interest in the acquiree are in excess of the acquisition-date fair value of identifiable net assets acquired. Negative goodwill, as in the case of a bargain purchase, is recognized if the consideration transferred is less than the fair value of the net assets of the subsidiary acquired; such difference is recognized directly as gain in consolidated statement of income.

Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed.

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

2.10 Revenue and Expense Recognition

Revenue arises mainly from rendering of construction operations, landport operations, real estate operations, airport operations, and trading operations.

In 2022 and 2021, revenue, costs and expenses from airport operations and trading operations were presented under discontinued operations in the consolidated statements of income following the loss of control of the Group over GMCAC and the sale of the Group's ownership interest in GMI to GMCAC [see Notes 1.2(c)(p), 2.4 and 10].

The Group enters into transactions involving construction services, airport operations, airport merchandising operations, landport operations, real estate operations, and other contracts containing performance obligations with counterparties. The significant judgments used in determining the transaction price and the amounts allocated to the performance obligations are disclosed in Note 3.1(b).

The transaction price allocated to performance obligations satisfied at a point in time is recognized as revenue when control of the asset or services transfers to the customer. If the performance obligation is satisfied over time, the transaction price allocated to that performance obligation is recognized as revenue as the performance obligation is satisfied. The Group's normal credit terms ranges from 35 to 60 days after billing.

In addition, the following specific recognition criteria for each identified performance obligation must also be met before revenue is recognized:

Continuing Operations

(a) *Construction operations revenue* – This includes revenue from construction activities such as construction works, sale of construction materials, management fee and rental of construction equipment.

  i. *Contract revenues* – This includes revenue from construction services and is recognized over time as the service is provided. The Group uses the percentage of completion method to determine the appropriate amount to recognize as contract revenue in a given period. The stage of completion is measured by reference to the contract costs incurred up to the end of the reporting period as a percentage of total estimated costs for each contract. Costs incurred in the year in connection with future activity on a contract are excluded from contract costs in determining the stage of completion.

  ii. *Sale of construction materials* – Revenue from sale of ready mixed concrete and precast materials are recognized over time as goods are manufactured as there are no alternate use for these construction materials.

  iii. *Consultancy and management fees* – This is recognized on a time-and-materials basis as the services are provided. Customers are invoiced monthly as work progresses, which are due upon receipt by the customers. Any amounts remaining unbilled at the end of a reporting period are presented in the consolidated statement of financial position as receivables as only the passage of time is required before payment of these amounts will be due.

  iv. *Rental revenue* – Revenue from rentals arising from the lease of its construction equipment is recognized on the straight-line basis over the lease term based on the provisions of the covering lease contracts, including any minimum rent-free period therein, plus additional rent free period as mutually agreed by the contracting parties [see Note 2.11(b)]. This is outside the scope of PFRS 15.

(b) *Landport operations revenue* – Landport operations revenue is recognized under the cost-recovery method in accordance with PFRS 15. Rendering of operating services is one of the Group's performance obligations under the Concession Agreement. After the recovery of construction costs, revenues are recognized based on the landport operations of the PITX Project (see Note 29.2) up to the extent of the annual grantor payment (AGP).

(c) *Real estate operations revenue*

i. *Real estate sales on pre-completed real estate properties* – Revenue from real estate sales on pre-completed real estate properties is recognized over time proportionate to the progress of the development. The Group measures its progress based on actual costs incurred relative to the total expected costs to be incurred in completing the development. Revenue recognized from real estate sales on pre-completed real estate properties is presented as part of Real estate operations under Revenues in the consolidated statement of income (see Note 21).

ii. *Real estate sales on completed real estate properties* – Revenue from real estate sales on completed real estate properties is recognized at a point in time when the control over the real estate property is transferred to the buyer. Revenue recognized from real estate sales on completed real estate properties is presented as part of Real estate operations under Revenues in the consolidated statement of income (see Note 21).

If the transaction does not yet qualify as contract revenue under PFRS 15, the deposit method is applied until all conditions for recording the sale are met. Pending the recognition of revenue on real estate sale, consideration received from buyers are presented as part of Reservation deposits under Trade and Other Payables in the consolidated statement of financial position (see Note 17).

For tax reporting purposes, revenue on sale and cost of real estate sold are recognized in full when more than 25% of the contract price is collected within the taxable year; otherwise, revenue and cost of residential condominium units sold are recognized based on the percentage of collections over the contract price, excluding VAT.

(d) *Common use service area (CUSA) charges* – CUSA is recognized over time when the performance of contractually agreed task has been rendered. Furthermore, recoveries from utility expenses are recognized net of related expenses as the Group acts only as an agent of the utility companies.

Discontinued Operations

(a) *Airport operations revenue* – Revenue from airport operations pertains to revenue from services related to aeronautical and non-aeronautical activities in the MCIA, which are further classified as follows:

   i. *Aeronautical revenue* – Aeronautical revenues pertain mainly to passenger service charges which are recognized as revenue over time when the related airport services have been rendered, the rates for such fees are provided under Administrative Order (AO) No. 2, Series of 2011, issued by MCIAA. On the other hand, revenues from ancillary services such as parking, tacking, and lighting services are recognized at a point in time upon availment of service.

   ii. *Concession revenue* – Concession revenues are generated through airport concessionaires, tenants or airport service providers who pay monthly fees for the right to use or access airport facilities to offer their goods and services to the general public and air traveling community. Airport facilities and parking spaces are not specific in the license agreement and the Group still has control over which are available for rental. Payments are in accordance with the negotiated agreements with these parties, and are based on either a minimum monthly guarantee or on gross receipts as applicable. Concession revenue is recognized over time when the related sale of concessionaire is earned.

   iii. *Commercial revenue* – Commercial revenues comprise advertising charges, car parking and car rental revenues. Car parking revenue comprises time-based charges from the operation of car parking services. Car rental revenue comprises concession charges from car rental companies. Revenue is recognized over time when the related services are provided.

(b) *Trading operations revenue* – Airport merchandising operations revenues relates to sale of food and non-food items within the premise of MCIA. Airport merchandising operations revenues are recognized at a point in time when the control over the goods have passed to the buyer.

(c) *Check-in counter revenue* – This comprises rental of check-in counter charged to airline companies and space rental charged to tenants. The Group bills the airlines based on the number of passengers. The rate per passenger varies on the annual number of passengers reached by each airline per cycle. Revenue from check-in counters is recognized over the period when the related services have been rendered.

(d) *Sale of food and non-food items* – This is recognized at a point in time upon transferring control of the promised goods or services to a customer.

The Group presents a contract asset when it transfers control of goods or performs services before the customer pays consideration or before payment is due. A contract asset is the Group's right to consideration in exchange for goods or services that the Group has transferred to a customer.

The Group presents a contract liability when a customer pays the consideration, or the Group has the right to an amount of consideration that is unconditional (i.e., a receivable), before the Group transfers goods or performs services to the customer. A contract liability is the Group's obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

Contract liability also includes cash received from customers which are applied to subsequent progress billings for construction contracts. The Group considers the effect of significant financing component in the contract which is recognized as part of Construction Operation Revenues and Finance Costs in the consolidated statement of income [see Note 3.1(b)].

The Group assesses its revenue agreement against the specific criteria in order to determine if it is acting as a principal or an agent [see Note 3.1(c)]. Billing from common area, air conditioning and other dues are presented at gross amounts since the Group acts as a principal. Other revenues from electricity and water dues, in with the Group acts as an agent, are presented in excess of actual charges and consumption.

The Group incurs incremental costs in obtaining customer contracts (i.e., biddings costs on construction contracts). These costs are expensed when incurred as these are incurred regardless whether the contract is obtained. However, the incremental costs of obtaining a contract to sell real estate property to customers are recognized as an asset and are subsequently amortized over the duration of the contract on the same basis as revenue from such contract is recognized.

The Group also incurs costs in fulfilling contracts with customers. These costs are divided into: (i) costs that give rise to an asset; and, (ii) costs that are expensed as incurred. When determining the appropriate accounting treatment for such costs, the Group first considers any other applicable standards [see Note 2.6(a) and 2.7]. If other standards preclude capitalization of a particular cost, then an asset is not recognized under PFRS 15. If other standards are not applicable to deferred fulfilment costs, the Group applies the following criteria, which, if met, result in capitalization:

(a) the costs directly relate to a contract or to a specifically identifiable anticipated contract;
(b) the costs generate or enhance resources of the entity that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and,
(c) the costs are expected to be recovered.

Deferred fulfilment costs recognized as part of Other Current Assets in the consolidated statement of financial position are subsequently included as part of construction costs and considered in determining the stage of completion of the project. Furthermore, these are derecognized either upon disposal or when no further economic benefits are expected to flow from its use or disposal.

2.11 Leases

The Group accounts for its leases as follows:

(a) *Group as Lessee*

The Group amortizes the right-of-use asset on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

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

On the consolidated statement of financial position, right-of-use assets and lease liabilities have been presented as part of Property, Plant and Equipment and Interest-bearing Loans and Borrowings accounts, respectively.

(b) *Group as Lessor*

The Group determines whether an arrangement is, or contains, a lease based on the substance of the arrangement. It makes an assessment of whether the fulfillment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

2.12 Foreign Currency Transactions and Translation

The operating results and financial position of offshore subsidiaries (see Note 1.2), which are measured using the United States ("U.S.") dollar, are translated to Philippine pesos, the Parent Company's functional currency.

All resulting translation adjustments are recognized in other comprehensive income and as part of Revaluation Reserves in the consolidated statement of changes in equity.

The translation of the financial statements into Philippine peso should not be construed as a representation that the foreign currency amounts could be converted into Philippine peso amounts at the translation rates or at any other rates of exchange.

2.13 Impairment of Non-financial Assets

The Group's goodwill, investments in associates and joint ventures, property, plant and equipment, intangible assets, investment properties, non-current asset held for sale, deferred fulfilment costs and other non-financial assets are subject to impairment testing. All non-financial assets, except intangible assets not yet available for use which are tested for impairment at least annually, are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

2.14 Employee Benefits

The Group provides post-employment benefits to employees through a defined benefit plan, defined benefit contribution plans, and other employee benefits.

The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method.

3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of the consolidated financial statements in accordance with PFRS requires management to make judgments and estimates that affect the amounts reported in the consolidated financial statements and related notes. Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may ultimately differ from these estimates.

3.1 Critical Management Judgments in Applying Accounting Policies

In the process of applying the Group's accounting policies, management has made the judgments below and in the succeeding pages, apart from those involving estimation, which have the most significant effect on the amounts recognized in the consolidated financial statements.

(a) Determination of Timing of Satisfaction of Performance Obligations

Continuing Operations

(i) Construction Operations Revenues

The Group determined that its revenue from construction services shall be recognized over time in accordance with the percentage-of-completion method. In making its judgment, the Group considers the timing of receipt and consumption of benefits provided by the Group to the customers. The Group provides the construction services that create or enhance an asset that the customer controls as the asset is created or enhanced. This demonstrates that the customer obtains the benefits of the Group's rendering of construction service as it performs.

In determining the best method of measuring the progress of the Group's rendering of construction services, management considers the input method (i.e., based on the Group's inputs to the satisfaction of a performance obligation) under PFRS 15 because of the direct relationship between the Group's effort, in terms of incurred labor hours, and the transfer of service to the customer.

(ii) Landport Operation Revenues

The Group has the control over the landport area and the right to collect concessionaire revenue. The Group determined that its revenue from landport operation services shall be recognized using the cost-recovery method in accordance with PFRS 15 since services rendered is one of the Group's performance obligations under Concession Agreement. After the recovery of construction costs, revenues are recognized based on the landport operations costs of the PITX Project (see Note 29.2) up to the extent of the AGP.

(iii) *Real Estate Operations Revenues*

The Group exercises critical judgment in determining whether each performance obligation to develop properties promised in its contracts with customers is satisfied over time or at a point in time. In making this judgment, the Group considers the following:

- any asset created or enhanced as the Group performs;
- the ability of the customer to control such asset as it is being created or enhanced;
- the timing of receipt and consumption of benefits by the customer; and,
- the Group's enforceable right for payment for performance completed to date.

The Group determines that its performance obligation for pre-completed real estate properties is satisfied over time, since it does not have an alternative use of the specific property sold as it is precluded by its contract from redirecting the use of the property for a different purpose. Further, the Group has rights over payment for development completed to date as the Group can choose to complete the development and enforce its rights to full payment under its contracts even if the customer defaults on amortization payments. Conversely, the Group's performance obligation for sale of completed real estate properties is satisfied at a point in time.

Discontinued Operations

(i) *Airport Operations Revenues*

The Group determined that its revenue from airport services shall be recognized over time as the services are being rendered and at a point in time for ancillary services (e.g., parking, tacking, and lighting services) that are provided for a short span of time. In making its judgment, the Group considers the timing of receipt and consumption of benefits provided by the Group to the customers. The Group provides the services without the need of reperformance of other entities. This demonstrates that the customers simultaneously receive and consume the benefits of the Group's rendering of aeronautical and non-aeronautical services as it performs.

(ii) *Trading Operations Revenues*

In determining the appropriate method to use in recognizing the Group's revenues from airport merchandising operation revenues, which include sale of food and non-food items in the premises of MCIA, management determines that revenue is recognized at a point in time when the control of the goods has passed to the customer, i.e. generally when the customer acknowledged delivery of goods.

(b) Determination of Transaction Price and Amounts Allocated to Performance Obligations

The transaction price for a contract is allocated amongst the material right and other performance obligations identified in the contract based on their stand-alone contract prices. The transaction price for a contract excludes any amounts collected on behalf of third parties (e.g. VAT).

In determining the transaction price, the Group adjusts the amount of consideration for the effects of time value of money for payments received prior to rendering construction services when the construction period is more than one year. This circumstance indicates that the contract contains significant financing component. The Group uses the prevailing interest rate at the time of receipt of advance payments, which approximates the Group's borrowing rate.

(c) Evaluating Principal Versus Agent Consideration

The Group exercises judgment to determine whether the nature of its promise is a performance obligation to provide the specified goods or services itself (i.e., the Group is a principal) or to arrange for the other party to provide those goods or services (i.e., the Group is an agent). Failure to make the right judgment will result in misstatement of revenues and expenses accounts. The Group assessed that it is only acting as an agent for utility transactions of its tenants under operating leases. Moreover, the Group also assessed that it is the principal in its revenue arrangements pertaining to CUSA and air-conditioning charges in its office and retail spaces.

(d) Accounting for Service Concession Arrangement

IFRIC 12, *Service Concession Arrangements*, outlines an approach to account for contractual arrangements arising from entities providing public services. It provides that the operator or concessionaire should not account for the infrastructure under PAS 16 as property, plant and equipment, but recognize a financial asset and/or an intangible asset if the conditions below are met:

- The Grantor controls or regulates what services the operator or concessionaire must provide with the infrastructure, to whom it must provide them, and at what price; and,
- The Grantor controls through ownership, beneficial entitlement or otherwise, any significant residual interest in the infrastructure at the end of the term of the arrangement.

Mactan-Cebu International Airport Project

As discussed in Note 1.2(p), the Philippine Government, acting through the DOTr and MCIAA, executed a Concession Agreement with GMCAC whereby GMCAC was given an exclusive right to design, develop, and undertake the MCIA Project; and, enjoy complete and uninterrupted possession of the MCIA Project Assets for the purpose of implementing the MCIA Project.

At the end of the concession period, GMCAC shall hand-over the MCIA Project and the Project Assets to the Grantors without cost, free from any liens and encumbrances, including all improvements made to the airport facilities, commercial assets, works in progress, and right to receive revenues. In addition, GMCAC shall be entitled to collect and receive concession revenue consisting of revenues on account of passenger service charge, airport parking fees, and tacking fees; other apron charges; and, revenues from commercial charges. GMCAC may apply for an increase of such fees following the procedures as set forth in the Concession Agreement.

The Group has identified that the Concession Agreement is within the scope of IFRIC 12 and shall be accounted for using the intangible asset model, wherein the service concession asset is recognized as an intangible asset in accordance with PAS 38, *Intangible Assets*. The intangible asset is amortized using the usage-based method over the life of the concession agreement as management believes that straight-line method best reflects the pattern of consumption of the concession asset.

In April 2014, GMCAC paid upfront fees to the Philippine Government amounting to P14,404.6 million to undertake the implementation and operation of the MCIA Project in accordance with the Concession Agreement (see Note 13). The Group identified certain significant and key activities related to the MCIA Project, as also set forth in the Concession Agreement. As such, the upfront fees were allocated among these key activities using proportionate rates based on the expected construction/renovation costs as follows: (i) existing Terminal 1 infrastructure; (ii) construction of new passenger Terminal; (iii) renovation and expansion of Terminal; and, (iv) capacity augmentation. Subsequent project development costs shall be capitalized as incurred on the specific key activities related to the Project. In 2022, following the sale and deconsolidation of GMCAC, the Concession Assets was derecognized from the consolidated statement of financial position (see Note 10).

<u>Parañaque Integrated Terminal Exchange Project</u>

As discussed in Note 29.2, the Philippine Government acting through the DOTr executed a Concession Agreement on February 25, 2015 with MWMTI whereby the latter was given an exclusive right to design, develop, and undertake the PITX Project and enjoy complete and uninterrupted possession of the Project Assets for the purpose of implementing the PITX Project.

At the end of the concession period, MWMTI shall hand over the PITX Project and Project Assets to the Grantor without cost, free from any liens and encumbrances, including all improvements made to the landport facilities, commercial assets, works in progress, and right to receive revenue.

The PITX Project is composed of separately identifiable landport and commercial areas under a certain development plan with different degrees of control between the Grantor and MWMTI. The landport area is controlled by the Grantor while the commercial area is controlled by MWMTI. In addition, MWMTI shall be entitled to collect and receive the concessionaire revenue from the commercial area while it will be receiving fixed payments from the Grantor for the landport area in the form of AGP.

MWMTI has identified that the Concession Arrangement with respect to the landport area of the PITX Project is within the scope of Philippine Interpretation IFRIC 12 and shall be accounted for using the financial asset model, wherein the concession asset arising from the component of landport area is recognized as financial asset in accordance with PFRS 9.

On the other hand, the Group determined that the component with respect to the commercial area of the PITX Project is not within the scope of IFRIC 12, and therefore, shall be accounted for using the applicable accounting standard based on the control and purpose of the operation, hence, PAS 40, *Investment Property* (see Notes 2.8 and 15).

The related concession asset accounted for under the financial asset model is presented as part of Contract Assets in the consolidated statements of financial position, which includes the recoverable accumulated costs incurred for the development and construction of the PITX Project as determined in accordance with PFRS 15 and equivalent to the fair value of construction services and other considerations provided (see Notes 2.5 and 9).

(e) Distinction Between Business Acquisition and Asset Acquisition

The Group determines whether the acquisition of an entity constitute a business acquisition or an asset acquisition. The accounting treatment for the acquisition is determined by assessing whether the transaction involved a purchase of a business, as defined in PFRS 3, taking into consideration the substance of the transaction. Failure to make the right judgment will result in misstatement of assets.

On the basis of the assessment made by management, the acquisition of ownership in Altria was accounted for as asset acquisition (see Note 11.2) since it does not constitute a purchase of business. Conversely, the equity ownership in PH1, PH1-WL, Famtech, MCEI, GMI, MLI, MCBVI, MIL, MWMTI, MTI, MC-SG, WHI, CDI, TLH, MOMC, and TPC are accounted for as investments in subsidiaries.

(f) Non-consolidation of Entities in which the Group holds more than 50% ownership

In prior years, the Parent Company's ownership interest in MWCCI was accounted for as an associate even though it held 51% ownership interest as the Parent Company has no control over the relevant activities of MWCCI. Management considers that Citicore has control since it entered into a management agreement with MWCCI, whereby Citicore shall provide management services to MWCCI for the administration of its activities under the MPOC Project. In 2022, the Group has wrote-off its investments in MWCCI [see Note 11.1(a)]. Hence, for both years, MWCCI balances were not included in the consolidated balances.

(g) Loss of control over GMCAC and presentation of the retained ownership interest as Non-current Asset Classified as Held for Sale

After the sale of GMCAC in 2022, the Parent Company's ownership interest in GMCAC was reduced from 60% to 33%. Management believes that the Parent Company has lost its controlling interest over GMCAC as it no longer has the majority participation in the BOD of GMCAC. Accordingly, GMCAC's assets and liabilities were deconsolidated from the Group's consolidated financial statements.

The remaining ownership interest in GMCAC is presented as Non-current Asset Held for Sale as it will eventually be exchanged as settlement for the exchangeable notes issued by the Parent Company upon maturity in 2024 (see Note 10). While the terms of exchangeable notes allow the Parent Company to settle the notes by paying cash, the possibility of the Parent Company choosing the cash option is remote considering the significance of the interest rate at 19% per annum. Accordingly, the exchange in 2024 is highly probable. PFRS 5, provides that an entity that is committed to a sale plan involving loss of control of a subsidiary shall classify all the assets and liabilities of that subsidiary as held for sale when the criteria set out in PFRS 5, regardless of whether the entity will retain a non-controlling interest in its former subsidiary after the sale.

(h) Determination of Control, Joint Control and Significant Influence

Judgment is exercised in determining whether the Group has joint control of an arrangement or significant influence over an entity. In assessing each interest over an entity, the Group considers voting rights, representation on the BOD or equivalent governing body of the investee, participation in policy-making process and all other facts and circumstances, including terms of any contractual arrangement.

Prior to the sale in 2022 [see Notes 1.2(c) and 10], management considers that the Group had de facto control over GMI even though it effectively holds 50% of the ordinary shares. The Parent Company exercised control over the entity because major decisions involving entering and negotiating Supply and Delivery Agreements with Duty Free Philippines Corporation rests with the Parent Company. In line with this, the Parent Company had control over GMI's operations prior to its sale in 2022. Management also considers that the Group has control over Famtech despite owning 48% of its outstanding capital stock as the Group directs the overall business operations of Famtech through its Vice Chairman who is also the President of the Parent Company.

Further, the Group believes to have significant influence over CMCI, due to the Group's ability to participate over the entity's relevant activities based on the rights and powers of the Parent Company over the management of CMCI exercised through a seat in the BOD of CMCI. Taking this into consideration, the Group concluded that it has significant influence over the investee; accordingly, the investment is accounted for as an investment in an associate. Hence, the investee is considered as an associate (see Note 11.1). In addition, the Group determined that it does not have a significant influence, but has a joint control over MGCJV, MGCJVI, MTRGC, SSPPC and HMDJV due to the contractually agreed sharing of control over these investees wherein decision on relevant activities require unanimous consent between the Group and its co-venturers. The Parent Company's interests in MGCJV, MGCJVI, HMDJV and TTM-JV are recognized as joint operations (see Note 11.4). Prior to its sale and deconsolidation from the Group, GMCAC recognized its interest in MTRGC and SSPPC as joint ventures (see Note 11.3).

On the other hand, the Parent Company determined that its ownership interest in Silay Solar Power Inc. (SSPI) does not result in control or significant influence over SSPI which is presented as part of Financial Assets at Fair Value Through Other Comprehensive Income in the consolidated statements of financial position.

(i) *Distinction Between Operating and Finance Leases for Contracts where the Group is the Lessor*

The Group has entered into various lease agreements for check-in counters and space rental. Critical judgment was exercised by management to distinguish each lease agreement as either an operating or finance lease by looking at the transfer or retention of significant risks and rewards of ownership of the properties covered by the agreements. Failure to make the right judgment will result in either overstatement or understatement of assets and liabilities.

(j) *Determination of Lease Term of Contracts with Renewal and Termination Options*

In determining the lease term, management considers all relevant factors and circumstances that create an economic incentive to exercise a renewal option or not exercise a termination option. Renewal options and/or periods after termination options are only included in the lease term if the lease is reasonably certain to be extended or not terminated. If the renewal options and/or periods are not enforceable (i.e., if the lessee cannot enforce the extension without the agreement of the lessor), it would not be considered in determining the lease term.

For leases of construction and transportation equipment, the factors that are normally the most relevant are (a) if there are significant penalties should the Group pre-terminate the contract, and (b) if any leasehold improvements are expected to have a significant remaining value, the Group is reasonably certain to extend and not to terminate the lease contract. Otherwise, the Group considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset.

The Group included the renewal period as part of the lease term for of construction and transportation equipment, due to the significance of these assets to its operations. These leases have a short, non-cancellable lease period (i.e., four to ten years) and there will be a significant negative effect on production if a replacement is not readily available. However, the renewal options for leases of transportation equipment were not included as part of the lease term because the Group has historically exercises its option to buy these transportation equipment at the end of the lease term.

The lease term is reassessed if an option is actually exercised or not exercised or the Group becomes obliged to exercise or not exercise it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the Group.

(k) *Determination of ECL on Trade and Other Receivables, Refundable Security and Bond Deposits, and Contract Assets*

The Group uses a provision matrix to calculate ECL for trade and other receivables and contract assets. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., customer type and rating). The provision matrix is based on the Group's historical observed default rates. The Group's management intends to regularly calibrate (i.e., on an annual basis) the matrix to consider the historical credit loss experience with forward-looking information (i.e., forecast economic conditions). Details about the ECL on the Group's trade and other receivables and contract assets are disclosed in Note 32.2(b).

With respect to refundable security and bond deposits, management does not expect significant risks of collectibility since the same can be applied to the last period rentals at the option of the Group.

(l) *Determining Whether Loan Modifications are Substantial Modifications*

Judgment is exercised by management to determine whether changes in the terms of the financial liabilities constitute a substantial modification (extinguishment of debt) or not of the related financial liabilities. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or if the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and a recognition of the new liability, and the difference in the respective carrying amounts is recognized as gain or loss in profit or loss. For non-substantial modifications, the existing liability is remeasured to the present value of future cash flows and any resulting gain or loss is recognized in profit or loss. Based on management's assessment, GMCAC's loan modification in 2021 does not represent a substantial modification of terms [see Note 18.2(a)].

(m) *Distinction Between Investment Property and Owner-occupied Property*

The Group determines whether a property qualifies as investment property. In making its judgment, the Group considers whether the property generates cash flows largely independent of the other assets held by an entity. Owner-occupied properties generate cash flows that are attributable not only to the property but also to other assets used in the performance of the Group's construction activities and its supply process.

(n) *Capitalization of Borrowing Costs*

The Group determines whether the amount of borrowing costs qualify for capitalization as part of the cost of the qualifying asset or expensed outright. The accounting treatment for the borrowing costs is determined by assessing whether the asset is a qualifying asset taking into consideration the period of time to get the asset ready for its intended use. Failure to make the right judgment will result in misstatement of assets and net profit.

(o) *Recognition of Provisions and Contingencies*

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

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

Judgment is exercised by management to distinguish between provisions and contingencies. Disclosures on relevant provisions and contingencies are presented in Note 29.

(p) Evaluation Whether a Common Control Business Combination has Commercial Substance

Following the guidance under PIC Q&A 2011-02, management exercises judgment over common control business combinations which is accounted for using either the pooling of interests method or the acquisition method under PFRS 3. Where the acquisition method of accounting is selected, the transaction must have commercial substance from the perspective of the reporting entity. In evaluating whether the business combination has commercial substance, management considers the purpose of the transaction, involvement of outside parties, whether or not the transaction is conducted at fair value, the existing activities of the entities involved in the transaction, and the extent to which an acquiring entity's future cash flows are expected to significantly change as a result of the business combination.

Management has determined that the acquisition of PH1 has commercial substance as the business combination is expected to accelerate the Parent Company's, and ultimately, the Group's growth momentum with consolidated net margins expected to improve on the back of better margins and price appreciation upside associated with property development in the long-term. With PH1's ongoing and pipeline real estate projects, the Group expects to earn stable revenues and improved margins that would result in better net cash inflows for the Group. Accordingly, the Group has applied the acquisition method under PFRS 3 (see Note 7).

3.2 Key Sources of Estimation Uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting period:

(a) Estimation of Allowance for ECL

The measurement of the allowance for ECL on financial assets at amortized cost is an area that requires the use of significant assumptions about the future economic conditions and credit behavior (e.g., likelihood of customers defaulting and the resulting losses). Explanation of the inputs, assumptions and estimation used in measuring ECL is further detailed in Note 32.2.

(b) Determining the Fair Value of the Remaining Ownership Interest to GMCAC

Under PFRS 13, fair value is defined as 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. When a price for an identical asset or liability is not observable, an entity measures fair value using another valuation technique that maximizes the use of relevant observable inputs and minimizes the use of unobservable inputs. Because fair value is a market-based measurement, it is measured using the assumptions that market participants would use when pricing the asset or liability, including assumptions about risk.

Judgment is exercised by management to determine the valuation technique and related assumptions in measuring the fair value of the remaining ownership interest in GMCAC at the date it was classified as noncurrent asset classified as held for sale. The fair value of the non-current asset classified as held for sale is determined by using the cash flow projections from the financial model approved by senior management covering the remaining life of the concession period of 17 years from the date the remaining interest in GMCAC was classified as non-current asset held for sale. PFRS 5 requires an entity to measure a non-current asset classified as held for sale at the lower of their carrying amount and fair value less costs to sell (see Note 2.4).

Costs to sell relate to expenses the Group incurs to dispose of the non-current asset classified as held for sale. When the sale is expected to occur beyond one year, the Group measures the costs to sell at their present value. Any increase in the present value of the costs to sell that arises from the passage of time is presented in profit or loss as a financing cost.

(c) Estimation of Useful Lives of Intangible Assets, Property, Plant and Equipment, and Investment Property

The Group estimates the useful lives of computer software and property, plant and equipment based on the period over which the assets are expected to be available for use. The related estimated useful lives are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets. In addition, estimation of the useful lives is based on collective assessment of industry practice, internal technical evaluation, and experience with similar assets. It is possible, however, that future results of operations could be materially affected by changes in the amounts and timing of recorded expenses brought about by changes in the factors mentioned above. There were no changes in the estimated useful lives of property, plant and equipment and intangible assets in 2023 and 2022.

Prior to the sale of GMCAC in 2022, the Group applied the usage-based method based on passenger volume and usage of the airport activities over the concession period as it reflected the pattern in which the concession's future economic benefits are expected to be consumed by the Group and will be applied consistently from period to period, unless there is a change in the expected pattern of consumption of those future economic benefits [see Note 2.9(a)]. In 2021, passenger volume significantly declined compared with pre-pandemic levels due to travel and quarantine restrictions imposed by the government. Although amortization expense reduced substantially in 2021, management assessed that the reduced passenger volume is temporary.

In 2022, as the quarantine restrictions eased up, passenger volume showed improvements from December 2021 levels. The positive changes are expected to continue until full recovery of pandemic losses by 2024, hence, amortization expense will eventually normalize. In 2022 and 2021, amortization expense recognized relating to concession assets amounted to P220.6 million and P50.2 million, respectively.

The carrying amounts of intangible assets are analyzed in Notes 12.5 and 13. The carrying amount of property, plant and equipment is analyzed in Note 14.

(d) Determination of Appropriate Discount Rate in Measuring Lease Liabilities

The Group measures its lease liabilities at present value of the lease payments that are not paid at the commencement date of the lease contract. The lease payments were discounted using a reasonable rate deemed by management equal to the Group's incremental borrowing rate. In determining a reasonable discount rate, management considers the term of the leases, the underlying asset, and the economic environment. Actual results, however, may vary due to changes in estimates brought about by changes in such factors.

(e) Determination of Net Realizable Value of Inventories

In determining the net realizable value of construction materials and real estate inventories, management takes into account the most reliable evidence available at the time the estimates are made.

(i) Construction Materials

The Group periodically reviews its construction materials for possible damaged and obsolete items. Items identified as obsolete are provided with impairment allowance.

Management has assessed that no allowance for obsolescence is required to be recognized on construction materials in 2023, 2022 and 2021.

(ii) Real Estate Inventories

The future realization of the carrying amounts of real estate inventories is affected by price changes for the cost to complete, and upon completion, the selling prices in the different market segments as well as the trends in the real estate industry. These are considered key sources of estimation uncertainty and may cause significant adjustments to the Group's real estate inventories within the next reporting period.

The carrying value of Group's real estate inventories amounted to P3,872.9 million as of December 31, 2023 (see Note 8.1).

(f) Determination of Realizable Amount of Deferred Tax Assets

The Group reviews its deferred tax assets at the end of each reporting period and reduces the carrying amount to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Management assessed that the deferred tax assets recognized as at December 31, 2023 and 2022 will be fully utilized in the coming years. The carrying value of deferred tax assets as of those dates is disclosed in Note 26.4.

(g) Fair Value Measurement for Financial Instruments

Management applies valuation techniques to determine the fair value of financial instruments where active market quotes are not available. This requires management to develop estimates and assumptions based on market inputs, using observable data that market participants would use in pricing the instrument. Where such data is not observable, management uses its best estimate. Estimated fair values of financial instruments may vary from the actual prices that would be achieved in an arm's length transaction at the end of the reporting period.

The carrying values of the Group's financial assets carried at FVTPL and FVOCI, and the amounts of applicable fair value changes recognized on those assets are disclosed in Note 33.4.

(h) Principal Assumption for Estimation of Fair Value of Investment Properties

The Group's investment properties composed of land and commercial area of the PITX Project comprising of asset held for lease and are carried at cost less accumulated depreciation and any impairment in value. Although investment properties are measured using the cost model, the financial reporting standard requires the disclosure of its fair value.

The fair value of the commercial area is determined by using the discounted cash flows valuation technique. The Group uses assumptions that are mainly based on market conditions existing at the end of each reporting period, such as: receipt of contractual rentals; expected future market rentals; void periods; maintenance requirements; and, appropriate discount rates. These valuations are regularly compared to actual market yield data and actual transactions by the Group and those reported by the market. The expected future market rentals are determined on the basis of current market rentals for similar properties in the same location and condition.

On the other hand, the Group determines the fair value of the land through appraisals by independent external appraisers.

The fair value disclosures related to the investment properties are further discussed in Note 33.5.

(i) *Impairment of Non-financial Assets*

In assessing impairment, management estimates the recoverable amount of each asset, or a cash-generating unit based on expected future cash flows and uses an interest rate to calculate the present value of those cash flows. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate (see Note 2.13). Though management believes that the assumptions used in the estimation of fair values reflected in the consolidated financial statements are appropriate and reasonable, significant changes in these assumptions may materially affect the assessment of recoverable values and any resulting impairment loss could have a material adverse effect on the results of operations.

Management has assessed that no impairment losses are required to be recognized on the Group's non-financial assets in 2023, 2022 and 2021, except for the investment in MWCCI and deferred fulfilment costs which were assessed to be impaired [see Notes 1.2(o), 11.1(a), 12.6 and 25.3].

(j) *Valuation of Post-employment Defined Benefit*

The determination of the Group's obligation and cost of post-employment defined benefit is dependent on the selection of certain assumptions used by actuaries in calculating such amounts. Those assumptions include, among others, discount rates and salary rate increase.

A significant change in any of these actuarial assumptions may generally affect the recognized expense and the carrying amount of the post-employment benefit obligation in the next reporting period.

The amounts of post-employment defined benefit obligation and expense and an analysis of the movements in the estimated present value of DBO, as well as the significant assumptions used in estimating such obligation are presented in Note 24.2.

(k) *Determining Percentage-of-Completion for Construction Contracts and Real Estate Transactions*

(i) *Construction Contracts*

The Group recognizes its revenue from construction contracts based on percentage-of-completion method of the project whereby the performance obligations are satisfied over time. The Group's application of the percentage-of-completion method is based on its efforts or inputs (i.e., actual costs incurred) to the satisfaction of a performance obligation relative to the total expected construction costs. Review of the benchmarks set by management necessary for the determination of percentage-of-completion is done regularly. Actual data is being compared to the related benchmarks and critical judgment is exercised to assess the reliability of the percentage of completion procedures which are currently in place and make the necessary revisions in the light of current progress.

(ii) Real Estate Transactions

In determining the amount of revenue to be recognized for real estate transactions involving sale of residential condominium units wherein performance obligations are satisfied over time, the Group measures progress based on the input method that measures the percentage of total costs incurred to date over the estimated costs to complete the projects. The Group estimates the total development costs with reference to the project development plan and any agreement with customers. Management regularly monitors its estimates and applies changes as necessary. A significant change in estimated costs would result in a significant change in the amount of revenue recognized in the year of change.

The Group recognized revenues from sale of residential condominium units amounting to P148.9 million and is presented as Real estate operations under Revenues in the 2023 consolidated statement of income (see Note 21.3).

(l) Estimating Probability of Collection for Revenue Recognition

The Group exercises judgment in evaluating the probability of collection (as one of the gating criteria) of transaction price on customer or counterparty contracts wherein revenue is recognized over time or specific point in time. The Group uses historical payment pattern of customers and counterparties in establishing a percentage of collection threshold, or in some instances, when the Group is certain that the sale or contract will not be cancelled (i.e., considering financial capacity, credit worthiness, and business interests of the customer or counterparty) even if the collection is below such threshold but which the Group determines that collection of the transaction price is reasonably assured.

The percentage benchmark used by the Group in determining whether collection of the transaction price is reasonably assured is 10% or more of collection of the total contract price for sale of residential condominium units and 25% of the total contract price for the construction contracts. Management believes that the established collection thresholds are appropriate based on the collection history and credit worthiness of customers in each revenue segment. Buyer’s interest in the property (i.e., residential condominium unit) is considered to have vested when the payment of the applicable percentage benchmark of the contract price has been received from the buyer and the Group has ascertained the buyer’s commitment and ability to complete the payment of the total contract price.

(m) Accounting for Business Combinations

On initial recognition, the assets and liabilities of any acquired business and the consideration paid for them are included in the consolidated financial statements at their fair values. In measuring fair value, management uses estimates of future cash flows and discount rates. Any subsequent change in these estimates would affect the amount of goodwill if the change qualifies as a measurement period adjustment. Any other change would be recognized in profit or loss in the subsequent period.

4. SEGMENT REPORTING

The Group's operating businesses are recognized and managed separately according to the nature of services provided with a segment representing a strategic business unit. The Group's business segments follow:

4.1 Business Segments

(a) *Construction Operations* – principally refers to general construction business, including constructing and sale of precast items and concrete production and rental of construction equipment.

(b) *Landport Operations* – principally relates to the development and implementation of the PITX Project.

(c) *Real Estate Operations* – mainly pertains to the to the development and sale of residential condominium units.

(d) *Airport Operations* – mainly relate to the business of building, rehabilitating, renovating, constructing, developing, operating, and maintaining the MCIA, including the commercial assets thereof and all allied businesses for the operation and maintenance of said airport facility. This segment also has merchandising operations of food and non-food items. In 2022, as a result of the sale and deconsolidation of GMCAC and GMI, the Group's airport operations segment is presented as discontinued operations (see Notes 2.4 and 10.2).

Other operations of the Group comprise the operations and financial control groups. These segments are also the basis of the Group in reporting to its executive committee for its strategic decision-making activities. Transactions between segments are conducted at estimated market rates on an arm's length basis.

Segment revenues and expenses that are directly attributable to business segment and the relevant portions of the Group's revenues and expenses that can be allocated to that business segment are accordingly reflected as revenues and expenses of that business segment.

4.2 Segment Assets and Liabilities

Segment assets are allocated based on their physical location and use or direct association with a specific segment and they include all operating assets used by a segment and consist principally of operating cash, receivables, inventories and property, plant and equipment, net of allowances and provisions. Similar to segment assets, segment liabilities are also allocated based on their use or direct association with a specific segment. Segment liabilities include all operating liabilities and consist principally of accounts, wages, taxes currently payable and accrued liabilities. Segment assets and liabilities do not include deferred taxes.

4.3 Analysis of Segment Information

Presented below are the relevant operating segment information about the results of operations and financial position of the Group's business segments as of December 31, 2023, 2022 and 2021, and for the years ended December 31, 2023, 2022 and 2021 (amounts in thousands).

	Continuing Operations										Discontinued Operations	
	Construction			Landport			Real Estate	Total			Airport	
	2023	2022	2021	**2023**	2022	2021	**2023**	**2023**	2022	2021	2022	2021
Results of operations												
Sales to external customers	**P 18,141,512**	P 14,583,322	P 14,329,464	**P 347,752**	P 258,329	P 715,039	**P 148,891**	**P 18,638,155**	P 14,841,651	P 15,044,503	P 1,838,929	P 599,468
Intersegment sales	**56,206**	3,020	26,905	**-**	-	-	**-**	**56,206**	3,020	26,905	-	-
Segment revenues	**18,197,718**	14,586,342	14,356,369	**347,752**	258,329	715,039	**148,891**	**18,694,361**	14,844,671	15,071,408	1,838,929	599,468
Cost and other operating expenses:												
Cost excluding depreciation and amortization	**14,983,629**	11,457,496	11,124,688	**135,749**	132,964	149,440	**72,152**	**15,191,530**	11,590,460	11,274,128	753,488	353,949
Depreciation and amortization	**1,149,883**	1,206,491	1,133,162	**235,770**	241,674	413,871	**9,709**	**1,395,362**	1,448,165	1,547,033	261,527	102,510
Interest income	**(1,008,903)**	(526,003)	(464,851)	**(37,237)**	(18)	(7,614)	**(861)**	**(1,047,002)**	(526,021)	(472,465)	(13,584)	(9,515)
Interest expense	**1,795,499**	1,502,096	1,364,842	**259,301**	154,332	148,144	**2,214**	**2,057,014**	1,656,428	1,512,986	1,720,169	1,294,235
Equity share in profit or loss and joint ventures	**35,748**	(4,572)	10,633	**-**	-	-	**-**	**35,748**	(4,572)	10,633	-	-
Other income	**(127,188)**	(4,154,173)	(171,387)	**(134,265)**	(117,741)	(133,884)	**(18,356)**	**(279,808)**	(4,271,914)	(305,271)	(7,646,246)	(231,886)
Tax expense (income)	**125,987**	(617,976)	67,012	**(64,004)**	(82,715)	21,124	**100**	**62,083**	(700,691)	88,136	183,363	76,866
Other expenses	**801,724**	3,432,199	939,703	**156,928**	172,001	46,398	**140,904**	**1,099,556**	3,604,200	986,101	1,875,444	385,160
	17,756,379	12,295,558	14,003,802	**552,242**	500,497	637,479	**205,862**	**18,514,483**	12,796,055	14,641,281	(2,865,839)	1,971,319
Segment Net Profit (Loss)	**P 441,339**	P 2,290,784	P 352,567	**(P 204,490)**	(P 242,168)	P 77,560	**(P 56,971)**	**P 179,878**	P 2,048,616	P 430,127	P 4,704,768	(P 1,371,851)
Consolidated Statements of Financial Position												
Total Segment Assets	**P 59,670,393**	P 61,577,831	P 48,988,040	**P 6,314,353**	P 6,638,544	P 6,727,959	**P 4,850,161**	**P 70,834,907**	P 68,216,375	P 55,715,999	P -	P 34,980,098
Total Segment Liabilities	**P 43,460,554**	P 42,283,646	P 32,351,079	**P 4,879,962**	P 4,978,471	P 4,826,617	**P 3,303,419**	**P 51,643,935**	P 47,262,117	P 37,177,696	P -	P 28,100,062
Capital Expenditures	**P 667,594**	P 946,624	P 631,034	**P 200**	P 6,746	P 80,688	**P 4,994**	**P 672,789**	P 953,370	P 711,722	P -	P 1,310
Investment in associates and joint ventures accounted for by the equity method	**P 257,239**	P 231,296	P 813,793	**P -**	P -	P -	**P -**	**P 257,239**	P 231,296	P 813,793	P -	P 47,720

Presented below is a reconciliation of the Group's segment information to the key financial information presented in its consolidated financial statements (amounts in thousands).

	2023	2022	2021
Continuing operations:			
Revenues			
Segment revenues	P 18,694,361	P 14,844,671	P 15,071,408
Intersegment sales	(56,206)	(3,020)	(26,905)
Revenues as reported in the consolidated statements of income	P 18,638,155	P 14,841,651	P 15,044,503
Profit or loss			
Segment net profit	P 179,878	P 2,048,616	P 430,127
Other unallocated income (charges) – net	89,279	(3,920,639)	48,569
Net profit (loss) from continuing operations as reported in the consolidated statements of income	P 269,157	(P 1,872,023)	P 478,696
Discontinued operations:			
Profit or loss			
Segment net income (loss) and net income (loss) from discontinued operations as reported in the consolidated statements of income	P -	P 4,704,768	(P 1,371,851)

	2023	2022
Assets		
Total segment assets	P 70,834,907	P 68,216,375
Elimination of intercompany accounts	(16,188,182)	(10,579,021)
Other unallocated assets	11,680,415	8,815,402
Total assets as reported in the consolidated statements of financial position	P 66,327,140	P 66,452,756
Liabilities		
Total segment liabilities	P 51,643,935	P 47,262,117
Elimination of intercompany accounts	(4,846,653)	(3,948,773)
Other unallocated liabilities	2,597,085	3,472,531
Total liabilities as reported in the consolidated statements of financial position	P 49,394,367	P 46,785,875

4.4 Other Segment Information

The Group has not identified any segment based on geographical location since the Group's operation is concentrated in one country of location.

The revenues from three major customers of the construction operations segment in 2023, 2022 and 2021 that accounted for 29%, 39%, and 36%, respectively, of the total revenues from continuing operations are as follows:

	2023	2022	2021
Customer A	**P 4,105,354,788**	P 3,206,597,804	P 2,084,313,919
Customer B	**3,095,908,636**	1,372,220,669	1,767,782,385
Customer C	**2,035,380,827**	1,154,917,530	1,586,261,904
	P 9,236,644,251	P 5,733,736,003	P 5,438,358,208

5. CASH AND CASH EQUIVALENTS

Cash and cash equivalents are as follows:

	2023	2022
Cash on hand	**P 6,232,631**	P 6,075,392
Cash in banks	**4,050,299,984**	15,066,921,254
Short-term placements	**822,352,760**	685,200,593
	P 4,878,885,375	P15,758,197,239

Cash in banks generally earn interest based on daily bank deposit rates.

Short-term placements are made for varying periods from 14 to 90 days and earn annual average effective interest of 5% in 2023 and 2022.

The interest income earned from these financial assets amounted to P358.2 million, P24.1 million and P23.9 million in 2023, 2022 and 2021, respectively, and are presented as part of Finance income under Income and Expenses section in the consolidated statements of income (see Note 25.2). The interest income earned from discontinued operations is presented as part of Other income (charges) under Discontinued Operations section in the consolidated statements of income [see Note 10.2(f)(ii)].

Accrued interest receivable from these financial assets amounted to P89.2 and P8.3 million as of December 31, 2023 and 2022, respectively, and is presented as part of Accrued interest receivable under Trade and Other Receivables account in the consolidated statements of financial position (see Note 6).

6. TRADE AND OTHER RECEIVABLES

This account consists of the following:

	Notes	2023	2022
Contract receivables:			
Third parties		**P 3,287,521,576**	P 3,178,047,746
Related parties	28.1	**1,034,875,840**	1,875,612,784
		4,322,397,416	5,053,660,530
Retention receivables:			
Third parties		**2,290,413,594**	1,913,812,064
Related parties	28.1	**739,026,207**	736,905,666
		3,029,439,801	2,650,717,730
Real estate sales receivables		**538,294,511**	-
Advances to:			
Related parties	28.4	**6,442,242,587**	6,375,326,547
Officers and employees	28.3	**98,512,779**	98,591,371
		6,540,755,366	6,473,917,918
Rental receivables:	21.2		
Lease receivable – per contract		**1,025,536,402**	905,481,286
Lease receivable – effect of straight-line method		**231,278,304**	415,637,728
		1,256,814,706	1,321,119,014
Accrued interest receivables	5, 28.4	**2,513,922,379**	1,944,838,291
Other receivables	28.2, 28.5	**1,216,405,984**	1,143,588,790
		19,418,030,163	18,587,842,273
Allowance for impairment		**(262,111,638)**	(226,842,662)
		P 19,155,918,525	P 18,360,999,611

Retention receivables pertain to progress billings which are withheld by the project owners equivalent to 5.0% or 10.0% as provided in the respective construction contract of each project. These will only be collected after a certain period of time upon acceptance by project owners of the certificate of completion.

Real estate sales receivables pertain to the balance of uncollected portion of the contract price of completed units sold that are subject for collection from customers through their respective bank financing, which is normally completed within one to two months.

Rental receivables include those unpaid rentals from third party tenants of the Group, and the related rent receivables arising from the difference between the cash basis rent income and the straight-line rent income of all lease contracts with fixed payments as of the end of the reporting period.

Trade and other receivables except certain advances to related parties do not bear any interest.

All receivables, except advances to officers and employees which are subject to liquidation, are subject to credit risk exposure. The Group's trade and other receivables have been reviewed for impairment using the provision matrix as determined by the management [see Note 32.2(b)].

The total allowance for impairment for contract and retention provided by the Group amounted to P262.1 million and P226.8 million as of December 31, 2023 and 2022, respectively.

A reconciliation of the allowance for impairment at the beginning and end of 2023 and 2022 is shown below.

	Notes	**2023**	2022
Balance at beginning of year		**P 226,842,662**	P 231,765,011
Additional ECL for the year	23	**35,268,976**	14,970,945
Effect of disposal of subsidiaries	10.1	**-**	(19,893,294)
Balance at end of year		**P 262,111,638**	P 226,842,662

The amount of impairment losses is presented as part of Impairment losses on receivables and contract assets under Income and Expenses section and Other Operating Expenses under Discontinued Operations section of the consolidated statements of income [see Notes 10.2(e) and 23].

7. GOODWILL

On July 12, 2023, the Parent Company executed a Share Purchase Agreement to acquire 100% of the outstanding capital stock of PH1 from Citicore for a total cash consideration of P5,200.0 million. As a result of the acquisition, the Parent Company obtained controlling interest over PH1, which was accounted for under the acquisition method [see Note 3.1(p)]. The business combination is expected to integrate the innovative approaches of the Parent Company and PH1 in terms of construction and engineering to the residential projects of PH1 with respect to sustainability and technological advancement in living and community spaces.

At the date of acquisition, PH1 owns 100% and 49% of the outstanding capital stock of PH1-WL and Famtech, respectively. As a result of the acquisition of PH1, the Group obtained indirect ownership and control over PH1-WL and Famtech [see Note 1.2(a)]. There were no contingent considerations arrangements and indemnification assets recognized by the Parent Company related to the business combination.

Presented in the succeeding page is the breakdown of the acquisition-date fair value of the assets and liabilities, including the cost of investment.

Assets:		
Cash	P	158,812,124
Contract and other receivables		1,058,277,667
Real estate inventories		3,280,736,757
Property and equipment		33,002,846
Right-of-use assets		9,312,106
Other assets		233,084,701
		4,773,226,201
Liabilities:		
Trade and other payables	P	1,688,417,798
Interest-bearing loans and borrowings		508,475,383
Reservation deposits		322,954,005
Contract liabilities		76,644,783
Lease liabilities		8,412,681
Deferred tax liabilities		107,696,473
Other liabilities		129,219,090
		2,841,820,213
Fair value of net assets		1,931,405,988
Cash consideration		5,200,000,000
Non-controlling interest		528,475,534
		5,728,475,534
Goodwill	**P**	**3,797,069,546**

Based on the management's assessment, the gross contractual amounts of receivable approximate the fair values as of the acquisition date. The best estimate of the contractual cash flows not expected to be collected at acquisition date is also deemed immaterial.

There were no significant acquisition-related costs incurred from this transaction. Subsequent to the acquisition date, the Group recognized revenues and net loss from the real estate operations segment amounting to P148.9 million and P57.0 million, respectively, which are presented in the 2023 consolidated statement of income.

Had the acquisition occurred at the beginning of the year, the Group would have recognized revenues and net loss from real estate operations segment amounting to P241.7 million and P134.8 million, respectively.

The goodwill recognized from the foregoing acquisition reflects the opportunity to strengthen the Group's position in the real estate market, the synergies and economies of scale expected from combining the operations of the Group as a contractor and real estate developer. This also reflects the opportunity to accelerate the Group's growth momentum associated with property development in the long term [see Note 3.1(p)].

The Group performed impairment testing of goodwill as of December 31, 2023 by using value-in-use in determining the recoverable amount. The value-in-use of the cash generating unit was determined using cash flow projections for 13 years, which reflects the timing of the development and completion of the residential projects including the collection period. The management applied a discount rate of 10.2% and growth rate of 3.8% which are the key assumptions used in determining the value-in-use of the cash-generating unit.

The recoverable amount of the cash-generating unit was determined to be higher than its carrying amount. Management believes that any reasonably possible change of +/-1% in the discount rate and +/-1% in the growth rate would not cause the carrying amount of the cash-generating unit to exceed its recoverable amount; hence, management assessed that there is no impairment loss required to be recognized on goodwill as of December 31, 2023.

8. INVENTORIES

8.1 Real Estate Inventories

As of December 31, 2023, real estate inventories consist of the following:

Land and land development	P 1,928,308,874
Construction costs	1,944,613,123
	P 3,872,921,997

Construction costs include actual costs of construction and related engineering, architectural and other consultancy fees, and capitalized borrowing costs [see Note 18.2(c)]. In 2023, the Group capitalized borrowing cost of P103.6 million. Borrowing cost are capitalized at 5.9%. All cost incurred relating to the Group's development and construction of its residential condominium projects are recorded under Real Estate Inventories account. The cost of a unit sold under development is charged to cost of sales in the same manner as revenue is recognized.

There were no inventory write-downs recognized in relation to real estate inventories.

8.2 Construction Materials

At the end of 2023 and 2022, construction materials were stated at cost which is lower than net realizable value. This account consists of the following:

	2023	2022
Consumables and spare parts	**P 1,275,412,094**	P 861,088,090
Work in progress	**805,324,986**	1,076,814,430
Hardware	**71,444,583**	76,311,848
Precast	**54,725,955**	38,625,244
Rebars	**30,079,375**	29,834,799
Mechanical electrical plumbing and fireproof materials	**8,076,631**	13,332,324
Others	**34,275,471**	30,159,502
	P 2,279,339,095	P 2,126,166,237

Work in progress inventories pertains to various construction materials delivered to project warehouses and are yet to be installed or used by its subcontractors.

Others pertain to construction materials which include collapsible container office, sand, cement, painting materials, nails and adhesive items.

9. CONTRACT ASSETS

The breakdown of contract assets is as follows:

	2023	2022
Construction contracts	**P 6,034,871,659**	P 5,596,222,556
Terminal operations	**692,732,257**	597,500,531
	6,727,603,916	6,193,723,087
Allowance for impairment	**(1,087,415,302)**	(1,087,415,302)
	P 5,640,188,614	P 5,106,307,785

The significant changes in the contract assets balances during the reporting periods are as follows:

	Note	2023	2022
Balance at beginning of year		**P 6,193,723,087**	P 5,065,871,418
Increase as a result of changes in measurement of progress		**6,452,369,216**	9,681,091,164
Decrease as a result of reversal to trade receivables		**(5,918,488,387)**	(7,644,882,227)
Write-off	23	**-**	(908,357,268)
		6,727,603,916	6,193,723,087
Allowance for impairment		**(1,087,415,302)**	(1,087,415,302)
Balance at end of year		**P 5,640,188,614**	P 5,106,307,785

A reconciliation of the allowance for impairment at the beginning and end of 2023 and 2022 is shown below.

	Note	2023	2022
Balance at beginning of year		**P 1,087,415,302**	P 288,166,560
Impairment loss for the year	23	**-**	799,248,742
Balance at end of year		**P 1,087,415,302**	P 1,087,415,302

Contract assets pertains to the gross amount due from customers for contract works of all contracts in progress and the portion arising from the real estate operations, which are not yet billed (see Note 2.10). Contract assets also include the cost of the landport area of the PITX Project will be recovered through the Grantor payments [see Notes 3.1(d) and 15].

The Group satisfies its performance obligation when the full completion of the project and benefit therefrom can be derived by the customers. Invoices are due once related accomplishments for the month is complete.

The Group recognizes contract assets, due to timing difference of billings and satisfaction of performance obligation, to the extent of satisfied performance obligation on all open contracts as of the end of the reporting period. Changes in the contract assets are recognized by the Group when a right to receive payment is already established.

In 2022, the Group wrote-off certain contract assets amounting to P908.4 million related to costs incurred on three big projects that management decided to discontinue due to irreconcilable claims and lack of reasonable expectation that such costs will be recovered. The onset of COVID suspended non-essential construction activities and affected a number of projects in the Group's order book. To maintain strong business relationships, the Group constantly reached out and negotiated with these three customers as early as late 2020, when the impact of COVID through higher input costs and delayed supply chain affected the pricing and performance for these projects. While the Group continued to hold several discussions and negotiations in 2021 and 2022, it became apparent to management in 2022 that the presented claims from these projects can no longer be collected and decided that progress on the remaining works can no longer be continued to manage the financial impact to the Group. The Group, however, is of the opinion that it complied with all the provisions of the contracts and, after exhausting all means available, had sufficient grounds to terminate the contracts.

Also in 2022, the Group provided an allowance for impairment for certain projects which have doubtful recoverability in addition to the contract assets which was written off.

The total impairment loss on contract assets is presented as part of Impairment losses on receivables and contract assets under Income and Expenses section in the 2022 consolidated statement of income. There was no additional impairment loss recognized in 2023.

10. NON-CURRENT ASSET CLASSIFIED AS HELD FOR SALE AND DISCONTINUED OPERATIONS

10.1 Non-current Asset Classified as Held for Sale

On September 2, 2022 (Execution date), the Parent Company, GMR Airports International BV (GAIBV) and Aboitiz InfraCapital, Inc. (AIC) executed a Share Subscription and Transfer Agreement (the Agreement) for AIC to acquire shares in GMCAC. Subject to the fulfillment of the conditions precedent under the Agreement, the following occurred on December 16, 2022 (Closing date):

1. For a total amount of P9,473.6 million, AIC obtained 33 and 1/3% minus 1 share of the outstanding capital stock of GMCAC. The Parent Company retained 33 and 1/3% plus 1 share, while GAIBV retained 33 and 1/3%; and,

2. The Parent Company and GAIBV issued Exchangeable Notes (Notes) in favor of AIC in the total amount of P15,526.4 million. The Notes will mature on October 30, 2024 (Exercise date) and will be exchanged by AIC for the rest of the 66 and 2/3% plus 1 share of GMCAC's outstanding capital stock currently held by the Parent Company and GAIBV.

   On the Exercise date, the Parent Company and GAIBV shall assign, transfer and convey the remaining GMCAC shares to AIC in exchange for the full discharge of the Notes. The Notes is unsecured and non-interest-bearing. At least 10 business days prior to the Exercise date, the Parent Company and GAIBV may exercise the option to pay the Notes in cash and they shall have no obligation to assign, transfer and convey the remaining GMCAC shares. In the event that the Parent Company and GAIBV exercise the cash option, they shall pay the principal amount of the Notes, plus a cash option interest of 19% per annum on the principal amount calculated from the Execution date to the Exercise date. The accrual of the cash option interest and the obligation to pay shall only arise upon exercise of the cash option.

Prior to the closing date, GMCAC converted its shareholders' loans totalling to P2,040.0 million, of which P1,224.0 million came from the Parent Company, to common stock of GMCAC. In addition, GMCAC issued 555.4 million new shares to AIC. The issuance of new shares to AIC resulted in the reduction in the Parent Company's ownership interest in GMCAC from 60.0% to 55.8%.

The transaction closed on December 16, 2022 wherein:

- AIC paid cash amounting to P6,623.6 million to the Parent Company for 1,781.4 million common shares, equivalent to 22.5% of the outstanding capital stock of GMCAC; and,

- the Parent Company issued the Notes for a cash consideration of P7,763.2 million, which will be exchanged by AIC for the rest of the Parent Company's remaining 2,643.3 million common shares, equivalent to 33.3% of the outstanding capital stock of GMCAC, on the Exercise date.

At closing date, the Parent Company retained 33.3% ownership interest in GMCAC.

As a result of the preceding transactions, the Group lost its control over GMCAC [see Note 3.1(g)]. Accordingly, the remaining ownership interest was remeasured at fair value at the date of sale which amounted to P2,879.8 million. The fair value was determined using the discounted cash flow method [see Note 3.2(b)]. The related remeasurement gain amounting to P568.8 million is presented as part of Gain on deconsolidation of subsidiaries under Others – net under Discontinued Operations section in the 2022 consolidated statement of income [see Note 10.2(f)(iii)].

Relative to management's intention to sell the remaining shares held in GMCAC, as evidenced by the issuance of the Notes, the remaining ownership interest in GMCAC amounting to P2,879.8 million is presented as Non-current Asset classified as Held for Sale in the consolidated statements of financial position. No cost to sell was recognized as the expenses incurred in relation to the issuance of the Notes was shouldered by AIC. On the other hand, the Notes amounting to P7,763.2 million is presented as Exchangeable Notes under the Non-current Liabilities section in the 2022 consolidated statement of financial position.

As of December 31, 2023, the Group remains committed to sell the remaining ownership interest in GMCAC. As the transaction is expected to be completed in 2024, the Exchangeable Notes was presented under Current Liabilities in the 2023 consolidated statement of financial position.

The fair values of the identifiable assets and liabilities of GMCAC as at the Closing Date in 2022 were as follows:

Assets:	
Cash and cash equivalents	P 230,051,713
Trade and other receivables – net	865,264,321
Concession assets – net	31,760,874,551
Property and equipment – net	215,513,796
Investment in subsidiaries and joint ventures	1,737,804,166
Investment in trust fund	26,266,008
Deferred input VAT	1,741,663,880
Refundable security and bond deposits	710,829,793
Other assets	528,501,802
	37,816,770,030
Liabilities:	
Interest-bearing loans and borrowings	25,702,185,130
Trade and other payables	2,261,189,055
Retirement obligation	21,689,826
Deferred tax liabilities	970,422,069
Other liabilities	221,975,078
	29,177,461,158
Fair value of net assets	P 8,639,308,872

The gain on deconsolidation of a subsidiary is determined as follows:

Cash consideration received	P	6,623,600,000
Fair value of remaining ownership interest		2,879,769,625
		9,503,369,625
Less:		
Carrying amount of net assets sold		6,182,052,349
Carrying amount of non-controlling interest		(2,670,649,101)
		3,511,403,248
Gain on deconsolidation of a subsidiary		5,423,202,187
Gain on remeasurement of remaining ownership interest		568,764,190
	P	5,991,966,377

The gain on deconsolidation of a subsidiary amounting to P5,992.0 million is presented as part of Gain on deconsolidation of subsidiaries under Others – net under Discontinued Operations section in the 2022 consolidated statement of income [see Note 10.2(f)(iii)].

In addition to the above transaction, in 2022, the Group sold its shareholdings in GMI to GMCAC [see Note 1.2(c)], wherein the Group recognized a gain on deconsolidation of a subsidiary amounting to P577.1 million which represents the excess of the cash consideration received amounting to P613.2 million over the carrying value of GMI's net assets as of the date of sale amounting to P36.1 million.

The total gain amounting to P6,569.1 million is presented as Gain on deconsolidation of subsidiaries under Others – net under Discontinued Operations section in the 2022 consolidated statement of income [see Note 10.2(f)(iii)].

10.2 Discontinued Operations

In 2023, there is no profit or loss and other comprehensive income arising from discontinued operations as the remaining investment in GMCAC was classified as a non-current asset held for sale (see Note 10.1).

In 2022 and 2021, the net loss related to the operations of GMCAC and GMI is presented separately in the consolidated statements of income consolidated statements of comprehensive income as Net Profit (Loss) from Discontinued Operations.

The analysis of the revenue and expenses of the discontinued operations is as follows:

	2022	2021
Airport operations revenue	P 1,690,774,870	P 576,042,561
Trading operations revenue	148,154,108	23,425,514
	1,838,928,978	599,468,075
Cost of airport operations	(896,975,376)	(388,164,590)
Cost of trading operations	(77,087,277)	(15,969,198)
	(974,062,653)	(404,133,788)
Gross profit	864,866,325	195,334,287
Other operating expenses	(1,916,396,787)	(437,486,126)
Operating loss	(1,051,530,462)	(242,151,839)
Other income (charges) – net	5,939,660,912	(1,052,834,348)
Profit (loss) before tax	4,888,130,450	(1,294,986,187)
Tax expense	(183,362,300)	(76,864,397)
Net profit (loss)	P 4,704,768,150	(P 1,371,850,584)

In 2022, and 2021, other comprehensive income from discontinued operations amounted to P4.1 million and P6.2 million, respectively.

10.2(a) Airport Operations Revenue

The details of this account for the period ended December 31 are composed of the revenues from:

	2022	2021
Aeronautical	P 807,098,656	P 190,468,401
Concession	254,273,126	102,599,621
Rental	216,572,580	62,709,047
Others	412,830,508	220,265,492
	P 1,690,774,870	P 576,042,561

10.2(b) Trading Operations Revenue

The details of this account for the years ended December 31 are as follows:

	2022	2021
Sale of food	P 121,650,323	P 21,540,063
Sale of non-food items	26,503,785	1,885,451
	P 148,154,108	P 23,425,514

10.2(c) Cost of Airport Operations

The following is the breakdown of cost of airport operations:

	Note	2022	2021
Amortization of concession asset	13	P 220,574,128	P 50,184,461
Utilities		165,927,493	97,665,013
Repairs and maintenance		102,322,957	64,242,458
Outside services		98,839,665	31,778,939
Insurance		55,215,473	38,415,345
Salaries and employee benefits		51,909,600	47,843,471
Airline collection charges		33,203,341	7,132,347
Airport operator's fee		22,952,332	7,462,095
Technical service charge		18,940,323	14,007,049
Others		127,090,064	29,433,412
		P 896,975,376	P 388,164,590

Other expenses include carpark, supplies, and other operating costs of the airport segment.

10.2(d) Costs of Trading Operations

The following is the breakdown of cost of airport merchandising operations for the years ended December 31:

	2022	2021
Cost of goods sold:		
Food	P 66,477,647	P 13,266,924
Non-food	10,609,630	2,702,274
	P 77,087,277	P 15,969,198

10.2(e) Other Operating Expenses

The following is the breakdown of other operating expenses of GMCAC and GMI for the years ended December 31:

	Notes	2022	2021
Repairs and maintenance		P 1,391,243,887	P 17,823,178
Salaries and wages		173,150,930	163,244,997
Taxes and licenses		121,567,982	124,255,827
Depreciation and amortization		40,953,400	52,325,848
Selling expense		39,971,317	6,208,188
Professional fees		35,498,774	27,905,131
Outside services		33,007,011	18,781,494
Office supplies		28,239,721	3,133,331
Impairment loss	6	15,480,581	9,490,896
Travel and transportation		11,496,284	2,922,623
Rentals	16.3	9,303,788	6,636,968
Advertising and promotions		2,400,944	2,149,440
Representation and travel		1,467,112	757,407
Insurance		230,732	316,854
Training and seminar		167,839	258,036
Miscellaneous		12,216,485	1,275,908
		P 1,916,396,787	P 437,486,126

10.2(f) Other Income (Charges)

10.2(f)(i) Finance costs

The following is the breakdown of finance costs for the years ended December 31:

	Note	2022	2021
Interest expense from:			
Bank loans	18.2	P 1,320,853,226	P 1,058,982,312
Lease liabilities		165,599	415,652
Foreign currency losses - net		394,230,692	233,623,370
Bank charges		4,919,589	1,213,356
		P 1,720,169,106	P 1,294,234,690

10.2(f)(ii) Finance income

The following is the breakdown of finance income for the years ended December 31:

	2022	2021
Interest income from cash in banks	P 8,242,012	P 8,737,045
Foreign currency gains - net	5,341,955	777,747
	P 13,583,967	P 9,514,792

10.2(f)(iii) Others – Net

The following is the breakdown of others - net for the years ended December 31:

	Note	2022	2021
Gain on deconsolidation of subsidiaries		P 6,569,065,060	P -
Recovery from insurance claims		1,045,888,018	-
Unrealized gain on interest rate swap	18.2	43,247,266	78,648,688
Equity in net losses of joint venture		(20,315,608)	(57,050,179)
Gain on loan modification	18.2	-	207,829,510
Others – net		8,361,315	2,457,531
		P 7,646,246,051	P 231,885,550

In 2022, GMCAC recognized insurance claims with respect to the carrying value of the airport infrastructure damaged by typhoon Odette amounting to P1,045.9 million. There was no similar transaction in 2021.

10.2(g) Cash Flows from Discontinued Operations

The following relates to the cash flows of the disposal group:

	2022	2021
Net cash from (used in):		
Operating activities	P 438,671,014	(P 635,552,678)
Investing activities	(1,633,349,283)	210,371,589
Financing activities	1,131,768,262	(319,524,813)
Net cash outflow	(P 62,910,007)	(P 744,705,902)

11. INVESTMENTS IN ASSOCIATES AND JOINT VENTURE AND ACQUISITION OF ASSETS

The Group's associates and joint venture are not listed in the local stock exchange; hence, the fair value of the shares cannot be determined reliably. However, management believes that the carrying amounts of the investments are fully recoverable based on either the prospect of the business or the recoverable amount from the net assets of these associates and joint ventures.

The significant commitments related to the associates and joint venture are discussed in Note 29.2, 29.3, and 29.4.2.

11.1 Investments in Associates

The components of the carrying values of this account are as follows:

	Notes	**2023**	2022
Acquisition cost:			
CMCI		**P 200,000,000**	P 200,000,000
EDC		**61,691,000**	-
		261,691,000	200,000,000
Equity share in net profit (losses):			
Balance at beginning of year		**31,295,805**	9,330,545
Equity in net profit (loss) for the year	25.3	**(35,748,149)**	4,572,378
Effect of write-off of investment in MWCCI	11.1(a), 25.3	**-**	17,392,882
Balance at end of year		**(4,452,344)**	31,295,805
		P 257,238,656	P 231,295,805

The equity in net profit (loss) includes catch-up adjustments in 2023 and 2022 to reflect the audited balances of the associates; hence, might not be equal to the amount of the Group's share in net profit based on the financial information presented in the succeeding pages.

These associates do not have any other comprehensive income or loss in 2023 and 2022.

(a) MWCCI

As of December 31, 2023 and 2022, the Parent Company has 51% ownership interest in MWCCI.

In 2016, MWCCI sent a Notice of termination of its BOT Agreement with the DOH, which was accepted by DOH. MWCCI has undertaken measures to recover compensation costs from DOH. However, based on management's assessment, as of December 31, 2022, there is no reasonable expectation of recovery of costs incurred relative to the MPOC Project. Accordingly, the Group wrote-off its investment in MWCCI in 2022. The impairment loss amounting to P587.1 million is presented as part of Impairment losses on non-financial assets under Others – net under Income and Expenses section in the 2022 consolidated statement of income (see Note 25.3).

(b) CMCI

The Parent Company, together with Citicore, formed CMCI as a consortium for the construction of classrooms in Regions 3 and 4 under the build-lease-transfer Public Private Partnership (PPP) agreement with the Philippine Department of Education (DepEd) ownership interest (see Note 29.2).

As of December 31, 2023 and 2022, the Parent Company owns 10% interest in CMCI.

(c) EDC

In 2023, the Parent Company subscribed to 616,910 new shares or equivalent to 49% ownership interest in EDC for a total subscription price of P61.7 million. The rights and powers of the Parent Company over the management and control of EDC are exercised through a seat in the BOD of EDC. Taking this into consideration, the Parent Company concluded that it has significant influence over the investee; accordingly, the investment is accounted for as an investment in an associate.

The table below presents the financial information of MWCCI, CMCI and EDC as of and for years ended December 31, 2023, 2022 and 2021 of the associates (amounts in thousands of PHP).

	Current Assets	Non-current Assets	Current Liabilities	Non-current Liabilities	Revenues	Net Profit (Loss)
2023:						
MWCCI *(Unaudited)*	**P 338,947**	**P 847,397**	**P 87,447**	**P -**	**P -**	**P -**
CMCI *(Unaudited)*	**3,483,905**	**647,993**	**1,883,019**	**68,024**	**112,257**	**112,257**
EDC *(Audited)*	**58,252**	**595,769**	**89,267**	**537,935**	**-**	**(49,956)**
2022:						
MWCCI *(Unaudited)*	P 87,447	P 847,397	P 87,447	P -	P -	P -
CMCI *(Audited)*	4,237,695	972,960	2,251,256	615,844	196,639	50,788
2021:						
MWCCI *(Unaudited)*	P 338,947	P 847,398	P 87,447	P -	P -	P -
CMCI *(Audited)*	4,316,943	1,920,181	2,343,502	1,588,158	196,639	38,091

A reconciliation of the above summarized financial information to the carrying amount of the investments in associates is shown below (amounts in thousands of PHP).

	% Interest Held		Net Asset Value		Share in Net Asset		Carrying Value of Investments
2023							
CMCI	10%	P	2,180,855	P	218,085	P	220,026
EDC	49%		20,819		10,201		37,213
Total				**P**	**228,286**	**P**	**257,239**
2022							
CMCI	10%	P	2,343,555	P	234,555	P	231,296

Management determined that the difference between the respective share in the net assets of the associates and the carrying amount of the investment in EDC and CMCI is not material to the consolidated financial statements.

As of December 31, 2023 and 2022, the Parent Company did not receive any dividends from its associates.

11.2 Acquisition of Assets of Altria

On December 26, 2012, pursuant to a memorandum of agreement dated December 17, 2012, the Parent Company acquired 100% ownership interest in Altria. Altria is a company incorporated in the Philippines and holds an investment property in the form of land. The registered office of Altria, which is also its principal place of business, is located at Coastal Road Bangiad, San Juan, Taytay, Rizal.

As of December 31, 2023 and 2022, Altria has no operations and its assets mainly pertain to the land where the Parent Company's precast and batching facilities are constructed (see Note 14). In accordance with Group's policy, the transaction is treated by the Group as an asset acquisition since the transaction does not constitute a business combination.

The purchase price upon acquisition was allocated among the following accounts based on their relative fair values:

Cash in bank	P 486,426
Bond deposits	1,500,958
Land	303,468,569
Accrued expenses	(100,000)
	P 305,355,953

Subsequent to the date of acquisition, any changes in the carrying value of the net assets acquired in the books of Altria, including the expenses incurred in administering the property (i.e, property taxes), shall be updated in the books of the Parent Company on a line-by-line basis, as if they are consolidated into a single entity. The difference shall be charged directly to profit or loss as part of Others – net account under the Income and Expenses section in the consolidated statements of income (see Note 25.3). The Parent Company charged P1.4 million, P1.5 million and P2.3 million in 2023, 2022 and 2021, respectively, to profit or loss to account for the expenses incurred by Altria, net of changes in cash in bank, bond deposits and accrued expenses.

11.3 Interest in Joint Ventures

This account includes the carrying values of the following components, prior to the sale and deconsolidation of GMCAC in 2022.

Acquisition costs:	
MRTGC	P 58,324,000
SSPPC	58,324,000
	116,648,000
Equity share in net losses:	
Balance at beginning of year	(68,928,226)
Equity in net loss for the year	(20,315,608)
	(89,243,834)
Effect of disposal of a subsidiary	(27,404,166)
	P -

These joint ventures do not have any other comprehensive income or loss in 2022 and 2021.

GMCAC has 42% interest in MTRGC and SSPPC, which are primarily engaged in the set-up, operation and management of duty paid retail, food and beverage outlets and provision of related services thereto in the airport terminals (T1 and T2).

In 2022, as a result of the sale and deconsolidation of GMCAC, the carrying amount of the investment in joint ventures amounting to P27.4 million was derecognized from the Group's consolidated statement of financial position.

11.4 Interest in Joint Operations

As discussed in Note 1.2(r), 1.2(s), 1.2(t), and 1.2(u), MGCJV shall undertake the construction works for the renovation and expansion of the MCIA Project in Cebu, MGCJVI shall undertake the construction works of the Clark Airport, HMDJV shall undertake the construction works of the Malolos-Clark Railway, while TTM-JV shall undertake the construction works of the Two Underground Stations (Ortigas North and Ortigas South) and Tunnels of Metro Manila Subway Project. The Parent Company's interests in MGCJV, MGCJVI, HMDJV and TTM-JV are accounted for as joint arrangement – joint operation, as such, the Parent Company accounts for its interest in the relevant assets, liabilities, revenues, and expenses of MGCJV, MGCJVI, HMDJV and TTM-JV.

The capital commitments of the joint operations are disclosed in Note 29.4.2

As of and for the years ended December 31, 2023 and 2022, the relevant financial information of the Group's interest in MGCJV, MGCJVI, HMDJV and TTM-JV which are included in the appropriate accounts in the Group's consolidated statements of financial position and consolidated statements of income are presented in the next page.

	Before Elimination	Elimination	After Elimination
December 31, 2023			
Assets:			
Cash and cash equivalents	P 1,465,203,181	P -	P 1,465,203,181
Trade and other receivables	1,660,260,512	-	1,660,260,512
Other current assets	427,964,824	-	427,964,824
Property, plant, and equipment – net	89,739,417	-	89,739,417
	P 3,643,167,934	**P -**	**P 3,643,167,934**
Liabilities:			
Trade and other payables	P 2,762,001,970	P -	P 2,762,001,970
Due to related parties	1,052,953	-	1,052,953
Other liabilities	292,620,286	-	292,620,286
	P 3,055,675,209	**P -**	**P 3,055,675,209**
Revenues and Expenses:			
Contract revenues	P 3,054,674,720	P -	P 3,054,674,720
Contract costs	(2,786,337,472)	-	(2,786,337,472)
Other operating expenses	(13,650,491)	-	(13,650,491)
Finance income	76,174,848	-	76,174,848
	P 330,861,605	**P -**	**P 330,861,605**
December 31, 2022			
Assets:			
Cash and cash equivalents	P 839,332,137	P -	P 839,332,137
Trade and other receivables	900,463,755	(31,658,362)	868,805,393
Other current assets	1,363,930,141	-	1,363,930,141
Property, plant, and equipment – net	98,397,517	-	98,397,517
	P 3,202,123,550	(P 31,658,362)	P 3,170,465,188
Liabilities:			
Trade and other payables	P 1,333,719,347	P -	P 1,333,719,347
Due to related parties	1,291,021	-	1,291,021
Other liabilities	204,126,853	-	204,126,853
	P 1,539,137,221	P -	P 1,539,137,221
Revenues and Expenses:			
Contract revenues	P 1,788,109,336	P -	P 1,788,109,336
Contract costs	(1,625,734,945)	-	(1,625,734,945)
Other operating expenses	23,902,039	-	23,902,039
Finance income	29,561,116	-	29,561,116
	P 215,837,546	P -	P 215,837,546

12. OTHER ASSETS

This account is composed of the following:

	Notes	2023	2022
Current:			
Advances to contractors and suppliers	12.1	**P 8,334,686,068**	P 7,165,831,527
Prepaid taxes	12.4	**1,345,802,495**	825,300,844
Deferred input VAT	12.2	**590,050,596**	393,356,994
Input VAT	12.2	**453,492,959**	601,721,836
Deferred fulfilment costs - net	12.6	**335,684,686**	306,350,738
Prepaid insurance		**157,533,800**	64,343,994
Refundable security and bond deposits		**141,133,290**	179,839,066
Prepaid rent		**13,979,861**	14,731,784
Prepaid debt issuance cost	29.3.1	**13,135,255**	-
Deferred commission		**5,320,264**	-
Prepaid subscription		**982,976**	4,363,721
Miscellaneous		**21,631,219**	7,444,796
		11,413,433,469	9,563,285,300
Non-current:			
Deposits for condominium units	12.3	**233,837,468**	192,537,467
Refundable security deposits		**38,590,885**	36,950,951
Computer software license – net	12.5	**27,178,891**	33,251,614
Prepaid debt issuance cost	29.3.1	**22,007,046**	-
Deferred input VAT	12.2	**17,436,879**	38,050,273
Deferred commission		**15,592,268**	-
		354,643,437	300,790,305
		P 11,768,076,906	P 9,864,075,605

12.1 Advances to Contractors and Suppliers

Advances to contractors and suppliers pertain to down payments made by the Group based on a certain percentage of the contract price. The initial payment will eventually be recouped or deducted from the amount payable of the Group either in a pro-rated basis or in full once billed by the contractors and supplier. These advances are classified as current since it would be applied as payments for subcontractors. This also includes materials and supplies provided by the Group to subcontractors which will be deducted to the progress billings of the subcontractors upon installation. The risk of loss on these materials and supplies are borne by the subcontractors.

Impairment of advances to contractors and suppliers was assessed through determining the financial position of the contractors and suppliers on their capacity to comply according to their performance obligation. Despite the impact of COVID-19, the Group deemed the advances to be recouped by qualifying contractors and suppliers through their work progress as well as using outstanding liability of the Group to the contractors and suppliers as leverage.

12.2 Input VAT

Input VAT under other current assets pertains to the payment of VAT on purchases of services and goods that is recoverable within 12 months. Deferred input VAT pertains to the unamortized input VAT on purchases of capital goods exceeding P1.0 million.

Input VAT arising from the purchase of capital goods exceeding P1.0 million starting January 1, 2022 are not amortized. The related input VAT on purchase of capital goods exceeding P1.0 million shall be allowed as credit against output tax outright pursuant to Republic Act (R.A.) No. 10963, known as the *Tax Reform for Acceleration and Inclusion (TRAIN) Law.*

The balance of deferred input VAT non-current pertains to unamortized portion of purchases of capital goods exceeding P1.0 million prior to January 1, 2022.

12.3 Deposits for Condominium Units

Deposits for condominium units represent initial downpayments made for the purchase of condominium units. These will be reclassified to investment property upon execution of contract to sell and deed of sale.

12.4 Prepaid Taxes

Prepaid taxes pertain to the excess of quarterly income tax payments over the current tax due during the year and creditable withholding taxes.

12.5 Computer Software License

The details of this account are presented below.

	2023	2022	2021
Cost	**P 166,108,499**	P 151,491,418	P 154,805,624
Accumulated amortization	**(138,929,608)**	(118,239,804)	(115,021,711)
	P 27,178,891	P 33,251,614	P 39,783,913

In 2022, as a result of the sale and deconsolidation of GMCAC, the balance of computer software license amounting to P4.9 million was derecognized from the Group's 2022 consolidated statement of financial position.

A reconciliation of the carrying amounts of computer software license at the beginning and end of the reporting periods is shown below.

	Notes	**2023**	2022
Balance at beginning of year		**P 33,251,614**	P 39,783,913
Additions		**14,617,081**	25,076,061
Amortization expense for the year	23	**(20,689,804)**	(26,685,505)
Effect of disposal of a subsidiary	10	**-**	(4,922,855)
Balance at end of year		**P 27,178,891**	P 33,251,614

The related amortization charges were recorded as part of Depreciation and amortization under Other Operating Expenses account in the consolidated statements of income [see Notes 10.2(e) and 23].

12.6 Deferred Fulfilment Costs

Deferred fulfilment costs pertain to costs that are directly related to a specific construction contract, generate or enhance resources that will be used to fulfill a performance obligation of the Group in the future, and are recoverable under the contract. Such costs include, but are not limited to, mobilization costs of equipment and labor, engineering and design costs, insurance and depreciation of equipment related to a specific contract.

The policy on initial and subsequent measurement of these deferred fulfilment costs is discussed in Note 2.10.

The movements of deferred fulfilment costs are shown below:

	Note	**2023**	2022
Balance at beginning of year		**P 634,955,943**	P 743,947,850
Additions		**33,780,530**	2,654,723
Amortization		**(4,446,582)**	(111,646,630)
		664,289,891	634,955,943
Allowance for impairment	25.3	**(328,605,205)**	(328,605,205)
Balance at end of year		**P 335,684,686**	P 306,350,738

As of December 31, 2023 and 2022, based on the Group's assessment, certain deferred fulfilment costs related to specific construction contracts have doubtful recoverability. In 2022, the Group recognized impairment losses amounting to P328.6 million which is presented as part of Impairment losses on non-financial assets under Others – net under Income and Expenses section in the 2022 consolidated statement of income (see Note 25.3). There was no additional impairment loss recognized in 2023.

13. CONCESSION ASSETS

Concession Agreement refers to the agreement entered into by the Parent Company and GIL with DOTr and MCIA by virtue of Revised Implementing Rules and Regulations of R.A. No. 6957, "*An Act Authorizing the Financing, Construction, Operation and Maintenance of Infrastructure Projects by the Private Sector and for Other Purposes*", as amended by R.A. No. 7718 (referred to as the *"BOT Law"*). Under the said agreement, GMCAC was granted by DOTr and MCIA an exclusive right to design, develop, and undertake the MCIA Project; and, enjoy complete and uninterrupted possession of all movable and immovable assets for purposes of implementing the Project, whether tangible or intangible pertaining to concessionaire Operations and Maintenance (O&M) Facilities such as the existing assets, project land, assets produced, installed, built and created pursuant to the Concession Agreement, commercial assets, among others, (collectively referred as Project Assets) [see Note 1.2(a)]. The Concession Agreement is for a period of 25 years commencing on O&M start date unless further extended pursuant to the Concession Agreement.

The MCIA Project comprises the following undertaking:

- Construction of Terminal 2 (T2), along with all Associated Facilities;
- Renovation and expansion, but not the demolition of Terminal 1 (T1) and Associated Facilities;
- Complete reconstruction of T2 Apron;
- Capacity augmentation;
- Development of commercial assets; and,
- Operation and maintenance of the concessionaire O&M facilities and commercial assets.

The cost of concession assets includes upfront fees, which pertain mainly to the bid premium paid by GMCAC to the Philippine Government for the MCIA Project, and cost of airport infrastructure which pertains mainly to the design and renovation of passenger terminals and development works of the MCIA Project.

In 2022 and 2021, additions to concession assets amounted to P730.8 million and P625.3 million, respectively. Amortization of the concession assets amounted to P220.6 million and P50.1 million in 2022 and 2021, respectively, and is presented part of Cost of airport operations under Discontinued Operations section in the statements of income [see Note 10.2(c)].

In 2022, as a result of the sale and deconsolidation of GMCAC, the carrying amount of the Concession Assets amounting to P31,014.0 million was derecognized from the Group's 2022 consolidated statement of financial position.

14. PROPERTY, PLANT AND EQUIPMENT

The gross carrying amounts and accumulated depreciation at the beginning and end of December 31, 2023, 2022, and 2021 are shown below.

	Land	Building	Precast Factory	Office Furniture, Fixture and Equipment	Transportation Equipment	Precast and Construction Equipment	Construction in Progress	Right of Use Assets (see Note 16)	Total
December 31, 2023									
Cost	P1,523,642,836	P 501,428,345	P 959,445,657	P1,174,188,914	P 1,026,946,404	P 7,673,082,690	P 1,388,139,720	P1,047,300,454	P15,294,175,020
Accumulated depreciation	-	(230,496,587)	(487,134,695)	(939,039,664)	(858,974,049)	(5,976,604,724)	-	(524,305,787)	(9,016,555,506)
Net carrying amount	**P1,523,642,836**	**P 270,931,758**	**P 472,310,962**	**P 235,149,250**	**P 167,972,355**	**P 1,696,477,966**	**P 1,388,139,720**	**P 522,994,667**	**P 6,277,619,514**
December 31, 2022									
Cost	P1,395,942,836	P 494,726,377	P 953,278,581	P1,057,172,869	P 990,534,022	P 7,574,498,192	P 985,949,946	P1,134,711,679	P14,586,814,502
Accumulated depreciation	-	(192,163,927)	(428,697,792)	(752,397,094)	(738,974,984)	(5,231,178,414)	-	(509,378,798)	(7,852,791,009)
Net carrying amount	P1,395,942,836	P 302,562,450	P 524,580,789	P 304,775,775	P 251,559,038	P 2,343,319,778	P 985,949,946	P 625,332,881	P 6,734,023,493
December 31, 2021									
Cost	P 994,081,255	P 507,066,792	P 941,719,545	P 950,957,136	P 938,470,789	P 7,921,789,256	P 749,563,344	P1,034,765,485	P14,038,413,602
Accumulated depreciation	-	(169,052,251)	(362,704,584)	(797,714,371)	(659,693,534)	(4,482,579,201)	-	(399,802,319)	(6,871,546,260)
Net carrying amount	P 994,081,255	P 338,014,541	P 579,014,961	P 153,242,765	P 278,777,255	P 3,439,210,055	P 749,563,344	P 634,963,166	P 7,166,867,342

A reconciliation of the carrying amounts of property, plant and equipment at the beginning and end of 2023, 2022, and 2021 is shown below.

	Land	Building	Precast Factory	Office Furniture, Fixture and Equipment	Transportation Equipment	Precast and Construction Equipment	Construction in Progress	Right of Use Asset (see Note 16)	Total
Balance at January 1, 2023, net of accumulated depreciation	P 1,395,942,836	P 302,562,450	P 524,580,789	P304,775,775	P 251,559,038	P2,343,319,778	P 985,949,946	P 625,332,881	P6,734,023,493
Additions	127,700,000	6,266,216	6,167,076	84,169,487	26,426,488	167,715,985	402,189,774	23,807,414	844,442,440
Disposals	-	-	-	-	(1,240,441)	(25,723,031)	-	-	(26,963,472)
Pre-termination	-	-	-	-	-	-	-	(36,735,903)	(36,735,903)
Effect of consolidation of subsidiaries	-	-	-	23,427,723	263,017	-	-	9,312,106	33,002,846
Depreciation charges for the year	-	(37,896,908)	(58,436,903)	(177,223,735)	(109,035,747)	(788,834,766)	-	(98,721,831)	(1,270,149,890)
Balance at December 31, 2023, net of accumulated depreciation	**P 1,523,642,836**	**P270,931,758**	**P 472,310,962**	**P235,149,250**	**P 167,972,355**	**P1,696,477,966**	**P1,388,139,720**	**P 522,994,667**	**P6,277,619,514**
Balance at January 1, 2022, net of accumulated depreciation	P 994,081,255	P 338,014,541	P 579,014,961	P153,242,765	P 278,777,255	P3,439,210,055	P 749,563,344	P 634,963,166	P7,166,867,342
Additions	401,861,581	808,027	11,559,036	72,793,533	95,382,089	189,640,143	312,642,225	112,966,905	1,197,653,539
Disposals	-	(5,281,728)	-	(399,225)	(1,986,716)	(17,921,793)	(76,255,623)	-	(101,845,085)
Reclassification	-	12,081,243	-	450,063,459	-	(462,144,702)	-	-	-
Effect of sale of subsidiaries	-	(5,611,311)	-	(148,556,927)	(25,051,867)	(1,785,714)	-	(3,405,389)	(184,411,208)
Depreciation charges for the year	-	(37,448,322)	(65,993,208)	(222,367,830)	(95,561,723)	(803,678,211)	-	(119,191,801)	(1,344,241,095)
Balance at December 31, 2022, net of accumulated depreciation	P 1,395,942,836	P 302,562,450	P 524,580,789	P304,775,775	P 251,559,038	P 2,343,319,778	P 985,949,946	P 625,332,881	P 6,734,023,493
Balance at January 1, 2021, net of accumulated depreciation	P 994,061,255	P 372,436,118	P 406,846,993	P240,059,638	P 298,883,167	P 3,922,979,557	P 396,213,893	P 608,380,974	P7,239,861,595
Additions	20,000	7,255,043	67,614,416	137,116,782	107,848,715	151,313,091	619,846,870	187,575,152	1,278,590,069
Disposals	-	-	-	(396,854)	(29,045,197)	(18,287,460)	(13,147,930)	(926,423)	(61,803,864)
Reclassification	-	-	190,544,803	-	-	62,804,686	(253,349,489)	-	-
Depreciation charges for the year	-	(41,676,620)	(85,991,251)	(223,536,801)	(98,909,430)	(679,599,819)	-	(160,066,537)	(1,289,780,458)
Balance at December 31, 2021, net of accumulated depreciation	P 994,081,255	P 338,014,541	P 579,014,961	P 153,242,765	P 278,777,255	P 3,439,210,055	P 749,563,344	P 634,963,166	P 7,166,867,342

Construction in progress pertains to accumulated costs incurred in constructing a new precast warehouse, workers' barracks and logistics department facility which are located in Taytay, Rizal.

In 2023, 2022 and 2021, certain property, plant and equipment were sold for P35.0 million, P105.3 million and P86.1 million, respectively. As a result, the Group recognized gains amounting to P8.0 million, P3.4 million, and P24.3 million in 2023, 2022 and 2021, respectively, and are presented as Gain on disposals of property and equipment as part of Others – net under Income and Expenses section in the consolidated statements of income (see Note 25.3).

Depreciation expense is charged to the following accounts in the consolidated statements of income:

	Notes	**2023**	2022	2021
Contract costs	22.1	**P 1,072,674,779**	P 1,100,085,666	P 1,006,018,603
Cost of landport operations	22.2	**101,978,627**	109,468,007	105,768,446
Other operating expenses	23	**95,496,484**	134,687,422	177,993,409
		P 1,270,149,890	P 1,344,241,095	P 1,289,780,458

15. INVESTMENT PROPERTIES

The gross carrying amounts and the accumulated depreciation of investment properties at the beginning and end of the reporting periods are shown below.

	Land	Commercial Area	Construction in Progress	Total
December 31, 2023				
Cost	P 993,128,189	P 4,334,450,080	P -	P 5,327,578,269
Accumulated depreciation	-	(508,726,443)	-	(508,726,443)
Net carrying amount	**P 993,128,189**	**P 3,825,723,637**	**P -**	**P 4,818,851,826**
December 31, 2022				
Cost	P 775,959,455	P 4,162,976,628	P 145,743,580	P 5,084,679,663
Accumulated depreciation	-	(385,608,189)	-	(385,608,189)
Net carrying amount	P 775,959,455	P 3,777,368,439	P 145,743,580	P 4,699,071,474
December 31, 2021				
Cost	P 530,896,780	P 4,080,436,904	P 145,743,580	P 4,757,077,264
Accumulated depreciation	-	(263,733,450)	-	(263,733,450)
Net carrying amount	P 530,896,780	P 3,816,703,454	P 145,743,580	P 4,493,343,814

A reconciliation of the carrying amounts of investment property at the beginning and end of the reporting periods is shown below and in the succeeding page.

	Land	Commercial Area	Construction in Progress	Total
Balance as of January 1, 2023, net of accumulated depreciation and amortization	P 775,959,455	P 3,777,368,439	P 145,743,580	P 4,699,071,474
Additions	217,168,734	25,729,872	-	242,898,606
Reclassification	-	145,743,580	((145,743,580)	-
Depreciation and amortization	-	(123,118,254)	-	(123,118,254)
Balance at December 31, 2023	**P 993,128,189**	**P 3,825,723,637**	**P -**	**P 4,818,851,826**
Balance as of January 1, 2022, net of accumulated depreciation and amortization	P 530,896,780	P 3,816,703,454	P 145,743,580	P 4,493,343,814
Additions	245,062,675	82,539,723	-	327,602,398
Depreciation and amortization	-	(121,874,738)	-	(121,874,738)
Balance at December 31, 2022	P 775,959,455	P 3,777,368,439	P 145,743,580	P 4,699,071,474

	Land	Commercial Area	Construction in Progress	Total
Balance as of January 1, 2021, net of accumulated depreciation and amortization	P 502,509,171	P 3,618,385,194	P 257,486,729	P 4,378,381,094
Additions	28,387,609	55,096,826	145,743,580	229,228,015
Reclassifications	-	257,486,729	(257,486,729)	-
Depreciation and amortization	-	(114,265,295)	-	(114,265,295)
Balance at December 31, 2021	P 530,896,780	P 3,816,703,454	P 145,743,580	P 4,493,343,814

Investment properties account includes parcels of land that are not used by the Group for administrative and supply of goods or services of the business and only held for capital appreciation. Based on management's assessment, the carrying amounts of these assets are fully recoverable, hence, no impairment loss is required in both years. The fair value these assets as of December 31, 2023 and 2022 amounted to P1,915.9 million (see Note 33.5).

As discussed in Note 3.1(d), MWMTI was granted an exclusive right and obligation under the Concession Agreement. Relative to the arrangement, MWMTI incurred costs necessary to construct the facility. The separately identifiable accumulated costs incurred in the development of the PITX Project are allocated based on development and implementation plan for the landport and commercial areas. Any change in the allocation arising from the necessary revisions in the implementation plan is accounted for prospectively in the consolidated financial statements. The Group determined that the component with respect to commercial area of PITX Project is not within the scope of Philippine Interpretation of IFRIC 12, and therefore shall be accounted for using the applicable accounting standard based on the purpose and current use of the assets; hence, were recognized under PAS 40, as these assets are held to earn rentals.

The allocation of cost as of the end of the reporting periods are as follows:

	2023	2022
Landport area (see Note 9)	**P 692,732,257**	P 597,500,531
Commercial area	**3,825,723,637**	3,777,368,439
	P4,518,455,894	P4,374,868,970

Costs incurred for the landport area are presented as part of Contract Assets account in the consolidated statements of financial position (see Note 9). Contract assets in relation to the landport area is recognized to the extent of actual cost incurred for the period. Meanwhile, costs incurred for the commercial area are presented as part of Investment Properties in the consolidated statements of financial position.

In March 2019, the Group started to depreciate the investment property using straight-line method as the asset is already readily available for its intended use. Depreciation is computed over the concession period of 33 years.

Rental revenues recognized in 2023, 2022 and 2021 amounted to P252.5 million, P171.0 million and P715.0 million, respectively, and are presented as part of Landport Operations account under the Revenues section of the consolidated statements of income (see Note 21.2). Depreciation charges substantially represent the direct costs in leasing these properties. Other operating costs in leasing these properties include Real property taxes amounting to P78.3 million, P106.0 million, and P119.4 million in 2023, 2022, and 2021, respectively, and Repairs and maintenance amounting to P6.1 million, P12.0 million, and P14.7 million in 2023, 2022, and 2021, respectively. Real property taxes is included as part of Taxes and licenses while Repairs and maintenance is presented under Repairs and maintenance under Other Operating Expenses in the consolidated statements of income (see Note 23).

As of December 31, 2023 and 2022, the fair value of the Commercial area amounted to P3,985.2 million and P3,581.2 million, respectively (see Note 33.5).

16. LEASES

The Group has leases for parcel of land, construction equipment and transportation equipment. With the exception of short-term leases and leases of low-value underlying assets, each right-of-use asset and lease liability from leases are reflected on the consolidated statements of financial position as part of property, plant and equipment and interest-bearing loans and borrowings, respectively. Variable lease payments which do not depend on an index or a rate are excluded from the initial measurement of the lease liability and asset.

Each lease generally imposes a restriction that, unless there is a contractual right for the Group to sublet the asset to another party, the right-of-use asset can only be used by the Group. Leases are either non-cancellable or may only be cancelled by incurring a substantive termination fee. Some leases contain an option to purchase the underlying lease asset outright at the end of the lease, or to extend the lease for a further term. The Group is prohibited from selling or pledging the underlying leased assets as security. For leases over warehouses and offices, the Group must keep those properties in a good state of repair and return the properties in their original condition at the end of the lease. Further, the Group must ensure the leased assets and incur maintenance fees on such items in accordance with the lease contracts.

The table below describes the nature of the Group's leasing activities by type of right-of-use asset recognized in the consolidated statements of financial position.

	Number of right-of-use assets leased	Range of remaining term	Number of average remaining lease term	Number of leases with extension options	Number of leases with options to purchase	Number of leases with termination options
2023:						
Transportation equipment	209	1 – 5 years	2 years	-	53	-
Precast and construction equipment	169	1 – 5 years	2 years	-	55	-
Parcel of land	1	4 years	2 years	-	-	-
2022:						
Transportation equipment	204	1 – 5 years	2 years	-	49	-
Precast and construction equipment	168	1 – 5 years	3 years	-	54	-
Parcel of land	1	4 years	3 years	-	-	-

16.1 Right-of-use Assets

The carrying amounts of the Group's right-of-use assets (see Note 14) as at December 31, 2023, 2022, and 2021 and the movements during the periods are shown below.

	Land	Precast and Construction Equipment	Transportation Equipment	Total
Balance at January 1, 2023	P 33,981,877	P 483,852,652	P 107,498,352	P 625,332,881
Additions	-	570,808	23,236,606	23,807,414
Pre-termination	-	(36,735,903)	-	(36,735,903)
Effect of sale of subsidiaries	-	-	9,312,106	9,312,106
Depreciation and amortization	(16,990,938)	(56,700,723)	(25,030,170)	(98,721,831)
Balance at December 31, 2023	**P 16,990,939**	**P 390,986,834**	**P 115,016,894**	**P 522,994,667**
Balance at January 1, 2022	P 50,972,815	P 456,854,097	P 127,136,254	P 634,963,166
Additions	-	101,437,500	11,529,405	112,966,905
Effect of disposal of subsidiaries	-	-	(3,405,389)	(3,405,389)
Depreciation and amortization	(16,990,938)	(74,438,945)	(27,761,918)	(119,191,801)
Balance at December 31, 2022	P 33,981,877	P 483,852,652	P 107,498,352	P 625,332,881
Balance at January 1, 2021	P -	P 440,424,375	P 167,956,599	P 608,380,974
Additions	67,963,753	118,058,865	1,552,534	187,575,152
Disposals	-	-	(926,423)	(926,423)
Depreciation and amortization	(16,990,938)	(101,629,143)	(41,446,456)	(160,066,537)
Balance at December 31, 2021	P 50,972,815	P 456,854,097	P 127,136,254	P 634,963,166

16.2 Lease Liabilities

Lease liabilities are presented in the consolidated statements of financial position as part of Interest-bearing Loans and Borrowings (see Note 18) as at December 31, 2023 and 2022 as follows:

	2023	2022
Current	**P 124,425,289**	P 182,832,962
Non-current	**45,161,433**	98,986,265
	P 169,586,722	P 281,819,227

The use of extension and termination options gives the Group added flexibility in the event it has identified more suitable premises in terms of cost and/or location or determined that it is advantageous to remain in a location beyond the original lease term. An option is only exercised when consistent with the Group's business strategy and the economic benefits of exercising the option exceeds the expected overall cost.

As of December 31, 2023, and 2022, the Group has not committed to any leases which had not commenced.

16.3 Lease Payments Not Recognized as Liabilities

The Group has elected not to recognize a lease liability for short-term leases or for leases of low value assets. Payments made under such leases are expensed on a straight-line basis. In addition, certain variable lease payments are not permitted to be recognized as lease liabilities and are expensed as incurred.

The expenses pertaining to short-term leases and low-value assets amounted to P66.4 million, P63.7 million and P50.3 million in 2023, 2022 and 2021, respectively, and is as Rentals under Other Operating Expenses in the consolidated statements of income (see Note 23). Rentals amounting to P9.3 million and P6.6 million in 2022 and 2021, respectively, is presented as part of Other operating expenses under Discontinued Operations section in the consolidated statements of income [see Note 10.2(e)].

16.4 Additional Profit or Loss and Cash Flow Information

The total cash outflow in respect of leases amounted to P107.7 million, P296.8 million and P254.5 million in 2023, 2022 and 2021, respectively, and is presented as part of Repayment of Loans and Borrowings in the consolidated statements of cash flows (see Note 34). Interest expense in relation to lease liabilities amounted to P28.6 million, P37.3 million and P45.0 million in 2023, 2022 and 2021, respectively, and is presented as part of Finance costs under Income and Expenses section in the consolidated statements of income (see Note 25.1).

The lease liabilities are secured by the related underlying assets. The maturity analysis of lease liabilities as at December 31, 2023, 2022 and 2021 is as follows:

	Note	**2023**	2022	2021
Within one year		**P 151,099,807**	P 203,589,207	P 248,374,420
One to two years		**39,505,947**	74,683,304	169,959,559
Two to three years		**18,093,997**	25,054,940	84,711,884
Three to four years		**18,439,337**	11,370,394	8,765,243
Four to five years		**15,160,222**	1,147,381	-
	23	**P 242,299,310**	P 315,845,226	P 511,811,106

17. TRADE AND OTHER PAYABLES

This account consists of the following:

	Notes	**2023**	2022
Trade payables		**P 1,303,943,480**	P 2,945,348,221
Retention payable		**2,324,103,239**	1,989,492,062
Reservation deposits		**369,930,983**	-
Interest payable	18.4	**208,484,648**	166,339,365
Due to related parties	28.4	**144,637,225**	51,046,821
Accrued expenses		**124,131,302**	83,040,832
Security deposits	20	**40,191,076**	66,767,236
Others		**138,107,034**	30,703,414
		P 4,653,528,987	P 5,332,737,951

Retention payable pertains to amounts withheld from payments made to subcontractors to ensure compliance and completion of contracted projects ranging from 5% to 10% of every billing made by the contractor. Upon completion of the subcontracted projects, the amounts are returned to the subcontractors.

Reservation deposits pertain to the payments received from the buyers of condominium units which have not yet reached the collection threshold for revenue recognition (see Note 2.10).

Accrued expenses include mainly unpaid utilities.

Others include accrued salaries and other non-trade payables.

18. INTEREST-BEARING LOANS AND BORROWINGS

The details of short-term and long-term interest-bearing loans and borrowings are as follows:

	Notes	**2023**	2022
Current:			
Bank loans	18.2, 29.3	**P 17,391,402,346**	P 14,524,968,586
Notes payable	18.1, 29.3	**3,528,000,000**	-
Lease liabilities	16.2	**124,425,289**	182,832,962
		21,043,827,635	14,707,801,548
Non-current:			
Notes payable	18.1, 29.3	**1,860,000,000**	5,444,000,000
Bonds payable	18.3	**3,953,869,786**	3,940,233,693
Bank loans	18.2, 29.3	**3,699,144,708**	3,588,000,000
Lease liabilities	16.2	**45,161,434**	98,986,265
		9,558,175,928	13,071,219,958
		P 30,602,003,563	P 27,779,021,506

18.1 Notes Payable

(a) 2013 Notes Facility

On February 19, 2013, the Parent Company executed a notes facility agreement with a local universal bank. In this agreement, the Parent Company desired to offer and issue fixed-rate corporate notes in the aggregate principal amount of P4,000.0 million. The net proceeds of the notes after deducting direct issue costs, such as underwriting fees and commissions, documentary stamp tax and other expenses associated with the issuance, amounted to P3,957.3 million.

The notes constitute direct, unconditional, unsubordinated, general and unsecured obligation ranking at least pari passu with all other present and future direct, unconditional, unsubordinated and unsecured obligations of the Parent Company.

The notes are issued in three tranches with terms of five to ten years and interest rates referring to Philippine Dealing System Treasury (PDST) Fixing rates plus an interest spread of 1.5% to 1.75%. As at December 31, 2022, the notes were fully settled.

The Parent Company had complied with all the debt covenants set forth in the notes facility agreement.

(b) 2016 Various Notes Facility

In 2016, the Parent Company entered into various notes facility arrangement with a local bank to refinance the corporate note issued in 2011 and to finance its capital expenditure and general corporate requirements.

The notes constitute direct, unconditional, unsubordinated, general and unsecured obligation ranking at least pari passu with all other present and future direct, unconditional, unsubordinated and unsecured obligations of the Parent Company.

The notes are issued with the following details:

Date Issued	Principal	Term in years	Interest Rate
September 16, 2016	P 650,000,000	10	5.50%
December 05, 2016	350,000,000	10	6.37%
December 16, 2016	1,000,000,000	10	6.37%
	P 2,000,000,000		

These 10-year corporate notes bear an interest rate based on the closing per annum rates of a ten (10)-year PDST-R2 rate on the PDS Group website plus a certain spread. The Parent Company has to maintain a debt-to-equity ratio of not more than 2.33 and a debt service coverage ratio of at least 1.1.

On August 10, 2017, the Parent Company sent a letter to the bank requesting the waiver of one of the loan negative covenants that prohibits the stockholdings of Citicore in the Parent Company to fall below 51% or enter into profit sharing, partnership or joint venture whereby its profits are shared with any other person that may have a material adverse effect (see Note 1.1). In September 2017, the request was granted by the bank.

As of December 31, 2023 and 2022, the Parent Company has complied with all the debt covenants set forth in the notes facility agreement.

(c) 2020 Various Notes Facility

On February 19, 2020, the Parent Company signed a P5,000.0 million corporate note facility, the proceeds of which will be used by the Parent Company to (a) retire maturing debt obligations, (b) to fund growth projects, and (c) for general corporate purposes.

The notes constitute direct, unconditional, unsubordinated, general and unsecured obligation ranking at least pari passu with all other present and future direct, unconditional, unsubordinated and unsecured obligations of the Parent Company.

The notes will be issued in five tranches as follows:

	Principal
Tranche A	P 3,600,000,000
Tranche B	350,000,000
Tranche C	350,000,000
Tranche D	350,000,000
Tranche E	350,000,000
	P 5,000,000,000

These 4.5-year corporate notes bear a fixed interest rate based on the closing per annum rates of a 4.5-year PHP BVAL reference rate on the PDS Group website plus a certain spread, subject to a floor rate of 5%. The Parent Company has to maintain a debt-to-equity ratio of not more than 2.33 and a debt service coverage ratio of at least 1.10. Debt pertains to all interest-bearing loans and borrowing.

As of December 31, 2023 and 2022, the carrying amount of all the corporate notes are P5,388.0 million and P5,444.0 million, respectively.

The total interest on these notes payable amounted to P316.4 million, P347.3 million and P328.5 million in 2023, 2022 and 2021, respectively, and is as Interest expense from notes payable under Finance Costs account (see Note 25.1). Unpaid interest as of December 31, 2023 and 2022 amounting to P29.8 million and P31.9 million, respectively is presented as part of Interest payable under Trade and Other Payables account in the consolidated statements of financial position (see Note 17).

The Parent Company is in compliance with all covenants required to be observed under the loan facility agreement as of December 31, 2023 and 2022.

18.2 Bank Loans

(a) Omnibus Loan and Security Agreement – December 17, 2014

On December 17, 2014, GMCAC entered into a P20,000.0 million (which at GMCAC's option may be increased up to P23,300.0 million) OLSA with various local universal banks, as onshore lenders. On January 26, 2015, the parties amended the facility to include another universal bank as offshore lender to contribute US $75.0 million (or equivalent to P3,500.0 million) into the facility. On June 22, 2018, GMCAC amended the Amended and Restated OLSA increasing the facility by P870.0 million. The additional loan facility will be used to finance the investment related to the Fuel Hydrant System Infrastructure.

The facility had an original term of 15 years, the repayment of which starts in 2019 and shall continue every year thereafter until 2030; and, interest requirements that are payable annually. In 2021, GMCAC renegotiated the terms of its loan agreements with its lenders.

The modifications in the contractual cash flows are not substantial and therefore did not result in the derecognition of the affected financial liabilities. In 2021, total modification gain recognized a result of these modifications amounted to P207.8 million and is presented under Others – net under Discontinued Operations section in the 2021 consolidated statement of income (see Note 10.2).

GMCAC was in compliance with all covenants required to be observed based on the terms of the loan as of December 31, 2021.

In order to hedge the interest rate exposure on this floating rate US dollar-denominated loan, GMCAC entered into an interest rate swap transaction. Prior to the sale and deconsolidation of GMCAC, the derivative liability amounted to P98.1 million. Unrealized gain from changes in the fair value of the interest rate swap amounting to P43.2 million and P78.6 million in 2022 and 2021, is presented as part of Others – net under Discontinued Operations section in the consolidated statements of income.

Total interest on these loans recognized as expense, including the amortization of debt issue costs, amounted to P1,320.9 million and P1,059.0 million in 2022 and 2021, respectively, and is presented as part of Others – net under Discontinued Operations section in the consolidated statements of income [see Note 10.2(f)(i)]. Capitalized borrowings amounted to P719.0 million prior to the sale and deconsolidation of GMCAC at a capitalization rate of 4.99%.

In 2022, as a result of the sale and deconsolidation of GMCAC, the outstanding balance of the loan amounting to P25,702.2 million was derecognized from the Group's 2022 consolidated statement of financial position (see Note 10).

(b) OLSA for PITX project

In 2015, MWMTI entered into an Omnibus Loan and Security Agreement (OLSA) with a local universal bank for a loan facility amounting to P3,300.0 million to finance the construction of the ITS Project. In 2019, MWMTI requested the lender to increase the loan by P600.0 million making the total principal loan to P3,900.0 million. In 2017, MWMTI made its first drawdown amounting to P825.0 million while the remaining loan facility was fully drawn in 2019 in tranches amounting to P3,075.0 million. The loan principal shall be amortized quarterly over 15 years and the first principal repayment is due on January 16, 2021. The interest-bearing loan is secured by the Joint Venturers and bears annual interest rates ranging from 4.9% to 7.6%, 2.8% to 6.9%, and 3.55% in 2023, 2022, and 2021, respectively.

The interest-bearing loan requires the MWMTI to maintain a maximum debt-to-equity ratio of 70:30. In addition, the MWMTI is also required to observe at all times until full payment of the loan a debt service coverage ratio of at least 1.25.

In 2023 and 2022, MWMTI complied with all affirmative and negative covenants indicated in the OLSA.

Total interest expense on these loans, including the amortization of debt issue costs, amounted to P254.4 million, P143.7 million, and P138.0 million in 2023, 2022 and 2021, respectively, and is presented as part of Interest expense from bank loans under Finance costs under Income and Expenses section in the consolidated statements of income (see Note 25.1). Total accrued interest amounting to P54.7 million and P28.7 million as of December 31, 2023 and 2022, respectively, is presented as part of Interest payable under Trade and Other Payables in the consolidated statements of financial position (see Note 17).

The current portion of the bank loans of MWMTI as of December 31, 2023 and 2022 amounted to P195.0 million and P136.5 million, while the non-current portion amounted to P3,393.0 million and P3,588.0 million, respectively.

(c) Other Bank Loans

As a result of acquisition of PH1, the Group recognized bank loans amounting to P508.5 million (see Note 7). Subsequent to the acquisition, the PH1 obtained additional bank loans amounting to P400.0 million in 2023.

As of December 31, 2023 and 2022, the Group obtained various bank loans with total outstanding balance of P17,502.5 million and P14,388.5, respectively, representing unsecured short-term loans from other local banks. The loans bear fixed average annual interest rates of 6% in 2023 and 2022.

Total interest on these bank loans amounted to P928.3 million, P804.9 million and P635.9 million in 2023, 2022 and 2021, respectively, and is presented as part of Interest expense from bank loans under Finance costs under Income and Expenses section in the consolidated statements of income (see Note 25.1). The unpaid portion of these interest amounted to P110.4 million and P67.9 million as of December 31, 2023 and 2022, respectively, and is presented as part of Interest payable under Trade and Other Payables account in the consolidated statements of financial position (see Note 17).

18.3 Bonds Payable

On August 17, 2022, the Parent Company listed fixed-rate bonds in the total amount of P4,000.0 million, inclusive of the P1,000.0 million oversubscription option, with the Philippine Dealing & Exchange Corp. The Fixed-Rate Bonds consists of Series A (P1.6 billion maturing in three years and six months from issue date at rate of 6.9506%) and Series B (P2.4 billion maturing in five years from issue date a rate of 7.9663%).

The net proceeds of the fixed-rate bonds shall be used by the Parent Company primarily to refinance its short-term debts, fund its capital expenditures and other general corporate requirements. The bonds require the Parent Company to maintain a debt-to equity ratio of not more than 2.33 and a debt service coverage ratio of not less than 1.10.

As of December 31, 2023 and 2022, the Parent Company is in compliance with these covenants.

Bond issue cost capitalized as part of the bonds amounted to P64.6 million. As of December 31, 2023 and 2022, amortization amounted to P13.6 million and P4.9 million while its net carrying value amounted to P46.1 million and P59.8 million, respectively. Total interest on these bonds payable amounted to P316.0 million and P118.3 million in 2023 and 2022 and is presented part of Interest expense from bank loans under Finance costs under Income and Expenses section in the consolidated statements of income (see Note 25.1). Unpaid interest as of December 31, 2023 and 2022 amounting to P13.6 million and P37.8 million is presented as Interest payable under Trade and Other Payables account in the consolidated statements of financial position (see Note 17).

18.4 Finance Cost, Events of Default and Covenant Compliance

Total interest on interest-bearing loans and borrowings amounted to P1,815.1 million, P1,414.1 million and P1,102.4 million in 2023, 2022 and 2021, respectively, and is presented as Interest expense from bank loans, notes payable and bonds payable under Finance Costs account in the consolidated statements of income (see Note 25.1). Unpaid interest as of December 31, 2023 and 2022 amounting to P208.5 million and P166.3 million, respectively and is presented as Interest payable under Trade and Other Payables account in the consolidated statements of financial position (see Note 17).

The Group is in compliance with all covenants required to be observed under the loan facility agreements.

19. CONTRACT LIABILITIES

The breakdown of contract liabilities is as follows:

	2023	2022
Construction contracts	**P 5,080,265,478**	P 4,995,512,317
Real estate sales	**195,098,005**	-
	P 5,275,363,483	P 4,995,512,317

These are presented and classified in the consolidated statements of financial position as at December 31 as follows:

	2023	2022
Current	**P 4,901,660,540**	P 3,590,333,090
Non-current	**373,702,943**	1,405,179,227
	P 5,275,363,483	P 4,995,512,317

The significant changes in the contract liabilities balances during the reporting periods are as follows:

	2023	2022
Balance at beginning of year	**P 4,995,512,317**	P 5,759,391,320
Increase due to billings excluding amount recognized as revenue during the year	**4,007,630,723**	3,608,178,155
Revenue recognized that was included in contract liability at the beginning of the year	**(3,904,142,791)**	(4,541,087,798)
Effect of consolidation of subsidiaries	**76,644,783**	-
Effect of financing component	**99,718,451**	169,030,640
Balance at end of year	**P 5,275,363,483**	P 4,995,512,317

20. OTHER LIABILITIES

The details of this account are as follows:

	2023	2022
Current:		
Deferred output VAT	**P 126,267,249**	P 118,719,439
Deferred revenue	**118,093,655**	99,459,645
Withholding taxes	**79,832,158**	53,705,510
Government liabilities	**23,246,496**	26,619,984
Others	**9,722,701**	8,023,980
	357,162,259	306,528,558
Non-current:		
Security deposits	**260,963,874**	186,164,653
Unearned rent income	**232,727,278**	185,309,810
	493,691,152	371,474,463
	P 850,853,411	P 678,003,021

Deferred revenue represents advance payments from customers and concessionaires that are subject to refund or future billing applications within 12 months from the end of the reporting period.

The Group also received security deposits upon full operations of MWMTI's PITX. These deposits on lease agreements will be refunded at the end of the lease terms, which ranges from one to six years. The resulting day one gain amounting to P32.0 million and P0.5 million in 2023 and 2021, respectively, is presented as part of Finance Income in the 2021 consolidated statements of comprehensive income (see Note 25.2). There was no similar transaction in 2022.

Interest expense, arising from the unwinding of discount on these deposits, amounted to P4.7 million, P10.6 million and P10.1 million in 2023, 2022 and 2021, respectively, is presented as accretion of security deposits under Finance Costs in the consolidated statements of comprehensive income (see Note 25.1).

Unearned rent income pertains to the difference between the fair value and principal amount of security deposits received at the inception of the lease with concessionaires, which are amortized over the corresponding lease term.

21. REVENUES

When the Group prepares its investor presentations and when the Group's Executive Committee evaluates the financial performance of the operating segments, it disaggregates revenue similar to its segment reporting as presented in Notes 2.10 and 4.

The Group determines that the categories used in the investor presentations and financial reports used by the Group's management can be used to meet the objective of the disaggregation disclosure requirement of PFRS 15 [except for rentals accounted for under PFRS 16 and disclosed herein as additional information], which is to disaggregate revenue from contracts with customers and other counterparties into categories that depict how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic factors.

As a result of the sale and deconsolidation of GMCAC in 2022, the results of airport operations and trading operations were presented as Discontinued Operations in the Group's consolidated statements of income.

A summary of additional disaggregation from the segment revenues and other unallocated income for continuing operations are shown below and in the succeeding page.

	Note	Point in time	Over time	Short-term	Long-term	Total
2023:						
Construction operations:	21.1					
Contract revenues		P -	P 16,606,453,713	P -	P 16,606,453,713	P 16,606,453,713
Sale of ready-mix concrete		-	635,336,732	635,336,732	-	635,336,732
Sale of precast		-	552,490,105	552,490,105	-	552,490,105
Equipment rental		-	347,231,626	347,231,626	-	347,231,626
		-	18,141,512,176	1,535,058,463	16,606,453,713	18,141,512,176
Landport operations:	21.2					
Rental revenue – per contract		-	436,880,047	-	436,880,047	436,880,047
Rental revenue – effect of straight-line method		-	(184,359,424)	-	(184,359,424)	(184,359,424)
Revenue from grantor payments		-	95,231,727	-	95,231,727	95,231,727
		-	347,752,350	-	347,752,350	347,752,350
Real Estate operations – Real estate revenue	21.3	-	148,891,156	-	148,891,156	148,891,156
		P -	**P 18,638,155,682**	**P 1,535,058,463**	**P 17,103,097,219**	**P 18,638,155,682**

	Note	Point in time	Over time	Short-term	Long-term	Total
2022						
Construction operations:	21.1					
Contract revenues		P -	P 13,862,957,060	P -	P 13,862,957,060	P 13,862,957,060
Sale of ready mix concrete		-	247,376,586	247,376,586	-	247,376,586
Sale of precast		-	392,303,843	392,303,843	-	392,303,843
Equipment rental		-	80,684,490	80,684,490	-	80,684,490
		-	14,583,321,979	720,364,919	13,862,957,060	14,583,321,979
Landport operations:	21.2					
Rental revenue – per contract		-	407,895,995	-	407,895,995	407,895,995
Rental revenue – effect of straight-line method		-	(236,926,470)	-	(236,926,470)	(236,926,470)
Revenue from grantor payments		-	87,359,012	-	87,359,012	87,359,012
		-	258,328,537	-	258,328,537	258,328,537
		P -	P 14,841,650,516	P 720,364,919	P 14,121,285,597	P 14,841,650,516
2021:						
Construction operations:	21.1					
Contract revenues		P -	P 13,334,034,527	P -	P 13,334,034,527	P 13,334,034,527
Sale of ready mix concrete		-	170,512,543	170,512,543	-	170,512,543
Sale of precast		-	616,053,269	616,053,269	-	616,053,269
Equipment rental		-	208,863,240	208,863,240	-	208,863,240
		-	14,329,463,579	995,429,052	13,334,034,527	14,329,463,579
Landport operations:	21.2					
Rental revenue – effect of straight-line method		-	586,711,216	-	586,711,216	586,711,216
Rental revenue – per contract		-	128,328,244	-	128,328,244	128,328,244
		-	715,039,460	-	715,039,460	715,039,460
		P -	P 15,044,503,039	P 995,429,052	P 14,049,073,987	P 15,044,503,039

21.1 Construction Operation Revenues

The details of this account for the years ended December 31, 2023, 2022 and 2021 are composed of the revenues from:

	2023	2022	2021
Contracts in progress	**P 16,513,142,806**	P 13,095,315,463	P 12,413,132,561
Completed contracts	**1,628,369,370**	1,488,006,516	1,916,331,018
	P 18,141,512,176	P 14,583,321,979	P 14,329,463,579

21.2 Landport Operations Revenues

The PITX Project undertaken by the Group with the DOTr gives the Group the control over the landport area and the right to collect concessionaire revenue. As disclosed in Note 9, contract assets include unbilled receivables which pertain to the cost of the landport area which is to be recovered through the Grantor payments (see Note 29.3).

The construction of the PITX Project was completed in 2019 and the Group has no unsatisfied performance obligations as of December 31, 2023 and 2022.

The details of landport operations revenue for the years ended December 31, 2023, 2022 and 2021 are composed of the revenues from:

	2023	2022	2021
Rental revenue - per contract	**P 436,880,047**	P 407,895,995	P 586,711,216
Rental revenue - effect of straight-line method	**(184,359,424)**	(236,926,470)	128,328,244
Revenue from grantor payments	**95,231,727**	87,359,012	-
	P 347,752,350	P 258,328,537	P 715,039,460

21.3 Real Estate Operations Revenues

Real estate operations revenues comprise of residential condominium units sold in 2023 amounting to P148.9 million.

The aggregate amount of transaction price allocated to partially or wholly unsatisfied contracts as of December 31, 2023 is P790.2 million. As of December 31, 2023, the Group expects to recognize revenue from unsatisfied contracts as follows:

Within one year	P 321,950,777
More than one year to three years	468,237,706
	P 790,188,483

22. DIRECT COSTS

22.1 Cost of Construction Operations

The following is the breakdown of this account for the years ended December 31:

	Notes	**2023**	2022	2021
Materials		**P 6,216,252,626**	P 4,646,305,198	P 4,487,949,063
Outside services		**6,180,269,482**	4,520,729,381	4,367,458,345
Salaries and employee benefits	24.1	**1,837,520,518**	1,758,941,217	1,354,772,256
Depreciation	14	**1,072,674,779**	1,100,085,666	1,006,018,603
Project overhead		**718,386,103**	531,520,153	914,499,809
	23	**P 16,025,103,508**	P 12,557,581,615	P 12,130,698,076

Project overhead includes insurance, repairs and maintenance, gas and oil, travel and transportation, professional fees, utilities, municipal permits, taxes, security services, office supplies and various rental expenses of staging areas.

22.2 Cost of Landport Operations

The following is the breakdown of cost of landport operations:

	Notes	**2023**	2022	2021
Depreciation and amortization	14, 15	**P 225,096,881**	P 231,342,745	P 220,033,741
Terminal costs		**95,231,727**	63,703,570	123,478,825
Others		**40,517,730**	69,260,073	25,961,107
	23	**P 360,846,338**	P 364,306,388	P 369,473,673

22.3 Cost of Real Estate Operations

Cost of real estate operations include allocated land and development costs aggregating to P72.2 million in 2023 (see Note 23).

23. EXPENSES BY NATURE

The details of expenses for continuing operations by nature are shown below.

	Notes	2023	2022	2021
Outside services		**P 6,287,426,068**	P 4,605,722,251	P 4,516,798,808
Materials, supplies, and facilities		**6,291,513,207**	4,651,044,695	4,496,296,907
Salaries and employee benefits	24.1	**2,267,418,912**	2,144,693,362	1,621,245,140
Finance costs	25.1	**2,061,753,031**	1,657,069,895	1,515,276,560
Depreciation and amortization	12.5, 14, 15	**1,413,957,948**	1,451,847,939	1,367,563,482
Project overhead		**718,386,103**	531,520,153	914,499,809
Taxes and licenses	15	**171,881,755**	253,593,588	236,260,148
Rentals	16.3, 28.2	**66,411,213**	63,732,951	50,320,752
Professional fees		**58,171,189**	67,772,597	97,994,628
Advertising		**55,034,436**	10,172,446	3,423,303
Utilities		**36,565,224**	27,083,222	73,149,075
Impairment losses on receivables and contract assets	6, 9	**35,268,976**	814,219,687	213,281,637
Travel and transportation		**19,134,308**	21,836,421	15,282,050
Insurance		**15,745,246**	14,654,890	37,705,784
Security services		**15,277,375**	14,190,574	10,306,007
Representation		**13,129,213**	10,843,055	24,182,471
Repairs and maintenance	15	**8,422,273**	15,516,082	21,819,966
Gas and oil		**1,167,527**	769,665	701,985
Miscellaneous		**320,911,972**	230,530,268	144,849,347
		P19,857,575,976	P16,586,813,741	P15,360,957,859

Miscellaneous includes certain construction reworks and warranty cost for certain projects already completed.

These expenses for continuing operations are classified in the consolidated statements of income as follows:

	Notes	2023	2022	2021
Cost of construction operations	22.1	**P 16,025,103,508**	P12,557,581,615	P12,130,698,076
Cost of landport operations	22.2	**360,846,338**	364,306,388	369,473,673
Cost of real estate operations	22.3	**72,152,014**	-	-
Finance costs	25.1	**2,061,753,031**	1,657,069,895	1,515,276,560
Impairment losses on receivables and other assets	6, 9	**35,268,976**	814,219,687	213,281,637
Other operating expenses		**1,302,452,109**	1,193,636,156	1,132,227,913
		P 19,857,575,976	P16,586,813,741	P15,360,957,859

24. SALARIES

24.1 Salaries and Employee Benefits Expense

Expenses recognized for salaries and employee benefits for continuing operations are presented below.

	Notes	2023	2022	2021
Short-term employee benefits		**P 2,228,236,311**	P2,093,624,924	P1,571,434,600
Post-employment benefit	24.2	**39,182,601**	51,068,438	49,810,540
	23	**P 2,267,418,912**	P2,144,693,362	P1,621,245,140

The expenses for continuing operations are allocated in the consolidated statements of income as follows:

	Notes	2023	2022	2021
Contract costs	22.1	**P 1,837,520,518**	P1,758,941,217	P1,354,772,256
Other operating expenses		**429,898,394**	385,752,145	266,472,884
	23	**P 2,267,418,912**	P2,144,693,362	P1,621,245,140

24.2 Post-employment Benefit

(a) *Characteristics of Defined Benefit Plan*

The Group maintains a partially funded and non-contributory post-employment defined benefit plan covering all regular full-time employees. The Group conforms to the minimum regulatory benefit under the R.A. No. 7641, *Retirement Pay Law*, which is of the defined benefit type and provides a retirement benefit in lump sum equal to 22.5-day pay for every year of credited service. The regulatory benefit is paid in a lump sum upon retirement. The normal retirement age is 60 with a minimum of 5 years of credited service.

(b) *Explanation of Amounts Presented in the Consolidated Financial Statements*

Actuarial valuations are made annually to update the retirement benefit costs and the amount of contributions. All amounts presented below and in the succeeding pages are based on the actuarial valuation report obtained from an independent actuary in 2023, 2022 and 2021.

The amounts of post-employment DBO in the consolidated statements of financial position are determined as follows:

	2023	2022
Present value of the DBO	**P 254,364,952**	P 242,077,688
Fair value of plan assets	**(4,947,691)**	(4,677,017)
	P 249,417,261	P 237,400,671

The movements in the present value of the DBO are as follows:

	2023	2022
Balance at beginning of year	**P 242,077,688**	P 304,816,782
Current service cost	**39,182,601**	53,923,923
Interest cost	**17,627,971**	15,576,527
Benefits paid directly from book reserve	**(2,092,224)**	(2,424,932)
Effect of disposal of a subsidiary	**-**	(21,689,826)
Net released liability due to employee transfers	**-**	(1,721,017)
Remeasurement/actuarial losses (gains) arising from:		
Changes in demographic assumptions	**(54,828,666)**	-
Changes in financial assumptions	**34,364,098**	(84,073,862)
Experience adjustments	**(21,966,516)**	(22,329,907)
Balance at end of year	**P 254,364,952**	P 242,077,688

Actuarial losses arising from experience adjustments pertain to the net effect of differences between previous actuarial assumptions and what actually incurred.

The movements in the fair value of plan assets are presented below.

	2023	2022
Balance at beginning of year	**P 4,677,017**	P 4,691,732
Interest income	**343,293**	135,794
Loss on plan assets (excluding amounts included in net interest)	**(72,619)**	(150,509)
Balance at end of year	**P 4,947,691**	P 4,677,017

The plan assets as of December 31, 2023 and 2022 consist mainly of unit investment trust fund (UITF) and government securities amounting to P4.9 million and P4.7 million, respectively. The Group has 2,070 participation units on UITF managed by the trust department of a certain universal bank. Actual gain or loss on plan assets amounted to P3.3 million and P0.2 million loss in 2023 and 2022, respectively.

The components of amounts recognized in consolidated statements of income and in the consolidated statements of comprehensive income in respect of the defined benefit post-employment plan are as follows:

	2023	2022	2021
Recognized in consolidated profit or loss from continuing operations:			
Current and past service cost	**P 39,182,601**	P 51,068,438	P 49,810,540
Net interest expense	**17,284,678**	14,384,733	12,500,223
	P 56,467,279	P 65,453,171	P 62,310,763
Recognized in consolidated other comprehensive income:			
Actuarial gains (losses) arising from:			
Changes in demographic assumptions	**P 54,828,666**	P -	P 90,220,999
Changes in financial assumptions	**(34,364,098)**	84,073,862	(9,897,354)
Experience adjustments	**21,966,516**	22,329,907	28,750,969
Loss on plan assets (excluding amounts included in net interest)	**(72,619)**	(150,509)	(126,017)
	P 42,358,465	P 106,253,260	P 108,948,597

Current service costs are included as part of Salaries and employee benefits under Other Operating Expenses account in the consolidated statements of income. The net interest expense is included as part of Finance Costs account in the consolidated statements of income (see Note 25.1).

Amounts recognized in other comprehensive income (loss) are presented under item that will not be reclassified subsequently to profit or loss.

In determining the amounts of the post-employment DBO, the following significant actuarial assumptions were used:

	2023	2022	2021
Discount rate	**6.12%**	7.34%	5.17%
Expected return on plan assets	**3.00%**	3.50%	3.50%
Employee turn-over rate	**8.00%**	3.00%	3.00%
Salary increase rate	**6.00%**	6.00%	6.00%

Assumptions regarding future mortality experience are based on published statistics and mortality tables. The average remaining working lives of an individual retiring at the age of 60 is 21 years. These assumptions were developed by management with the assistance of an independent actuary. Discount factors are determined close to the end of each reporting period by reference to the interest rates of a zero-coupon government bonds with terms to maturity approximating to the terms of the post-employment obligation. Other assumptions are based on current actuarial benchmarks and management's historical experience.

(c) Risks Associated with the Defined Benefit Plan

The plan exposes the Group to actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

(i) Investment and Interest Risks

The present value of the DBO is calculated using a discount rate determined by reference to market yields of government bonds. Generally, a decrease in the interest rate of a reference government bonds will increase the plan obligation. However, this will be partially offset by an increase in the return on the plan and if the return on plan asset falls below this rate, it will create a deficit in the plan. As of December 31, 2023 and 2022, the plan has short-term investments managed through UITF and government securities.

(ii) Longevity and Salary Risks

The present value of the DBO is calculated by reference to the best estimate of the mortality of the plan participants during their employment and to their future salaries. Consequently, increases in the life expectancy and salary of the plan participants will result in an increase in the plan obligation.

(d) Other Information

The information on the sensitivity analysis for certain significant actuarial assumptions, and the timing and uncertainty of future cash flows related to the post-employment defined benefit plan are described in the succeeding page.

(i) Sensitivity Analysis

The following table summarizes the effects of changes in the significant actuarial assumptions used in the determination of the post-employment DBO as of December 31:

	Impact on Post-Employment Defined Benefit Obligation		
	Change in Assumption	**Increase in Assumption**	**Decrease in Assumption**
2023:			
Discount rate	**+/- 1%**	**(P 23,776,302)**	**P 38,912,962**
Salary growth rate	**+/- 1%**	**39,780,296**	**(24,978,668)**
2022:			
Discount rate	+/- 1%	(P 832,082)	P 59,474,909
Salary growth rate	+/- 1%	64,494,631	(6,072,130)

The sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. This analysis may not be representative of the actual change in the DBO as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the DBO has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the post-employment DBO recognized in the consolidated statements of financial position.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous years.

(ii) Funding Arrangements and Expected Contributions

The retirement plan trustee has no specific matching strategy between the plan assets and the plan liabilities.

The Group is not required to pre-fund the future defined benefits payable under the plan assets before they become due. For this reason, the amount and timing of contributions to the plan assets are at the Group's discretion. However, in the event a benefit claim, the shortfall will be due and payable from the Group to the plan assets.

The maturity profile of undiscounted expected benefit payments within 10 years from the end of the reporting periods follows:

	2023	2022
More than 1 year to 5 years	**P 38,777,177**	P 43,130,318
More than 5 years to 10 years	**140,682,896**	152,413,209
	P 179,460,073	P 195,543,527

The weighted average duration of the DBO at the end of the reporting period is 16.0 years.

25. OTHER INCOME (CHARGES)

25.1 Finance Costs

The breakdown of this finance costs for continuing operations is as follows:

	Notes	2023	2022	2021
Interest expense from:				
Bank loans	18.2	**P 1,182,676,825**	P 948,580,319	P 773,861,040
Notes payable	18.1	**316,369,998**	347,316,608	328,542,199
Bonds payable	18.3	**316,036,896**	118,252,289	-
Lease liabilities	16.4	**28,630,703**	37,311,233	44,966,662
Accretion of security deposit	20	**4,729,498**	10,592,994	10,056,267
		1,848,443,920	1,462,053,443	1,157,426,168
Finance cost – PFRS 15		**104,059,794**	169,052,500	285,376,164
Bank charges		**89,893,480**	11,579,219	51,030,844
Interest expense on retirement obligation – net	24.2	**17,284,678**	14,384,733	12,500,223
Foreign currency losses – net		**2,071,159**	-	8,943,161
		P 2,061,753,031	P 1,657,069,895	P 1,515,276,560

Finance cost – PFRS 15 pertains to the portion of the transaction price regarded as interest expense due to the significant financing components within contracts [see Notes 2.10 and 3.1(b)]. This is the adjustment to the transaction price due to the time value of money. A contract is considered to have a significant financing component if the timing of payments agreed to by the parties provides the customer or the entity with a significant benefit of financing the transfer of goods or services.

25.2 Finance Income

The details of finance income for continuing operations are the following:

	Notes	2023	2022	2021
Interest income from:				
Advances to related parties	28.4	**P 651,600,367**	P 480,228,269	P 441,000,000
Short-term placements	5	**267,108,672**	8,893,172	9,228,276
Cash in banks	5	**91,054,427**	15,208,876	14,657,040
Foreign currency gains – net		**-**	21,672,978	-
Day one gain	20	**31,978,005**	-	516,268
Other finance income		**5,271,310**	18,449	7,097,521
		P 1,047,012,781	P 526,021,744	P 472,499,105

25.3 Others

This account from continuing operations consists of the following:

	Notes	2023	2022	2021
Income from scrap sales		**P 93,868,692**	P 63,469,096	P -
Utility recoveries		**76,402,851**	30,123,802	23,450,364
Equity in net profit (losses) of associates	11.1	**(35,748,149)**	4,572,378	(10,632,625)
Common usage service area (CUSA) charges		**29,747,077**	60,245,281	109,916,695
Gain on disposals of property and equipment	14	**8,038,783**	3,407,646	24,279,017
Impairment losses on non-financial assets	11.1(a), 12.6	**-**	(915,675,187)	-
Others – net	11.2, 28.2	**326,873,391**	320,176,420	268,146,694
		P 499,182,645	(P 433,680,564)	P 415,160,145

CUSA pertains to fees charged used to maintain the common areas such as restroom, lobby, and other shared spaces that can be used by all tenants of the building and its customer. The recognition of CUSA was made by MWMTI by grossing up charges to reflect the income and expense arising from these transactions as management determined that the MWMTI is acting as a principal on transactions.

Utility recoveries include aircon repair and maintenance charges which are charged based on leasable area for the month and other such utility recovery billings such as electricity, water, fuel and bioaugmentation.

Others – net represent various technical, and management services provided by the Group arising from the execution of its contract with the customers. The amount also includes various other charges arising from settlement agreement with suppliers.

26. TAXES

26.1 Registration with the Board of Investments

Parent Company

On May 29, 2015, the BOI approved the Parent Company's application for registration of its projects as PPP for School Infrastructure Project Phase 2 – Contract Package A pursuant to Build-Lease-Transfer Agreement with the Philippine DepEd on a nonpioneer status under the Omnibus Investment Code of 1987. Under such registration, the Parent Company is entitled of the following incentives:

(a) Income tax holiday (ITH) for a period of four years from May 30, 2015 or actual start of commercial operations, whichever is earlier;

(b) Importation of capital equipment, spare parts and accessories at zero duty for a period of five years from May 30, 2015;

(c) Additional deduction from taxable income of 50% of the wages corresponding to the increment in number of direct labor for skilled and unskilled workers in the year of availment; and,

(d) Employment of foreign nationals which will hold supervisory, technical or advisory positions for five years from May 30, 2015.

On June 13, 2019, the BOI has approved the Parent Company's request for extension of the ITH incentive from May 28, 2019 to February 28, 2021 in relation to its PPP for School Infrastructure Project Phase 2.

On September 22, 2020, the Parent Company filed another request for extension of the ITH incentive with the BOI until February 28, 2022, due to delays in obtaining ownership documents and necessary permits as condition for release of Certificate of Final Acceptance.

On February 22, 2019, the BOI approved the Parent Company's application for registration as New Producer of Housing Components (Hollow Core Precast Pre-Stressed Slab) on a Non-Pioneer Status under the Omnibus Investments Code of 1987 (Executive Order No. 226). As such, the Parent Company is entitled to the following incentives:

(a) ITH for a period of four years from February 2019 or actual start of commercial operations, whichever is earlier;

(b) Importation of capital equipment, spare parts and accessories at zero-duty under Executive Order No. 57 and its Implementing Rules and Regulations:

(c) Additional deduction from taxable income of 50% of the wages corresponding to the increment in number of direct labor for skilled and unskilled workers in the year of availment; and,

(d) Employment of foreign nationals which will hold supervisory, technical or advisory positions for five years from the date of registration.

GMCAC

On June 20, 2016, GMCAC was registered with the BOI as a PPP Project for the GMCAC Phase 2 – Operation and maintenance of Terminal 2 (Phase 2 O&M of T2) under the Concession Agreement with the DOTr and MCIA as an expansion Project on a Non-pioneer status under the Omnibus Investment Code of 1987 (Executive Order No. 226).

Under the registration, GMCAC is entitled, among others, to ITH incentives for three years from December 2018 and July 2018 for Phase 1 and Phase 2, respectively, or actual start of commercial operations, whichever is earlier but in no case earlier than the date of registration. GMCAC has informed the BOI that the actual start of commercial operations of Phase I is on January 1, 2016 for ITH purposes.

Also, GMCAC is entitled to additional deduction from taxable income of 50% of the wages corresponding to the increment in number of direct labor in the year of availment as against the previous year, if the project meets the prescribed ratio of capital equipment to the number of workers set by the Board. This may be availed for the first five years from date of registration but not simultaneously with ITH.

GMCAC voluntarily waived the ITH incentive for Phase 2 O&M of T2 for the taxable year 2020. For the period starting January 1, 2021 to June 30, 2021, the end of ITH period, GMCAC filed with the BOI a formal notice of its intention to waive the ITH incentive for Phase 2 O&M of T2 on April 16, 2021. The formal notice was acknowledged as received by the BOI on the same date. GMCAC subjected all revenues and expenses of Phase 2 to RCIT for the year ended December 31, 2021.

PH1

On August 26, 2016, the BOI approved the PH1's application for registration as a New Developer of Economic and Low Cost Housing Project on a non-pioneer status relative to the Towers A and B of "The Hive" project.

On July 27, 2017, the BOI approved the PH1's application for registration as an Expanding Developer of Economic and Low Cost Housing Project on a non-pioneer status relative to the Towers C and D of "The Hive" project.

26.2 Registration with Clark Freeport Zone

MGCJVI was registered as Clark Freeport Zone (CFZ) enterprise on April 12, 2018 with registration number C2018-169. On April 26, 2007, R.A. 9400 or "An Act Amending R.A. 7227 as Amended, otherwise known as the Bases Conversion and Development Act of 1992 and for Other Purposes" was approved.

One of the major amendments to R.A. 7227, now embodied in R.A. 9400, is the official declaration of Clark, which used to be a Special Economic Zone, as a Freeport Zone that would cover 4,400 hectares of the former Clark Air Base. Under R.A. 9400, the CFZ shall be operated and managed as a separate customs territory ensuring free flow or movement of goods and capital equipment within, into and exported out of Clark, as well as provide incentives such as tax and duty-free importation of raw materials and capital equipment. However, exportation or removal of goods from the territory of Clark to other parts of the country will also be subjected to customs duties and taxes under the Tariff and Customs Code of the Philippines, as amended by the National Internal Revenue Code. As a CFZ-registered enterprise, in lieu of paying the regular corporate income tax rate of 30%, MGCJVI shall pay 5% tax on gross income earned, divided as follows: 3% to the national government and 2% to the municipality or city where the zone is located. In addition, it is exempt from other internal revenue tax dues for its registered activities within the Freeport Zone, such as business tax, VAT and excise tax.

Under Revenue Regulation No. 02-01, enterprises registered pursuant to the Bases Conversion and Development Act of 1992 under R.A. 7227, as well as other enterprises duly registered under special economic zones declared by law which enjoy payment of special tax rate on their registered operations or activities in lieu of other taxes, are not subject to improperly accumulated earnings tax.

26.3 CREATE Act

On March 26, 2021, R.A. No. 11534, *Corporate Recovery and Tax Incentives for Enterprises (CREATE) Act*, as amended, was signed into law and shall be effective beginning July 1, 2020. The following are the major changes brought about by the CREATE Act that are relevant to and considered by the Group:

- regular corporate income tax (RCIT) rate was reduced from 30% to 25% starting July 1, 2020;
- minimum corporate income tax (MCIT) rate was reduced from 2% to 1% starting July 1, 2020 until June 30, 2023; and,
- the allowable deduction for interest expense is reduced from 33% to 20% of the interest income subjected to final tax.

As a result of the application of the lower RCIT rate of 25% starting July 1, 2020, the current income tax expense and income tax payable would be lower by P6.2 million than the amount presented in the 2020 consolidated financial statements and such amount was charged to 2021 profit or loss. In 2021, the recognized net deferred tax liabilities as of December 31, 2020 was remeasured to 25%. This resulted in a decline in the recognized net deferred tax liabilities in 2020 by P139.7 million and such was recognized in the 2021 profit or loss amounting to P139.0 million and in other comprehensive income or loss amounting to P0.7 million.

26.4 Current and Deferred Taxes

The components of tax expense (income) as reported in profit or loss and other comprehensive income in the consolidated statements of income and consolidated statements of comprehensive income are presented below and in the succeeding page.

	2023	2022	2021
Continuing operations:			
Reported in consolidated profit or loss			
Current tax expense:			
RCIT at 25%	**P 107,063,041**	P 37,349,630	P 126,984,852
Final tax at 20% and 7.5%	**48,607,593**	3,923,899	2,901,949
MCIT at 1%	**36,066,884**	21,991,057	6,756,827
Other corporate tax of foreign subsidiaries at 42% or 17%	**2,759,728**	11,534,299	8,329,060
Gross income tax (GIT) at 5%	**521,721**	3,658,363	1,772,148
Effect of change in income tax rate	**-**	-	(6,227,434)
Balance carried forward	**P 195,018,967**	P 78,457,248	P 140,517,402

	2023	2022	2021
Balance brought forward	**P 195,018,967**	P 78,457,248	P 140,517,402
Deferred tax income arising from origination and reversal of temporary differences	**(137,400,516)**	(767,614,327)	(34,492,120)
Effect of change in income tax rate	**-**	-	(13,517,017)
	(137,400,516)	(767,614,327)	(48,009,137)
	P 57,618,451	(P 689,157,079)	P 92,508,265
Reported in consolidated other comprehensive income (loss)			
Deferred tax expense (income) relating to origination and reversal of temporary differences	**P 10,589,616**	P 25,535,309	P 25,134,358
Effect of change in income tax rate	**-**	-	(596,630)
	P 10,589,616	P 25,535,309	P 24,537,728
Discontinued operations:			
Reported in consolidated profit or loss			
Current tax expense:			
RCIT at 25%	**P -**	P 9,102,392	(P 167,492)
Deferred tax expense (income) arising from origination and reversal of temporary differences	**-**	174,259,908	202,492,660
Effect of change in income tax rate	**-**	-	(125,460,771)
	-	174,259,908	77,031,889
	P -	P 183,362,300	P 76,864,397
Reported in consolidated other comprehensive income (loss)			
Deferred tax expense relating to origination and reversal of temporary differences	**P -**	P -	P 2,260,865
Effect of change in income tax rate	**-**	-	(79,037)
	P -	P -	P 2,181,828

A reconciliation of tax on pretax profit (loss) computed at the applicable statutory rates to tax expense for the year ended December 31 is as follows:

	2023	2022	2021
Continuing operations:			
Tax on pretax profit (loss) at 25%	**P 81,693,783**	(P 640,294,829)	P 142,801,108
Adjustment for income subjected to lower tax rates	**(48,167,398)**	(32,830,245)	(15,641,140)
Tax effects of:			
MCIT applied	**14,318,330**	2,382,718	3,551,780
Non-deductible expenses	**8,817,532**	4,158,616	10,712,298
Unrecognized deferred tax asset	**5,404,102**	-	9,747
Non-taxable net profit under ITH	**(5,342,044)**	(33,533,722)	(31,460,089)
Non-taxable income	**894,146**	10,960,383	2,279,011
Effect of change in income tax rate	**-**	-	(19,744,450)
	P 57,618,451	(P 689,157,079)	P 92,508,265
Discontinued operations:			
Tax on pretax profit (loss) at 25%	**P -**	P1,222,032,613	(P 323,746,547)
Adjustment for income subjected to lower tax rates	**-**	-	(1,538,647)
Tax effects of:			
Non-taxable income	**-**	(1,642,266,315)	71,619,549
Unrecognized deferred tax asset	**-**	603,596,002	439,287,124
Effect of change in income tax rate	**-**	-	(125,460,771)
Non-deductible expenses	**-**	-	16,703,689
	P -	P 183,362,300	P 76,864,397

The amount of deferred tax assets and deferred tax liabilities presented in the consolidated statements of financial position as at December 31, 2023 and 2022 are as follows:

	2023	2022
Deferred tax assets	**P 806,185,082**	P 689,304,708
Deferred tax liabilities	**(108,468,781)**	-
	P 697,716,301	P 689,304,708

In 2023, the Parent Company, BVI and MWM have reported net deferred tax assets while PH1 reported net deferred tax liabilities. In 2022, all subsidiaries reported net deferred tax assets.

The details of net deferred tax assets (liabilities) as of December 31, 2023 and 2022 are as follows:

	2023	2022
Net operating loss carry over	**P 380,638,101**	P 349,596,903
Impairment losses on contract assets	**212,170,038**	212,170,038
Right-of-use assets	**(130,748,667)**	(156,333,220)
Deferred fulfilment costs	**(128,431,388)**	(121,097,901)
Difference between tax reporting base and financial reporting base used in sales recognition	**(108,468,781)**	-
Impairment losses on trade receivables	**104,077,467**	97,581,442
Lease liabilities	**87,895,179**	107,907,908
Impairment losses on deferred fulfilment costs	**81,688,295**	81,688,295
Post-employment defined benefit obligation	**64,012,656**	60,485,452
Rent received in advance	**59,061,278**	(56,212,110)
Excess MCIT	**55,675,223**	19,685,665
Effect of significant financing component	**32,789,140**	54,060,275
Uncollected non-taxable income*	**(32,612,101)**	25,207,474
Unrealized foreign currency losses – net	**20,126,180**	14,720,806
Others	**(156,319)**	(156,319)
	P 697,716,301	P 689,304,708

**This pertains to the excess of revenue recognized under percentage of completion over collection of non-taxable revenues under ITH.*

The deferred tax expense (income) recognized in the consolidated statements of income and consolidated statements of comprehensive income for December 31 relate to the following:

	Profit or Loss			Other Comprehensive Income		
	2023	2022	2021	**2023**	2022	2021
Uncollected non-taxable income*	**(P 46,089,856)**	P -	P 5,041,495	**P -**	P -	P -
Excess MCIT	**(36,066,884)**	(19,685,666)	-	**-**	-	-
NOLCO	**(31,438,759)**	(346,056,221)	175,396	**-**	-	-
Right-of-use assets	**(25,584,553)**	(2,407,572)	6,645,548	**-**	-	-
Construction revenue – PFRS 15	**21,271,135**	43,878,950	(29,937,575)	**-**	-	-
Lease liabilities	**20,785,037**	36,489,591	7,792,958	-	-	-
Rent received in advance	**(13,710,555)**	(63,079,663)	13,501,584	**-**	-	-
Post-employment defined benefit obligation	**(13,694,604)**	(16,363,293)	861,766	**10,589,616**	25,535,309	24,537,728
Unrealized foreign currency gains (losses) – net	**(10,125,230)**	986,826	(632,483)	**-**	-	-
Impairment losses on trade receivables	**(10,079,734)**	(3,583,709)	(45,362,005)	**-**	-	-
Deferred fulfilment cost	**7,333,487**	(103,935,237)	(2,105,918)	**-**	-	-
Impairment losses on contract assets	**-**	(212,170,038)	-	**-**	-	-
Impairment losses on deferred fulfilment costs	**-**	(81,688,295)	-	**-**	-	-
Others	**-**	-	(3,989,903)	**-**	-	-
Deferred tax expense (income):						
Continuing operations	**(P 137,400,516)**	(P 767,614,327)	(P 48,009,137)	**P 10,589,616**	P 25,535,309	P 24,537,728
Discontinued operations	**P -**	P 174,259,908	P 77,031,889	**P -**	P -	P 2,181,828

The Group is subject to the MCIT, which is computed at 1.5% and 1% of gross income in 2023 and 2022, respectively, as defined under the tax regulations, or RCIT, whichever is higher.

In 2023, 2022 and 2021, the Group opted to claim itemized deductions in computing for its income tax due.

27. EQUITY

27.1 Capital Stock

Capital stock consists of:

	Shares			Amount		
	2023	2022	2021	**2023**	2022	2021
Common shares – P1 par value						
Authorized	**4,930,000,000**	4,930,000,000	4,930,000,000	**P 4,930,000,000**	P 4,930,000,000	P4,930,000,000
Subscribed and paid in:	**2,399,426,127**	2,399,426,127	2,399,426,127	**P 2,399,426,127**	P2,399,426,127	P2,399,426,127
Less: Treasury shares						
Balance at beginning of year and end of year	**386,016,410**	386,016,410	386,016,410	**P 4,615,690,576**	P 4,615,690,576	P4,615,690,576
Issued and outstanding	**2,013,409,717**	2,013,409,717	2,013,409,717			
Preferred shares – P1 par value						
Authorized						
Balance at beginning of year	**150,000,000**	150,000,000	124,000,000	**P 150,000,000**	P 150,000,000	P 124,000,000
Increase during the year	**36,000,000**	-	26,000,000	**36,000,000**	-	26,000,000
Balance at end of year	**186,000,000**	150,000,000	150,000,000	**186,000,000**	150,000,000	150,000,000
Subscribed and paid in:						
Balance at beginning of year:						
Series 1	**40,000,000**	40,000,000	40,000,000	**40,000,000**	40,000,000	40,000,000
Series 2A	**26,220,130**	26,220,130	26,220,130	**26,220,130**	26,220,130	26,220,130
Series 2B	**17,405,880**	17,405,880	17,405,880	**17,405,880**	17,405,880	17,405,880
Series 3	**20,000,000**	20,000,000	13,500,000	**20,000,000**	20,000,000	13,500,000
Series 4	**40,000,000**	40,000,000	-	**40,000,000**	40,000,000	-
Issuance during the year:						
Series 3	**9,000,000**	-	6,500,000	**9,000,000**	-	6,500,000
Series 4	**-**	-	40,000,000	**-**	-	40,000,000
Series 5	**15,000,000**	-	-	**15,000,000**	-	-
	167,626,010	143,626,010	143,626,010	**167,626,010**	143,626,010	143,626,010
Less: Subscription receivable:						
Balance at beginning of year	**15,000,000**	15,000,000	10,125,000	**15,000,000**	15,000,000	10,125,000
Subscription – Series 3	**6,750,000**	-	4,875,000	**6,750,000**	-	4,875,000
Balance at end of year	**21,750,000**	15,000,000	15,000,000	**21,750,000**	15,000,000	15,000,000
Balance at end of year	**145,876,010**	128,626,010	128,626,010	**P 145,876,010**	P 128,626,010	P 128,626,010
Less: Treasury shares:						
Balance at beginning of year	**40,000,000**	40,000,000	-	**4,000,000,000**	4,000,000,000	-
Redemption of Series 1	**-**	-	40,000,000	-	-	4,000,000,000
Redemption of Series 2A	**26,220,130**	-	-	**2,622,013,000**	-	-
Balance at end of year	**66,220,130**	40,000,000	40,000,000	**P 6,622,013,000**	P 4,000,000,000	P 4,000,000,000
Issued and outstanding	**79,655,880**	88,626,010	88,626,010			

On September 22, 2014, the SEC approved the Parent Company's amendment of articles of incorporation, which includes: (i) the Parent Company's power to extend corporate guarantees to its subsidiaries and affiliates; and, (ii) the increase in its authorized capital stock of P5,000.0 million divided into 4,930.0 million common shares and 70.0 million cumulative, non-voting, non-participating, non-convertible to common shares and redeemable, at the option of the Parent Company, perpetual preferred shares
Both common and preferred shares have a par value of P1.00 per share.

On August 16, 2017, Megacore Holdings, Inc. (Megacore) acquired 313,786,575 shares representing 14.7% ownership over the Parent Company from Citicore. This resulted in a decrease in Citicore's ownership from 66.7% to 51.0%.

On December 20, 2017, the state-owned Social Security System acquired a total of 110,532,500 shares or equivalent to 5.2% interest of the Parent Company through purchase of 3.45% stake held by Megacore and the remaining interest from the public.

On December 22, 2017, Megacore further acquired additional shares from Citicore which resulted in an increase in Megacore's equity interest to the Parent Company equivalent to 28.9% or 617,709,197 as of December 31, 2017.

On September 22, 2020, the SEC has approved the increase of the authorized capital stock of the Parent Company increasing the total authorized capital stock of the Parent Company to P5,054,000,000, divided into the following classes:

a. 4,930,000,000 voting common shares with the P1 par value; and
b. 124,000,000 cumulative, non-voting, non-participating, non-convertible, perpetual preferred shares with the P1 par value

The Preferred Shares shall be issued in series, sub-series or in tranches as the BOD may determine, and authority is hereby expressly granted to the BOD, to establish and designate the series, sub-series or tranches of the Preferred Shares, fix the issue price and the number of shares in each sub-series or tranche, establish the specific terms and conditions of each sub-series or tranche and determine the manner by which the Preferred Shares will be subscribed and paid for, such as but not limited to, a private placement transaction or public offering.

Preferred shares of stock shall be cumulative, non-voting, non-participating, non-convertible, perpetual; Provided, that no share will be issued below par value. The preferred shares shall have the following features, rights and privileges:

a. The issue value of shares shall be determined by the BOD at the time of the issuance of the shares;
b. The BOD shall declare a dividend rate equivalent to the 7-year benchmark rate or any other rate determined by the BOD as of issue date, payable on a date to be set by the BOD in accordance with Philippine laws, rules and regulations;
c. Preferred shares shall be non-convertible into common shares;
d. Preference over holders of common stock in the distribution of the corporate assets in the event of dissolution and liquidation of the corporation and in the payment of the dividend at the rate specified at the time of issuance;
e. Preferred shares shall be cumulative;
f. Preferred shares shall be non-participating in any other or further dividends beyond that specifically payable on the shares;
g. Holders of preferred shares shall have no pre-emptive rights to any issue of shares, common or preferred; and,
h. The preferred shares may be redeemed by the corporation at the sole option of the BOD at the price to be determined by the BOD.

On September 30, 2020, the Parent Company entered into a Subscription Agreement with Citicore whereby Citicore subscribed to 13,500,000 preferred shares of the Parent Company at P1.00 each and paid 25% of such subscription in cash amounting to P3.4 million.

On November 5, 2020, the SEC has approved the Parent Company's offer and sale of Series 2 preferred shares which are to be issued in two subseries: Series 2A and Series 2B preferred shares, at a subscription price of P100.00. As of December 31, 2020, preferred shares of 26,220,130 and 17,405,880 for Series 2A and 2B, respectively, were subscribed and listed in the PSE. As a result, the Parent Company recognized additional paid-in capital amounting to P4,281.4 million, arising from the excess of subscription price over par value of the issuance of Series 2A and 2B preferred shares. The Parent Company also recognized issuance-related costs amounting to P37.1 million which was charged against the additional paid in capital recorded from the issuance of Series 2A and 2B preferred shares.

On February 26, 2021, the Parent Company's BOD approved the resolution increasing the Parent Company's authorized capital stock on preferred shares by 26.0 million shares, to a total of 150.0 million cumulative, non-voting, non-participating, non-convertible, perpetual preferred shares at a par value of P1.00 per share, thereby increasing the Parent Company's total authorized capital stock to P5,080.0 million. At the same date, the BOD approved the offer and sale of up to 40.0 million preferred shares from the unissued authorized capital stock of the Parent Company and the issuance of 6.5 million shares to Citicore. On September 9, 2021, the SEC has approved the increase in capital stock of preferred shares.

On July 23, 2021, the Parent Company filed with the SEC a registration statement and preliminary prospectus relating to its offer and sale of up to 40.0 million Series 4 preferred shares with a par value of P1.00 per share, composed of a base offer of 30.0 million shares and an oversubscription option of up to 10.0 million shares, at an offer price of P100.00 per share. On September 30, 2021, the SEC has approved the Parent Company's offer and sale of Series 4 preferred shares. As a result, the Parent Company recognized additional paid-in capital amounting to P3,930.1 million, arising from the excess of subscription price over par value related to the issuance of Series 4 preferred shares. Transaction costs from the issuance amounting to P29.9 million was charged against the additional paid in capital relating to this issuance. The proceeds from such issuance were used for the redemption of the outstanding Series 1 preferred shares as discussed in the succeeding paragraphs.

On September 10, 2021, Citicore subscribed to additional 6.5 million preferred shares at a price of P1.00 per share and paid P1.6 million in cash representing the 25% of such subscription. As of December 31, 2021, Citicore has subscribed to a total of 20.0 million preferred shares at a par value of P1.00 per share, and has paid 25% of such subscription.

On October 19, 2021, the BOD approved the redemption of the Parent Company's Series 1 Preferred Shares on December 3, 2021, at a redemption price of P100.00 per share, increasing the treasury shares by P4,000.0 million. The cost of the redemption was considered temporarily as part of treasury shares until such time that the SEC approves the decrease in authorized capital stock of the Parent Company to reflect such redemption wherein the redemption price will be charged against the paid-up capital arising from the original issuance. The details of the redemption are as follows:

Ex-date	November 4, 2021
Record date	November 9, 2021
Redemption date	December 3, 2021

On November 4, 2022 and December 20, 2022, the Parent Company's BOD and stockholders, respectively, has approved the following increase in its authorized capital stock:

	Common Shares		Preferred Shares	
	Number of shares	Amount	Number of shares	Amount
FROM –				
Authorized – P1 par value	**4,930,000,000**	P 4,930,000,000	**150,000,000**	P 150,000,000
TO –				
Authorized – P1 par value	**4,930,000,000**	P 4,930,000,000	**186,000,000**	P 186,000,000

Common shares – Voting
Preferred shares – Cumulative, non-voting, non-participating, non-convertible, perpetual

On December 23, 2022, the Parent Company received deposits from Citicore amounting to P2.3 million equivalent to 25% of the subscription price of 9.0 million shares of stock of the Parent Company at par value of P1.00 per share. The deposit is presented as Deposits on Future Stock Subscription under Equity section in the 2022 consolidated statement of financial position.

On January 6, 2023, the Company filed with the SEC a Registration Statement and Preliminary Prospectus relating to its offer and sale of 15.0 million cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable) perpetual preferred shares with a par value of P1.0 per share (the Offer Shares). The Offer Shares is for a total of 15.0 million Series 5 Preferred Shares, which shall be issued at a subscription price of P100.0 per share.

On February 15, 2023, the Parent Company's application for the increase in authorized capital stock was approved by the SEC. In 2023, the deposits on future stock subscription were converted to preferred shares (Series 3).

As of December 31, 2023, and 2022, the Parent Company has 35 and 29 holders of its common equity securities owning at least one board lot of 100 shares listed in the PSE, respectively, and its share price closed as of such dates at P3.1 and P3.1 per share in 2023 and 2022, respectively. The Parent Company has 2,399.4 million common shares traded in the PSE as of December 31, 2023, and 2022.

As of December 31, 2023, and 2022, the Parent Company has the following preferred shares traded in the PSE:

	2023		2022	
	No of Shares	**Closing Price**	No of Shares	Closing Price
Series 2A	**26,220,130**	**P 97.0**	26,220,130	P 95.0
Series 2B	**17,405,880**	**93.8**	17,405,880	99.6
Series 4	**40,000,000**	**92.0**	40,000,000	97.9
Series 5	**15,000,000**	**101.5**	-	-

27.2 Retained Earnings

27.2.1 Common Shares Dividends

On February 6, 2023 and May 12, 2023, the Parent Company's BOD approved the declaration of cash dividends for common shares in the amount of P0.50 per share or equivalent to P1,006.7 million each declaration date to all stockholders of record as of March 6, 2023 and May 26, 2023, payable on March 24, 2023 and June 16, 2023, respectively. No dividends were paid to common stockholders in 2022 and 2021.

27.2.2 Preferred Shares Dividends

a) Series 1 Preferred Shares

In 2021, the Parent Company's BOD approved the declaration of cash dividends of P1.76 per share or equivalent to P70.3 million per quarter (total of P281.0 million per year) to holders of Series 1 preferred shares, which were taken out of the unrestricted earnings as of December 31, 2020. In 2021, the BOD also approved the redemption of the Parent Company's Series 1 Preferred Shares.

The dividends on Series 1 preferred shares bear cumulative, non-participating cash dividends based on the issue price, payable quarterly in arrears every dividend payment date, at the fixed rate of 7.03% per annum from listing date.

The series of record dates and payments are as follows:

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
2021:				
Series 1 Preferred Shares:				
Approval dates	January 11, 2021	April 8, 2021	June 30, 2021	October 19, 2021
Record dates	February 8, 2021	May 18, 2021	August 9, 2021	November 9, 2021
Payment dates	March 1, 2021	June 3, 2021	September 3, 2021	December 3, 2021

b) Series 2A and Series 2B Preferred Shares

In 2023 and 2022, the Parent Company's BOD approved the declaration of cash dividends of P1.2 per share and P1.4 per share or equivalent to P31.1 million and P25.0 million per quarter (total of P124.5 million and P100.1 million) to holders of Series 2A and Series 2B preferred shares, respectively, which were taken out of the unrestricted earnings as of December 31, 2022 and 2021, respectively.

The series of record dates and payments are as follows:

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
2023:				
Series 2A Preferred Shares:				
Approval dates	February 6, 2023	April 26, 2023	-	-
Record dates	February 20, 2023	May 12, 2023	-	-
Payment dates	February 27, 2023	May 29, 2023	-	-
Series 2B Preferred Shares:				
Approval dates	February 6, 2023	April 26, 2023	August 1, 2023	October 19, 2023
Record dates	February 20, 2023	May 12, 2023	August 16, 2023	November 7, 2023
Payment dates	February 27, 2023	May 29, 2023	August 29, 2023	November 28, 2023
2022:				
Series 2A Preferred Shares:				
Approval dates	January 18, 2022	April 21, 2022	July 22, 2022	October 19, 2022
Record dates	February 4, 2022	May 9, 2022	August 8, 2022	November 7, 2022
Payment dates	February 28, 2022	May 27, 2022	August 30, 2022	November 28, 2022

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
Series 2B Preferred Shares:				
Approval dates	January 18, 2022	April 21, 2022	July 22, 2022	October 19, 2022
Record dates	February 4, 2022	May 9, 2022	August 8, 2022	November 7, 2022
Payment dates	February 28, 2022	May 27, 2022	August 30, 2022	November 28, 2022
2021:				
Series 2A Preferred Shares:				
Approval dates	January 18, 2021	April 8, 2021	June 30, 2021	October 19, 2021
Record dates	February 3, 2021	May 4, 2021	August 5, 2021	November 5, 2021
Payment dates	March 3, 2021	May 27, 2021	August 27, 2021	November 29,2021
Series 2B Preferred Shares:				
Approval dates	January 18, 2021	April 8, 2021	June 30, 2021	October 19, 2021
Record dates	February 3, 2021	May 4, 2021	August 5, 2021	November 5, 2021
Payment dates	March 3, 2021	May 27, 2021	August 27, 2021	November 29,2021

c) Series 4 Preferred Shares

In 2023 and 2022, the Parent Company's BOD approved the declaration of cash dividends of P1.3 per share or equivalent to P53.0 million per quarter (total of P212.0 million per year) to holders of Series 4 preferred shares, which were taken out of the unrestricted earnings of the Parent Company as of December 31, 2023 and 2022, respectively. In 2021, dividends were declared only for the fourth quarter amounting to P53.0 million, which were taken out of the unrestricted earnings of as of December 31, 2020.

The series of record dates and payments are as follows:

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
2023:				
Series 4 Preferred Shares:				
Approval dates	March 21, 2023	July 12, 2023	September 13, 2023	-
Record dates	April 11, 2023	July 26, 2023	October 10, 2023	-
Payment dates	May 2, 2023	July 31, 2023	October 30, 2023	-
2022:				
Series 4 Preferred Shares:				
Approval dates	March 22, 2022	June 23, 2022	September 23, 2022	December 21, 2022
Record dates	April 6, 2022	July 8, 2022	October 10, 2022	January 9, 2023
Payment dates	April 29, 2022	July 29, 2022	October 29, 2022	January 30, 2023
2021:				
Series 4 Preferred Shares:				
Approval dates	-	-	-	December 23, 2021
Record dates	-	-	-	January 10, 2022
Payment dates	-	-	-	January 29, 2022

d) Series 5 Preferred Shares

In 2023, the Parent Company's BOD approved the declaration of cash dividends of P1.98 per share or equivalent to P29.6 million per quarter (total of 88.8 million per year) to holders of Series 5 preferred shares, which were taken out of the unrestricted earnings of the Parent Company as of December 31, 2022. In 2023, dividends were declared only for the second to fourth quarter.

The series of record dates and payments are as follows:

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
Series 5 Preferred Shares:				
Approval dates	-	July 12, 2023	September 11, 2023	December 11, 2023
Record dates	-	July 17, 2023	September 26, 2023	December 27, 2023
Payment dates	-	July 17, 2023	October 17, 2023	January 17, 2024

The Group's retained earnings are restricted up to the extent of the cost of its treasury shares, except those treasury shares acquired in the redemption of redeemable preferred shares amounting to P6,622.0 million and P4,000.0 million as of December 31, 2023 and 2022, respectively.

Under Section 4(1) of the SEC's 1982 Rules Governing Redeemable and Treasury Shares, the amount of unrestricted retained earnings equivalent to the cost of the treasury shares being held, other than those acquired in accordance with the exceptions provided in Section 3(1) of these rules, shall be restricted from being declared and issued as dividends. Section 3(1) provides that redeemed redeemable shares, although part of treasury shares, is not subtracted from the unrestricted retained earnings to determine the Retained Earnings Available for Dividend Declaration provided that the corporation must still have sufficient assets to cover debts and liabilities inclusive of capital stock, after redemption of the redeemable preferred shares.

27.3 Treasury Shares

On July 20, 2016, the Parent Company's BOD approved the buy-back of 410.8 million common shares held by Sybase Equity Investment Corporation at a price equal to the seven-trading day volume weighted average price ending on July 28, 2016 or equivalent to P10.03 per share. Total purchase price of the treasury shares including incidental cost of the buy-back amounted P4,138.8 million.

On October 20, 2016, the Parent Company's BOD approved the sale of its 150.0 million treasury shares at P14.90 per share. Net proceeds of the sale of treasury share amounted to P2,181.7 million, net of incidental cost of the transaction. Outstanding balance of the treasury shares after the sale is 260.8 million treasury shares at cost of P2,627.7 million.

On October 1, 2018, the Company's BOD approved a share buyback program worth up to P2.0 billion over a period of two years. Total cost to acquire treasury shares in 2020 and 2019 amounted to P703.1 million and P457.8 million, respectively, which is equivalent to 50.2 million and 26.1 million shares, respectively.

On March 3, 2020, the Parent Company's BOD approved an additional P3.0 billion to its share buyback program, making it a total of P5.0 billion and removal of the period within which to execute the program, making it open-ended. Total cost of acquired treasury shares in 2020 amounted to P703.1 million, which is equivalent to 50.2 million shares. There are no buyback transactions in 2022 and 2021.

On October 19, 2021, the Parent Company's BOD approved the redemption of its Series 1 Preferred Shares on December 3, 2021, at a redemption price of P100.00 per share, increasing the treasury shares by P4,000 million.

On April 26, 2023, the Parent Company's BOD approved the redemption of its Series 2A Preferred Shares, on May 29, 2023, at a redemption price of P100.00 per share, increasing the treasury shares by P2,622.0 million.

27.4 Non-controlling Interest

Noncontrolling interests pertain to the equity ownership of minority stockholders in GMCAC, GMI, MCLI, MCEI, MOMC, TPC, and Famtech. The Group determined that only the minority interest in GMCAC is considered as a material non-controlling interest, prior to its sale and deconsolidation from the Group in 2022.

Upon incorporation, the Parent Company acquired 15.0 million shares of GMCAC. The purchase of the shares is part of the shareholders' agreement to execute, undertake, and implement the Project in accordance with the concession agreement. The shares acquired represent 60% of the total issued and outstanding shares of GMCAC (see Note 1.2). The non-controlling interest represents 38.24% ownership of GMR Infrastructure (Singapore) Pte. Ltd. (GISPL) and 1.66% ownership of GIL in GMCAC.

As of December 31, 2023, 2022 and 2021, the non-controlling interests amounting to P516.7 million, P2.5 million, and P2,673.5 million, respectively, as presented in the consolidated statements of financial position.

There were no dividends declared to non-controlling interests in 2023, 2022, and 2021.

The relevant financial information of GMCAC as of and for the year ended December 31, 2021 are as follows:

Current assets	P 1,289,783,173
Non-current assets	33,568,753,075
Total assets	P 34,858,536,248
Current liabilities	P 1,042,499,202
Non-current liabilities	24,433,999,569
Total liabilities	25,476,498,771
Equity	9,382,037,477
Total liabilities and equity	P 34,858,536,248
Revenues	576,042,561
Net loss	(1,357,648,552)
Total comprehensive loss	(1,351,419,215)
Equity in NCI:	
Beginning balance	P 3,152,592,405
Net loss allocated to NCI	(540,567,686)
Ending balance	P 2,612,024,719

In 2022, as a result of the sale and deconsolidation of GMCAC, the non-controlling interest in GMCAC was derecognized in the 2022 consolidated statement of financial position (see Note 10).

27.5 Revaluation Reserves

The movements of this account which are attributable to the shareholders of the Parent Company are as follows:

	Retirement Benefit Obligation (see Note 24.2)	Foreign Currency Translation (see Note 2.12)	Total
Balance as of January 1, 2023	P 144,252,813	P 5,505,825	P 149,758,638
Remeasurements of post-employment defined benefit plan	42,358,465	-	42,358,465
Foreign currency translation	-	(5,740,368)	(5,740,368)
Other comprehensive income (loss) before tax	42,358,465	(5,740,368)	36,618,097
Tax expense	(10,589,616)	-	(10,589,616)
Other comprehensive income (loss) after tax	31,768,849	(5,740,368)	26,028,481
Balance as of December 31, 2023	**P 176,021,662**	**(P 234,543)**	**P 175,787,119**
Balance as of January 1, 2022	P 70,720,584	P 23,291,312	P 94,011,896
Remeasurements of post-employment defined benefit plan	106,253,260	-	106,253,260
Foreign currency translation	-	(17,785,487)	(17,785,488)
Other comprehensive income before tax	106,253,260	(17,785,487)	88,467,773
Tax expense	(25,535,309)	-	(25,535,309)
Other comprehensive income after tax	80,717,951	(17,785,487)	62,932,464
Non-controlling interest	(1,644,810)	-	(1,644,810)
Effect of disposal of a subsidiary	(5,540,912)	-	(5,540,912)
Balance as of December 31, 2022	P 144,252,813	P 5,505,825	P 149,758,638

	Retirement Benefit Obligation (see Note 24.2)	Foreign Currency Translation (see Note 2.12)	Total
Balance as of January 1, 2021	(P 9,016,722)	P 65,799	(P 8,950,923)
Remeasurements of post-employment defined benefit plan	108,948,597	-	108,948,597
Foreign currency translation	-	23,225,513	23,225,513
Other comprehensive income before tax	108,948,597	23,225,513	132,174,110
Tax expense	(26,719,556)	-	(26,719,556)
Other comprehensive income after tax	82,229,041	23,225,513	105,454,554
Non-controlling interest	(2,491,735)	-	(2,491,735)
Balance as of December 31, 2021	P 70,720,584	P 23,291,312	P 94,011,896

28. RELATED PARTY TRANSACTIONS

The Group's related parties include its ultimate parent company and other shareholders, subsidiaries, associates, joint venture, parties related to the Parent Company by common ownership and key management personnel.

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

All individual material related party transactions shall be approved by at least two-thirds vote of the Parent Company's BOD, with at least a majority of the independent directors voting to approve the material related party transactions. In case that a majority of the independent directors' vote is not secured, the material related party transaction may be ratified by the vote of the stockholders representing at least two-thirds of the outstanding capital stock.

For aggregate related party transactions within a 12-month period that breaches the materiality threshold of 10% of the Group's consolidated total assets based on the latest consolidated financial statements, the same board approval would be required for the transactions that meet and exceed the materiality threshold covering the same related party.

The summary of the Group's transactions with related parties for December 31, 2023 is as follows:

Related Party Category	Notes	Amount of Transaction	Outstanding Receivable (Payable)	Terms	Conditions
Ultimate Parent Company:					
Cash advance granted	6, 28.4	P -	P 3,089,095,108	Interest-bearing	Unsecured; Unimpaired
Interest receivable	6, 25.2, 28.4	255,750,000	1,213,998,661	On demand; Noninterest-bearing	Unsecured; Unimpaired
Rent income	6, 28.2	44,643	255,848	Normal credit terms	Unsecured; Unimpaired
Cash advance obtained	17, 28.4	90,233,593	(90,233,593)	On demand; Noninterest-bearing	Unsecured; Unimpaired
Associate:					
Revenue from services	6, 21.1, 28.1	-	997,247,698	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	6, 28.4	212,624	9,392,420	On demand; Noninterest-bearing	Unsecured; Unimpaired
Cash advance obtained	17, 28.4	-	(30,000,000)	On demand; Noninterest-bearing	Unsecured; Unimpaired
Rent income	6, 28.2	44,643	388,572	Normal credit terms	Unsecured; Unimpaired
Joint Arrangement:					
Revenue from services	6, 21.1, 28.1	854,651,398	22,486,709	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	6, 28.4	614,392	901,012	On demand; Noninterest-bearing	Unsecured; Unimpaired
Cash advance obtained	17, 28.4	(19,325,804)	-	On demand; Noninterest-bearing	Unsecured; Unimpaired
Shareholder:					
Revenue from services	6, 28.1	17,857	682,513,352	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	6, 28.4	(148,119)	889,795	On demand; Noninterest-bearing	Unsecured; Unimpaired
Related Parties Under Common Ownership:					
Rent income	6, 28.2	5,896,866	35,090,074	Normal credit terms	Unsecured; Unimpaired
Revenue from services	6, 21.1, 28.1	14,433,489	71,654,288	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	6, 28.4	66,237,143	3,341,964,252	On demand; Interest-bearing and Noninterest-bearing	Unsecured; Unimpaired
Cash advance obtained	17, 28.4	22,682,615	(24,403,632)	On demand; Noninterest-bearing	Unsecured; Unimpaired
Interest receivable	6, 25.2, 28.4	395,850,367	1,210,731,028	On demand; Noninterest-bearing	Unsecured; Unimpaired
Retirement fund	24.2	270,674	4,947,691	Upon retirement of beneficiaries	Partially funded; Unimpaired
Advances to Officers and Employees	6, 28.3	(78,592)	98,512,779	Upon liquidation, Noninterest-bearing	Unsecured; Unimpaired
Key Management Personnel – Compensation	28.6	249,645,711	-	On demand	Unsecured; Unimpaired

The summary of the Group's transactions with related parties for December 31, 2022 is as follows:

Related Party Category	Notes	Amount of Transaction	Outstanding Receivable (Payable)	Terms	Conditions
Ultimate Parent Company:					
Cash advance granted	6, 28.4	(P 200,000)	P 3,089,095,108	Interest-bearing	Unsecured; Unimpaired
Interest receivable	6, 25.2, 28.4	220,500,000	958,248,661	On demand; Noninterest-bearing	Unsecured; Unimpaired
Rent income	6, 28.2	53,571	211,205	Normal credit terms	Unsecured; Unimpaired
Associate:					
Revenue from services	6, 21.1, 28.1	-	997,248,017	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	6, 28.4	(32,999,250)	9,179,796	On demand; Noninterest-bearing	Unsecured; Unimpaired
Cash advance obtained	17, 28.4	10,000,000	(30,000,000)	On demand; Noninterest-bearing	Unsecured; Unimpaired
Rent income	6, 28.2	57,321	343,929	Normal credit terms	Unsecured; Unimpaired
Joint Arrangement:					
Revenue from services	6, 21.1, 28.1	819,482,059	69,836,004	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	6, 28.4	(334,734)	286,620	On demand; Noninterest-bearing	Unsecured; Unimpaired
Cash advance obtained	17, 28.4	19,325,804	(19,325,804)	On demand; Noninterest-bearing	Unsecured; Unimpaired
Shareholder:					
Revenue from services	6, 28.1	254,814,248	613,013,120	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	6, 28.4	1,037,914	1,037,914	On demand; Noninterest-bearing	Unsecured; Unimpaired
Related Parties Under Common Ownership:					
Rent income	6, 28.2	10,719,541	29,193,207	Normal credit terms	Unsecured; Unimpaired
Revenue from services	6, 21.1, 28.1	728,155,948	932,421,309	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	6, 28.4	(11,055,137)	3,275,727,109	On demand; Interest-bearing and Noninterest-bearing	Unsecured; Unimpaired
Cash advance obtained	17, 28.4	1,721,017	(1,721,017)	On demand; Noninterest-bearing	Unsecured; Unimpaired
Interest receivable	6, 25.2, 28.4	259,728,269	978,257,203	On demand; Noninterest-bearing	Unsecured; Unimpaired

Related Party Category	Notes	Amount of Transaction	Outstanding Receivable (Payable)	Terms	Conditions
Retirement fund	24.2	(P 14,715)	P 4,677,017	Upon retirement of beneficiaries	Partially funded; Unimpaired
Advances to Officers and Employees	6, 28.3	12,793,296	98,591,371	Upon liquidation, Noninterest-bearing	Unsecured; Unimpaired
Key Management Personnel – Compensation	28.6	302,992,110	-	On demand	Unsecured; Unimpaired

The summary of the Group's transactions with related parties for December 31, 2021 is as follows:

Related Party Category	Notes	Outstanding Amount of Transaction	Receivable (Payable)	Terms	Conditions
Ultimate Parent Company –					
Cash advance granted	6, 28.4	P -	P 3,089,295,108	Interest-bearing	Unsecured; Unimpaired
Interest receivable	6, 25.2, 28.4	220,500,000	726,037,823	On demand; Noninterest-bearing	Unsecured; Unimpaired
Associate:					
Revenue from services	6, 21.1, 28.1	-	1,105,839,908	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	6, 28.4	(26,922)	42,179,046	On demand; Noninterest-bearing	Unsecured; Unimpaired
Cash advance obtained	17, 28.4	-	(20,000,000)	On demand; Noninterest-bearing	Unsecured; Unimpaired
Rent income	6, 28.2	53,571	286,607	Normal credit terms	Unsecured; Unimpaired
Joint Arrangement:					
Revenue from services	6, 21.1, 28.1	356,773,700	80,247,052	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	6, 28.4	(735,000)	621,354	On demand; Noninterest-bearing	Unsecured; Unimpaired
Related Parties Under Common Ownership:					
Rent income	6, 28.2	3,804,016	18,473,666	Normal credit terms	Unsecured; Unimpaired
Revenue from services	6, 21.1, 28.1	378,457,534	1,057,734,512	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	6, 28.4	8,950,004	3,286,782,246	On demand; Interest-bearing and noninterest-bearing	Unsecured; Unimpaired
Interest receivable	6, 25.2, 28.4	220,500,000	726,037,823	On demand; Noninterest-bearing	Unsecured; Unimpaired
Management and consultancy	6, 28.5	103,280,955	103,280,955	Normal credit terms	Unsecured; Unimpaired
Retirement fund	24.2	57,053	4,691,732	Upon retirement of beneficiaries	Partially funded; Unimpaired
Advances to Officers and Employees	6, 28.3	11,316,768	85,798,075	Upon liquidation, Noninterest-bearing	Unsecured; Unimpaired
Key Management Personnel – Compensation	28.6	286,309,661	-	On demand	Unsecured; Unimpaired

28.1 Rendering of Services

In the normal course of business, the Group provides construction services to its associate, a certain previous shareholder, and other related parties. The related revenue from these transactions amounted to P869.1 million, P1,802.5 million and P735.2 million and in 2023, 2022 and 2021, respectively, and is recognized as part of Construction Operation Revenues account in the consolidated statements of income (see Note 21.1). Services rendered to the above related parties are based on normal terms similar to terms that would be available to non-related parties.

The outstanding contract receivables from these transactions, which are generally unsecured and settled through cash within three to six months, and the related retention receivables, which can only be collected after a certain period of time upon acceptance by project owners of the certificate of completion, are as part of Contract and Retention receivables under Trade and Other Receivables account in the consolidated statements of financial position (see Note 6).

Through application of the ECL model based on the lifetime expected credit loss where in the Group used its historical experience, external indicators and forward-looking information to calculate the ECL using the provision matrix, no impairment losses was required to be recognized for the years ended December 31, 2023, 2022 and 2021.

28.2 Rental of Land and Building

The Group is a lessee of certain parcels of land and building owned by related parties under common ownership.

The Parent Company also leases out its office space to its associates and related parties under common ownership. As a result, the Group recognized rent income amounting to P6.0 million, P10.8 million, and P3.8 million in 2023, 2022 and 2021, respectively, from the lease of its office building to several related parties. This is recognized as part of Others – net under Income and Expenses section in the consolidated statements of income (see Note 25.3). The outstanding balances arising from these transactions are presented as part of Other receivables under the Trade and Other Receivables account in the consolidated statements of financial position (see Note 6).

28.3 Advances to Officers and Employees

Advances to officers and employees represent unsecured, noninterest-bearing cash advances for business-related expenditures that are to be liquidated 60 days from the date the cash advances were received. The outstanding receivables from these transactions are presented as part of Trade and Other Receivables (see Note 6).

No impairment losses were recognized in 2023, 2022 and 2021 for these advances.

28.4 Advances to and from Related Parties

The Group has provided unsecured, interest-bearing, and noninterest-bearing cash advances to its associates and certain related parties under common ownership for their working capital requirements. Interest income arising from advances to related parties amounted to P651.6 million, P480.2 million and P441.0 million in 2023, 2022 and 2021, respectively, are presented under Finance income (see Note 25.2). Outstanding interest receivable relating to advances to related parties amounting to P2,424.7 million and P1,936.5 million in 2023 and 2022, are presented as part of Accrued interest receivables under Trade and Other Receivables (see Note 6). In 2023 and 2022, the Parent Company provided bridge financing to its parent and associates for the Group's business expansion and diversification program.

Ultimate Parent Company
In 2022, the Group collected advances to its Ultimate Parent Company amounting to P0.2 million. There was no similar transaction in 2023. The outstanding balance of the Group's advances to its Ultimate Parent Company as of December 31, 2023 and 2022 amounted to P3,089.1 million.

In 2023, the Group obtained advances from its Ultimate Parent Company amounting to P90.2 million. There was no similar transaction in 2022. The outstanding balance of the Group's advances from its Ultimate Parent Company as of December 31, 2023 amounted to P90.2 million.

Associates
In 2023, the Group granted advances to its associates amounting to P0.2 million. In 2022, the Group collected advances from its associates amounting to P33.0 million. The outstanding balance of the Group's advances to its associates as of December 31, 2023 and 2022 amounted to P9.4 million and P9.2 million, respectively.

On the other hand, the Group received advances from its associates amounting to P10.0 million in 2022. There was no similar transaction in 2023. The outstanding balance of advances from associates as of December 31, 2023 and 2022 amounted to P30.0 million.

Joint arrangement
In 2023 and 2022, the Group granted and collected advances to entities under joint arrangement amounting to P0.6 million and P0.2 million, respectively. The outstanding balance of the Group's advances to entities under joint arrangement as of December 31, 2023 and 2022 amounted to P0.9 million and P0.3 million, respectively.

In 2023 and 2022, the Group paid and obtained advances from entities under joint arrangement both amounting to P19.3 million. The outstanding balance of the Group's advances from entities under joint arrangement as of December 31, 2022 amounted to P19.3 million. There is no outstanding balance as of December 31, 2023.

Shareholders
In 2023 and 2022, the Group collected and granted advances to shareholders amounting to P0.1 million and P1.0 million, respectively. The outstanding balance of the Group's advances to shareholders as of December 31, 2023 and 2022 amounted to P0.9 million and P1.0 million, respectively.

Related parties under the common ownership
In 2023 and 2022, the Group granted and collected advances to its related parties under common ownership amounting to P66.2 million and P11.1 million, respectively. The outstanding balance of the Group's advances to its related parties under common ownership as of December 31, 2023 and 2022 amounted to P3,342.0 million and P3,275.7 million, respectively.

In 2023 and 2022, the Group obtained advances from its related parties under common ownership amounting to P22.7 and P1.7 million, respectively. The outstanding balance of the Group's advances from its related parties under common ownership as of December 31, 2023 and 2022 amounted to P24.4 million and P1.7 million, respectively.

The breakdown of the outstanding balances are as follows:

	2023	2022
Advances to related parties (see Note 6):		
Related party under common ownership	**P 3,341,964,252**	P 3,275,727,109
Ultimate parent company	**3,089,095,108**	3,089,095,108
Associates	**9,392,420**	9,179,796
Shareholder	**889,795**	1,037,914
Joint arrangement	**901,012**	286,620
	P 6,442,242,587	P 6,375,326,547
Due to related parties (see Note 17):		
Ultimate parent company	**P 90,233,593**	P -
Associates	**30,000,000**	30,000,000
Related party under common ownership	**24,403,632**	1,721,017
Joint arrangement	**-**	19,325,804
	P 144,637,225	P 51,046,821

Further, upon assessment of recoverability based on the capacity to pay and expected collectability of these advances, no impairment losses were recognized in 2023, 2022 and 2021.

The Group's outstanding receivables from and payables to the same related parties as presented can be potentially offset to the extent of their corresponding outstanding balances (see Note 33.2).

28.5 Others

The Parent Company's retirement plan is in the form of a bank-trustee managed account. The fair value of the retirement plan totalled P4.9 million and P4.7 million as of December 31, 2023 and 2022, respectively. The details of the retirement plan are presented in Note 24.2.

In 2021, the Parent Company provided certain project management and consultancy services to a related party under common ownership amounting to P103.3 million. The amount is outstanding as of December 31, 2021 and is presented as part of other receivables (see Note 6). There were no similar transactions in 2023 and 2022.

28.6 Key Management Compensation

The compensation of key management personnel is broken down as follows:

	2023	2022	2021
Short-term employee benefits	**P 249,645,711**	P 295,782,971	P 276,313,110
Post-employment benefits	**7,937,659**	7,209,139	9,996,551
	P 257,583,370	P 302,992,110	P 286,309,661

29. COMMITMENTS AND CONTINGENCIES

The following are the significant commitments and contingencies involving the Group:

29.1 Lease Commitments - Group as Lessor

The Group is a lessor under operating leases covering rentals from lease of office and commercial spaces presented in the consolidated statements of financial position as Investment Properties. Rental income earned amounted to P252.5 million, P171.0 million and P715.0 million in 2023, 2022 and 2021, respectively, which is recognized under Landport Operations Revenues in the consolidated statements of income (see Note 21.2).

The future minimum lease receivables under the non-cancellable operating leases as of the end of 2023 and 2022 are as follows:

	2023	2022
Within one year	**P 934,323,368**	P 718,240,810
After one year but not more than two years	**464,619,623**	597,558,121
After two years but not more than three years	**156,452,529**	57,612,103
After three years but not more than four years	**107,558,713**	44,495,004
After four years but not more than five years	**63,320,658**	21,796,458
More than five years	**16,921,373**	29,022,155
	P 1,743,196,264	P 1,468,724,651

Variable rent, which pertains to a certain percentage share in the lessees' sales, is included as part of total rent income amounting to P162.5 million, P81.8 million, and P32.5 million in 2023, 2022, and 2021 respectively.

The Group is subject to risks associated with the rights it retains in the properties it leases, such as alterations made by the lessee that may impair the value of the leased properties. To manage the exposure on such risks, the Group exercises strict control over the fit-out process through Construction and Fitout Guidelines and closure of construction punch lists prior to opening. No alterations are allowed to be made without prior approval of the Group. Approvals are accorded based on submission of Architectural, Mechanical, Electrical, Plumbing and Fire Protection Plans and as per guidelines of the regulatory authorities. Moreover, the Group retains its right to inspect the leased properties over the lease term and cite violations on the House rules of the Complex. In case of expiration of lease term or early termination due to the default of the lessee, the Group is entitled to the improvements installed on the leased properties without any obligation to reimburse the lessee for the costs of improvements.

29.2 Build-Operate-Transfer Agreement

On February 25, 2015, MWMTI entered into a BOT agreement with the DOTr to undertake the PITX Project. Upon completion of the project, MWMTI shall operate and maintain the facility, which is divided into landport and commercial areas, within the agreed concession period of 35 years from the date of the completion of the construction, which is equivalent to 18 months.

The development and implementation of the PITX Project is divided into landport and commercial areas and related developments therein for a total lot area of 193.4 hectares (the Project Assets). Specifically, the PITX Project to be undertaken by MWMTI, as the concessionaire, consists of the following:

- The design, engineering and construction of the PITX Terminal, access road and the pedestrian connections between the PITX Terminal and Asia World Station concourse within 18 months from the construction date;
- From its completion until the end of the concession period, the operation and maintenance of the PITX Terminal in accordance with the Concession Agreement;
- The collection and remittance to the Grantor of landport fee from users of the PITX Terminal;
- The financing of the above activities;
- The design, financing, engineering, and construction of commercial assets, carrying out of the commercial business, and collection of any commercial revenue at the concessionaire's option; and,
- Turn-over of the Project Assets to the Grantor at the end of the Concession Period.

Pursuant to the Concession Agreement, MWMTI shall be entitled to collect and receive the concessionaire revenue comprising of AGP, commercial revenue, and any applicable grantor compensation payments. The AGP is collectible from the Grantor at the end of every anniversary year from the construction completion date thereof. For commercial revenue, MWMTI is free to impose and collect commercial charges from the use of commercial areas. On the other hand, the Grantor shall be entitled to the landport fee revenue from the users of the public service and other charges.

At the end of the concession period, MWMTI shall hand-over the PITX Project Assets to the Grantor without cost, free from any liens and encumbrances, including all improvements made to the landport facilities, commercial assets, works in progress and right to receive commercial revenues.

On November 5, 2018, MWMTI opened the landport while the construction of commercial areas and related developments were completed in 2019.

29.3 Credit Lines and Guarantees

29.3.1 Credit Lines

In 2023, CDI entered into a P3,000.0 million facility agreement with a local bank which can be drawn within 2023 to 2029. As of December 31, 2023, there was no drawdown made yet. CDI incurred debt issuance costs amounting to P35.1 million which is presented as Prepaid debt issuance cost under Other Assets in the 2023 consolidated statement of financial position (see Note 12).

The Group has existing credit lines with local banks totalling P22,880.0 million and P21,055.0 million as of December 31, 2023 and 2022.

In 2023 and 2022, the Group has availed additional bank loans amounting P15,962.2 million and P16,541.8 million, respectively (see Notes 18.2 and 34). Unused credit lines as of December 31, 2023 and 2022 amounted to P2,385.9 million and P6,666.0 million, respectively.

29.3.2 Guarantees and Others

On December 26, 2019 the BOD approved the issuance of corporate guaranty in the amount of P4.5 billion in favor of Citicore. Subsequently on March 28, 2020, the BOD of the Parent Company approved the reduction of the amount of corporate guaranty from P4.5 billion to P1.5 billion. The approval is part of the governance initiative of the Parent Company and is deemed a regular corporate transaction to provide assistance, as needed, to new and other businesses to help them mature and produce strong and predictable cash flows to become stable and consistent contributors to the Group. These include forward integration opportunities in real estate development such as affordable housing segment and mid to high-end residential developments as well as in high-growth potential and fast-growing industries to support Group's long-term goal of strengthening its portfolio to provide additional legs for next level of growth.

On March 23, 2015, CMCI, with the Parent Company as guarantor, executed a Receivable Purchase Agreement (RPA) with certain local commercial banks, whereby the CMCI shall offer an outstanding finance lease receivable arising from PPP school infrastructure project within the purchase period on a limited recourse basis such as upon the occurrence of certain repurchase event under the RPA. Pursuant to the continuing obligations of the CMCI under the RPA, CMCI has been in compliance with the RPA during the reporting periods.

In 2015, MWMTI entered into an OLSA with a local universal bank, with the Parent Company as guarantor, for a loan facility amounting to P3,300.0 million to finance the construction of the PITX Project. In 2019, the Parent Company requested the lender to increase the loan facility by P600.0 million making the total principal loan to P3,900.0 million [see Note 18.2(b)].

29.4 Capital Commitments on Use of Proceeds and Joint Operations

29.4.1 Use of Proceeds

The Parent Company has capital commitments to utilize the proceeds from the issuance of its preferred shares amounting to P4,362.6 million for various expansion of its facilities and construction of infrastructure projects as stated in the use of proceeds report. As of December 31, 2023 and 2022, the balance of the unutilized proceeds amounted to P1,427.8 million and P1,555.8 million, respectively.

29.4.2 Joint Operations

As of December 31, 2023, HMDJV has capital commitments to purchase equipment amounting P217.5 million for the construction works of the Malolos-Clark Railway Project which is expected to be fully utilized upon the completion of the project. There are no commitments pertaining to MGCJV and MGCJVI as the related projects are already completed.

29.5 Others

Apart from the foregoing significant commitments, and the Group's construction commitments with various counterparties under the ordinary course of business, there are other commitments and contingent liabilities that arise in the normal course of the Group's operations which are not reflected in the consolidated financial statements. Management is of the opinion that losses, if any, from these commitments and contingencies will not have material effects on the Group's consolidated financial statements, taken as a whole.

There are other pending claims, tax assessment, and other legal actions filed by the Group or against the Group arising from the normal course of business. There are no related provisions recognized in the consolidated financial statements as management believes that the Group has strong legal positions related to such claims. Moreover, management believes that the ultimate liability, if any, with respect to such litigations, claims and disputes will not materially affect the financial position and results of operations of the Group.

30. EARNINGS (LOSS) PER SHARE

Earnings (loss) per share is calculated as Company's profit divided by the outstanding shares of its common stock and computed as follows:

	2023	2022	2021
Continuing Operations:			
Net profit (loss) attributable to shareholders of the Parent Company	**P 283,490,119**	(P 1,871,908,063)	P 478,704,913
Dividends on cumulative preferred shares	**(410,278,870)**	(489,629,428)	(505,629,428)
Net loss available to common shareholders of the Parent Company	**(126,788,751)**	(2,361,537,491)	(26,924,515)
Divided by weighted average number of outstanding common shares	**2,013,409,717**	2,013,409,717	2,013,409,717
Basic and diluted earnings (loss) from continuing operations per share	**(P 0.06)**	(P 1.17)	(P 0.01)
Discontinued Operations:			
Net profit (loss) available to common shareholders of the Parent Company	**P -**	P5,449,613,779	(P 821,690,147)
Divided by weighted average number of outstanding common shares	**-**	2,013,409,717	2,013,409,717
Basic and diluted earnings (loss) from discontinued operations per share	**P -**	P 2.71	(P 0.41)
Basic and diluted earnings (loss) per share	**(P 0.06)**	P 1.54	(P 0.42)

The Group does not have dilutive potential common shares outstanding as of December 31, 2023, 2022 and 2021; hence, diluted earnings (loss) per share is equal to the basic earnings (loss) per share.

31. EVENTS AFTER THE END OF THE REPORTING PERIOD

The Parent Company's BOD approved the declaration of dividends on the following dates which shall be taken out of the unrestricted earnings of the Parent Company as of December 31, 2023.

	1st Quarter	2nd Quarter	Amount per share for each approval date	
Series 4 Preferred shares:			P	1.33
Approval dates	January 5, 2024	March 22, 2024		
Record dates	January 22, 2024	April, 2024		
Payment dates	January 29, 2024	April 29, 2024		
Series 2b Preferred shares:			P	1.44
Approval dates	January 16, 2024	-		
Record dates	February 7, 2024	-		
Payment dates	February 27, 2024	-		
Series 5 Preferred shares:			P	1.98
Approval dates	March 13, 2024	-		
Record dates	April 2, 2024	-		
Payment dates	April 17, 2024	-		

On April 12, 2024, the Parent Company's BOD has authorized the offering of Philippine Peso denominated fixed rate bonds in the amount of up to P5.0 billion Offer Bonds with an aggregate issue size of up to P5.0 billion consisting of the Base Offer of up to P4.0 billion and the Oversubscription Option of up to P1.0 billion in up to three series, at the discretion of the Parent Company, namely: (i) 3-year Series C Bonds due 2027; (ii) 5-year Series D Bonds due 2029; and (iii) 7-year Series E Bonds due 2031, under such terms and conditions as may be approved by the Parent Company's BOD and subject to the registration requirements of the SEC and the listing requirements of the Philippine Dealing and Exchange Corp.

32. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group is exposed to a variety of financial risks in relation to its financial instruments. The Group's financial assets and financial liabilities by category are summarized in Note 33. The main types of risk are market risk, credit risk and liquidity risk.

The Group's risk management is coordinated with the Group's Parent Company, in close cooperation with the BOD, and focuses on actively securing the Group's short-to-medium term cash flows by minimizing the exposure to financial markets. The Group does not actively engage in the trading of financial assets for speculative purposes, nor does it write options. The relevant financial risks to which the Group is exposed to are described below and in the succeeding pages.

32.1 Market Risk

The Group is exposed to market risk through its use of financial instruments and specifically to foreign currency risk, interest rate risk and certain other price risk which result from its operating, investing, and financing activities.

(a) Foreign Currency Risk

Most of the Group's transactions are carried out in Philippine pesos, its functional currency. The Group also holds US dollar denominated cash in banks. The Group does not have any financial liabilities denominated in foreign currency.

Foreign currency denominated cash in banks, translated into Philippine pesos at the closing rate amounted to P213.9 million and P1,560.7 million as of December 31, 2023 and 2022, respectively.

If the Philippine peso had strengthened by 16.06% and 15.94% in 2023 and 2022, respectively, against the US dollar, with all other variables held constant, profit before tax in 2023 and loss before tax in 2022 would have decreased by P34.4 million and increased by P246.0 million, respectively. If the Philippine peso had weakened by the same percentages against the US dollar, then the impact on profit before tax in 2023 and 2022 would have increased and decreased by the same amounts, respectively. These percentages have been determined based on the average market volatility in exchange rates, using standard deviation, in the previous 12 months, estimated at 99% level of confidence. The sensitivity analysis is based on the Group's foreign currency financial instruments held as at December 31, 2023 and 2022, with effect estimated from the beginning of the year.

Exposures to foreign exchange rates vary during the period depending on the volume of foreign currency transactions. Nonetheless, the analysis above is considered to be representative of the Group's currency risk.

(b) *Interest Rate Risk*

The Group's policy is to minimize interest rate cash flow risk exposures on long-term financing.

As at December 31, 2023 and 2022, the Group is exposed to changes in market rates through its cash in banks and short-term placements, amounting to P4,878.9 million and P15,758.2 million, respectively (see Note 5). All other financial assets and financial liabilities have fixed rates or are noninterest bearing.

The sensitivity of the profit (loss) before tax is analyzed based on a reasonably possible change in interest rates of +/-232.1, +/-369.2 and +/-156.0 basis points in 2023, 2022 and 2021, respectively, based on observation of current market conditions with effect from the beginning of the year. The changes in interest rates have been determined based on the average market volatility in interest rates for each period using standard deviation and the financial instruments held at the end of each reporting period that are sensitive to changes in interest rates.

All other variables held constant, if the interest rates increased by 232.1 basis points, 369.2 basis points and 156.0 basis points in 2023, 2022 and 2021, respectively, profit before tax in 2023 and 2022 and loss before tax in 2021 would have increased by P818.3 million, P486.7 million and P20.9 million, respectively. Conversely, if the interest rates decreased by the same basis points, profit before tax in 2023 and 2022 would have been higher by the same amounts, while the loss before tax in 2021 would also have been lower by the same amount.

32.2 Credit Risk

Credit risk is the risk that a counterparty may fail to discharge an obligation to the Group. The Group is exposed to this risk for various financial instruments, such as the granting of loans and receivables to customers and related parties and placing deposits with local banks.

The Group continuously monitors defaults of customers and other counterparties, identified either individually or by group, and incorporate this information into its credit risk controls. The Group's policy is to deal only with creditworthy counterparties.

The maximum credit risk exposure of financial assets and contract assets is the carrying amount of the related assets as shown in the consolidated statements of financial position or in the detailed analysis provided in the notes to the consolidated financial statements, as summarized below.

	Notes	**2023**	2022
Cash and cash equivalents	5	**P 4,878,885,375**	P 15,758,197,239
Trade and other receivables – net	6	**19,057,405,746**	18,262,408,240
Contract assets	9	**5,640,188,614**	5,106,307,785
Refundable security and bond deposits	12	**179,724,175**	216,790,017
		P 29,756,203,910	P 39,343,703,281

None of the Group's financial assets are secured by collateral or other credit enhancements, except for cash and cash equivalents, as described below and in the succeeding pages.

(a) Cash and Cash Equivalents

The credit risk for cash and cash equivalents is considered negligible since the counterparties are reputable banks with high quality external credit ratings. Included in the cash and cash equivalents are cash in banks and short-term placements which are insured by the Philippine Deposit Insurance Corporation up to a maximum coverage of P0.5 million for every depositor per banking institution.

(b) Trade and Other Receivables and Contract Assets

The Group applies the PFRS 9 simplified approach in measuring ECL which uses a lifetime expected loss allowance for all trade receivables and other receivables and contract assets.

To measure the ECL, trade and other receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due (age buckets). The Group also concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the other receivables as it shares the same credit risk characteristics.

The expected loss rates are based on the payment and aging profiles over a period of 36 months before December 31, 2023 or 2022 respectively, and the corresponding historical credit losses experienced within such period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified the interest rate in the Philippines to be the most relevant factor, and accordingly adjusts the historical loss rates based on expected changes in this factor. The additional ECL in 2023 and 2022 is presented as part of Impairment loss under General and Administrative Expenses (see Note 23).

The Group identifies a default when the receivables become credit impaired or when the customer has not been able to settle the receivables when due, depending on the terms with customers or after completion and acceptance of the stage of completion as represented by the billings. In making the assessment, the Group considers the net position of the customer after advances and deposits received from the customer, reason for non-payment (i.e. dispute related to quality of work completed has been raised by the customer) and the credit standing of the customer. In addition, the Group considers qualitative assessment in determining default such as in instances where the customer is unlikely to pay its obligations and is deemed to be in significant financial difficulty. When customer is unlikely to pay a past due account in the next year due to financial difficulty, an ECL is recognized in the books.

The Group has determined that the credit standing and liquidity of the significant portion of its receivables and customers from the construction segment are not affected severely by COVID-19 as these customers have reputable cash management strategies.

On that basis, the loss allowance as at December 31, 2023 and 2022 was determined based on months past due, as follows, for both trade and other receivables:

	Not more than 3 months	More than 3 mos. but not more than 6 mos.	More than 6 mos. but not more than 1 year	More than 1 year	Total
December 31, 2023:					
Expected credit loss rate	-	-	-	*18.91%*	
Contract receivables	P 4,016,814,301	P 27,277,620	P 197,808,828	P 618,791,178	P4,860,691,927
Lease receivables	345,729,767	58,265,555	85,545,831	767,273,553	1,256,814,706
	4,362,544,068	85,543,175	283,354,659	1,386,064,731	6,117,506,633
Loss allowance	**P -**	**P -**	**P -**	**P 262,111,638**	**P 262,111,638**
December 31, 2022:					
Expected credit loss rate	-	-	-	*22.47%*	
Contract receivables	P 4,092,166,912	P 124,746,943	P 180,932,226	P 628,540,736	P5,026,386,817
Lease receivables	568,078,686	98,066,282	274,013,536	380,960,512	1,321,119,016
	4,660,245,598	222,813,225	454,945,762	1,009,501,248	6,347,505,833
Loss allowance	P -	P -	P -	P 226,842,662	P 226,842,662

The Group recognized an allowance for ECL amounting to P1,087.4 million representing unbilled costs incurred by the Group and assessed to be not recoverable. In 2022, the Group wrote-off certain contract assets amounting to P908.4 million (see Note 9). No impairment losses on contract assets have been recognized in 2023 and 2021.

The real estate sales receivables account pertaining to PH1 is secured to the extent of the fair value of the residential condominium units sold (i.e., based on current prices less estimated cost to sell) since the title to the real estate properties remains with the Group until the real estate sales receivables are fully collected. In 2023, estimated fair value of collaterals held against the real estate sales receivables of PH1 exceeded the gross maximum exposure amounting to P538.3 million; hence, the related credit risk exposure is deemed immaterial, and the expected loss given default on real estate sales receivables is nil.

The Group's rental receivables are secured to the extent of advance rentals and security deposits received from lessees. Furthermore, in case of delay in collection of rentals from lessees, the Group imposes penalties pursuant to its standard lease agreements.

ECL for advances to and receivable from related parties are measured and recognized using the liquidity approach. Management determines possible impairment based on the counterparties' ability to repay the receivables upon demand at the reporting date taking into consideration the historical defaults from the counterparties. The Group does not consider any significant risks in the advances to and receivable from related parties since the related parties have enough capacity to pay the advances and receivables upon demand.

(c) *Refundable Security and Bond Deposits*

The Group is not exposed to any significant credit risk exposures to its lessors as lease agreements were executed with reputable entities. The Group can negotiate, before the end of the lease term, to apply deposit to rentals due.

32.3 Liquidity Risk

The Group manages its liquidity needs by carefully monitoring cash outflows due in day-to-day business.

Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis, as well as on the basis of a rolling 30-day projection. Long-term liquidity needs for six-month and one-year periods are identified monthly.

The Group maintains cash to meet its liquidity requirements for up to 60-day periods. Excess cash is invested in time deposits or short-term placements. Funding for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities and the ability to sell long-term financial assets.

	Current		Non-current
	Within 6 Months	**6 to 12 Months**	**1 to 5 Years**
December 31, 2023:			
Interest-bearing loans and borrowings	P 17,082,878,391	P4,167,091,185	P10,839,396,032
Trade and other payables	4,283,598,004	-	-
Security deposits*	-	-	260,963,874
	P 21,366,476,395	**P4,167,091,185**	**P 11,100,359,906**
December 31, 2022:			
Interest-bearing loans and borrowings	P 13,599,699,523	P1,887,695,437	P15,147,467,405
Trade and other payables	5,332,737,951	-	-
Security deposits*	-	-	186,164,653
	P 18,932,437,474	P 1,887,695,437	P15,333,632,058

**Under Other Non-Current Liabilities only, current portion of security deposits is included as part of Trade and Other Payables*

The above contractual maturities reflect the gross cash flows, which may differ from the carrying values of the financial liabilities at the end of reporting periods.

33. CATEGORIES, OFFSETTING AND FAIR VALUES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

The carrying amounts and fair values of the categories of financial assets and financial liabilities presented in the consolidated statements of financial position are shown below.

	Notes	2023 Carrying Values	2023 Fair Values	2022 Carrying Values	2022 Fair Values
Financial Assets					
At amortized cost:					
Cash and cash equivalents	5	**P 4,878,885,375**	**P 4,878,885,375**	P 15,758,197,239	P 15,758,197,239
Trade and other receivables – net	6	**19,057,405,746**	**19,057,405,746**	18,262,408,240	18,262,408,240
Refundable security and bond deposits	12	**179,724,175**	**179,724,175**	216,790,017	216,790,017
		24,116,015,296	**24,116,015,296**	34,237,395,496	34,237,395,496
Financial assets at FVOCI:					
Club shares		**1,044,472**	**1,044,472**	1,044,472	1,044,472
Investment in SSPI		**2,500,000**	**2,500,000**	2,500,000	2,500,000
		3,544,472	**3,544,472**	3,544,472	3,544,472
		P 24,119,559,768	**P 24,119,559,768**	P 34,240,939,968	P 34,240,939,968
Financial Liabilities					
At amortized cost:					
Interest-bearing loans and borrowings	18	**P 30,602,003,563**	**P 27,735,555,609**	P 27,779,021,506	P 24,797,804,953
Trade and other payables	17	**4,283,598,004**	**4,283,598,004**	5,332,737,951	5,332,737,951
Security deposits*	20	**260,963,874**	**260,963,874**	186,164,653	186,164,653
		P 35,146,565,441	**P 32,280,117,487**	P 33,297,924,110	P 30,316,707,557

**Under Other Non-Current Liabilities only, current portion of security deposits is included as part of Trade and Other Payables*

A description of the Group's risk management objectives and policies for financial instruments is provided in Note 32.

33.1 Offsetting of Financial Assets and Financial Liabilities

Currently, all other financial assets and financial liabilities are settled on a gross basis and no offsetting of financial instruments has been made in 2023 and 2022. However, each party to the financial instrument (particularly related parties) will have the option to settle amounts on a net basis in the event of default of the other party through approval by both parties' BOD and stockholders. As such, the Group's outstanding receivables from and payables to the same related parties as presented in Note 28 can be potentially offset to the extent of their corresponding outstanding balances.

33.2 Fair Value Hierarchy

In accordance with PFRS 13, *Fair Value Measurement*, the fair value of financial assets and financial liabilities and non-financial assets which are measured at fair value on a recurring or non-recurring basis and those assets and liabilities not measured at fair value but for which fair value is disclosed in accordance with other relevant PFRS, are categorized into three levels based on the significance of inputs used to measure the fair value. The fair value hierarchy has the following levels:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that an entity can access at the measurement date;

- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and,

- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level within which the asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

For purposes of determining the market value at Level 1, a market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

For investments which do not have quoted market price, the fair value is determined by using generally acceptable pricing models and valuation techniques or by reference to the current market value of another instrument which is substantially the same after taking into account the related credit risk of counterparties, or is calculated based on the expected cash flows of the underlying net asset base of the instrument.

When the Group uses valuation technique, it maximizes the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to determine the fair value of an instrument are observable, the instrument is included in Level 2. Otherwise, it is included in Level 3.

33.3 Financial Instruments Measured at Fair Value

Since the fair value of the Group's financial assets through FVOCI approximates the cost amounting to P3.5 million both as of December 31, 2023 and 2022, respectively, the fair value change is deemed immaterial. The Parent Company's financial assets through FVOCI are under Level 2 and 3 of the fair value hierarchy.

As of December 31, 2023, and 2022, instrument included in Level 2 comprise equity securities classified as financial assets at FVOCI. These securities were valued based on their fair market values by reference on published share prices of golf club shares and as at December 31, 2023 and 2022, respectively. These are included in Level 2 as their prices are not derived from market considered as active due to lack of trading activities among market participants at the end or close to the end of the reporting period.

The Group has equity interest of 1% in SSPI as of December 31, 2023 and 2022. These securities were valued based on entity specific estimate, thus included in Level 3.

The Group has no financial liabilities measured at fair value as of December 31, 2023 and 2022.

There were neither transfers between Levels 1 and 2 nor changes in Level 3 instruments in both years.

33.4 Financial Instruments Measured at Amortized Cost

The table below summarizes the fair value hierarchy of the Group's financial assets and financial liabilities which are not measured at fair value in the consolidated statements of financial position but for which fair value is disclosed.

	Level 1	Level 2	Level 3	Total
2023:				
Financial assets:				
Cash and cash equivalents	P 4,878,885,375	P -	P -	P 4,878,885,375
Trade and other receivables - net	-	-	19,057,405,746	19,057,405,746
Refundable security and bond deposits	-	-	179,724,175	179,724,175
	P 4,878,885,375	**P -**	**P 19,237,129,921**	**P 24,116,015,296**
Financial liabilities:				
Interest-bearing loans and borrowings	P -	P -	P 27,735,555,609	P 27,735,555,609
Trade and other payables	-	-	4,283,598,004	4,283,598,004
Security deposits	-	-	260,963,874	260,964,874
	P -	**P -**	**P 32,280,117,487**	**P 32,280,117,487**
2022:				
Financial assets:				
Cash and cash equivalents	P 15,758,197,239	P -	P -	P 15,758,197,239
Trade and other receivables - net	-	-	18,262,408,240	18,262,408,240
Refundable security and bond deposits	-	-	216,790,017	216,790,017
	P 15,758,197,239	P -	P 18,479,198,257	P 34,237,395,496
Financial liabilities:				
Interest-bearing loans and borrowings	P -	P -	P 24,797,804,953	P 24,797,804,953
Trade and other payables	-	-	5,332,737,951	5,332,737,951
Security deposits	-	-	186,164,653	186,164,653
	P -	P -	P 30,316,707,557	P 30,316,707,557

33.5 Fair Value Measurement for Investment Property Carried at Cost

The table below shows the fair value of the Group's investment property measured at cost but for which fair value is disclosed and determined under the Level 3 fair value hierarchy.

	Note	**2023**	2022
Building for lease	15	**P 3,985,165,000**	P 3,581,201,711
Land	15	**1,915,926,447**	1,915,926,447
		P 5,901,091,447	P 5,497,128,158

The fair value of certain parcels of land are determined on the basis of the appraisals performed by an independent appraiser with appropriate qualifications and recent experience in the valuation of similar properties in the relevant locations. To some extent, the valuation process was conducted by the appraiser in discussion with the Group's management with respect to the determination of the inputs such as the size, age, and condition of the land and buildings, and the comparable prices in the corresponding property location. On the other hand, the fair value of other parcels of land was derived using the market comparable approach that reflects the recent transaction prices for similar properties in nearby locations. Both valuation process was applied as sale comparable method.

In estimating the fair value of investment property, management takes into account the market participant's ability to generate economic benefits by using the assets in their highest and best use. Based on management assessment, the best use of the Group's non-financial assets indicated above is their current use. In 2023 and 2022, the Level 3 fair value of commercial area under investment properties was determined using the income approach which utilized discounted cash flow method to convert future cash flows to be generated by the non-financial assets in reference to the value of expected income, net of cost of services, other operating expenses and income taxes.

The significant unobservable inputs used in the valuation of the property were future annual free cash flows ranging from P520.0 million to P2,400.0 million for average period of 29 years. The discount rates applied in determining the present value of future annual free cash flows is 12%. The management has determined that a reasonably possible change in the unobservable inputs to a different amounts or rates would not cause the fair values of the non-financial assets to be increase or decrease significantly.

There has been no other change to the valuation techniques used by the Group for its non-financial assets. Also, there were no transfers into or out of Level 3 fair value hierarchy in 2023 and 2022.

34. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Presented below is the reconciliation of the Group's liabilities arising from financing activities, which includes both cash and non-cash changes.

	Bank Loans (Note 18)	Notes Payable (Note 18)	Lease Liabilities (Note 16)	Bonds Payable (Note 18)	Exchangeable Notes (Note 10)	Total
Balance as of January 1, 2023	P18,112,968,586	P 5,444,000,000	P 281,819,227	P 3,940,233,693	P 7,763,200,000	P 35,542,221,506
Cash flows from financing activities:						
Additional borrowings	15,962,201,900	-	-	-	-	15,962,201,900
Repayment of borrowings	(13,484,686,134)	(56,000,000)	(107,716,696)	-	-	(13,648,402,830)
Non-cash financing activities:						
Effect of consolidation of a subsidiaries	500,062,702	-	8,412,681	-	-	508,475,383
Pre-termination	-	-	(36,735,903)	-	-	(36,735,903)
Additional lease liabilities	-	-	23,807,414	-	-	23,807,414
Amortization of deferred charges	-	-	-	13,636,093	-	13,636,093
Balance as of December 31, 2023	**P21,090,547,054**	**P 5,388,000,000**	**P 169,586,723**	**P 3,953,869,786**	**P 7,763,200,000**	**P 38,365,203,563**
Balance as of January 1, 2022	P43,466,007,561	P 5,569,791,232	P 465,697,699	P -	P -	P 49,501,496,492
Cash flows from financing activities:						
Additional borrowings	16,541,804,650	-	-	3,940,233,693	7,763,200,000	28,245,238,343
Repayment of borrowings	(16,190,177,018)	(125,791,232)	(296,845,377)	-	-	(16,612,813,627)
Non-cash financing activities:						
Effect of deconsolidation	(25,704,666,607)	-	-	-	-	(25,704,666,607)
Additional lease liabilities	-	-	112,966,905	-	-	112,966,905
Balance as of December 31, 2022	P18,112,968,586	P 5,444,000,000	P 281,819,227	P 3,940,233,693	P 7,763,200,000	P 35,542,221,506
Balance as of January 1, 2021	P39,796,906,098	P 5,590,791,232	P 532,667,977	P -	P -	P 45,920,365,307
Cash flows from financing activities:						
Additional borrowings	4,291,987,360	-	-	-	-	4,291,987,360
Repayment of borrowings	(2,018,602,072)	(21,000,000)	(254,545,430)	-	-	(2,294,147,502)
Non-cash financing activities:						
Effect of modification	1,118,939,962	-	-	-	-	1,118,939,962
Unrealized forex on dollar valuation	241,381,113	-	-	-	-	241,381,113
Amortization of debt issuance costs	35,395,100	-	-	-	-	35,395,100
Additional lease liabilities	-	-	187,575,152	-	-	187,575,152
Balance as of December 31, 2021	P43,466,007,561	P 5,569,791,232	P 465,697,699	P -	P -	P 49,501,496,492

35. 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 services commensurate with the level of risk.

The Group monitors capital on the basis of the carrying amount of equity as presented on the consolidated statements of financial position.

The Group sets the amount of capital in proportion to its overall financing structure, equity and liabilities. The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, issue new shares, re-issuance of treasury shares or sell assets to reduce debt.

	Note	**2023**	2022
Interest-bearing loans and borrowings *(excluding lease liabilities)*	18	**P 30,432,416,841**	P 27,497,202,279
Total equity		**16,932,773,747**	19,666,880,588
		1.80: 1.00	1.40: 1.00

P&A
Grant Thornton

Report of Independent Auditors to Accompany Supplementary Information Required by the Securities and Exchange Commission Filed Separately from the Basic Consolidated Financial Statements

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 2288

The Board of Directors and Stockholders
Megawide Construction Corporation and Subsidiaries
(A Subsidiary of Citicore Holdings Investment, Inc.)
20 N. Domingo Street
Brgy. Valencia
Quezon City

We have audited, in accordance with Philippine Standards on Auditing, the consolidated financial statements of Megawide Construction Corporation and Subsidiaries (the Group) for the year ended December 31, 2023, on which we have rendered our report dated April 12, 2024. Our audit was made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The applicable supplementary information (see List of Supplementary Information) is presented for purposes of additional analysis in compliance with the requirements of the Revised Securities Regulation Code Rule 68 of the Philippine Securities and Exchange Commission, and is not a required part of the basic consolidated financial statements prepared in accordance with Philippine Financial Reporting Standards. Such supplementary information is the responsibility of management. The supplementary information has been subjected to the auditing procedures applied in the audit of the basic consolidated financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic consolidated financial statements taken as a whole.

PUNONGBAYAN & ARAULLO

By: John Endel S. Mata
Partner

CPA Reg. No. 0121347
TIN 257-622-627
PTR No. 10076144, January 3, 2024, Makati City
SEC Group A Accreditation
Partner - No. 121347-SEC (until financial period 2023)
Firm - No. 0002 (until financial period 2024)
BIR AN 08-002551-040-2023 (until Jan. 24, 2026)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Aug. 27, 2024)

April 12, 2024

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
LIST OF SUPPLEMENTARY INFORMATION
December 31, 2023

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
Schedule A
Financial Assets - Fair Value Through Profit or Loss, Fair Value Through Other Comprehensive Income and Amortized Cost
December 31, 2023

Name of Issuing Entity and Association of Each Issue	Number of Shares or Principal Amount of Bonds or Notes	Amount Shown in the Statement of Financial Position as of Reporting Period	Valued Based on Market Quotation at End of Reporting Period	Income Received and Accrued (iii)
Fair Value through Other Comprehensive Income (FVTOCI)				
Investment in Club shares - The City Club, Alphaland Makati Place	P -	P 1,044,472	P 1,044,472	P -
Investment in Silay Solar Power, Inc.	-	2,500,000	2,500,000	-
TOTAL	**P -**	**P 3,544,472**	**P 3,544,472**	**P -**
Financial Assets at Amortized Costs				
Cash and cash equivalents	P -	P 4,878,885,375	P 4,878,885,375	P 358,163,099
Trade and other receivables - net	-	19,057,405,746	19,057,405,746	651,600,367
deposits	-	179,724,175	179,724,175	-
Investment in trust fund	-	-	-	-
TOTAL	**P -**	**P 24,116,015,296**	**P 24,116,015,296**	**P 1,009,763,466**

Supplementary Information on FVTOCI –

This investment represents equity instrument wherein the Group neither exercises control or significant influence as discussed in the notes to the consolidated financial statements.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
Schedule B
Amounts Receivable from Directors, Officers, Employees,
Related Parties and Principal Stockholders (Other than Related Parties)
December 31, 2023

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
AILEEN DEL ROSARIO	P 35,000	P 3,000	(P 35,000)	P -	P 3,000	P -	P 3,000
ALBERT SAAVEDRA	172,997	485,294	(67,200)	-	591,091	-	591,091
ALLAN M. VELASCO	62,350	111,500	(62,350)	-	111,500	-	111,500
ANNA KARENINA SALGADO	6,868	-	-	-	6,868	-	6,868
BERNADETTE LAURENTE	61,719	-	-	-	61,719	-	61,719
CARL KENNETH C. CASTILLO	58,221	(9,324)	(14,720)	-	34,178	-	34,178
CHESTER NEIL R. CARBONELL	294,134	-	-	-	294,134	-	294,134
CHITO BILOG	6,500	-	-	-	6,500	-	6,500
CRISTELLE MAE AMORIN	73,000	58,945	-	-	131,945	-	131,945
DARYL JOHN LOPEZ	43,600	-	-	-	43,600	-	43,600
DEBBIE MAY PURIFICACION	135,276	-	(29,500)	-	105,776	-	105,776
DEWEY S. OLAYA	775,325	26,500	(30,000)	-	771,825	-	771,825
DONABELLE SISON	42,600	4,600	(37,200)	-	10,000	-	10,000
DONNA MAY VILLENA	33,500	-	-	-	33,500	-	33,500
ELEAZAR SANCHEZ	19,840	2,185,124	(748,000)	-	1,456,964	-	1,456,964
EMILIA CORAZON DE HITTA	299,640	-	(222,000)	-	77,640	-	77,640
ENRIQUE VALENZUELA JR.	27,911	19,972	(14,400)	-	33,483	-	33,483
ERICANDO GALANG	336,768	-	(70,300)	-	266,468	-	266,468
EXEQUIEL A ISMAEL	763,820	372,535	(1,036,905)	-	99,450	-	99,450
FEBELYN JOY MANAHAN	295,900	489,924	(84,000)	-	701,824	-	701,824
FREDERICK TAN	197,153	-	-	-	197,153	-	197,153
GILBERT TUGADE	144,000	-	-	-	144,000	-	144,000
GRANT LEE FELLOWES	1,307,240	-	(635,387)	-	671,853	-	671,853
HANNAH NICOLE Q. BAUTISTA	196,810	68,262	(22,540)	-	242,532	-	242,532
HAZELLE SILVERIO	33,996	28,200	(43,060)	-	19,136	-	19,136
JANE MARIE VELADO	18,600	-	-	-	18,600	-	18,600
JANELLE C. MONJARDIN	114,227	9,000	-	-	123,227	-	123,227
JAY ONG	180,900	8,500	(146,401)	-	42,999	-	42,999
JEFFREY MIRANDILLA	187,800	-	-	-	187,800	-	187,800
JENEFER G. ALBA	1,264,000	17,725	(639,000)	-	642,725	-	642,725
JERICHA JAN PRIETO	38,531	-	-	-	38,531	-	38,531
JESUS ARIMBUYUTAN	626,095	261,990	(160,585)	-	727,500	-	727,500
JIEZL FLORALDE	83,220	-	(57,785)	-	25,435	-	25,435
JOANA MANGAHAS	54,572	-	-	-	54,572	-	54,572
JOEMAR SALINAS	14,510	69,270	-	-	83,780	-	83,780
JOHN ARMAN SERENUELA	777,000	-	-	-	777,000	-	777,000
JOSE CARLO CHAVEZ	679,104	30,355	(165,600)	-	543,859	-	543,859
JOWELYN ROSARIO	76,130	-	-	-	76,130	-	76,130
LAMBERTO BANSIL III	150,220	-	(150,220)	-	-	-	-
LUIS RAYMOND ILAGAN	102,536	1,437,922	(112,000)	-	1,428,458	-	1,428,458
MA. ABIGAEL JANE LIBRANDO	248,000	55,000	-	-	303,000	-	303,000
MA. GLORIA JENNIFER ONTE	315,024	219,358	(149,654)	-	384,728	-	384,728
MANUEL CRUZ	70,400	-	-	-	70,400	-	70,400
MARIO LOPE PAR	1,030,959	861,831	(363,384)	-	1,529,406	-	1,529,406
MARVIN GLORIA	201,414	-	-	-	201,414	-	201,414
NELSON LEGARDE	32,785	-	-	-	32,785	-	32,785
NELSON M. CASADO	43,980	-	-	-	43,980	-	43,980
NIDA H. GREFALDO	39,275	67,000	-	-	106,275	-	106,275
NOEL M. BERANA	18,501	-	(12,600)	-	5,901	-	5,901
OLIVER BERMEJO	7,500	-	-	-	7,500	-	7,500
PAMELA PEREZ	5,975	3,500		-	9,475	-	9,475
RACQUEL H. VERZOSA	33,000	-	-	-	33,000	-	33,000
REGOR TITO	-	-	-	-	-	-	-
RIZA MEJIA	31,500	-	-	-	31,500	-	31,500
ROGELIO TUBIG JR.	404,939	(260,727)		-	144,212	-	144,212
RONALD ASUNCION	1,848,806	-	(1,848,806)	-	-	-	-
SARAH ROSE O. TRAJADA	14,850	-	-	-	14,850	-	14,850
SHARE TREATS INNOVATION CORPOR	224,611	-	-	-	224,611	-	224,611
TRISHA MAY S. MANALO	43,500	15,900	-	-	59,400	-	59,400
VALERIE AYRA RAMOS	30,000	-	-	-	30,000	-	30,000
YVONNE M. RUAYA	24,000	30,872	(14,046)	-	40,826	-	40,826
ZYRA FACTURAN	103,000	54,400	-	-	157,400	-	157,400
A3E TRADING	276,250	-	-	-	276,250	-	276,250
ABNER CATACUTAN	10,343	10,750	(21,030)	-	63	-	63
ABONDIO MAGCUHA JR.	1,650	-	-	-	1,650	-	1,650
Balance forwarded	P 14,851,872	P 6,737,177	(P 6,993,672)	P -	P 14,595,377	P -	P 14,595,377

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 14,851,872	P 6,737,177	(P 6,993,672)	P -	P 14,595,377	P -	P 14,595,377
ACE B. VISENTADO	1,475	18,000	(18,321)	-	1,154	-	1,154
ACHAS, VICENTE JESSIE E	-	16,446	-	-	16,446	-	16,446
ACHAS, VICENTE JESSIE E.	4,839	-	(3,629)	-	1,210	-	1,210
ACUT, WILFRED	-	-	-	-	-	-	-
ADDISON D. CASTA	29,700	-	-	-	29,700	-	29,700
ADLIH EMPAL	11,400	-	-	-	11,400	-	11,400
ADONIE NILE NASTOR	-	160,655	-	-	160,655	-	160,655
ADONIS GONZALES	8,365	59,000	(58,944)	-	8,421	-	8,421
ADRIAN ANDAYA	91,800	-	-	-	91,800	-	91,800
ADRIAN B. LLANO	1,650	-	-	-	1,650	-	1,650
AGA VELASCO	55,000	427,900	(28,830)	-	454,070	-	454,070
AGUILUS, ARIEL	716	443	-	-	1,159	-	1,159
AILEEN CATES OLICIA	12,000	-	-	-	12,000	-	12,000
Aileen P. Del Rosario	7,680	-	-	-	7,680	-	7,680
AILEEN ROSALES	1,800	-	-	-	1,800	-	1,800
AILEN HONEY ABITONG	8,400	-	-	-	8,400	-	8,400
AILENE W. ROSALES	7,140	-	-	-	7,140	-	7,140
AISA MARIA TRICCIA E. ESTACIO	1,151	131,000	(131,463)	-	689	-	689
AISA MARIA TRICCIA ESTACIO	(521)	521	-	-	-	-	-
AL I. FLORES	1,650	-	-	-	1,650	-	1,650
AL JAY A. PARAGOSO	3,498	-	-	-	3,498	-	3,498
ALARCON, IZER JOHN	52	-	-	-	52	-	52
ALARCON, TERISSE JANE M	-	10,964	(10,964)	-	-	-	-
ALBERN GALLO	(215)	215	-	-	-	-	-
ALBERT A. MARTEL	-	2,280	(2,280)	-	-	-	-
ALBERT BACULI	-	18,000	-	-	18,000	-	18,000
ALBERT ESTRABELA	28,650	-	-	-	28,650	-	28,650
ALBERT MARTEL	5,961	877	(6,838)	-	-	-	-
ALBERTO LORIO	1,650	-	-	-	1,650	-	1,650
ALCRIE OPEÑA	-	-	-	-	-	-	-
ALDEN R. SANTANA	-	8,973	-	-	8,973	-	8,973
ALDRIN ESMANE	(272)	272	-	-	-	-	-
ALDRIN KIM PADILLA	7,175	-	-	-	7,175	-	7,175
ALDRIN LOMIBAO	7,385	-	-	-	7,385	-	7,385
ALDRIN M. ESMANE	8,400	-	-	-	8,400	-	8,400
ALDWIN B. DAIRO	3,850	-	-	-	3,850	-	3,850
ALEGADO, RENATO	2,340	-	-	-	2,340	-	2,340
ALEJANDRO R. GAYTANO	1,650	-	-	-	1,650	-	1,650
ALEJANDRO, MA. ROCHELLE	34	-	-	-	34	-	34
ALETH NOLAN C. VAPOR	13,050	-	-	-	13,050	-	13,050
ALEX SAGAYLE	4,725	-	-	-	4,725	-	4,725
ALEXANDER E. LEONOR	960	-	-	-	960	-	960
ALEXANDER PAUL DORO	7,735	-	-	-	7,735	-	7,735
ALEXIS LUSANTA	(150)	150	-	-	-	-	-
ALFE E. SUAZO	57,600	-	-	-	57,600	-	57,600
ALFRED SALINAS	5,450	-	-	-	5,450	-	5,450
ALFREDO DE LEON JR.	12,480	-	(692)	-	11,788	-	11,788
ALIJANDRO FRANCISCO JR.	10,050	-	-	-	10,050	-	10,050
ALLAN ABISO	9,950	-	-	-	9,950	-	9,950
ALLAN B. JAMOSO	-	-	-	-	-	-	-
ALLAN LLOYD J. UNGOS	-	-	-	-	-	-	-
ALLAN NICKO C. DEGUINIO	11,788	-	-	-	11,788	-	11,788
ALLAN P. MAMANAO	1,650	-	-	-	1,650	-	1,650
ALLAN RANDA	-	-	-	-	-	-	-
ALLAN ROSARIO	(193)	193	-	-	-	-	-
ALLAREY COLLADO	(475)	475	-	-	-	-	-
ALMA P. GARCIA	128,459	-	-	-	128,459	-	128,459
ALMA, RUEL	-	-	-	-	-	-	-
ALMASIN, JOVEN G	-	10,964	(10,964)	-	-	-	-
ALMASIN, JOVEN G.	3,226	-	(3,226)	-	0	-	0
ALVA MONICA A. ESTIPONA	-	20,000	(14,500)	-	5,500	-	5,500
ALVIN R. NICANOR	3,300	-	-	-	3,300	-	3,300
ALWIN G. CALZADO	1,650	-	(455)	-	1,195	-	1,195
Alyssa Agustina F. Lazol	32,000	-	-	-	32,000	-	32,000
ALYSSA GERVACIO	(230)	230	-	-	-	-	-
ALYSSA SIONGCO	(230)	230	-	-	-	-	-
AMADO, ARNULFO	1,763	-	-	-	1,763	-	1,763
Balance forwarded	P 15,470,832	P 7,624,965	(P 7,284,778)	P -	P 15,811,020	P -	P 15,811,020

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 15,470,832	P 7,624,965	(P 7,284,778)	P -	P 15,811,020	P -	P 15,811,020
AMBROSIO CHAVEZ	16,800	-	-	-	16,800	-	16,800
AME E. BODIONGAN	1,650	-	-	-	1,650	-	1,650
AMOS, MA. DOLORES	-	4	-	-	4	-	4
ANA MARIE ARAÑES	-	106,642	-	-	106,642	-	106,642
Analyn V. Bravo	960	-	-	-	960	-	960
ANASTACIO CALUAG JR.	14,400	-	-	-	14,400	-	14,400
ANDREA NICOLE GOMEZ	7,875	-	-	-	7,875	-	7,875
ANDRES ALUNAN Jr.	(240)	240	-	-	-	-	-
ANDREW PUNGTILAN	41,000	864,600	-	-	905,600	-	905,600
ANGELA CLAIRE D. GELLA	30,000	-	(30,000)	-	-	-	-
ANGELES, YSRAEL	-	-	-	-	-	-	-
ANGELICA RUTH ICARO	-	92,900		-	92,900	-	92,900
ANGELIKA T. BINO	124,412	85,830	(112,532)	-	97,710	-	97,710
ANGELITO PANTALEON	1,925	-	-	-	1,925	-	1,925
ANGELO OCAMPO	5,950	-	-	-	5,950	-	5,950
ANGELO PANTALEON	4,200	-	-	-	4,200	-	4,200
ANGELO PUNSALAN	(240)	240	-	-	-	-	-
ANJANETTE VICTORIA	4,200	-	-	-	4,200	-	4,200
Anna Karenina Salgado	374,382	-	-	-	374,382	-	374,382
ANNA LEA M. GALOLO	-	-	-	-	-	-	-
ANNE CHRISTINE C. MARCIA	80,208	-	(68,250)	-	11,958	-	11,958
ANNE CHRISTINE MARCIA	(290)	290	-	-	-	-	-
Annie Joy Galang	4,500	-	-	-	4,500	-	4,500
ANNJETH AVANCEÑA	15,000	-	-	-	15,000	-	15,000
Antel-Serenity Tower	-	-	-	-	-	-	-
ANTHONY A. SEDANO	12,960	-	-	-	12,960	-	12,960
ANTHONY C. GALLOS	-	-	-	-	-	-	-
ANTHONY CRUZ	5,375	-	-	-	5,375	-	5,375
ANTHONY M. GOROBAT	12,000	-	-	-	12,000	-	12,000
ANTHONY MANA-AY	20,000	-	-	-	20,000	-	20,000
ANTHONY SAURO	3,798	-	-	-	3,798	-	3,798
ANTONINO B. LA CUMBIS	1,550	-	-	-	1,550	-	1,550
ANTONIO A. RIVERA	7,910	-	-	-	7,910	-	7,910
ANTONIO ALIPANTE	6,435	-	-	-	6,435	-	6,435
ANTONIO BARDAJE Jr.	(288)	288	-	-	-	-	-
ANTONIO G. PAREDES	25,200	-	-	-	25,200	-	25,200
ANTONIO LASTRA	-	-	-	-	-	-	-
ANTONIO R. BARANGGAN	3,498	-	-	-	3,498	-	3,498
ANTONIO SOROAN	3,360	-	-	-	3,360	-	3,360
APOLINARIO LERIT JR.	1,200	-	-	-	1,200	-	1,200
APOLINARIO V. ARGUDO	43,200	-	-	-	43,200	-	43,200
APOSTOL, RYAN	4,347	664	-	-	5,011	-	5,011
ARA C. AMORES	-	122,956	-	-	122,956	-	122,956
ARABELLE VALENCIA	60,567	1,241	(61,808)	-	0	-	0
ARBIE R. ATIENZA	-	-	-	-	-	-	-
ARDINE GEROLD ANACIETO	6,860	-	-	-	6,860	-	6,860
AREVALO, JEFF	2,679	-	-	-	2,679	-	2,679
ARIEL C. AGUILUS	7,800	-	-	-	7,800	-	7,800
ARIEL MACASLING	1,650	-	-	-	1,650	-	1,650
ARIEL O. PEREZ	7,770	-	-	-	7,770	-	7,770
ARIEL ODTOJAN	6,573	-	-	-	6,573	-	6,573
ARIES BACUAJON	3,185	-	-	-	3,185	-	3,185
ARIES RYAN MORADA	-	3,045	(3,045)	-	-	-	-
ARIS SAN JOSE	14,325	-	-	-	14,325	-	14,325
ARLENE JOYCE OBLEPIAS	-	-	-	-	-	-	-
ARLENE JOYCE OBLEPIAS/ KHRISTIAN	5,000	-	(5,000)	-	-	-	-
ARLYN MALALAY	5,075	-	-	-	5,075	-	5,075
ARMANDO A. TRASADO	13,955	-	-	-	13,955	-	13,955
ARMANDO BARRAL	33,600	-	-	-	33,600	-	33,600
ARMANDO C. RAMOS	11,700	-	-	-	11,700	-	11,700
ARMANDO CAHAYAG	-	26,725	-	-	26,725	-	26,725
ARNALDO A. DATO JR.	1,650	-	-	-	1,650	-	1,650
ARNEL ALI	7,945	3,000	-	-	10,945	-	10,945
ARNEL DIPOLOG	(240)	240	-	-	-	-	-
ARNEL MALIGAT	10,500	-	-	-	10,500	-	10,500
ARNEL SISA	3,950	-	-	-	3,950	-	3,950
ARNEL SOLOMON	8,400	-	-	-	8,400	-	8,400
ARNIL JAMITO	(240)	7,306	(7,067)	-	-	-	-
ARNOLD D. DOMINGO	-	-	-	-	-	-	-
ARNOLD DOMINGO	-	134	-	-	134	-	134
ARNOLD E. RIZALDA	8,400	-	-	-	8,400	-	8,400
ARNOLD FAMILARAN	(12,000)	396,624	(36,984)	-	347,640	-	347,640
ARNOLD G. ANACAYA	4,038	-	-	-	4,038	-	4,038
ARNOLD P. DAVILA	7,560	-	-	-	7,560	-	7,560
	-	-	-				
Balance forwarded	P 16,568,773	P 9,337,935	(P 7,609,464)	P -	P 18,297,244	P -	P 18,297,244

Name	Balance at Beginning of Period	Additions	Deductions: Amounts Collected	Deductions: Written Off	Ending Balance: Current	Ending Balance: Non-current	Balance at End of Period
Balance carried forward	P 16,568,773	P 9,337,935	(P 7,609,464)	P -	P 18,297,244	P -	P 18,297,244
ARNULFO AMADO	-	215,572	-	-	215,572	-	215,572
Arthaland (Superstructure)	93,503	-	-	-	93,503	-	93,503
ARTHUR C. SUMAWAY	1,650	-	-	-	1,650	-	1,650
ARTHURO MERCADO	3,360	-	-	-	3,360	-	3,360
ARVIN SALVADOR	7,800	-	-	-	7,800	-	7,800
ASHLY SOLIMAN	14,400	-	-	-	14,400	-	14,400
ASLIAH T. TOMIE	3,920	-	-	-	3,920	-	3,920
ASRS Cold Storage Taguig	224,692	-	-	-	224,692	-	224,692
AUTOCITY INC.	8,036	-	-	-	8,036	-	8,036
AVELINO JR, SANTIAGO	1,796	-	-	-	1,796	-	1,796
AYATON, BALINTINO	-	-	-	-	-	-	-
BALDOVINO, RUDY	-	644	(610)	-	34	-	34
BALINGASA, ROBIN	386	-	-	-	386	-	386
BALINTINO B. AYATON	27,800	-	-	-	27,800	-	27,800
BALMORES, BERNIE	-	-	-	-	-	-	-
BALTAZAR DIONG	9,480	-	-	-	9,480	-	9,480
BARBADILLO, BRIGIDO Jr. E.	4,462	21,551	(26,013)	-	-	-	-
BART V. CAINDOC	551	-	-	-	551	-	551
BASENCE, JOSELITO C	-	7,309	(7,309)	-	-	-	-
BASENCE, JOSELITO C.	2,150	-	(2,150)	-	0	-	0
BASIL C. VARGAS	2,853	-	-	-	2,853	-	2,853
BATAN, RADITH	12,838	-	-	-	12,838	-	12,838
BAUTISTA, DOMINIC	6,240	-	-	-	6,240	-	6,240
BAYLON ,JAKE	-	531	(494)	-	38	-	38
BAYLON, JAKE	-	58	-	-	58	-	58
BDO RENTAL, INC.	1,719,833	-	-	-	1,719,833	-	1,719,833
BELIJOE BOMBAY	14,925	-	-	-	14,925	-	14,925
BENA KRISTIE U. BALANDRA	17,900	-	-	-	17,900	-	17,900
BENJAMIN MIGUEL Jr.	(240)	240	-	-	-	-	-
BENNY JOHN R. DALAGUIT	1,650	-	-	-	1,650	-	1,650
BENRAME SALAPANG	23,986	-	-	-	23,986	-	23,986
BERMUDO ,MICHAEL	-	1,071	-	-	1,071	-	1,071
BERMUDO, MICHAEL	150,000	3,389	-	-	153,389	-	153,389
BERNA CLARRICE PANCHO	8,400	-	-	-	8,400	-	8,400
BERNABE C. LAGUNAY	1,475	-	-	-	1,475	-	1,475
BERNARD MANLAPAZ	(159)	159	-	-	-	-	-
BERNARDO REBAMBA	(248)	248	-	-	-	-	-
BERNIE VIAJE	(240)	240	-	-	-	-	-
BERTGIN MADURO	3,010	-	-	-	3,010	-	3,010
BESA, CHRIS NOMYR V.	-	14,037	(14,037)	-	-	-	-
BIANCA MAE A. ECALDRE	-	62,125	-	-	62,125	-	62,125
BIENVENIDO P. MIPARANUM	8,400	-	-	-	8,400	-	8,400
BIENVINIDO E. VILLANCA JR.	1,650	-	-	-	1,650	-	1,650
BILL ROBERT GOTO	18,000	-	-	-	18,000	-	18,000
BINOS, JOHN CARLO B	-	7,309	(7,309)	-	-	-	-
BINOS, JOHN CARLO B.	2,150	-	(2,150)	-	0	-	0
BOBBY Q. BANZON	7,125	-	-	-	7,125	-	7,125
BOBERTO B. CARLOTO JR.	10,925	-	-	-	10,925	-	10,925
BOLETCHE, RENIEL B	-	7,309	(7,309)	-	0	-	0
BOLONIA ,CHRIS	-	2,685	-	-	2,685	-	2,685
BOLONIA, CHRIS	-	1,336	-	-	1,336	-	1,336
BORRES, MARK ANTHONY S	-	18,273	(13,490)	-	4,783	-	4,783
BORRES, MARK ANTHONY S.	6,451	-	(4,839)	-	1,613	-	1,613
BOTIS, MARY JOY	(635)	719	(84)	-	-	-	-
BOYET ORCA	5,355	-	-	-	5,355	-	5,355
BRANDO DIONG	5,400	-	-	-	5,400	-	5,400
BRAVO JR., RAMON S.	2,150		(2,150)	-	0	-	0
BRIAN BALASABAS	-	20,079		-	20,079	-	20,079
BRIAN GERVACIO	4,950	-	-	-	4,950	-	4,950
BRIANNE AGPOON	(174)	174	-	-	-	-	-
BRIGIDO BARBADILLO JR.	(855)	59,855	(40,000)	-	19,000	-	19,000
BRYAN B. REGAÑON	1,650	-	-	-	1,650	-	1,650
BRYAN BALISI	15,675	-	-	-	15,675	-	15,675
BRYAN JESS BACO	10,000	95,290	(3,043)	-	102,247	-	102,247
BRYAN M. CORITANA	14,325	-	-	-	14,325	-	14,325
BRYAN M. DELOS SANTOS	8,400	-	-	-	8,400	-	8,400
BRYAN MALINAO	29,400	-	-	-	29,400	-	29,400
BRYAN RALPH M. DABUET	1,650	-	-	-	1,650	-	1,650
BRYAN SEVILLANO	3,760	-	-	-	3,760	-	3,760
Balance forwarded	P 19,090,735	P 9,878,137	(P 7,740,451)	P -	P 21,228,421	P -	P 21,228,421

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 19,090,735	P 9,878,137	(P 7,740,451)	P -	P 21,228,421	P -	P 21,228,421
BRYAN TIOXON	-	94,190	-	-	94,190	-	94,190
CABICO, RACHEL	-	-	-	-	-	-	-
CABRERA, JESSIE B.	5,961	3,798	(9,467)	-	292	-	292
CALICCO, NOEL	196	-	-	-	196	-	196
CALLEJA, JOHN LESTER	-	596	-	-	596	-	596
CALVIN D. RICON	7,770	-	-	-	7,770	-	7,770
CAMILLE JOY C. PEREDO	48,841	407,706	(411,553)	-	44,994	-	44,994
CAMILLE JOY PEREDO	119,665	-	-	-	119,665	-	119,665
CANDY MAE GUANIO	5,400	-	-	-	5,400	-	5,400
CAPUTOLAN, INOCENTES C.	5,961	3,506	(9,467)	-	-	-	-
CARLO D. SAMONTAÑES	1,650	-	(321)	-	1,329	-	1,329
CARLO O. PEROCHO	10,050	-	-	-	10,050	-	10,050
CARLOS L. TRECE	-	43,200	-	-	43,200	-	43,200
CARMELA MARIEL I. CINCO	-	369,328	-	-	369,328	-	369,328
CARMELITO PEQUIRO	(100)	100	-	-	-	-	-
CARMEN ANNE LOUISE V. CONTEMPL(	-	128,800	(128,800)	-	-	-	-
CARMINA LEBOSADA	2,300	-	-	-	2,300	-	2,300
CAROLYNE GUMARANG	-	4,950	-	-	4,950	-	4,950
CARY PANGILINAN	29,295	-	-	-	29,295	-	29,295
CASTRO, CELINE	1,165	81	(1,246)	-	-	-	-
CATALINO L. INTANO	8,400	-	-	-	8,400	-	8,400
CATIENZA, EDWIN	-	-	-	-	-	-	-
CEASAR S. TOLETE	8,400	-	-	-	8,400	-	8,400
CEASAR TOLETE	(267)	267	-	-	-	-	-
CENON DELA PEÑA JR	4,125	-	-	-	4,125	-	4,125
CERILO CARDIENTE JR.	1,650	-	-	-	1,650	-	1,650
CESAR GARCIA	12,298	-	-	-	12,298	-	12,298
CHAD GEROME T. AGUIHAP	-		-	-	-	-	-
CHALLEN KEITH NG CHUA	-	70,000	(70,000)	-	-	-	-
CHARLENE JOY R. ESPIRITU	7,275		-	-	7,275	-	7,275
CHARLIE A. DESO-ARSIDO	1,650		-	-	1,650	-	1,650
CHERRIE ROSE AQUINO	(390)	777	(387)	-	-	-	-
CHITO BILOG	45,264			-	45,264	-	45,264
CHOLA PABLO	7,000	-	-	-	7,000	-	7,000
CHRIS NOMYR BESA	(375)	375	-	-	-	-	-
CHRISTIAN BIGUEJA	57,600	-	-	-	57,600	-	57,600
CHRISTIAN GONZALES	-	1,837	(1,837)	-	-	-	-
CHRISTIAN P. CELOZA	-	-	-	-	-	-	-
CHRISTIAN R. DOLFO	-	-	-	-	-	-	-
CHRISTIAN VILLORENTE	(193)	193	-	-	-	-	-
CHRISTMA ANGELA SONZA	6,713	-	-	-	6,713	-	6,713
CHRISTOPHER BOLONIA	-	40,000	(40,000)	-	-	-	-
CHRISTOPHER D. LECITA	8,400	-	-	-	8,400	-	8,400
CHRISTOPHER DAN TAMAYO	10,000	33,300	-	-	43,300	-	43,300
CITICORE POWER INC.	3,016,650	-	-	-	3,016,650	-	3,016,650
CLAPTON FERNANDO	3,570	-	-	-	3,570	-	3,570
COLEGADO ,ROEL	-	2,053	-	-	2,053	-	2,053
CONCORDIO REMANOQUE Jr.	(250)	250	-	-	-	-	-
CONRADO D. RAMIREZ	8,400	-	-	-	8,400	-	8,400
CONRADO GREGORIO	2,880	-	-	-	2,880	-	2,880
Balance forwarded	P 22,537,687	P 11,083,445	(P 8,413,530)	P -	P 25,207,601	P -	P 25,207,601

Name	Balance at Beginning of Period	Additions	Deductions: Amounts Collected	Deductions: Written Off	Ending Balance: Current	Ending Balance: Non-current	Balance at End of Period
Balance carried forward	P 22,537,687	P 11,083,445	(P 8,413,530)	P -	P 25,207,601	P -	P 25,207,601
CORNELIO ATENCIO	5,400	-	-	-	5,400	-	5,400
CORNELIO O. PLANAS	15,650	-	-	-	15,650	-	15,650
CRIS EMIL A. NAVARRO	8,400	-	-	-	8,400	-	8,400
CRIS EMIL NAVARRO	-	18,000	-	-	18,000	-	18,000
CRISANTO BERTOLDO	54,000	-	-	-	54,000	-	54,000
CRISANTO LABE JR.	2,625	-	-	-	2,625	-	2,625
CRISENCIO TOLENTINO Jr.	(150)	150	-	-	-	-	-
CRISOLOGO, EUNICE	888	-	-	-	888	-	888
CRISPULO S. OBEDA JR.	-	-	-	-	-	-	-
CRISTEL ANN T. ESTACIO	-	84,350	(7,490)	-	76,860	-	76,860
CRISTOPER ROGADO	5,975	-	-	-	5,975	-	5,975
CRUZ D. LANORIAS JR.	1,650	-	-	-	1,650	-	1,650
DABLO, MELONA E.	43,294	82,804	(110,986)	-	15,112	-	15,112
DACUYA, RODEL C.	7,526	-	-	-	7,526	-	7,526
DAET, ILSEN N.	-	7,916	(7,916)	-	-	-	-
DAIEAN VALENTE	45,561	-	-	-	45,561	-	45,561
DAILEG, EDISON N.	1,344	14,009	(15,353)	-	0	-	0
DALF LESAN B. GALELA	114,823	-	-	-	114,823	-	114,823
DANA VALERIE DIAZ	-	4,179		-	4,179	-	4,179
DANDIE C. ESPANOL	-	7,028,970	(7,028,970)	-	-	-	-
DANICA REOYO	63,199	-	-	-	63,199	-	63,199
DANIEL A. YAP	-	-	-	-	-	-	-
DANIEL JOHN ROMERO	(163)	163	-	-	-	-	-
DANILO C. MALUYA	1,650	-	-	-	1,650	-	1,650
DANILO DIGNOS	17,175	-	-	-	17,175	-	17,175
DANILO GACELO	8,400	-	-	-	8,400	-	8,400
DANILO JALLORINA	(2,100)	2,100	-	-	-	-	-
DANILO N. MAGHANOY	1,650	-	-	-	1,650	-	1,650
DANILO R. MONTOYA JR.	1,650	-	-	-	1,650	-	1,650
DANTE F. BARAGA	47,759	-	-	-	47,759	-	47,759
DARANCIANG, MARK VONN D	-	14,618	(14,618)	-	-	-	-
DARANCIANG, MARK VONN D.	4,301	-	(4,301)	-	0	-	0
Darlyn Pheia B. Lopez	9,600	-	-	-	9,600	-	9,600
Darlyn Pheia Lopez	32,000	-	-	-	32,000	-	32,000
DARWIN FLORES	2,625	-	-	-	2,625	-	2,625
DARWIN LABASTIDA	(300)	300	-	-	-	-	-
DARWIN R. LABASTIDA	8,260	-	-	-	8,260	-	8,260
DARYL LUMBERIO	8,400	-	-	-	8,400	-	8,400
DARYL NERY	2,880	-	-	-	2,880	-	2,880
DAVE SALAZAR	4,200	-	-	-	4,200	-	4,200
DAVID STEVENSON TACORDA	(240)	240	-	-	-	-	-
DB3 BEG BAL	179,397	-	-	-	179,397	-	179,397
DE GUZMAN, MARIELLE	-	17	-	-	17	-	17
DE GUZMAN, VINCENT	20,446	-	-	-	20,446	-	20,446
DE LUNA, JAYSON	-	-	-	-	-	-	-
DELA CRUZ, DONNY MARK	-	-	-	-	-	-	-
DELMONTE, NIÑA M.	2,016	9,553	(11,569)	-	-	-	-
DELOS SANTOS, ANALYN	-	-	-	-	-	-	-
DEMATAWARAN, EDWIN	406	-	-	-	406	-	406
DENARD ABALO	(199)	199	-	-	-	-	-
DENNIS ALTAR	1,650	-	-	-	1,650	-	1,650
DENNIS L. MAKALINTAL	-	20,000	-	-	20,000	-	20,000
DENNIS L. SABIDAL	8,365	-	-	-	8,365	-	8,365
DENNIS MAKALINTAL	-	1,186,300	(1,058,532)	-	127,768	-	127,768
DENNIS NORIO	(202)	202	-	-	-	-	-
DENTOR P. CABRAL	1,650	-	-	-	1,650	-	1,650
DETER CARDINAL	12,720	3,833	-	-	16,553	-	16,553
DEVONERE JOHN UMLAS	(240)	240	-	-	-	-	-
DEXTER MONDEJAR	1,650	-	-	-	1,650	-	1,650
DEXTER SUAZO	10,050	-	-	-	10,050	-	10,050
Balance forwarded	P 23,293,327	P 19,561,586	(P 16,673,265)	P -	P 26,181,649	P -	P 26,181,649

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 23,293,327	P 19,561,586	(P 16,673,265)	P -	P 26,181,649	P -	P 26,181,649
Dexterton	27,088	-	-	-	27,088	-	27,088
DIACOSTA, REY	-	-	-	-	-	-	-
DIANE VENICE MARTINEZ	6,900	-	(6,900)	-	-	-	-
DIONG BALTAZAR	2,880	-	-	-	2,880	-	2,880
DIONISIO A. MAMUAD	1,475	-	-	-	1,475	-	1,475
DIONY D. CANTA	1,475	-	-	-	1,475	-	1,475
DOMINADOR Z. LUMONTOD	9,875	-	-	-	9,875	-	9,875
DOMINGO S. RALA	10,710	-	-	-	10,710	-	10,710
DOMINGUEZ, EDISON A	-	14,618	(14,618)	-	-	-	-
DONARDO CAYABYAB Jr.	(300)	300	-	-	-	-	-
DONATO, GIL L	-	14,618	(14,618)	-	0	-	0
DONATO, GIL L.	-	-	-	-	-	-	-
DONELLE CHARMAGNE UMALI	-	80,000	(30,000)	-	50,000	-	50,000
DONNA ANGELA DE JESUS	-	14,400	(14,400)	-	-	-	-
DONNA DE JESUS	1,427	-	(1,427)	-	-	-	-
D'SEAL EHIDIO	(100)	100	-	-	-	-	-
DUGTONG, KATHERINE	-	-	-	-	-	-	-
DURANGO, JIMMY D	-	7,309	(7,309)	-	-	-	-
DURANGO, JIMMY D.	2,150	-	(2,150)	-	0	-	0
Dyan Karla S. Seno	32,000	-	-	-	32,000	-	32,000
Edades Suites	167,256	-	-	-	167,256	-	167,256
EDDIE CORNELIO	1,650	-	-	-	1,650	-	1,650
EDELITO C. TAPIC	104,123	-	-	-	104,123	-	104,123
EDGAR MILA	-	7,210	-	-	7,210	-	7,210
EDGAR VALERA	112,800	-	-	-	112,800	-	112,800
EDGIE CORTON	1,650	-	-	-	1,650	-	1,650
EDISON A. DOMINGUEZ	11,075	-	-	-	11,075	-	11,075
EDISON DAILEG	(362)	362	-	-	-	-	-
EDJY MARK A. MINOLTEO	14,185	-	-	-	14,185	-	14,185
EDMALYN BALINUYOS	10,800	-	-	-	10,800	-	10,800
EDMAR F. FETALINO	1,650	-	-	-	1,650	-	1,650
EDMON FRANCO	-	19,500	-	-	19,500	-	19,500
EDMUND A. ESTRELLA	-	36,000	-	-	36,000	-	36,000
EDMUND ALDE	4,025	-	-	-	4,025	-	4,025
EDMUND ESTRELLA	(240)	240	-	-	-	-	-
EDMUNDO B. JUAREZ	1,650	-	-	-	1,650	-	1,650
EDUARD LANTACA	107,300	-	-	-	107,300	-	107,300
EDUARDO A. CARLOS II	11,770	-	-	-	11,770	-	11,770
EDUARDO CARDINOZA JR.	8,400	-	-	-	8,400	-	8,400
EDUARDO CORTEZ	8,400	-	(281)	-	8,119	-	8,119
EDUARDO DE LEON	3,100	-	-	-	3,100	-	3,100
EDUARDO MAGLOYUAN	5,050	-	-	-	5,050	-	5,050
EDUARDO S. TANTIADO	11,305	-	-	-	11,305	-	11,305
EDUARDO TANTIADO	3,360	-	-	-	3,360	-	3,360
EDUARDO UTRERA Jr.	(199)	199	-	-	-	-	-
EDWARD YBANEZ	-	15,710	-	-	15,710	-	15,710
EDWIN ABISO	7,630	-	-	-	7,630	-	7,630
EDWIN ALFONSO	8,190	-	-	-	8,190	-	8,190
EDWIN C. EDRADA	6,955	-	-	-	6,955	-	6,955
EDWIN D. CATIENZA	8,400	-	-	-	8,400	-	8,400
EDWIN PICAÑA	17,850	-	-	-	17,850	-	17,850
EIGHT DRAGON METAL	14,509	-	-	-	14,509	-	14,509
ELBERT BUYCO	7,700	-	-	-	7,700	-	7,700
ELGIN G. BARREDO	2,880	-	-	-	2,880	-	2,880
ELIZABETH ANN C. MACANAYA	50,000	90,000	(50,000)	-	90,000	-	90,000
ELJUHN C. BUMATAY	1,650	-	-	-	1,650	-	1,650
ELLYMAR A. ANTONIO	-	-	-	-	-	-	-
ELMER CIERVO, JR	1,495,313	128,000	-	-	1,623,313	-	1,623,313
ELMER DIONG	3,360	-	-	-	3,360	-	3,360
ELMER G. CONCEPCION	1,400	-	-	-	1,400	-	1,400
ELMER OFILAN	3,090	-	-	-	3,090	-	3,090
ELPIDIO S. MALAPIT JR	1,650	-	-	-	1,650	-	1,650
Balance forwarded	P 25,608,232	P 19,990,151	(P 16,814,968)	P -	P 28,783,416	P -	P 28,783,416

Name	Balance at Beginning of Period	Additions	Deductions: Amounts Collected	Deductions: Written Off	Ending Balance: Current	Ending Balance: Non-current	Balance at End of Period
Balance carried forward	P 25,608,232	P 19,990,151	(P 16,814,968)	P -	P 28,783,416	P -	P 28,783,416
ELVIS DIZON	(239)	239	-	-	-	-	-
ELWELL LOMA	-	525,000	-	-	525,000	-	525,000
EMILIANO MIRA	3,237	-	-	-	3,237	-	3,237
EMMANUEL F. CRISTOBAL	8,400	-	-	-	8,400	-	8,400
EMMANUEL JOLEJOLE	6,550	-	-	-	6,550	-	6,550
EMMANUEL PAR	-	2,150	-	-	2,150	-	2,150
EMMANUEL S. MAGAS	587,339	4,600	(39,741)	-	552,198	-	552,198
EMPAL, ADLIH R	-	7,309	(7,309)	-	-	-	-
EMPAL, ADLIH R.	2,150	-	(2,150)	-	0	-	0
ENRIQUE DITAUNON	3,240	-	-	-	3,240	-	3,240
ERIC C. DULAY	14,400	-	-	-	14,400	-	14,400
ERIC DULAY	5,280	-	-	-	5,280	-	5,280
ERIC N. ARCANGEL	4,928	-	-	-	4,928	-	4,928
ERICA MARIE DURSA HALILI	-	169,300	-	-	169,300	-	169,300
ERICK JOHN SIBAYAN	(110)	110	-	-	-	-	-
ERNESTO ALONZO	-	2,400	-	-	2,400	-	2,400
ERNESTO N. CONDADA JR.	1,475	-	-	-	1,475	-	1,475
ERNIE L. TAMBONGCO	2,880	-	-	-	2,880	-	2,880
ERROL SANTOS	12,093	-	-	-	12,093	-	12,093
ERWIN AMARO	-	-	-	-	-	-	-
ERWIN BABIA	-	52,000	(52,000)	-	-	-	-
ERWIN BAYANI	5,750	-	-	-	5,750	-	5,750
ERWIN HERANDOY	1,650	-	-	-	1,650	-	1,650
ERWIN I. OCHAQUE	1,650	-	-	-	1,650	-	1,650
ERWIN L. SISON	1,650	-	-	-	1,650	-	1,650
ERWIN M. RAMOS	8,400	-	-	-	8,400	-	8,400
ERWIN MARGES	4,410	-	-	-	4,410	-	4,410
ERWIN OMBAJIN	1,650	-	-	-	1,650	-	1,650
ESPINO, RAIZA	3,636	-	-	-	3,636	-	3,636
ESTACIO, CRISTEL	3,326	1,169	(6)	-	4,489	-	4,489
ESTEBAN L. VALENCIA	1,650	-	-	-	1,650	-	1,650
ESTELITO CENSON JR.	8,400	-	-	-	8,400	-	8,400
ESTELITO M. CENSON JR.	-	15,500	-	-	15,500	-	15,500
ESTHER ROSE CONCEPCION	30,000	-	-	-	30,000	-	30,000
EUBERT RAMOS	3,990	-	-	-	3,990	-	3,990
EUGENE CANOY	-	3,188	(3,188)	-	-	-	-
EUGENIO G. PADERNAL	4,300	-	-	-	4,300	-	4,300
EUGINE VALEÑA	2,663	-	-	-	2,663	-	2,663
EUNICE R. CRISOLOGO	98,237	32,746	(98,237)	-	32,746	-	32,746
EUROBRASS PRODUCT INC.	4,752	-	-	-	4,752	-	4,752
EVANGELIO, RODNEY	-	4	-	-	4	-	4
FEDERICO MARTINEZ	-	-	-	-	-	-	-
FELICIANO, MARY LEI	1,160	3,831	-	-	4,991	-	4,991
FELICIO FELICIANO	8,000	-	(8,000)	-	-	-	-
FELINO CANAYA	14,400	-	-	-	14,400	-	14,400
FELINO MANLAPAZ	(159)	159	-	-	-	-	-
FELINO P. DIAZ JR.	-	-	-	-	-	-	-
FELIPE R. GARCIA JR.	1,550	-	-	-	1,550	-	1,550
FERDINAND M. REGINIO	3,710	-	-	-	3,710	-	3,710
FERDINAND NARAJA	(193)	193	-	-	-	-	-
FERMIN S. GREGORIO III	7,680	-	-	-	7,680	-	7,680
FIDEL BRYAN M. TOLENTINO	8,400	-	-	-	8,400	-	8,400
Fiona Rose R. Nicolas	493,000	-	-	-	493,000	-	493,000
FLOR ROLAND ALABADO	61,475	-	-	-	61,475	-	61,475
FLORANTE C. PACTAO	1,475	-	(321)	-	1,154	-	1,154
FLORENCIO G. ESCUYOS	14,400	-	-	-	14,400	-	14,400
FLORES, SAMUEL R	-	13,052	(10,877)	-	2,175	-	2,175
FORTUNATO M. CUAJOTOR JR.	3,360	-	-	-	3,360	-	3,360
FRANCIS DWAYNE BATUIGAS	(362)	362	-	-	-	-	-
FRANCIS H. HOLAR	-	6,475	-	-	6,475	-	6,475
FRANCISCO B. BELLEZA JR.	1,550	-	-	-	1,550	-	1,550
FRANCISCO RIOJA JR.	1,650	-	-	-	1,650	-	1,650
FRANCISCO TURANO JR.	6,000	-	-	-	6,000	-	6,000
FRANKIE D. SIENES	8,260	-	-	-	8,260	-	8,260
FRANKLIN B. CALANZA	7,770	-	-	-	7,770	-	7,770
FRANKLIN JACOB	(270)	270	-	-	-	-	-
FREDERICK B. EBREO	1,650	-	-	-	1,650	-	1,650
FRIAS, NOEL	4,712	6,374	-	-	11,085	-	11,085
GABRIEL, KHIM	667	-	-	-	667	-	667
Balance forwarded	P 27,095,853	P 20,836,581	(P 17,036,798)	P -	P 30,895,636	P -	P 30,895,636

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 27,095,853	P 20,836,581	(P 17,036,798)	P -	P 30,895,636	P -	P 30,895,636
GALLOS, ANTHONY	-	-	-	-	-	-	-
GALOLO, ANA LEA	-	2,679	(1,339)	-	1,340	-	1,340
GARRERO, MARK JASON	-	-	-	-	-	-	-
GARY CATINGGAN	12,990	-	-	-	12,990	-	12,990
GAVINO A. MAGSUBAR JR.	21,120	-	-	-	21,120	-	21,120
GELLA, ANGELA CLAIRE D.	2,150	-	(269)	-	1,882	-	1,882
GEMMA LAMOSTE	104,228	-	-	-	104,228	-	104,228
GENARD S. BRANZUELA	2,643	-	-	-	2,643	-	2,643
GENEROL, JESSRIL	3,008	-	-	-	3,008	-	3,008
GENESIS VERANO	8,260	-	-	-	8,260	-	8,260
GEORGE L. BERMUDO	18,200	-	-	-	18,200	-	18,200
GEORGE T. HERMOSO	1,650	-	-	-	1,650	-	1,650
GERAL DAQUILA	2,610	-	-	-	2,610	-	2,610
GERALD DUAZO	3,360	-	-	-	3,360	-	3,360
GERALD T. MORES	16,125	-	-	-	16,125	-	16,125
GERALD TALASTAS	2,835	8,330	-	-	11,165	-	11,165
GERARDO G. FLORES III	1,650	-	-	-	1,650	-	1,650
GERONIMO A. AGUIHAP	19,650	-	-	-	19,650	-	19,650
GERONIMO, LUTHER S	-	7,309	(7,309)	-	-	-	-
GERONIMO, LUTHER S.	2,150	-	(2,150)	-	0	-	0
GHINO D. REOLALAS	-	2,400	-	-	2,400	-	2,400
GIGI GABRILLO	-	892	(892)	-	-	-	-
GIL B. TORRES	-	140,000	-	-	140,000	-	140,000
GIL DONATO	8,400	-	-	-	8,400	-	8,400
GILBERT L. ZAMORA	1,650	-	-	-	1,650	-	1,650
GILBERT RIMBAO	(193)	193	-	-	-	-	-
GILBERT ROCA	-	6,545	-	-	6,545	-	6,545
GILBERT TONGA	-	10,815		-	10,815	-	10,815
GIO ANTHONY GOMEZ	(240)	240	-	-	-	-	-
GLAISA MAY MAQUINANA	(220)	220	-	-	-	-	-
GLEEN AGPOON Jr.	(262)	262	-	-	-	-	-
GLEN DIAZ	-	93,545	(89,045)	-	4,500	-	4,500
GLEN P. DIAZ	14,400	-	-	-	14,400	-	14,400
GLENDO DATUIN	12,320	-	-	-	12,320	-	12,320
GLENN CABALLERO	5,075	-	-	-	5,075	-	5,075
GLENN DE JESUS	5,825	-	-	-	5,825	-	5,825
GLENN DELA CRUZ	-	28,519		-	28,519	-	28,519
GLIZETTE DYAN BERNARDO	59,533	64,600	-	-	124,133	-	124,133
GONZAGA, MARK ANTHONY	-	-	-	-	-	-	-
GONZALO GREGORIO JR.	3,588	-	-	-	3,588	-	3,588
GOROBAT, ANTHONY	674	-	-	-	674	-	674
GRACE ABEGAIL CASEM	39,000	-	-	-	39,000	-	39,000
GRACE M. SANTOS	10,200	-	-	-	10,200	-	10,200
Grant Lee Fellowes	1,318	-		-	1,318	-	1,318
GRAZIELLE ALMAZAN	787	-	-	-	787	-	787
Grazielle Ann Q. Almazan	55,143	190,750	(159,750)	-	86,143	-	86,143
GREGG ESTIMAR	(193)	5,632	(5,438)	-	-	-	-
GREGORIO C. SUAZO JR	6,000	-	(6,000)	-	-	-	-
GREGORIO D. LIZARDO	8,400	-	-	-	8,400	-	8,400
GREGORIO M. JUALICAN	8,400	-	-	-	8,400	-	8,400
GUILLERMO ORTILLO JR.	2,400	4,200	-	-	6,600	-	6,600
GUILLERMO, MIRA ROELLA	3	-	-	-	3	-	3
HAFFELE PHILIPPINES,INC.	4,936	-	-	-	4,936	-	4,936
HAIDEE V. PALACIO	-	90,347	(7,630)	-	82,717	-	82,717
HANS HERBERT PARALE	9,000	-	-	-	9,000	-	9,000
HAROLD A. SALIMBOT	3,000	-	-	-	3,000	-	3,000
HAROLD NELLAS	5,972	1,168	(7,139)	-	1	-	1
HARRY DELAMIDE	12,600	-	-	-	12,600	-	12,600
HAYDEE M. CHUA	25,000	-	(25,000)	-	-	-	-
HAZELLE SILVERIO	-	18,910	-	-	18,910	-	18,910
HEDRO IAN JAY T. PACETE	30,000	-	-	-	30,000	-	30,000
HEHERSON AGCAOILI	9,600	766,011	(726,611)	-	49,000	-	49,000
HELEN PEDUCHE	(418)	418	-	-	-	-	-
HENDRICK S. TRANILLA	8,120	-	(8,120)	-	-	-	-
Balance forwarded	P 27,668,299	P 22,280,564	(P 18,083,490)	P -	P 31,865,373	P -	P 31,865,373

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 27,668,299	P 22,280,564	(P 18,083,490)	P -	P 31,865,373	P -	P 31,865,373
HENRY D. CAÑAS	1,650	-	-	-	1,650	-	1,650
HENRY S. ALEGRE	-	8,400	-	-	8,400	-	8,400
HERBERT ANDALUZ	2,080	8,400	-	-	10,480	-	10,480
HERNANDEZ, WILBERT DARYL	-	39,965	(10,258)	-	29,707	-	29,707
HONEYLENE SENOJA	32,994	-	-	-	32,994	-	32,994
HONIE JOY RAAGAS	25,000	-	-	-	25,000	-	25,000
INOCENSIO GULAY	(209)	209	-	-	-	-	-
INOCENTES C. CAPUTOLAN	-	8,663	(8,663)	-	-	-	-
IRENE D. SANTOS	4,800	-	-	-	4,800	-	4,800
IRENEO NARCISO JR.	1,650	-	-	-	1,650	-	1,650
IRENEO R. TAJOS	21,360	-	-	-	21,360	-	21,360
IRINEO AGUIHAP	(26,440)	138,000	-	-	111,560	-	111,560
IRMA G TORRES	22,400	-	-	-	22,400	-	22,400
ISIDRO BURAYAG	3,360	72,000	-	-	75,360	-	75,360
ISOC Office	1,970	-	-	-	1,970	-	1,970
IVAN VIDAL	5,225	-	-	-	5,225	-	5,225
IVY LEIZEL PARRAS	(193)	193	-	-	-	-	-
IVY MAE ARGULLA	2,400	-	-	-	2,400	-	2,400
JACKSON J. LO	2,310	-	-	-	2,310	-	2,310
JACKSON LO	2,080	-	-	-	2,080	-	2,080
JAIME BAMBALAN	18,000	-	-	-	18,000	-	18,000
JAIME CORPUZ JR.	-	7,805	-	-	7,805	-	7,805
JAIME RAPHAEL FELICIANO	128,758	-	-	-	128,758	-	128,758
JAKE IGNACIO	1,663	-	-	-	1,663	-	1,663
JALLORINA, DANILO B.	12,257	17,413	(29,670)	-	-	-	-
JAMES JUNATAS	572,200	658,800	(622,843)	-	608,157	-	608,157
JAMES LO	3,360	-	-	-	3,360	-	3,360
JAMES MATTHEW JARAMILLO	-	56,000	-	-	56,000	-	56,000
James S. Mc Carthy	6,720	-	-	-	6,720	-	6,720
JAMES TAD PATRICK BARDON	50,000	1,134,603	-	-	1,184,603	-	1,184,603
JAMOSO, ALLAN B	-	7,309	(7,309)	-	-	-	-
JAMOSO, ALLAN B.	2,150	-	(2,150)	-	0	-	0
JAN ANTHONY CRISOSTOMO	(159)	159	-	-	-	-	-
JAN MICHAEL LACUESTA	(205)	6,731	(5,438)	-	1,088	-	1,088
JAN MICHAEL P. SARMIENTO	5,705	-	-	-	5,705	-	5,705
JANE MARIE VELADO	18,600	-	-	-	18,600	-	18,600
JANETH PACLIBAR	70,789	-	-	-	70,789	-	70,789
JANIE O. VILLARMINO	4,200	-	-	-	4,200	-	4,200
JANLIE ESTARDO	20,400	-	-	-	20,400	-	20,400
JASON DE LUNA	-	-	-	-	-	-	-
JASON J. SOMBRENO	24,000	-	-	-	24,000	-	24,000
JASON ROJO	4,975	15,265	-	-	20,240	-	20,240
JAY B. AZAÑA	1,650	-	-	-	1,650	-	1,650
JAY MIEL CLETO	-	243,778	-	-	243,778	-	243,778
JAYBEE L. LA ROSA	7,800	-	-	-	7,800	-	7,800
JAYJAY GOROSPE	7,980	-	-	-	7,980	-	7,980
JAYMAN ESMANE	(193)	193	-	-	-	-	-
JAYMARK MAGLOYUAN	9,100	-	-	-	9,100	-	9,100
JAYME CAREDO	(240)	240	-	-	-	-	-
JAYME F. CAREDO	6,000	-	-	-	6,000	-	6,000
JAYONA, GREYEGO P	-	7,309	(7,309)	-	-	-	-
JAYONA, GREYEGO P.	2,150		(2,150)	-	0	-	0
JAYSON ABELLANO JR.	1,440	-	-	-	1,440	-	1,440
JAYSON ASIÑERO	-	7,000	(7,000)	-	-	-	-
JAYSON B. BARCALA	1,650	-	-	-	1,650	-	1,650
JAYSON B. NARVAEZ	449,020	356,230	(3)	-	805,246	-	805,246
JAYSON C. SABATER	36,000	-	-	-	36,000	-	36,000
JAYSON DELIS	1,420	-	-	-	1,420	-	1,420
JAYSON DELOS SANTOS	60,960	-	-	-	60,960	-	60,960
JAYSON NARCISO	5,005	-	-	-	5,005	-	5,005
JAYSON PAOLO D. BUÑI	4,850	-	-	-	4,850	-	4,850
JAYSON SABENIANO	5,750	-	-	-	5,750	-	5,750
JAYWELL LOPEZ	8,120	-	-	-	8,120	-	8,120
JEAN BEATRICE COMPA	-	-	-	-	-	-	-
JEAN VIRAY	100,000	185,800	(218,300)	-	67,500	-	67,500
JEEPY C. ABATAY	1,650	-	-	-	1,650	-	1,650
JEFEY M. MANGABON	-	12,600	(12,600)	-	-	-	-
JEFFERSON TRINIDAD	(245)	245	-	-	-	-	-
JEFFERSON R. AREVALO	1,650	-	-	-	1,650	-	1,650
JEFFREE VALENCIA	(100)	100	-	-	-	-	-
JEFFREY B. BAJA	-	50,000		-	50,000	-	50,000
Balance forwarded	P 29,425,565	P 25,323,973	(P 19,017,183)	P -	P 35,732,355	P -	P 35,732,355

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 29,425,565	P 25,323,973	(P 19,017,183)	P -	P 35,732,355	P -	P 35,732,355
JEFFREY C. PONSICA	1,650	-	-	-	1,650	-	1,650
JEFFREY CALESA	(70)	3,000	(2,930)	-	-	-	-
JEFFREY MAGTIRA	(480)	480	-	-	-	-	-
JEFFREY OYAS	3,500	-	-	-	3,500	-	3,500
JEFFREY S. CALESA	4,690	-	(4,690)	-	-	-	-
JEFREE BELLEN	9,000	-	-	-	9,000	-	9,000
JEFREY SABELLANO	(100)	100	-	-	-	-	-
JELYN BANASIHAN	6,405	-	-	-	6,405	-	6,405
JEMSON B. DE CASTRO	8,400	-	-	-	8,400	-	8,400
JENBEN B. ANTOLIN	9,520	-	-	-	9,520	-	9,520
JENNIFER MENDOZA	10,000	109,000	(102,202)	-	16,798	-	16,798
JEOFRE MUÑOZ	-	16,800	-	-	16,800	-	16,800
JEOFRE V. MUÑOZ	4,200	-	-	-	4,200	-	4,200
JERICHA JAN PRIETO	-	24,250	-	-	24,250	-	24,250
JERICK NORIELLE M. CAO	-	1,523	(1,523)	-	-	-	-
JERMYN LEAL	1,007,974	238,872	(1,122,585)	-	124,261	-	124,261
JEROME C. CABAÑES	1,650	-	-	-	1,650	-	1,650
JEROME SAN JUAN	1,920	-	-	-	1,920	-	1,920
JERWIN GAUDIANE	1,768	-	-	-	1,768	-	1,768
JERWIN J. GAUDIANE	1,950	-	-	-	1,950	-	1,950
JERWIN T. QUILLOY	1,650	-	-	-	1,650	-	1,650
JESAVEL B. BARRIO	8,400	-	-	-	8,400	-	8,400
JESIE CHRIS BORJA	11,500	-	-	-	11,500	-	11,500
JESSE JAMES SAYSON	10,073	6,032	(16,104)	-	-	-	-
JESSICA D. VIÑAS	-	-	-	-	-	-	-
JESSIE CORONEL	3,840	-	-	-	3,840	-	3,840
JESSIE ESPINOSA	2,140	-	-	-	2,140	-	2,140
JESSIE MUÑOZ	1,970	-	-	-	1,970	-	1,970
JESSIE RELAMPAGUS	4,200	-	-	-	4,200	-	4,200
JESSON M. MESIA	11,305	-	-	-	11,305	-	11,305
JESSRIL P. GENEROL	15,960	-	-	-	15,960	-	15,960
JESTONY ESMERIA	10,050	-	-	-	10,050	-	10,050
JESUS ARIMBUYUTAN	-	96,900	(74,074)	-	22,826	-	22,826
JESUS F. ABRAJANO	1,650	-	-	-	1,650	-	1,650
JETON M. COMENDADOR	1,475	-	-	-	1,475	-	1,475
JHAN GULIMLIM	(50)	50	-	-	-	-	-
JHEFTE SILVA	(160)	160	-	-	-	-	-
JHESTER DELA CRUZ	(240)	240	-	-	-	-	-
JHON RAY PONES	6,440	18,900	(18,900)	-	6,440	-	6,440
JHONACEL T. DELA CRUZ	4,305	-	-	-	4,305	-	4,305
JHORDAN JIMENO	1,650	-	-	-	1,650	-	1,650
JICJIC S. KIAMCO	1,650	-	-	-	1,650	-	1,650
JIESTER KALAW	-	16,415	-	-	16,415	-	16,415
JIEZL FLORALDE	-	79,106	-	-	79,106	-	79,106
JIMENO, JHORDAN S	-	7,309	(7,309)	-	-	-	-
JIMENO, JHORDAN S.	2,150	-	(2,150)	-	0	-	0
JIMMY D. DURANGO	14,876	-	-	-	14,876	-	14,876
JIMSON D. CUEVAS	3,498	-	-	-	3,498	-	3,498
JIN MC CLOUD GURO	3,483	-	-	-	3,483	-	3,483
JIPPREY PONCE	6,720	-	-	-	6,720	-	6,720
Jo Paul M. Ricarze	6,720	-	-	-	6,720	-	6,720
JO-ANN OLOROSISIMO	3,000	-	-	-	3,000	-	3,000
JOANNE GRACE F. GIRADO	8,400	-	-	-	8,400	-	8,400
JOE MARK CAABAY	1,650	-	-	-	1,650	-	1,650
JOEBELOU SIPLAO	6,720	-	-	-	6,720	-	6,720
JOEBERT REGINIO	14,400	-	-	-	14,400	-	14,400
JOEBERT UMPAD	8,502	5,445	(13,947)	-	0	-	0
JOEFREY E. DE ASIS	2,400	-	-	-	2,400	-	2,400
JOEL CIPRIANO	5,300	-	-	-	5,300	-	5,300
JOEL GUSI Jr.	(100)	100	-	-	-	-	-
JOEL MARTINEZ	536	10,402	(536)	-	10,402	-	10,402
JOEL MILLARE	3,360	-	-	-	3,360	-	3,360
JOEL ORDOÑA	5,280	-	-	-	5,280	-	5,280
JOEL P. MORA JR.	3,300	-	-	-	3,300	-	3,300
JOELITO OAS	-	5,575	-	-	5,575	-	5,575
JOEM C. FLOJO	1,650		-	-	1,650	-	1,650
JOEMEL L. IRASGA	7,455	-	-	-	7,455	-	7,455
JOENCY ORTENCIO	-	15,000	(15,000)	-	-	-	-
JOERGE L. TOTAL	1,650	-	-	-	1,650	-	1,650
JOESAL REY B. ERLANO	41,340	-	-	-	41,340	-	41,340
JOEY CORDOVA	-	9,675	-	-	9,675	-	9,675
JOEY M. ABEJO	1,650	-	-	-	1,650	-	1,650
JOEY PORTUGAL	-	20,400	-	-	20,400	-	20,400
JOHN ALDRIN PERMIJO	4,923	-	-	-	4,923	-	4,923
JOHN CARLO VELASCO	11,068	-	-	-	11,068	-	11,068
JOHN DERICK BANGSOY	(345)	345	-	-	-	-	-
Balance forwarded	P 30,764,935	P 26,010,052	(P 20,399,134)	-	P 36,375,853	-	P 36,375,853

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 30,764,935	P 26,010,052	(P 20,399,134)	P -	P 36,375,853	P -	P 36,375,853
JOHN ENRIQUE V. MADRIGAL II	86,764	28,701	(103,866)	-	11,600	-	11,600
JOHN FAMINIAL	-	67,500	-	-	67,500	-	67,500
JOHN FERDINAND TENCE	5,750	-	-	-	5,750	-	5,750
JOHN HENRY JAY G. MANAIT	81,600	-	-	-	81,600	-	81,600
JOHN JOHN A. SALAZAR	8,400	-	-	-	8,400	-	8,400
JOHN KALVIN CARREON	223,251	-	-	-	223,251	-	223,251
JOHN KARLO P. MIÑA	-	4,200	(4,200)	-	-	-	-
JOHN KENNETH HADER	(230)	230	-	-	-	-	-
JOHN MARK ARELLANO	23,475	-	-	-	23,475	-	23,475
JOHN MARK ARTHUR CORRAL	-	3,518	-	-	3,518	-	3,518
JOHN NOEL CANTRE	7,275	-	-	-	7,275	-	7,275
JOHN PATRICK GARCIA	-	16,000	-	-	16,000	-	16,000
JOHN PAUL GAN	(300)	300	-	-	-	-	-
JOHN PAUL ORTEGA	1,950	-	-	-	1,950	-	1,950
JOHN RENZ MACAYAN	6,160	-	-	-	6,160	-	6,160
JOHN REY ALANZA	5,775	-	-	-	5,775	-	5,775
JOHN REY DANIEL	1,650	-	-	-	1,650	-	1,650
JOHN RODIN BELLO	7,035	-	-	-	7,035	-	7,035
JOHN RODIN P. BELLO	12,443	-	-	-	12,443	-	12,443
JOHN RONALD RENDON	-	40,000	-	-	40,000	-	40,000
JOHN VERGEL MEDILO	13,920	-	-	-	13,920	-	13,920
JOHN VINCENT B. REGAÑON	-	-	-	-	-	-	-
JOHNREY SALORIA	(100)	100	-	-	-	-	-
JOJO LANCOB	1,400	-	-	-	1,400	-	1,400
JOJO PERNITO	5,375	-	-	-	5,375	-	5,375
JOLYBERT C. DIAYON	22,290	-	-	-	22,290	-	22,290
JOMAR B. BINOS	1,650	-	-	-	1,650	-	1,650
JOMARI ORDONIO	-	10,000	(10,000)	-	-	-	-
JOMART PANGAN	(193)	193	-	-	-	-	-
JON JON PIÑON	1,650	-	-	-	1,650	-	1,650
JONALD BULLECER	8,400	-	-	-	8,400	-	8,400
JONALYN CLAIRE R. BOHOL	8,260	-	-	-	8,260	-	8,260
JONAS GULAY	(252)	252	-	-	-	-	-
JONATHAN CELESTE	5,775	-	-	-	5,775	-	5,775
JONATHAN F. SALUDEZ	4,850	-	-	-	4,850	-	4,850
JONATHAN G. CABALITAN	33,960	-	-	-	33,960	-	33,960
JONATHAN H. CALLANTA	8,400	-	-	-	8,400	-	8,400
JONATHAN H. MOLINA	1,650	-	-	-	1,650	-	1,650
JONATHAN JUALO	4,095	-	-	-	4,095	-	4,095
JONATHAN V. MIRAS	23,240	-	-	-	23,240	-	23,240
JONEL D. ROMANO	1,650	-	-	-	1,650	-	1,650
JONEL G. LOCSIN	-	-	-	-	-	-	-
JONELA F. MENGOY	4,200	-	-	-	4,200	-	4,200
JONELA MENGOY	(225)	225	-	-	-	-	-
JONIE UMAPAS	(199)	199	-	-	-	-	-
JONNEL TAPIA	3,740	-	-	-	3,740	-	3,740
JONNET D. PEÑAFLOR	109,000	155,000	(109,000)	-	155,000	-	155,000
JORDAN JOEL ORTIZ	28,766	73,719	(72,485)	-	30,000	-	30,000
JORDAN PALIZA	6,600	-	-	-	6,600	-	6,600
JORDAN SALVADOR	(210)	210	-	-	-	-	-
JORGE LOBIGAS	1,650	-	-	-	1,650	-	1,650
JORGE SICAD JR	6,000	-	-	-	6,000	-	6,000
JORIDEL ORIAS	16,650	-	-	-	16,650	-	16,650
JOSE CAMORAL	3,360	-	-	-	3,360	-	3,360
JOSE GARCIA	1,650	-	-	-	1,650	-	1,650
JOSE LALUSIN	5,680	-	-	-	5,680	-	5,680
JOSE LORENZO T. ANTONIO	-	1,768	-	-	1,768	-	1,768
JOSE M. GORPIDO JR.	8,400	-	-	-	8,400	-	8,400
JOSE M. GORPIDO, JR.	1,475	-	-	-	1,475	-	1,475
JOSE MARIE MALAPIT	1,650	-	-	-	1,650	-	1,650
JOSE MARIO LAGAN	-	4,200	(536)	-	3,664	-	3,664
JOSE P. ASOY JR.	8,400	-	-	-	8,400	-	8,400
JOSE RAMIREZ	175,802	-	(72,258)	-	103,544	-	103,544
JOSE SIMANGAN	2,938	-	-	-	2,938	-	2,938
JOSE TABALNO	6,965	-	-	-	6,965	-	6,965
JOSE VOLTAIRE DE LA ROSA	-	8,500	(8,500)	-	-	-	-
JOSEFINO P. ESTRABELA JR.	2,880	-	-	-	2,880	-	2,880
JOSELLER ORBINO	31,931	36,020	-	-	67,951	-	67,951
JOSEPH ANGELO E. NABONG	3,840	-	-	-	3,840	-	3,840
JOSEPH ANGELO NABONG	3,343	-	-	-	3,343	-	3,343
JOSEPH BASLOT	35,100	-	-	-	35,100	-	35,100
JOSEPH DOROPAN	17,825	4,165	-	-	21,990	-	21,990
JOSEPH G. GASPAR	14,075	-	-	-	14,075	-	14,075
JOSEPH GEL ARIÑAS	(100)	100	-	-	-	-	-
Balance forwarded	P 31,883,138	P 26,465,150	(P 20,779,977)	P -	P 37,568,311	P -	P 37,568,311

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 31,883,138	P 26,465,150	(P 20,779,977)	P -	P 37,568,311	P -	P 37,568,311
JOSEPH LIZA	(216)	216	-	-	-	-	-
JOSEPH MEDRERO	-	3,395	-	-	3,395	-	3,395
JOSEPH NERIA	4,495	3,763	-	-	8,258	-	8,258
JOSHUA RONQUILLO	28,320	-	-	-	28,320	-	28,320
JOSHUA TUMOMBAY	7,280	-	-	-	7,280	-	7,280
JOSUE G. GA	1,650	-	-	-	1,650	-	1,650
JOUIE LEE OLIVER	52,607	-	-	-	52,607	-	52,607
JOVEL E. POBLETE	-	-	-	-	-	-	-
JOVELOU DE GUZMAN	11,400	-	-	-	11,400	-	11,400
JOVERT N. DATU	8,400	-	-	-	8,400	-	8,400
JOY ANN L. MIRANDO	69,708	-	-	-	69,708	-	69,708
JOY NOREE MARAMBA	-	74,452	(74,452)	-	-	-	-
JOYSIAN NEPOMUCENO	-	84,604	-	-	84,604	-	84,604
JR. S. LLANO	4,650		-	-	4,650	-	4,650
JUAN JR. CORRE II	(193)	193	-	-	-	-	-
JUAN TIMO	1,650	-	-	-	1,650	-	1,650
JUANITO LICO	36,000	-	-	-	36,000	-	36,000
JUANITO P. LIMBAGA JR.	8,400	-	-	-	8,400	-	8,400
JUANITO REPISO SUNIEL	15,000		(15,000)	-	-	-	-
JUBINUM M. DEL ROSARIO	-	76,280	-	-	76,280	-	76,280
JULES NORMAN RONQUILLO	5,000,000		(5,000,000)	-	-	-	-
JULIE ANN P. PEÑA	3,938	-	-	-	3,938	-	3,938
JULIO JACOB C. ROXAS	15,000	-	(15,000)	-	-	-	-
JULITO DADIA JR.	75,600	-	-	-	75,600	-	75,600
JULIUS C. MANDAWE	10,050	-	-	-	10,050	-	10,050
JULIUS DEL MUNDO	(375)	375	-	-	-	-	-
JULIUS ERVIN ARAGO	1,920	-	-	-	1,920	-	1,920
JULIUS I. DE CHAVEZ	8,400	-	-	-	8,400	-	8,400
JULYSON SOMBRINO	7,105	-	-	-	7,105	-	7,105
JUMAR PANTERIORE	5,670	-	-	-	5,670	-	5,670
JUN JUN C. LILANG	17,400		-	-	17,400	-	17,400
JUNAR G. ATIENZA	11,020	-	-	-	11,020	-	11,020
JUNARD SEVILLA	97,350		-	-	97,350	-	97,350
JUNE PILLAS	8,400	-	-	-	8,400	-	8,400
JUNEL CATUBIG	2,820	-	-	-	2,820	-	2,820
JUNEL PRINCIPE	3,448	-	-	-	3,448	-	3,448
JUNER CAGANG	80,000	-	-	-	80,000	-	80,000
JUNIE RIVERA	1,400	-	-	-	1,400	-	1,400
JUNIFER BALLERA	6,720	-	-	-	6,720	-	6,720
Junrey Cal	5,760	-	-	-	5,760	-	5,760
JUNRIL A. BONDA-ON	17,775	-	-	-	17,775	-	17,775
JUSTIN JUNEL J. PASCUA	60,000	130,050	(40,000)	-	150,050	-	150,050
JUSTINE C. RIVERA	87,779	-	-	-	87,779	-	87,779
JUSTINE RIVERA	3,741	-	-	-	3,741	-	3,741
JUVANI BARLINAN	2,363	-	-	-	2,363	-	2,363
JUVY BANZON	2,030	-	-	-	2,030	-	2,030
KARA MAE MENDIOLA	43,699	30,000	-	-	73,699	-	73,699
KAREN JANE D. VALERIO	6,300	-	-	-	6,300	-	6,300
KATE WELLIN GBEZEHA	56,000	-	-	-	56,000	-	56,000
Katherine A. Eleccion	32,000	-	-	-	32,000	-	32,000
KATHERINE DUGTONG	1,246	-	-	-	1,246	-	1,246
KATHLEEN ANN SECO	-	69,430	-	-	69,430	-	69,430
KATHLEEN FIGURA	6,895	82,542	(12,542)	-	76,895	-	76,895
KATHLEEN PATRICE D. VILLAREAL	25,000	-	(23,568)	-	1,432	-	1,432
KATRINA B. DOLORES	39,000	-	-	-	39,000	-	39,000
KEITH ANTHONY CALIMAG	150,220	555,000	(186,970)	-	518,250	-	518,250
KELLY MAY V. TURALDE	47,299	-	-	-	47,299	-	47,299
KEN JAMES ROMANO	-	5,160		-	5,160	-	5,160
KENNEDY S. BANGLOY	-	-	-	-	-	-	-
KEVIN GERONIMO	192,319	15,076	(200,304)	-	7,090	-	7,090
KHRISTIAN JOHN C. FERRER	16,113	20,000	(31,113)	-	5,000	-	5,000
KHRISTIAN JOHN C. FERRER/SHELLA M	-	20,000	(12,148)	-	7,852	-	7,852
KIM ALEXIE VALLESTERO	61,250	-	-	-	61,250	-	61,250
KIM DE LOS SANTOS	3,300	-	-	-	3,300	-	3,300
KIM RITA MARIE SOLOMON	8,400	-	-	-	8,400	-	8,400
KIMBERLIE PERLAS	-	52,006	-	-	52,006	-	52,006
KING A. BALINTON	1,650	-	-	-	1,650	-	1,650
KING EGIE BOY GALMAN	-	156,202	-	-	156,202	-	156,202
KING GERARD CALINOG	2,400	-	-	-	2,400	-	2,400
Kirk Alexis B. Cabreros	2,400	-	-	-	2,400	-	2,400
KRISTINA MAE A. INCIONG	50,000	200,000	(140,000)	-	110,000	-	110,000
KRISTINE AIRA INAO	-	60,000	(60,000)	-	-	-	-
KRISTINE AIRA M. INAO	5,000	-	(5,000)	-	-	-	-
KRISTINE JOYCE FRANCO LAGROSA	63,200	76,000	(63,200)	-	76,000	-	76,000
KUYSEN ENTERPRISES,INC.	57,003	-	-	-	57,003	-	57,003
Balance forwarded	P 38,538,293	P 28,179,894	(P 26,659,275)	P -	P 40,058,913	P -	P 40,058,913

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 38,538,293	P 28,179,894	(P 26,659,275)	P -	P 40,058,913	P -	P 40,058,913
LAGO, MA. NORA MAE G.	8,494	5,026	(12,683)	-	838	-	838
LALO BEATO	5,113	-	-	-	5,113	-	5,113
LAMBERTO BANSIL III	-	437,790	-	-	437,790	-	437,790
LANDICHO, ARLAN	-	2,137	-	-	2,137	-	2,137
LARRY BOY DIAZ	3,360	-	-	-	3,360	-	3,360
LARRY CAAMPUED	28,800	-	-	-	28,800	-	28,800
LARRY JONES R. CHATO	14,775		-	-	14,775	-	14,775
LARRY NOCEJA	57,600	-	-	-	57,600	-	57,600
LASTRA, ANTONIO	-	-	-	-	-	-	-
LAURITO CABUAL	1,650	-	-	-	1,650	-	1,650
LAYSON ,RAYMUNDO	-	3,744	-	-	3,744	-	3,744
LAYSON, RAYMUNDO	1,030	4,014	(1,341)	-	3,703	-	3,703
LECITA, CHRISTOPHER	2,430	-	-	-	2,430	-	2,430
LEI ANNE ORBISTA	53,120	-	-	-	53,120	-	53,120
LEMUEL ROI RATON	4,200	-	-	-	4,200	-	4,200
LEMUEL SEREÑO	5,800	-	-	-	5,800	-	5,800
LENDHEL JOHN AQUINO	(270)	270	-	-	-	-	-
LENDHEL JOHN B. AQUINO	-	14,400	-	-	14,400	-	14,400
LEO BUENAVENTURA	5,875	-	-	-	5,875	-	5,875
LEO FEDER	6,965	-	-	-	6,965	-	6,965
LEO ROLLAN	5,448	-	(5,240)	-	208	-	208
LEO TOLENTINO	-	1,500	(1,500)	-	-	-	-
LEOMAR D. GONZALES	4,500	-	-	-	4,500	-	4,500
LEONARD COGUIMBAL	(390)	390	-	-	-	-	-
LEONARD M. COGUIMBAL	2,400	6,375	(3,000)	-	5,775	-	5,775
LEONARD PALCONAN	15,220	-	-	-	15,220	-	15,220
LEONARDO N. VENUS	8,615	-	-	-	8,615	-	8,615
LEONARDO ROLDAN JR.	2,600	-	-	-	2,600	-	2,600
LEONIL FERNIN	-	-	-	-	-	-	-
LESTER RAMOS	6,600	-	-	-	6,600	-	6,600
LESTER VILLANUEVA	3,535	-	-	-	3,535	-	3,535
LETICIA CATALAN	2,000	-	-	-	2,000	-	2,000
LIAN MACHADO	87,500	-	(70,000)	-	17,500	-	17,500
LIEZEL CAMAYA	9,000	-	-	-	9,000	-	9,000
LILIAN G. LORES	-	6,364	(6,364)	-	-	-	-
LIMWEL P. JUGO	1,650	-	-	-	1,650	-	1,650
LIZNIL JANE GEIDT	-	26,696	-	-	26,696	-	26,696
LIZVIRT OSIAS	(209)	209	-	-	-	-	-
LLOYD JOSEPH CERRERO	6,975	-	-	-	6,975	-	6,975
LONGOS, PRINCESS	47	-	-	-	47	-	47
LORNA SANTOS	-	153,135	(115,110)	-	38,024	-	38,024
LOUIE PESIMO	4,425	-	-	-	4,425	-	4,425
LOUIE S. ROMERO	10,050	-	(1,560)	-	8,490	-	8,490
LOYD BRYLE BIEN S. AGENA	7,110	-	-	-	7,110	-	7,110
LUCKY CASTILLO	(270)	270	-	-	-	-	-
LUIGIE LLANO	36,975	-	-	-	36,975	-	36,975
LUIS RAYMOND ILAGAN	-	203,866	-	-	203,866	-	203,866
LUMBERIO, DARYL M.	-	-	-	-	-	-	-
LUTCRESIO TEJERO	2,975	-	-	-	2,975	-	2,975
LUTHER S. GERONIMO	2,625	-	-	-	2,625	-	2,625
LYNARD G. BARREDO	3,570	-	-	-	3,570	-	3,570
MA. CRISTINA PAULINE ESPELETA	31,333	-	-	-	31,333	-	31,333
MA. GLORIA JENNIFER ONTE	-	195,400	-	-	195,400	-	195,400
MA. NORA MAE G. LAGO	-	70,000	-	-	70,000	-	70,000
MA. ROSE ANNE M. DE LUMBA	-	60,000	(75)	-	59,925	-	59,925
MAC ROBERT LLANETA	(213)	213	-	-	-	-	-
MACHADO, LIAN F.	-	9,415	(9,415)	-	-	-	-
Mactan-Cebu Airport Project	27,070	-	-	-	27,070	-	27,070
MAE ANN INFORNON	-	73,982	-	-	73,982	-	73,982
MAHUMOT, NILO S.	6,188	3,750	(9,938)	-	-	-	-
Balance forwarded	P 39,024,565	P 29,458,841	(P 26,895,500)	P -	P 41,587,905	P -	P 41,587,905

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 39,024,565	P 29,458,841	(P 26,895,500)	P -	P 41,587,905	P -	P 41,587,905
MALCO, MARVIN	5,492	-	-	-	5,492	-	5,492
MANAGERS	-	3,605	(3,605)	-	-	-	-
MANANSALA, RALSTEIN	-	1,330	-	-	1,330	-	1,330
MANJERON, GREFIEL	2,000	-	-	-	2,000	-	2,000
MANNY D. BALLERA	-	2,130	-	-	2,130	-	2,130
MANOLO PARALEJAS	14,325	-	-	-	14,325	-	14,325
MANUEL ABOGATAL	-	16,023	(16,023)	-	-	-	-
MANUEL BONIFACIO	1,890	-	-	-	1,890	-	1,890
MANUEL N. PEYRA	8,830	-	-	-	8,830	-	8,830
MANUEL ONGJUCO	-	256,760	(56,760)	-	200,000	-	200,000
MANUEL SALINAS	16,050	-	-	-	16,050	-	16,050
MAQUINANA, GLAISA MAY F.	782	7,004	(7,787)	-	-	-	-
MAR ISAVEDRA	-	53,325	-	-	53,325	-	53,325
MARAVILLAS ,MAICA	-	446	-	-	446	-	446
MARAVILLAS, MAICA	3	-	-	-	3	-	3
MARAVILLAS, MAICA A	-	7,496	(7,496)	-	-	-	-
MARAVILLAS, MAICA A.	-	-	-	-	-	-	-
MARC BENI SANSAIT	-	68,152		-	68,152	-	68,152
MARCELINO L. MANGAYA-AY JR.	1,475		-	-	1,475	-	1,475
MARCELO DEMETRIO	(100)	100	-	-	-	-	-
MARCELO LUMACANG	6,000	3,600	-	-	9,600	-	9,600
MARCELO, LAWRENCE	528	-	-	-	528	-	528
MARDEL CIARA MARASIGAN	-	20,500	(20,500)	-	-	-	-
MARIA ARVIE BALASTA	-	65,042	-	-	65,042	-	65,042
MARIA BELINDA B. MORALES	-	60,609		-	60,609	-	60,609
MARIA CHRISTINA PELPENOSAS	(293)	293	-	-	-	-	-
MARIA CYRINE ROLDAN	1,580	-	-	-	1,580	-	1,580
MARIA NIKKI MANTALA	-	78,400	(8,400)	-	70,000	-	70,000
MARIA NIKKI VILLEGAS	-	-	-	-	-	-	-
MARICEL LUNA	7,000	10,000	(17,000)	-	-	-	-
MARICON M. VICENCIO	1,846	4,000	(4,000)	-	1,846	-	1,846
MARIECRIS S. YADAO	-	-	-	-	-	-	-
MARIECRIS YADAO	179	-	-	-	179	-	179
MARIELLE M. OLEA	75,685	7,200	(5,107)	-	77,778	-	77,778
MARILOU GIANAN	5,400	-	-	-	5,400	-	5,400
MARILOU SHELO BARBIANA	28,800	-	-	-	28,800	-	28,800
MARINEL MERCADO	13,200	-	-	-	13,200	-	13,200
MARIO C. MEDINA	-	30,600	(30,600)	-	-	-	-
MARIO OMBOY	4,200	-	-	-	4,200	-	4,200
MARIZEL RAHON	10,800	-	-	-	10,800	-	10,800
MARJORIE BALINOYOS	(524)	3,024	(2,500)	-	-	-	-
MARK ANGELO C. SALALILA	6,000	-	-	-	6,000	-	6,000
MARK ANGELO SALALILA	(1,904)	1,904	-	-	-	-	-
MARK ANTAZO	5,750	-	-	-	5,750	-	5,750
MARK ANTHONY BERMEO	8,400	-	-	-	8,400	-	8,400
MARK ANTHONY C. ESTABILLO	14,400	-	-	-	14,400		14,400
MARK ANTHONY DOMINGO	6,860	-	-	-	6,860	-	6,860
MARK ANTHONY GONZAGA	3,840	-	-	-	3,840	-	3,840
MARK ANTHONY OPINION	6,600	-	-	-	6,600	-	6,600
MARK ANTHONY S. CO	1,371	-	-	-	1,371	-	1,371
MARK ANTHONY SANTOS	8,365	-	-	-	8,365	-	8,365
MARK BRIONES	1,700	-	-	-	1,700	-	1,700
MARK GOCELA MAÑOZO	2,650	-	-	-	2,650	-	2,650
MARK JASON L. GARRERO	16,050	-	-	-	16,050	-	16,050
MARK JHERICO PERALTA	(70)	70	-	-	-	-	-
MARK LLOYD A. RAMIREZ	9,950	-	-	-	9,950	-	9,950
MARK ROCAFORT	484,010	432,521	(519,221)	-	397,310	-	397,310
MARK RODEL SABADO	35,125	27,217	(22,717)	-	39,625	-	39,625
MARK RODULF CODOY	(305)	305	-	-	-	-	-
Mark U. Villagonzalo	3,273	-	-	-	3,273	-	3,273
MARK VERGEL C. CONCEPCION	1,650	-	-	-	1,650	-	1,650
MARK VONN DARANCIANG	3,600	-	(446)	-	3,154	-	3,154
Markus Hennig	237,057	-	(237,057)	-	-	-	-
MARLO SIMANGAN	6,335	-	-	-	6,335	-	6,335
MARLON CAMILOTES	2,400	-	-	-	2,400	-	2,400
MARLON JAY MAGNO	2,388	-	-	-	2,388	-	2,388
MARLON JAZARENO	6,703	-	-	-	6,703	-	6,703
MARLON JOSEPH PINEDA	(193)	193	-	-	-	-	-
MARLON MERCADO	-	6,600	-	-	6,600	-	6,600
MARLON REONICO	2,400	-	-	-	2,400	-	2,400
Balance forwarded	P 40,104,116	P 30,627,289	(P 27,854,719)	P -	P 42,876,686	P -	P 42,876,686

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 40,104,116	P 30,627,289	(P 27,854,719)	P -	P 42,876,686	P -	P 42,876,686
MARLOU S. RAMOS	3,000	-	-	-	3,000	-	3,000
MARNELLIE SANIDAD	10,000	10,000	(10,000)	-	10,000	-	10,000
MARQUEZ, JOHN KRISTOFER	-	-	-	-	-	-	-
MARTIN JACOB E. CORPUZ	-	-	-	-	-	-	-
MARTIN MIGUEL FLORES	37,900	10,000	-	-	47,900	-	47,900
MARTINEZ JOEL	8,400	-	-	-	8,400	-	8,400
MARTINEZ, DIANE	119	-	-	-	119	-	119
MARTINEZ, JOEL	1,513	-	(1,513)	-	-	-	-
MARTY GEE D. ANOCHE	3,360	-	-	-	3,360	-	3,360
MARVIN CUSTODIO	(100)	100	-	-	-	-	-
MARVIN ETAC	(1,612)	1,612	-	-	-	-	-
MARVIN GLORIA	-	30,120	-	-	30,120	-	30,120
MARVIN GUTLAY	8,400	-	-	-	8,400	-	8,400
MARVIN LIMBAGA	6,000	-	-	-	6,000	-	6,000
MARVIN M. ENCARNACION	1,650	-	-	-	1,650	-	1,650
MARVIN M. MALCO	6,000	-	-	-	6,000	-	6,000
MARWIN BEGUEJA	12,810	-	-	-	12,810	-	12,810
MARY ANN D. VILLAGRACIA	6,000	-	-	-	6,000	-	6,000
MARY ANN VILLAGRACIA	(651)	651	-	-	-	-	-
MARY GRACE A. LI	45,000	-	(7,500)	-	37,500	-	37,500
MARY GRACE MONTALES	14,400	-	-	-	14,400	-	14,400
MARY JANE ATIENZA	(150)	150	-	-	-	-	-
MARY JANE CAJAYON	-	13,168	-	-	13,168	-	13,168
MARY JANE V. ATIENZA	-	10,000	-	-	10,000	-	10,000
MARY JOY GOMEZ	(241)	241	-	-	-	-	-
MARY JOY L. DEDOYCO	8,400	-	-	-	8,400	-	8,400
MARY JOY R. BOTIS	3,185	-	-	-	3,185	-	3,185
MARY LEI M. FELICIANO	-	-	-	-	-	-	-
MARY ROSE F. DE GUZMAN	5,976	-	-	-	5,976	-	5,976
MARZON MOLINA	(240)	240	-	-	-	-	-
MASTER CEDRIC RIBAMBA	(193)	193	-	-	-	-	-
MAXICARE HEALTHCARE CORPORATIC	474,849	-	-	-	474,849	-	474,849
MAXIMO ESPINOSA JR	8,260	-	-	-	8,260	-	8,260
MAY CORVERA	(419)	419	-	-	-	-	-
MAYBELLE PRIETO	21,140	133,700	(99,500)	-	55,340	-	55,340
MC ALBERT RIBAMBA	(213)	213	-	-	-	-	-
MELANIE VILLACRUZADA	(960)	3,100	(2,140)	-	-	-	-
MELCHOR V. HERRERA	1,650	-	-	-	1,650	-	1,650
MELISSA SALILICAN	4,417	217,000	(164,888)	-	56,529	-	56,529
MELITON CRESCINI JR.	21,000	-	-	-	21,000	-	21,000
MELJUNE MONSANTO	5,575	-	-	-	5,575	-	5,575
MELTON FUENTES	6,315	-	-	-	6,315	-	6,315
MELVIN C. CORDERO	8,330	-	-	-	8,330	-	8,330
MELVIN CASTRO	(215)	215	-	-	-	-	-
MELVINO FAUSTINO	61,700	28,542	(30,708)	-	59,534	-	59,534
MENDOZA JR, ANGELITO	-	-	-	-	-	-	-
MENDOZA, JENNIFER	-	2,670	(1,331)	-	1,339	-	1,339
MENDOZA, JENNIFER RODELLA	-	7,496	(7,496)	-	-	-	-
MENDOZA, JIM PAUL	242	-	-	-	242	-	242
MERCADO. MARLON	-	9	-	-	9	-	9
MERL B. SALIGUMBA	1,650	-	-	-	1,650	-	1,650
MHELVINA DOMINCIL	(296)	296	-	-	-	-	-
MHELVINA P. DOMINCIL	-	77,689	(77,689)	-	-	-	-
MIA BAGAUB	489	-	-	-	489	-	489
MICHAEL ALIA	(100)	100	-	-	-	-	-
MICHAEL ANDAM	3,028	-	-	-	3,028	-	3,028
MICHAEL ANGELO OCTUBRE	(100)	100	-	-	-	-	-
MICHAEL ANGELO VICENTE	-	563	-	-	563	-	563
MICHAEL BAÑARES	1,500	-	-	-	1,500	-	1,500
Balance forwarded	P 40,900,884	P 31,175,876	(P 28,257,485)	P -	P 43,819,275	P -	P 43,819,275

Name	Balance at Beginning of Period	Additions	Deductions: Amounts Collected	Deductions: Written Off	Ending Balance: Current	Ending Balance: Non-current	Balance at End of Period
Balance carried forward	P 40,900,884	P 31,175,876	(P 28,257,485)	P -	P 43,819,275	P -	P 43,819,275
MICHAEL BERMUDO	140,000	-	-	-	140,000	-	140,000
MICHAEL CONDADA	1,950	-	-	-	1,950	-	1,950
MICHAEL GARCIA	5,575	-	-	-	5,575	-	5,575
MICHAEL HEHERSON DISTOR	2,000	-	-	-	2,000	-	2,000
MICHAEL JAY P. PAZ	6,580	-	-	-	6,580	-	6,580
MICHAEL L. CONDADA	2,980	-	-	-	2,980	-	2,980
MICHAEL M. BARRACA	8,260	-	-	-	8,260	-	8,260
MICHAEL P. LOHMAN	-	9,000	(9,000)	-	-	-	-
MICHAEL REDONARIO	1,650	-	-	-	1,650	-	1,650
MICHAEL SIDAYA	(100)	100	-	-	-	-	-
MICHAEL SIMUNDAC	40,518	-	(37,972)	-	2,546	-	2,546
MICHELL ANN E. CONDE	44,927	-	(44,927)	-	-	-	-
Michelle A. Magdato	6,720	-	-	-	6,720	-	6,720
MICHELLE ALCANTARA	-	5,000	-	-	5,000	-	5,000
MICHELLE SANIDAD	184,778	-	-	-	184,778	-	184,778
MICHELLE T. JAYARI	56,350	-	-	-	56,350	-	56,350
MIGUE BOY PACULANAN	(165)	165	-	-	-	-	-
MIKKA MAE PRINCIPE	142,939	(10,451)	(45,337)	-	87,151	-	87,151
MILESTILL YOUNG	130,000	70,000	-	-	200,000	-	200,000
MIPARANUM, BIENVENIDO	3,808	-	-	-	3,808	-	3,808
MIPARANUM, BIENVENIDO P	-	14,618	(14,618)	-	-	-	-
MIPARANUM, BIENVENIDO P.	4,301	-	(4,301)	-	0	-	0
MIRANIE B. MONTENEGRO	-	50,000	-	-	50,000	-	50,000
MOLDE, JESSIELITO D.	4,537	2,685	(7,222)	-	-	-	-
MONICO B. CORRO JR.	1,650	-	-	-	1,650	-	1,650
MORRIS MIQUE	4,480	-	-	-	4,480	-	4,480
MULDONG, ALAN	6,417	2,940	(455)	-	8,901	-	8,901
NANDY T. PAÑO	8,400	-	-	-	8,400	-	8,400
NAPOLEON ORIEL	2,288	-	-	-	2,288	-	2,288
NARCISO P. DABUCON JR.	-	-	-	-	-	-	-
NATANIEL NABONG	(240)	240	-	-	-	-	-
NEIL CASTA	-	24,975	-	-	24,975	-	24,975
NEIL CATABAY	6,000	20,000	(20,000)	-	6,000	-	6,000
NEIL FRANCIS DIUMANO	2,850	-	-	-	2,850	-	2,850
NEJIAS T. TUMIMBANG	8,400	-	-	-	8,400	-	8,400
NELSON A. BALILO	1,475	-	-	-	1,475	-	1,475
NELSON A. GERVACIO	7,980	-	-	-	7,980	-	7,980
NELSON CEBRERO	1,710	-	-	-	1,710	-	1,710
NELSON E. FLORES	8,400	-	-	-	8,400	-	8,400
NELSON VILLON	1,650	-	-	-	1,650	-	1,650
NERIA MIGUEL	-	8,330	-	-	8,330	-	8,330
NERRY M. MONTANO	6,930	-	-	-	6,930	-	6,930
NESIE DE GUZMAN JOSE	76,890	-	(76,890)	-	-	-	-
NESTOR ABRIAL	34,730	-	-	-	34,730	-	34,730
NESTOR C. ABRIAL	8,925	-	-	-	8,925	-	8,925
NESTOR C. PILAPIL	1,400	-	-	-	1,400	-	1,400
NESTOR GRANDI	8,883	-	-	-	8,883	-	8,883
NESTOR INFANTE	1,650	-	-	-	1,650	-	1,650
NESTOR L. SIERVO JR.	63,100	-	-	-	63,100	-	63,100
NESTOR T. TECSON JR	-	36,000	(36,000)	-	-	-	-
NESTY LO M. PAGLINAWAN	8,365	-	-	-	8,365	-	8,365
NEW ERA CEBU PENSION INN INC.	3,118	-	-	-	3,118	-	3,118
NEW GOLD BOND MARKETING CORP.	155,667	-	-	-	155,667	-	155,667
NICKSON ADREMESIN	4,500	-	-	-	4,500	-	4,500
NICOLE JAY MACABUHAY	5,700	-	-	-	5,700	-	5,700
NIDA H. GREFALDO	-	184,398	-	-	184,398	-	184,398
NIEL G. PAUSAL	37,200	-	-	-	37,200	-	37,200
NIERRA JOBEL A. AZOGUE	-	60,000	-	-	60,000	-	60,000
NIGEL BRYANT EVANGELISTA	-	250,229	(109,054)	-	141,175	-	141,175
NIKKA ELLA PEREZ	-	13,560	(13,560)	-	-	-	-
NIKKO KAYE VILLETE	11,970	-	-	-	11,970	-	11,970
NILO MAÑOZO	5,430	-	-	-	5,430	-	5,430
NIMFA SODELA	(302)	302	-	-	-	-	-
NIÑA DELMONTE	(302)	302	-	-	-	-	-
Balance forwarded	P 42,183,805	P 31,918,267	(P 28,676,821)	P -	P 45,425,251	P -	P 45,425,251

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 42,183,805	P 31,918,267	(P 28,676,821)	P -	P 45,425,251	P -	P 45,425,251
NIÑO CALOOBANAN	5,050	-	-	-	5,050	-	5,050
NIÑO DELOS REYES	441,585	172,663	(351,210)	-	263,038	-	263,038
NIÑO JOVIT C. JIMENEZ	282,165	53,500	(30,000)	-	305,665	-	305,665
NOCUM, LINDON	70	81	-	-	150	-	150
NOEL AMAC Jr.	(258)	5,258	(5,000)	-	-	-	-
NOEL CERIAS	25,650	-	-	-	25,650	-	25,650
NOEL D. OBEÑA	6,650	-	-	-	6,650	-	6,650
NOEL E. MAHUMOK	3,360	-	-	-	3,360	-	3,360
NOEL GARBO	1,650	-	-	-	1,650	-	1,650
NOEL M. BERANA	2,200	-	(2,200)	-	-	-	-
NOEL OBEÑA	7,680	-	-	-	7,680	-	7,680
NOEL S. LAURENCIANO	1,650	-	-	-	1,650	-	1,650
NOEL S. QUINTO	500	-	-	-	500	-	500
NONILON F. MUDLONG	1,650	-	-	-	1,650	-	1,650
NONITO PAZ	6,600	-	-	-	6,600	-	6,600
NONITO T. ENANO	7,890	-	-	-	7,890	-	7,890
NORLINDO J. CABALLERO	8,400	-	-	-	8,400	-	8,400
NORMAN ARMADA	7,315	2,938	-	-	10,253	-	10,253
NORMAN D. CARANCHO	3,640	-	-	-	3,640	-	3,640
NORMAN DELAMIDE	-	6,743	(3,120)	-	3,623	-	3,623
NORMAN N. ESCOBAR	-	95,000	-	-	95,000	-	95,000
OBLEPIAS, ARLENE JOYCE A.	-	-	-	-	-	-	-
OLIVER BERMEJO	-	56,000	-	-	56,000	-	56,000
ORDONIO , JOMARI	3	-	-	-	3	-	3
ORDONIO, JOMARI B	-	17,347	(17,347)	-	-	-	-
ORDONIO, JOMARI B.	5,354	-	(5,354)	-	-	-	-
ORLANDO VINAS	8,225	-	-	-	8,225	-	8,225
ORLANDO VIÑAS	-	3,000	-	-	3,000	-	3,000
ORTEA, ALDWIN	3	4	-	-	7	-	7
OTHMANN INCORPORATED	38,847	-	-	-	38,847	-	38,847
OTTILIE MARKETING, INC.	3,836	-	-	-	3,836	-	3,836
OTHERS	44,499,573	-	(18,491,897)		26,007,676	-	26,007,676
OWEN NIPA	12,470	-	-	-	12,470	-	12,470
PABLITO BAUTISTA JR.	10,200	-	-	-	10,200	-	10,200
PABLO VALENZUELA Jr.	(215)	215	-	-	-	-	-
PALACIO, HAIDEE	366	-	-	-	366	-	366
PAMELA PEREZ	-	22,874	-	-	22,874	-	22,874
PAREDES, ANTONIO	-	-	-	-	-	-	-
PARINGIT, SAMSON VAL	1,339	-	-	-	1,339	-	1,339
PARINGIT, SAMSON VAL V.	4,400	-	-	-	4,400	-	4,400
PASCULADO, JOVANIE	1,667	-	-	-	1,667	-	1,667
PATRICK CAMAYA	5,350	-	-	-	5,350	-	5,350
PATRICK JAY CATIPON	9,000	-	-	-	9,000	-	9,000
PATRICK JOHN RAMOS	-	3,973	-	-	3,973	-	3,973
PATRICK MERL L. CASTILLO	7,000	-	-	-	7,000	-	7,000
PAUL ANGELO LAZO Jr.	(159)	159	-	-	-	-	-
PAUL D. MILLARE	4,700	-	-	-	4,700	-	4,700
PAUL IAN DEL RIO	1,238	7,500	-	-	8,738	-	8,738
PAUL REINIER GANALON	8,700	-	-	-	8,700	-	8,700
PAULA C. LAO	542,000	151,709	(492,332)	-	201,377	-	201,377
PAULINE MAY ANGELICA HINGZON	213,119	80,000	-	-	293,119	-	293,119
PEDERICO JUALO	-	2,933	(2,168)	-	765	-	765
PEDRO A. ESPINOSA JR.	7,350	-	-	-	7,350	-	7,350
PEDUCHE, HELEN B.	4,032	7,004	(11,036)	-	-	-	-
PELPENOSAS, MARIA CHRISTINA P.	1,344	6,368	(7,712)	-	-	-	-
PEREZ ,ALJON		4,035	-	-	4,035	-	4,035
PEREZ, ALJON	4	10,796	(2,011)	-	8,789	-	8,789
PERLITO BUCTOLAN	8,400	4,078	(4,078)	-	8,400	-	8,400
PETER CONRAD TALOSIG	11,865	-	-	-	11,865	-	11,865
PHILIP COSTALES	(245)	245	-	-	-	-	-
PHILIP RAYMUND M. CERVANCIA	1,650	-	-	-	1,650	-	1,650
							-
Balance forwarded	P 88,408,666	P 32,632,688	(P 48,102,285)	P -	P 72,939,070	P -	P 72,939,070

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 88,408,666	P 32,632,688	(P 48,102,285)	P -	P 72,939,070	P -	P 72,939,070
PHOEBE KATHERINE B. REYES	-	3,600	(3,600)	-	-	-	-
PIELCHE IMSON	24,601	38,038	(23,038)	-	39,601	-	39,601
POLICARPIO VEGA JR.	15,000	-	-	-	15,000	-	15,000
PRINCESS A. LONGOS	77,350	-	-	-	77,350	-	77,350
PRINCESS INCISO	280,000	(18,332)	(268)	-	261,400	-	261,400
PRINCESS MAUREEN DE LEON	8,400	-	-	-	8,400	-	8,400
PRYNCESS HYACINTH ESGUERRA	-	326,272	-	-	326,272	-	326,272
PUNZALAN, RODOLFO	-	-	-	-	-	-	-
QUANTUM QUALITY TOURS & TRAVEL	53,869	-	-	-	53,869	-	53,869
QUEENIE FAMILARAN	-	158,870	(146,278)	-	12,593	-	12,593
RACEL G. CALDERON	144,536	-	(83,381)	-	61,155	-	61,155
RACHELLE ANN ALEJANDRO	56,072	-	-	-	56,072	-	56,072
RACKY SAMSON	5,200	-	-	-	5,200	-	5,200
RACQUEL H. VERZOSA	-	38,000	-	-	38,000	-	38,000
RADITH B. BATAN	960	-	-	-	960	-	960
RAFAEL ANGAB	7,200	-	-	-	7,200	-	7,200
RAIZA JACKIE LOUISE ESPINO	28,465	10,630	(10,630)	-	28,465	-	28,465
RALPH JOSHUA S. GALANG	-	88,900	(38,588)	-	50,312	-	50,312
RALPH WALDO CABRERA	150,500	(2,500)	-	-	148,000	-	148,000
RALPHY LEVI AUMENTADO	1,960	-	-	-	1,960	-	1,960
RAMEL BELONIO	(240)	240	-	-	-	-	-
RAMELLA CALIGNAOAN	(270)	270	-	-	-	-	-
RAMER MOSTAZA	5,528	-	-	-	5,528	-	5,528
RAMIE L. BALBUTIN	9,263	-	-	-	9,263	-	9,263
RAMIL A. DIAZ	6,000	-	-	-	6,000	-	6,000
RAMIL MENDOZA	15,225	-	-	-	15,225	-	15,225
RAMIR DACANAY	-	-	-	-	-	-	-
RAMIREZ ,JOSE	-	4,015	-	-	4,015	-	4,015
RAMIREZ, JOSE	8,093	11,508	(4,500)	-	15,101	-	15,101
RAMIREZ, MARK LLOYD A	-	7,309	(7,309)	-	-	-	-
RAMIREZ, MARK LLOYD A.	2,150	-	(2,150)	-	-	-	0
RAMON BRAVO JR.	1,650	-	-	-	1,650	-	1,650
RAMON D. BONUEL	8,400	-	-	-	8,400	-	8,400
RAMOS, ERWIN M	-	7,309	(7,309)	-	-	-	-
RAMOS, ERWIN M.	2,150	-	(2,150)	-	-	-	0
RAMY CORCINO	3,360	-	-	-	3,360	-	3,360
RANDEL S. ROJO	2,125	-	(2,125)	-	-	-	-
RANDIE M. VIADO	11,258	-	-	-	11,258	-	11,258
RANDY ABALOS	(240)	240	-	-	-	-	-
RANDY D. NARIDO	-	-	-	-	-	-	-
RANDY DAVID	(240)	240	-	-	-	-	-
RANDY L. POTENCIA	8,400	-	-	-	8,400	-	8,400
RANDY RETES	12,600	-	-	-	12,600	-	12,600
RANILO A. CALLO	-	-	-	-	-	-	-
RAPH JAYSON ODATO	-	34,950	-	-	34,950	-	34,950
RASCHEL T. CABILLAN	1,650	-	-	-	1,650	-	1,650
RAUL B. GOLEZ	18,345	-	-	-	18,345	-	18,345
RAUL CENTUS	-	7,950		-	7,950	-	7,950
RAYAN SIEGUE	(240)	240	-	-	-	-	-
RAYMART M. BRIAGAS	-	9,585	-	-	9,585	-	9,585
RAYMOND A. SECRETARIA	1,650	-	-	-	1,650	-	1,650
RAYMOND DUCOT	(300)	300	-	-	-	-	-
RAYMOND JAY BERGONIO	706	-	(706)	-	-	-	-
RAYMOND LIBRAMONTE	9,085	-	-	-	9,085	-	9,085
Raymund Jay S. Gomez	6,100	-	-	-	6,100	-	6,100
RAYMUND M. EBORA	6,510	-	-	-	6,510	-	6,510
RAYMUNDO MARRAS	-	23,990	(23,990)	-	-	-	-
REA LYN BUENAVENTURA	4,130	-	-	-	4,130	-	4,130
Balance forwarded	P 89,405,627	P 33,384,309	(P 48,458,306)	P -	P 74,331,630	P -	P 74,331,630

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 89,405,627	P 33,384,309	(P 48,458,306)	P -	P 74,331,630	P -	P 74,331,630
REBECCA AYCOCHO	5,000	22,145	(26,600)	-	546	-	546
REDINTO M. OLIVERAS	1,475	-	-	-	1,475	-	1,475
REFSIL MAGSIPOC	4,320	-	-	-	4,320	-	4,320
REGGIE C. CARIÑO	14,325	-	-	-	14,325	-	14,325
REGIE DASALLA	1,650	-	-	-	1,650	-	1,650
REGINE CARMELLI R. SANTOS	620,000	250,000	(500,000)	-	370,000	-	370,000
REGINE SOCORRO	8,400	-	-	-	8,400	-	8,400
REGOR TITO	-	26,598	-	-	26,598	-	26,598
REJEAN VALENZUELA	44,100	-	-	-	44,100	-	44,100
RENANTE V. ROJO	1,650	-	-	-	1,650	-	1,650
RENATO ALEGADO	36,900	231,019	(267,919)	-	-	-	-
RENATO B. CASTRO JR.	8,400	-	-	-	8,400	-	8,400
RENATO BELARO Jr.	(340)	340	-	-	-	-	-
RENATO DELA PEÑA	2,230	-	-	-	2,230	-	2,230
RENATO M. SILVA JR.	-	24,837	(24,837)	-	-	-	-
RENATO NAVAL	-	72,000	-	-	72,000	-	72,000
RENE BOY S. BALOHABO	1,650	-	-	-	1,650	-	1,650
RENE BUICO	1,650	-	-	-	1,650	-	1,650
RENNIELYN VERGARA	(579)	579	-	-	-	-	-
RENY SOLANO	46,560	-	-	-	46,560	-	46,560
REO B. GOTIZA	34,500	-	-	-	34,500	-	34,500
RESTIAN DEBLOIS	(213)	213	-	-	-	-	-
RESURRECCION, SARAH	-	-	-	-	-	-	-
RETHMON SEVILLA	(205)	205	-	-	-	-	-
REXFORD ILAGAN	322,295	3,340,623	(3,157,184)	-	505,734	-	505,734
REY AMOR	19,200	-	-	-	19,200	-	19,200
REY C. RAMIREZ	1,475	-	-	-	1,475	-	1,475
REY DAN S. FAMPULA	-	417,600	-	-	417,600	-	417,600
REY FRANCIS FABRO	10,201	503	(10,704)	-	-	-	-
REY G. AMOR	15,840	-	-	-	15,840	-	15,840
REY LUGO	-	85,600		-	85,600	-	85,600
REY MARK GARCIA	45,090	-	-	-	45,090	-	45,090
REYCELYN D. REYES	14,400	-	-	-	14,400	-	14,400
REYMUND P. SABINO	8,400	-	-	-	8,400	-	8,400
REYNALDO AMESTOSO	(240)	240	-	-	-	-	-
REYNALDO C. SALVADOR	7,530	-	-	-	7,530	-	7,530
REYNALDO CANDO	1,650	-	-	-	1,650	-	1,650
REYNALDO RESTAURO	9,360	-	-	-	9,360	-	9,360
REYNALDO RODRIN	1,196,524	(395,000)	(395,000)	-	406,524	-	406,524
REYNANTE DE VERA	29,654	130,000	-	-	159,654	-	159,654
REYNOLD JAZARENO	2,600	-	-	-	2,600	-	2,600
Reza Marie C. De Guzman	114,340	-	-	-	114,340	-	114,340
RHEA LAMOSTE	(390)	390	-	-	-	-	-
RHIZ KATHLEEN CONTRERAS	21,438	48,000	(21,438)	-	48,000	-	48,000
RHODORA E. DE LA CRUZ	19,000	-	-	-	19,000	-	19,000
RIC C. CAIDO	51,258	-	-	-	51,258	-	51,258
RICARDO AMOTO JR.	1,550	-	-	-	1,550	-	1,550
RICARDO B. GILTENDEZ	14,075	-	-	-	14,075	-	14,075
RICARDO C. DONATO	18,000	-	-	-	18,000	-	18,000
RICARDO HERA JR.	4,800	-	-	-	4,800	-	4,800
RICARDO LAPEÑA	14,400	-	-	-	14,400	-	14,400
RICARDO R. DELOS REYES	2,370	-	-	-	2,370	-	2,370
RICARDO SABANAL	975	-	-	-	975	-	975
RICHARD A. RECELLA JR.	-	4,200	(4,200)	-	-	-	-
RICHARD ANGOB	8,502	5,445	(13,947)	-	0	-	0
RICHARD B. FUENTES	1,650	-	-	-	1,650	-	1,650
RICHARD C. CUADRA	11,068	-	-	-	11,068	-	11,068
RICHARD FAMILIAR	-	2,895		-	2,895	-	2,895
RICHARD ILUSTRE	(375)	375	-	-	-	-	-
RICHARD MAGDARAOG	3,360	-	-	-	3,360	-	3,360
RICHARD PEÑAMAYOR	-	-	-	-	-	-	-
RICHARD PROVIDENCIA	15,000	-	-	-	15,000	-	15,000
RICHARD S. PINGOS	10,560	-	-	-	10,560	-	10,560
RICHMON MILLARE	10,973	-	-	-	10,973	-	10,973
RICHMON O. MILLARE	8,400	-	-	-	8,400	-	8,400
RICKY BALCE	-	190,000	(169,843)	-	20,157	-	20,157
RICKY PAYNO	1,650	-	-	-	1,650	-	1,650
RICKY PEÑA	14,268	-	-	-	14,268	-	14,268
RICO F. ABAD	7,000	-	-	-	7,000	-	7,000
RITA DOMINGO	(360)	360	-	-	-	-	-
RIZALDA, ARNOLD	-	-	-	-	-	-	-
ROBBY SALAMANCA	-	60,000	-	-	60,000	-	60,000
ROBERT D. VILLANUEVA	10,050	-	-	-	10,050	-	10,050
ROBERT JASON TORRES	424,803	-	(391,003)	-	33,800	-	33,800
Balance forwarded	P 92,709,441	P 37,903,475	(P 53,440,979)	P -	P 77,171,937	P -	P 77,171,937

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 92,709,441	P 37,903,475	(P 53,440,979)	P -	P 77,171,937	P -	P 77,171,937
ROBERT TABILOG	3,240	-	-	-	3,240	-	3,240
ROBERTO OXINA	8,925	-	-	-	8,925	-	8,925
ROBERTO R. REÑA	1,650	-	-	-	1,650	-	1,650
ROBERTO TAPIA	-	36,000	-	-	36,000	-	36,000
ROBERTSON G. QUIRES	1,475	-	-	-	1,475	-	1,475
ROBIN M. FIGUEROA	10,450	-	-	-	10,450	-	10,450
RODEL GONZALES	3,640	-	-	-	3,640	-	3,640
RODELO B. VALLENTE	-	-	-	-	-	-	-
RODERIC CORPORAL	1,650	-	-	-	1,650	-	1,650
RODNEY C. GARCIA	-	-	-	-	-	-	-
RODNICK CACAFRANCA	2,835	-	-	-	2,835	-	2,835
RODOLF S. SAGUID	1,650	-	-	-	1,650	-	1,650
RODOLFO CERVERA	21,333	-	-	-	21,333	-	21,333
RODOLFO J. CERVERA	1,850	-	(1,850)	-	-	-	-
RODOLFO PUNZALAN	-	-	-	-	-	-	-
RODRICK J. REYES	1,650	-	-	-	1,650	-	1,650
RODRIGO AURELIO JR	5,555	-	-	-	5,555	-	5,555
ROEL COLEGADO	158,956	-	(150,556)	-	8,400	-	8,400
ROEL E. FRANCISCO	1,650	-	-	-	1,650	-	1,650
ROGELIO C. REQUIRON JR.	11,400	-	-	-	11,400	-	11,400
ROGELIO F. VILLAMOR	1,920	-	-	-	1,920	-	1,920
ROGELIO H. EÑATE	11,163	-	-	-	11,163	-	11,163
ROGELIO TURTOR Jr.	(204)	204	-	-	-	-	-
ROGER ARESGADO	(220)	220	-	-	-	-	-
ROGER AROMIN	(240)	240	-	-	-	-	-
ROGER ARTIGAS	6,695	-	-	-	6,695	-	6,695
ROGER C. PONCECA	1,650	-	-	-	1,650	-	1,650
ROGER C. SALAZAR	6,195	-	-	-	6,195	-	6,195
ROGER CABIGAYAN	-	9,000	-	-	9,000	-	9,000
ROJO, RANDEL S.	20,429	16,173	(36,601)	-	-	-	-
ROLAND JAZARENO	8,813	-	-	-	8,813	-	8,813
ROLAND N. RIÑA	10,350	-	-	-	10,350	-	10,350
ROLAND RAYCO	4,740	-	-	-	4,740	-	4,740
ROLANDO F. MECHILINA I	7,245	-	-	-	7,245	-	7,245
ROLDAN PALMA	-	8,042	(8,042)	-	-	-	-
ROLEN L. JALIMBAWA	1,650		-	-	1,650	-	1,650
ROLLEN RALPH L. ORCE	8,400	-	(8,400)	-	-	-	-
ROMANO B. LIRIO	8,295	-	-	-	8,295	-	8,295
ROMAR B. CARNIYAN	1,650		-	-	1,650	-	1,650
ROMAR COBILLA	-	30,762	(28,060)	-	2,702	-	2,702
ROMEL FERNANDO	(188)	188	-	-	-	-	-
ROMEO ARITA	5,961	-	(5,961)	-	-	-	-
ROMEO B. BOBILES	1,650	-	-	-	1,650	-	1,650
ROMEO BOLILAN	(8,000)	8,000	-	-	-	-	-
ROMEO DIAZ	8,400	-	-	-	8,400	-	8,400
ROMEO H. PEÑANUEVA	72,000	-	-	-	72,000	-	72,000
ROMEO P. CAMINO JR.	11,288	-	-	-	11,288	-	11,288
ROMEO P. FURIGAY	17,113	-	-	-	17,113	-	17,113
ROMEO SAKAY	8,400	-	(6,000)	-	2,400	-	2,400
ROMMEL AGNES	5,675	-	-	-	5,675	-	5,675
ROMMEL AMADOR	3,553	-	-	-	3,553	-	3,553
ROMMEL GOROSPE	6,000	-	-	-	6,000	-	6,000
ROMMEL NEVADO	10,920	-	-	-	10,920	-	10,920
ROMMEL VIRTUZ	(193)	193	-	-	-	-	-
ROMNICK T. LLENADO	1,650	-	-	-	1,650	-	1,650
ROMULO G. RUIZ JR.	8,400	-	-	-	8,400	-	8,400
ROMULO OLAGUER	(376)	376	-	-	-	-	-
ROMULO, RUIZ	9,371	14,721	(2,341)	-	21,750	-	21,750
RONA C. BAUTISTA	126,000	-	-	-	126,000	-	126,000
RONALD ANDREW MANUEL	(362)	362	-	-	-	-	-
RONALD P. BUAL	1,650	-	-	-	1,650	-	1,650
RONALD S. ZEMOLABA	7,420	-	-	-	7,420	-	7,420
RONALD TILA	-	2,838	-	-	2,838	-	2,838
RONALDO MERTO	4,380	-	-	-	4,380	-	4,380
RONALDO PALIN	1,650	-	-	-	1,650	-	1,650
RONEL BOFILL	9,898	-	-	-	9,898	-	9,898
RONEL D. BOFILL	2,400	-	-	-	2,400	-	2,400
RONEL E. ABELONG	-	18,000	(18,000)	-	-	-	-
RONIE BALBUENA	1,650	-	-	-	1,650	-	1,650
RONILO C. PONSICA	1,650	-	-	-	1,650	-	1,650
RONNIE G. BRANDT	1,440	-	-	-	1,440	-	1,440
RONNIE SIENES	51,680	-	-	-	51,680	-	51,680
ROQUE T. GUANGA	11,400	-	-	-	11,400	-	11,400
ROSARIO, ALLAN A.	1,882	6,368	(8,250)	-	-	-	-
ROSE ANN A. PIQUERO	32,000	-	-	-	32,000	-	32,000
ROSE ANN J. TARROZA	-	7,650	-	-	7,650	-	7,650
Balance forwarded	P 93,462,238	P 38,062,812	(P 53,715,040)	P -	P 77,810,009	P -	P 77,810,010

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 93,462,238	P 38,062,812	(P 53,715,040)	P -	P 77,810,009	P -	P 77,810,010
ROSE ANN TARROZA	(80)	80	-	-	-	-	-
ROSE CELINE CASTRO	6,000	-	-	-	6,000	-	6,000
ROSE TAPADO	6,000	87,124	(17,124)	-	76,000	-	76,000
Rose Valerie Aceron	9,000	-	-	-	9,000	-	9,000
ROSEBHEL ABALA	5,149	163,399	(167,074)	-	1,473	-	1,473
ROSEBHEL HIBAYA	6,231	-	-	-	6,231	-	6,231
ROSELITO CARILLO	2,400	-	-	-	2,400	-	2,400
ROSELYN CULMINAR	-	96,245	-	-	96,245	-	96,245
ROSETTE PASCUAL	61,950	3,000	-	-	64,950	-	64,950
ROSS RUSSEL GONZALES	(300)	300	-	-	-	-	-
ROWEL SAMSON	(240)	240	-	-	-	-	-
ROWELL SALVADOR	4,900	-	-	-	4,900	-	4,900
ROWENA F. REYES	-	40,071	(8,369)	-	31,702	-	31,702
ROY JOHN C. LOPEZ	-	-	-	-	-	-	-
ROYCE C. BEGUIJA	2,340	-	-	-	2,340	-	2,340
RUAYA ,ELIEZER	-	15,833	-	-	15,833	-	15,833
RUAYA, ELIEZER	6,682	12,043	(2,676)	-	16,049	-	16,049
RUBEN A. YENOGACIO	30,600	-	-	-	30,600	-	30,600
RUBEN PEÑALOSA	975	-	-	-	975	-	975
RUDIO, GRACITO	-	-	-	-	-	-	-
RUDY HIZO	(240)	240	-	-	-	-	-
RUEL ALMA JR.	2,400	55,550	(5,550)	-	52,400	-	52,400
RUEL DEBLOIS	2,880	-	-	-	2,880	-	2,880
RUFINO DIZO	-	260,330	-	-	260,330	-	260,330
RUIZ ,ROMULO	-	1,339	-	-	1,339	-	1,339
RYAN APOSTOL	5,495	45,000	(50,495)	-	-	-	-
RYAN E. BERJA	-	6,795	(3,360)	-	3,435	-	3,435
RYAN GABLING	1,200	-	-	-	1,200	-	1,200
RYAN L. FERNANDEZ	3,600	-	-	-	3,600	-	3,600
SALIMBOT, HAROLD	2,421	-	-	-	2,421	-	2,421
SALVADOR CASTILLO JR	4,800	-	-	-	4,800	-	4,800
SALVADOR CASTILLO JR.	2,880	-	-	-	2,880	-	2,880
SAMMER CANLAS	8,400	-	-	-	8,400	-	8,400
SAMSON CARACAS	6,720	-	-	-	6,720	-	6,720
SAMUEL A. SARSONA	18,000	-	-	-	18,000	-	18,000
SAMUEL BOLONDROS	(240)	240	-	-	-	-	-
SAMUEL FLORES	(240)	240	-	-	-	-	-
SAMUEL GANTALA	-	50,000	(50,000)	-	-	-	-
SAMUEL H. GANTALA	8,400	-	-	-	8,400	-	8,400
SAMUEL SARSONA	42,000	-	-	-	42,000	-	42,000
Sandra Mae Undalok	-	150,997	(15,870)	-	135,127	-	135,127
SANIDAD, MARNELLIE	94	-	-	-	94	-	94
SANTIAGO D. AVELINO JR.	14,250	-	-	-	14,250	-	14,250
SANTIAGO R. GARIN	1,650	-	-	-	1,650	-	1,650
SANTOS, GRACE	573	1,337	-	-	1,911	-	1,911
SARAH LOU SOHO	3,000	-	-	-	3,000	-	3,000
SATURNINO ANCHETA Jr.	(375)	375	-	-	-	-	-
SATURNINO D. OLIVER JR.	1,550	-	-	-	1,550	-	1,550
SEBASTIAN LIRIOS	(209)	209	-	-	-	-	-
SERGIO S. MALIGRO JR.	480	-	-	-	480	-	480
SESIE DELA VIRGEN		117,411	(109,078)	-	8,333	-	8,333
SESIE DELA VIRGEN JR.	28,000	181,878	-	-	209,878	-	209,878
SHALLA VALDEZ	63,176	-	-	-	63,176	-	63,176
SHARMINE MAE D. BITAÑA	-	1,350	(1,350)	-	-	-	-
SHEILA FRANCO	-	2,204,417	(885,962)	-	1,318,455	-	1,318,455
Balance forwarded	P 93,824,512	P 41,558,852	(P 55,031,948)	P -	P 80,351,415	P -	P 80,351,416

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 93,824,512	P 41,558,852	(P 55,031,948)	P -	P 80,351,415	P -	P 80,351,416
SHELLA MAY C. NARCEDA	-	154,410	(152,759)	-	1,651	-	1,651
SHERMAE B. PUTI	253,886	57,600	(99,300)	-	212,186	-	212,186
SHIRLEY ALABADO	-	100,000	(70,279)	-	29,721	-	29,721
Shirley B. Alabado	4,320	-	-	-	4,320	-	4,320
SHOJI F. BEJO	60,960	-	-	-	60,960	-	60,960
SIAN LAURENCE SICAT	2,538	-	-	-	2,538	-	2,538
SIDLACAN, MIKKO	2,070	-	-	-	2,070	-	2,070
SIERVO JR, NESTOR L	-	22,488	(1,785)	-	20,703	-	20,703
SIERVO JR., NESTOR L.	7,139	-	(5,354)	-	1,785	-	1,785
SILVESTRE LEGSON Jr.	(193)	193	-	-	-	-	-
SILVESTRE Z. LEGSON JR.	6,755	-	-	-	6,755	-	6,755
SIMUNDAC ,MICHAEL	-	1,503	-	-	1,503	-	1,503
SIMUNDAC, MICHAEL	6,736	2,458	(558)	-	8,636	-	8,636
SLOTH, OLE HEIN	2,196	3,397	-	-	5,592	-	5,592
SOLIS, ROBERTO G.	5,943	3,506	(9,449)	-	-	-	-
SOLITAIRE L. BERMUDO	3,300	-	-	-	3,300	-	3,300
SOLIVEN S. VALENTINO	4,200	-	-	-	4,200	-	4,200
SOMBRENO, JASON	2,340	-	-	-	2,340	-	2,340
SONNY BOY EVANGELISTA	2,338	-	-	-	2,338	-	2,338
SONNY BUSA	4,800	-	-	-	4,800	-	4,800
Southeast Asian Campus	89,790	-	-	-	89,790	-	89,790
Southwest Integrated Transport System	761,136	-	-	-	761,136	-	761,136
STEPHEN PINEDA	6,720	-	-	-	6,720	-	6,720
SULPICIO MORAL JR.	13,808	4,165	-	-	17,973	-	17,973
SVEND GLENE SAN JUAN	4,200	-	-	-	4,200	-	4,200
TAMAYO, CHRISTOPHER	-	-	-	-	-	-	-
TEDY L. VALLESTERO	480	-	-	-	480	-	480
TEE JAY GAMBOA	-	9,000	-	-	9,000	-	9,000
TEGIE PALLERA	(218)	218	-	-	-	-	-
TERISSE JANE M. ALARCON	-	-	-	-	-	-	-
THERESA PALISOC	2,800	-	-	-	2,800	-	2,800
TIMOTHY ALEXANDER GLOVA	-	80,000	-	-	80,000	-	80,000
TIMOTHY L. OSMA	-	69,334	(1,275)	-	68,059	-	68,059
TITO ALINGASA	-	-	-	-	-	-	-
Balance forwarded	P 95,072,554	P 42,067,124	(P 55,372,707)	P -	P 81,766,971	P -	P 81,766,971

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 95,072,554	P 42,067,124	(P 55,372,707)	P -	P 81,766,971	P -	P 81,766,971
TOMIE, ASLIAH	-	-	-	-	-	-	-
TONY F. CORRE	-	5,803	(5,803)	-	-	-	-
TRACELLE ANNE B. NAVARRO	35,360	-	-	-	35,360	-	35,360
TRANILLA, HENDRICK S.	6,676	3,927	(10,603)	-	-	-	-
UMAPAS, JONIE S.	1,344	7,004	(8,348)	-	-	-	-
VALENCIA, ALLAN	2,667	-	-	-	2,667	-	2,667
VALENCIA, ALLAN B.	8,468	-	-	-	8,468	-	8,468
VALERIE AYRA RAMOS	-	103,300	-	-	103,300	-	103,300
VALLESTERO, KIM ALEXIE	-	-	-	-	-	-	-
VANNESA ANN P. GERILLA.	(1)	1	-	-	-	-	-
VEN ROGER GOCOTANO	1,650	-	-	-	1,650	-	1,650
VENERABLE DALUSUNG	3,900	2,729	(6,629)	-	-	-	-
VERIÑA, DEXTER Q.	-	6,082	(5,068)	-	1,014	-	1,014
VERONICA LOVELLA A. ESQUIDA	28,000	18,000	(45,999)	-	1	-	1
VIC D. DE VERA	4,925	-	-	-	4,925	-	4,925
VICK BASENCE	-	-	-	-	-	-	-
VICTOR C. IBATUAN	10,050	-	-	-	10,050	-	10,050
VICTOR DIONG	-	11,025	-	-	11,025	-	11,025
VICTOR FRIAS	1,650	-	-	-	1,650	-	1,650
VICTOR GENILLA	12,225	-	-	-	12,225	-	12,225
VICTOR L. ASPA, JR.	2,625	-	-	-	2,625	-	2,625
VICTOR PILAPIL	8,448	-	-	-	8,448	-	8,448
VICTOR RIBLORA	10,050	-	-	-	10,050	-	10,050
VICTORIANO TUMOMBAY JR.	12,000	-	-	-	12,000	-	12,000
VILLAMOR, PEDRO	-	-	-	-	-	-	-
VILLARMINO, JANIE	-	-	-	-	-	-	-
VILLEGAS, MARIA NIKKI	5,755	-	-	-	5,755	-	5,755
Vilma P. Lumapas Ii	4,320	-	-	-	4,320	-	4,320
VINCE ALLEN GARCIA	7,310	-	-	-	7,310	-	7,310
VINCENT DONO	9,000	-	-	-	9,000	-	9,000
VINCENT JOHN C. GEVERO	7,735	-	-	-	7,735	-	7,735
VIRGILIO P. BERGADO JR.	8,400	-	-	-	8,400	-	8,400
VON CARLO M. EMPEÑO	-	-	-	-	-	-	-
WALTER QUIAPO	5,896	3,506	(9,402)	-	-	-	-
WAYNE E. SAN FELIPE	10,190	-	-	-	10,190	-	10,190
WEBFORGE PHILS. INC.	250,000	-	-	-	250,000	-	250,000
WEBSTER T. GENERALAO	975		(692)	-	283	-	283
WELLO AQUINO	5,375	-	-	-	5,375	-	5,375
WENCESLAO, NICO	-	323	-	-	323	-	323
WENS JAMES VERALLO	(240)	240	-	-	-	-	-
WILBERT DARYL D. HERNANDEZ	-	115,990	(62,990)	-	53,000	-	53,000
WILFRED ACUT	-	-	-	-	-	-	-
WILFREDO SALINAS JR.	-	4,080	-	-	4,080	-	4,080
WILLIAM L. LABAY	-	-	-	-	-	-	-
WILMER S. LUCAS	1,650	-	-	-	1,650	-	1,650
WILSON CELESTIAL	1,650	-	-	-	1,650	-	1,650
WILSON MACAYAN	4,600	-	-	-	4,600	-	4,600
WILTON PABICA	14,400	-	-	-	14,400	-	14,400
WINNIE F. MATIAS	38,458	80,000	(72,500)	-	45,958	-	45,958
WINSTON V. JIMENEZ	-	8,000	-	-	8,000	-	8,000
YADAO, MARIECRIS	-	-	-	-	-	-	-
YSRAEL ANGELES	-	-	-	-	-	-	-
YSRAEL ANGELES/ KATHERINE DUGT(	32,797	-	(30,608)	-	2,189	-	2,189
Balance forwarded	P 95,630,862	P 42,437,134	(P 55,631,350)	P -	P 82,436,646	P -	P 82,436,646

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 95,630,862	P 42,437,134	(P 55,631,350)	P -	P 82,436,646	P -	P 82,436,646
ZALDY LACANDAZO	2,625	-	-	-	2,625	-	2,625
ZEUS BRION POL	(180)	180	-	-	-	-	-
Zheena Ocampo	50,000	-	-	-	50,000	-	50,000
ZHELIN B. BALETBET	4,625	-	-	-	4,625	-	4,625
ZYRA FACTURAN	73,680	120,300	-	-	193,980	-	193,980
ANDRIAN B. VILLANUEVA	299,267	-	(212,303)	-	86,964	-	86,964
ANGELICA SARAH R. CAPARAS	(7,172)	7,172	-	-	-	-	-
ANNA KARENINA SALGADO	70,000	-	-	-	70,000	-	70,000
ANNALYN LEE	8,581	-	-	-	8,581	-	8,581
APRIL DIANNE MANTUHAC	244,623	-	(105,000)	-	139,623	-	139,623
JOANNA ANGELITA FAJARDO	1,955	-	-	-	1,955	-	1,955
JOHN KALVIN CARREON	217,217	-	(36,755)	-	180,461	-	180,461
JUNCARL B. JURADO	14,960	-	-	-	14,960	-	14,960
LYDWENA R. ECO	374,000	-	(200,000)	-	174,000	-	174,000
MARIA THERESA A. MERCED	168,203	-	(113,203)	-	55,000	-	55,000
MARYROSE CAMAJALAN	430,908	-	(339,980)	-	90,929	-	90,929
REINA BELLE TABORADA	89	-	-	-	89	-	89
ROBERT JASON TORRES	114,608	-	(13,905)	-	100,703	-	100,703
ALDRIN ELBERT ABELLA	-	50,500	-	-	50,500	-	50,500
AUGUSTE IZHAR PEPITO	-	232,600	-	-	232,600	-	232,600
CRISTEL RYANIE NARCA	-	100,000	-	-	100,000	-	100,000
MARIA EMMA LINGGAS	-	182,000	-	-	182,000	-	182,000
JAYPEE S. TRADIO	-	33,333	-	-	33,333	-	33,333
AILEEN MAY S. MAMAC	-	36,217	-	-	36,217	-	36,217
ALEXANDER C. ALVARO	15,660	-	-	-	15,660	-	15,660
ANA CLARISSA ILAGAN	18,865	-	-	-	18,865	-	18,865
ANTHONY GALMAN	12,250	-	-	-	12,250	-	12,250
ARLENE BANCASO	-	-	-	-	-	-	-
ARNOLD VILLANUEVA	-	-	-	-	-	-	-
ARNOLD YUSON	18,000	-	(18,000)	-	-	-	-
CLAUDIO LUBERIO JR.	-	-	-	-	-	-	-
DEA CARMELISA URBANO	14,445	-	-	-	14,445	-	14,445
DOMINGO IBARLIN, JR.	-	-	-	-	-	-	-
IAN JAUCULAN	-	-	-	-	-	-	-
JAMES ALDWIN LASALA	-	-	-	-	-	-	-
JEAI ARCANO	-	-	-	-	-	-	-
JEREMIAH ANTHONY V. JO	-	-	-	-	-	-	-
JESSICA VICTORIA	234	-	-	-	234	-	234
JOHN KALVIN CARREON	165,000	-	-	-	165,000	-	165,000
JOSE MARI T SALVADOR	260,000	-	-	-	260,000	-	260,000
KAREN CORTEZ	-	-	-	-	-	-	-
KATHLYN FATE BENTAZAL	(3,569)	28,000	-	-	24,431	-	24,431
KOLYN CALBASA	194,935	-	(80,000)	-	114,935	-	114,935
LAWRENCE HARDER	-	-	-	-	-	-	-
LEONARD DIVINA	9,000	-	-	-	9,000	-	9,000
MARIA ALTHEA MASANGKAY	66,700	515,559	-	-	582,259	-	582,259
MARIECOR AVILA	10,000	-	-	-	10,000	-	10,000
RALPH GILBERT BINOS	30,000	749	-	-	30,749	-	30,749
RAPHAEL VICTOR MENIANO	81,000	36,500	(61,000)	-	56,500	-	56,500
ANGELA LUNGCAY	-	2,048	-	-	2,048	-	2,048
GERARD ANGELO FERNANDEZ	-	1,500	-	-	1,500	-	1,500
IRISH MAE MANLIGUEZ	-	4,568	-	-	4,568	-	4,568
LOREN LIBERA	-	7,228	-	-	7,228	-	7,228
ROWENA BARRA	-	5,163	-	-	5,163	-	5,163
STEWART RIVERA	-	44,125	-	-	44,125	-	44,125
JAY AMOR	-	225,500	-	-	225,500	-	225,500
PAUL ELIEZER NOLASCO	-	70,000	-	-	70,000	-	70,000
JOHN KALVIN CARREON	-	287,200	-	-	287,200	-	287,200
							-
Balance forwarded	P 98,591,371	P 44,427,576	(P 56,811,496)	P -	P 86,207,451	P -	P 86,207,451

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 98,591,371	P 44,427,576	(P 56,811,496)	P -	P 86,207,451	P -	P 86,207,451
SANTOS, ROGELIO JR. GUIAO	-	180,000	(90,000)	-	90,000	-	90,000
GUTIERREZ, GLADWIN MILLA	-	960,000	(870,005)	-	89,995	-	89,995
BROSAS, JAYSON ACONG	-	273,438	(183,438)	-	90,000	-	90,000
VALENOVA, NOEL SKULSTAD	-	960,000	(870,280)	-	89,720	-	89,720
JOSCH YUMPING	-	105,000	(90,000)	-	15,000	-	15,000
MARI JOIE ALTICHE	-	702,500	(629,000)	-	73,500	-	73,500
DERRICK C. EVARISTO	-	251,628	(206,628)	-	45,000	-	45,000
APRIL MENDIOLA	-	55,100	(34,100)	-	21,000	-	21,000
ANNIKA GAILE BARRAMEDA GAMO	-	768,430	-	-	768,430	-	768,430
CARMELA GEMMA L. DOMINGUEZ	-	450,980	(23,000)	-	427,980	-	427,980
GERMAN ANTONIO	-	45,000	-	-	45,000	-	45,000
JEREMY LOUIS T. TEE	-	5,000	-	-	5,000	-	5,000
KATRINA S. DOMINGO	-	5,000	-	-	5,000	-	5,000
MANIBEL E. IBANEZ	-	1,892,500	(739,000)	-	1,153,500	-	1,153,500
MARY ANN BINOS	-	45,000	-	-	45,000	-	45,000
MELINDA VOCES	-	90,000	-	-	90,000	-	90,000
QUENNIE RHOSE S. DAGANIO	-	5,000	-	-	5,000	-	5,000
REINHARDT DURAN	-	45,000	-	-	45,000	-	45,000
REINHARDT JON DURAN	-	45,000	-	-	45,000	-	45,000
RONALDO MACASIEB	-	90,000	-	-	90,000	-	90,000
AILEEN BARACEROS MORALES	-	711,000	-	-	711,000	-	711,000
AIZA ASPRER VILLANUEVA	-	9,000	-	-	9,000	-	9,000
ALIPIO I. LUANGCO	-	36,150	(17,636)	-	18,514	-	18,514
ALYANA GRACE T. ROBLEZA	-	1,597,250	(1,215,712)	-	381,538	-	381,538
ANTONETTE L. ATIENZA	-	76,250	(56,417)	-	19,833	-	19,833
ANTONETTE LLAMOSO ATIENZA	-	84,022	-	-	84,022	-	84,022
APRIL DIANNE CABUANG CABRERA	-	9,000	-	-	9,000	-	9,000
ARIANNE CECIL PEREN BRAGA	-	15,760	-	-	15,760	-	15,760
CHRIZSA EULICE DOMINIQUE P. GARCI	-	2,024,721	(1,756,500)	-	268,221	-	268,221
Damon Gabriel Dadap	-	210,145	(158,645)	-	51,500	-	51,500
DERRICK C. EVARISTO	-	4,491,393	(3,964,721)	-	526,672	-	526,672
DIANA RUTH R. ROMERO	-	73,657	-	-	73,657	-	73,657
DJOAHNA KRISTA P. ENDRINAL	-	93,992	(1,051)	-	92,940	-	92,940
EARVIN C. TUTOR	-	35,000	-	-	35,000	-	35,000
ELOISA GUINTO PANGILINAN	-	11,100	-	-	11,100	-	11,100
EPHRAIM JOSE D. VALDEZ	-	544,275	-	-	544,275	-	544,275
Erika Danielle Angeles	-	425,042	(355,042)	-	70,000	-	70,000
Francesca Micaela A. Santeco	-	642,327	(400,000)	-	242,327	-	242,327
Glen Mark P. Sulibit	-	200,010	-	-	200,010	-	200,010
GRACE AQUINO DOMANTAY	-	9,000	(3,075)	-	5,925	-	5,925
HERBERT G. ENRIQUEZ	-	35,063	-	-	35,063	-	35,063
IZZY F. MONDONEDO	-	19,084	-	-	19,084	-	19,084
JASMIN M. CO	-	4,559,487	(4,447,982)	-	111,505	-	111,505
JC Nino Villaruz	-	26,462	(19,263)	-	7,199	-	7,199
JENIENA MAE D. PIALAGO	-	28,400	(26,000)	-	2,400	-	2,400
JENIENA MAE DIAMA PIALAGO	-	11,000	-	-	11,000	-	11,000
JENNIFER B. PEDUCA	-	2,200,082	(327,586)	-	1,872,496	-	1,872,496
JESUS KRISTINA SUASBA SUERTE FELIP	-	35,149	(1,257)	-	33,892	-	33,892
JODENEE RUBELLE APOLONIO RAMOS	-	17,500	(4,771)	-	12,729	-	12,729
JOSE EMILIO O. FERRER	-	23,700	-	-	23,700	-	23,700
JUNE JUNE J DOMONDON	-	1,500	-	-	1,500	-	1,500
KAREN JOY SAN JOSE VISMONTE	-	14,000	(8,196)	-	5,804	-	5,804
KEN CARLA G. MALABANAN	-	358,805	(228,157)	-	130,648	-	130,648
LEAN KAYE LAYUG	-	63,940	(25,196)	-	38,744	-	38,744
LOU ANNE R. PEÑARROYO	-	4,953,994	(4,293,600)	-	660,394	-	660,394
LOVELY JOY MANLANGIT	-	10,000	-	-	10,000	-	10,000
Luis Alonzo Martin Ligot	-	117,495	(20,395)	-	97,100	-	97,100
LUNA, JUVILYN ROSETE	-	27,904	-	-	27,904	-	27,904
LYNN CELLES SUMANGIL	-	125,000	-	-	125,000	-	125,000
Ma. Cristina Veronica Rodrigo	-	334,700	(284,700)	-	50,000	-	50,000
							-
Balance forwarded	P 98,591,371	P 75,664,513	(P 78,162,848)	P -	P 96,093,036	P -	P 96,093,036

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 98,591,371	P 75,664,513	(P 78,162,848)	P -	P 96,093,036	P -	P 96,093,036
MARCEL VINA C. BARIT	-	13,784	(5,134)	-	8,650	-	8,650
MARI ALBERT CAPARAS ONG	-	79,750	-	-	79,750	-	79,750
Marian Bensan	-	305,400	(305,400)	-	-	-	-
MARICEL SON MAGSUMBOL	-	9,000	(3,788)	-	5,212	-	5,212
MARIEL MARTUS TEJADA	-	9,000	(2,157)	-	6,843	-	6,843
MARK AARON OREJOLA LOTERIÑA	-	10,000	-	-	10,000	-	10,000
MARK LAWRENCE J. LAGUNERO	-	10,418	-	-	10,418	-	10,418
MEGAWIDE CONSTRUCTION CORPORA	-	4,800	(4,800)	-	-	-	-
MELINDA D. BENDAÑA	-	301,505	-	-	301,505	-	301,505
MENGUITA, MELISSA VILLANUEVA	-	30,000	-	-	30,000	-	30,000
MIANCA RAMIIA C. TORRES	-	134,816	(77,467)	-	57,349	-	57,349
Michelle Zabal	-	613,170	(53,482)	-	559,688	-	559,688
MORIKAWA, EMILYN OCCIANO	-	37,951	-	-	37,951	-	37,951
MS. PATRICIA SAMANTHA G. JUGAN	-	13,752,630	(13,752,630)	-	-	-	-
MUNICIPAL TREASURER OF TAYTAY RI	-	8,000		-	8,000	-	8,000
OBILLE, KEVIN REELE MARQUEZ	-	21,072	-	-	21,072	-	21,072
OLIVER DIMACALI DIN	-	10,000	(3,950)	-	6,050	-	6,050
Orly T. Mirabueno	-	65,000	(65,000)	-	-	-	-
PATRICK SHANE PANGILINAN DIAZ	-	53,500	-	-	53,500	-	53,500
PAUL EDISON C. SALVADOR	-	49,000	(11,667)	-	37,333	-	37,333
PHILIP MARC ESCALA TALAN	-	111,500	(82,250)	-	29,250	-	29,250
RANNIE BOOTS C. TOMALON	-	20,850	(6,029)	-	14,821	-	14,821
Rejoyce Dela Cruz	-	4,000	-	-	4,000	-	4,000
RENIER V. CALIVARA	-	75,136	(26,277)	-	48,859	-	48,859
ROMMEL G. TURINGAN	-	1,290,672	(593,331)	-	697,341	-	697,341
RONALDO B. PASCUAL	-	64,304	(19,596)	-	44,708	-	44,708
Ryan Vasquez	-	6,000	(6,000)	-	-	-	-
SHIRLEY JOSAFAT PURGANAN	-	11,000	-	-	11,000	-	11,000
THEA ZARAH R. REYES	-	66,783	(4,142)	-	62,641	-	62,641
TIMOTHY CHUA CANILAO	-	39,277	(17,775)	-	21,503	-	21,503
VANESSA MAE MONTIBON APAY	-	49,444	(14,438)	-	35,006	-	35,006
Venise Lyra Gonzales	-	1,034	-	-	1,034	-	1,034
With manual breakdown	-	1,079,065	(862,807)	-	216,258	-	216,258
							-
Balance forwarded	P 98,591,371	P 94,002,376	(P 94,080,968)	P -	P 98,512,779	P -	P 98,512,779
TOTAL ADVANCES TO OFFICERS AND EMPLOYEES	**P 98,591,371**	**P 94,002,376**	**(P 94,080,968)**	**P -**	**P 98,512,779**	**P -**	**P 98,512,779**
SHAREHOLDERS	P 1,037,914	P -	(P 148,119)	P -	P 889,795	P -	**P 889,795**
Advances to related parties under common ownership							
Future State Myspace, Inc.	35,414	-	-	-	35,414	-	35,414
Megawide Foundation	114,834	84,997	-	-	199,831	-	199,831
ESA Group of Companies Inc.	5,858	-	-	-	5,858	-	5,858
Megacore Holdings, Inc.	750	17,000,000	-	-	17,000,750	-	17,000,750
Excelsior Holdings	(1,974,313)	147,942,291	(98,922,797)	-	47,045,181	-	47,045,181
Citicore Power Inc.	3,177,716,507	-	-	-	3,177,716,507	-	3,177,716,507
Other related parties under common ownership	99,828,059	132,652	-	-	99,960,711	-	99,960,711
TOTAL ADVANCES TO RELATED PARTIES UNDER COMMON OWNERSHIP	P 3,275,727,109	P 165,159,940	(P 98,922,797)	P -	P 3,341,964,252	P -	**P 3,341,964,252**
ULTIMATE PARENT COMPANY	P 3,089,095,108	P -	P -	P -	P 3,089,095,108	P -	**P 3,089,095,108**
Advances to non-controlling interest **ASSOCIATES AND JOINT ARRANGEMENTS**	P 9,466,416	P 827,016	P -	P -	P 10,293,432	P -	**P 10,293,432**
	P 6,473,917,918	**P 259,989,332**	**(P 193,151,884)**	**P -**	**P 6,540,755,366**	**P -**	**P 6,540,755,366**

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
Schedule C
Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements
December 31, 2023

Name and Designation of Debtor	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Megawide Construction (BVI) Corporation	P 135,760,957	P -	P -	P -	P 135,760,957	P -	P 135,760,957
Megawide Terminals, Inc.	480,307,508	286,835	-	-	480,594,343	-	480,594,343
Altria East Land, Inc.	143,412,164	1,246,793	-	-	144,658,957	-	144,658,957
Tiger Legend Holdings Limited	298,641,951	-	(298,641,951)	-	-	-	-
Megawide OneMobility Corporation	2,166,135	5,572,822	-	-	7,738,957	-	7,738,957
MWM Terminals, Inc.	202,270,835	133,231,971	-	-	335,502,806	-	335,502,806
Megawide Land Inc.	128,686,401	176,759,582	-	-	305,445,983	-	305,445,983
Wide-Horizons, Inc.	122,079	244,367	-	-	366,446	-	366,446
Cebu2World Development, Inc.	225,755,549	-	(225,755,549)	-	-	-	-
PH1 World Developers, Inc.	107,977,611	341,522,389	-	-	449,500,000	-	449,500,000

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
Schedule D
Long-Term Debt
December 31, 2023

Title of Issue and Type of Obligation	Amount Authorized by Indenture		Amount Shown Under Caption "Current Portion of Long-term Debt" in Related Statement of Financial Position		Amount Shown Under Caption "Long-Term Debt" in Related Statement of Financial Position	
Bank loans (i)	P	21,090,547,054	P	17,391,402,346	P	3,699,144,708
Notes payable (ii)		5,388,000,000		3,528,000,000		1,860,000,000
Lease liabilities (iii)		169,586,723		124,425,289		45,161,434
Bonds payable (iv)		3,953,869,786		-		3,953,869,786
TOTAL	**P**	**30,602,003,563**	**P**	**21,043,827,635**	**P**	**9,558,175,928**

Supplementary Information on Long-term Debt:

(i) Total bank loans represent OLSA with a local universal bank comprising P3,900.0 million drawdown with maturity of 15 years. Moreover, as a result of the acquisition of PH1, the Group also recognized bank loans amounting to P306.1 million classified under long-term debt.

(ii) Total notes payable represents unsecured availments from two notes facility agreement with a local bank for private placement amounting to P2,000.0 million in 2016, and P3,600.0 million in 2020. These notes have maturity term that ranges from five to ten years from date of issue.

Specifically, on September 2016 and December 2016, the Parent Company availed an unsecured corporate 10-year corporate loans amounting to P650.0 million, P350.0 million and P1,000.0 million to refinance the 5-year corporate note issued in 2011 and to finance its capital expenditure and general corporate requirements.

In February 2020, the Parent Company availed P3,600.0 unsecured corporate loans from its third loan facility for repayment of maturing debts, funding of new projects and general corporate requirements.

(iii) Lease liabilities have an effective interest rate of 7.0% and 10.8% in 2023 and 2022, respectively with maturity of three to five years from the date of transaction.

(iv) On August 17, 2022, the Parent Company listed fixed-rate bonds in the total amount of P4,000.0 million, inclusive of the P1,000.0 million oversubscription option, with the Philippine Dealing & Exchange Corp. The Fixed-Rate Bonds consists of Series A (P1,600.0 million maturing in three years and six months from issue date at rate of 6.9506%) and Series B (P2,400.0 million maturing in five years from issue date a rate of 7.9663%).

Bond issue cost capitalized as part of the bonds amounted to P64.6 million. As of December 31, 2023, amortization amounted to P13.6 million while its net carrying value amounted to P46.1 million.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
Schedule E
Indebtedness to Related Parties
December 31, 2023

Name of Related Party	Balance at Beginning of Period	Balance at End of Period
Citicore Holdings Investment, Inc.	P -	P 90,233,593
Citicore-Megawide Consortium, Inc. (CMCI)	30,000,000	30,000,000
Others	20,046,821	24,403,632
Total	**P 50,046,821**	**P 144,637,225**

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
Schedule F
Guarantees of Securities of Other Issuers
December 31, 2023

Name of Related Party	Amount	
MWM Terminals, Inc. (MWMTI)	P	3,588,000,000
Citicore Megawide Consortium, Inc. (CMCI)		656,000,000
TOTAL	**P**	**4,244,000,000**

Supplementary Information on Guarantees of Securities and Other Issuers:

1) *MWMTI entered in to an OLSA with a local universal bank in 2015, with the Parent Company as guarantor, for a loan facility amounting to P3,300.0 million to finance the construction of the PITX Project. In 2019, the Parent Company requested the lender to increase the loan facility by P600.0 million making the total principal loan to P3,900.0 million. MWMTI has an outstanding loan amounting to P3,588.0 million as of December 31, 2023.*

2) *On March 23, 2015, CMCI, with the Parent Company as guarantor, executed a Receivable Purchase Agreement (RPA) with certain local commercial banks, whereby CMCI shall offer an outstanding arising from public-private partnership school infrastructure project finance lease receivable within the purchase period on a limited recourse basis such as upon the occurrence of certain repurchase event under the RPA. The Parent Company, as guarantor, shall pay on the demand up to the aggregate amount of P656.0 million in case of default of CMCI. Pursuant to the continuing obligations of CMCI under the RPA, CMCI has been in compliance with the RPA during the reporting periods.*

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
Schedule G
Capital Stock
December 31, 2023

Title of Issue	Number of Shares Authorized	Number of Shares Issued and Outstanding as Shown Under the Related Statement of Financial Position Caption (i)	Number of Shares Reserved for Options, Warrants, Conversion and Other Rights / Treasury Shares	Number of Shares Outstanding	Number of Shares Held By		
					Related Parties	Directors, Officers and Employees	Others
Common	4,930,000,000	2,399,426,127	386,016,410	2,013,409,717	1,330,634,698	19,164,808	663,610,211
Preferred	186,000,000	167,626,010	66,220,130	101,405,880	29,000,000	-	72,405,880

" On July 20, 2016, the Parent Company's BOD approved the buy-back of 410.8 million common shares held by Sybase Equity Investment Corporation at a price equal to the 7-trading day volume weighted average price ending on July 28, 2016 or equivalent to P10.03 per share. Total purchase price of the treasury shares including incidental cost of the buy-back amounted P4,138.8 million.

On October 20, 2016, the Parent Company's BOD approved the sale of its 150.0 million treasury shares at P14.9 per share. Net proceeds of the sale of treasury share amounted to P2,181.7 million, net of incidental cost of the transaction. Outstanding balance of the treasury shares after the sale is 260.8 million treasury shares at cost of P2,627.7 million.

On October 1, 2018, the Parent Company's BOD approved a share buyback program worth up to P2,000.0 million over a period of two years. Total cost to acquire treasury shares in 2020 and 2019 amounted to P703.1 million and P457.8 million, respectively, which is equivalent to 50.2 million and 26.1 million shares, respectively.

On March 3, 2020, the Parent Company's BOD approved an additional P3,000.0 million to its share buyback program, making it a total of P5,000.0 million and removal of the period within which to execute the program, making it open-ended. Total cost of acquired treasury shares in 2020 amounted to P703.1 million, which is equivalent to 50.2 million shares.

On April 13, 2020, the Parent Company's BOD approved to increase its authorized capital stock for preferred shares by 54.0 million shares to a total of 124.0 million shares, which was approved by the stockholders on June 30, 2020.

On November 27, 2020, the Parent Company raised P4,360.0 million from its Series 2A and 2B preferred shares offering, which is equivalent to 26,220,130 Series 2A preferred shares and 17,405,880 Series 2B preferred shares.

On February 26, 2021, the Parent Company's BOD approved to increase its authorized capital stock for preferred shares by 26.0 million shares to a total of 150.0 million shares, which was approved by the stockholders on May 21, 2021.

On October 29, 2021, the Parent Company raised P4,000.0 million from its Series 4 preferred shares offering, which is equivalent to 40.0 million Series 4 preferred shares."

On January 6, 2023, the Company filed with the Securities and Exchange Commission a Registration Statement and Preliminary Prospectus relating to its offer and sale of fifteen million (15,000,000) cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable) perpetual preferred shares with a par value of One Peso (P1.0) per share (the "Offer Shares"). The filing fee for the Registration Statement was paid on January 10, 2023.

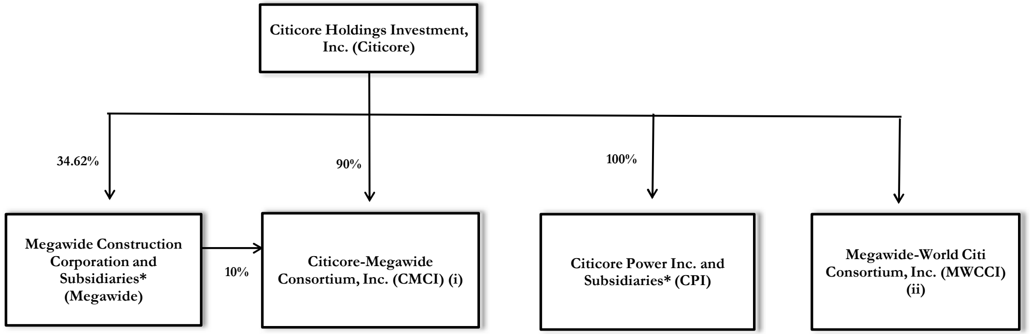
On February 15, 2023, the Company's application for the increase in authorized capital stock was approved by the SEC. In 2023, the deposit on future stock subscription were converted to preferred shares (Series 3).

On April 26, 2023, the Parent Company's BOD approved the redemption of its Series 2A Preferred Shares, on May 29, 2023, at a redemption price of P100.0 per share, increasing the treasury shares by P2,622.0 million.

MEGAWIDE CONSTRUCTION CORPORATION
20 N Domingo Street, Brgy. Valencia, Quezon City
Reconciliation of Retained Earnings Available for Dividend Declaration
December 31, 2023
(Amount in Philippines Pesos)

Unappropriated Retained Earnings, beginning of reporting period	P 2,663,926,211
Less: Item that is directly debited to Unappropriated Retained Earnings	
Dividend declaration during the year	(2,423,688,587)
Unappropriated Retained Earnings, as adjusted	240,237,624
Net Profit for the Current Year	441,338,730
Less: Other items that should be excluded from the determination of the amount of available for dividends declaration	
Net movement in deferred tax assets and deferred tax liabilities related to right-of-use assets and lease liabilities	(4,747,845)
Net movement in deferred tax assets not considered in the reconciling items under the previous categories	(62,301,443)
Total Retained Earnings, end of the reporting period available for dividend	**P 614,527,066**

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
MAP SHOWING THE RELATIONSHIP BETWEEN THE COMPANY AND ITS RELATED ENTITIES
December 31, 2023



**See Schedule 1*

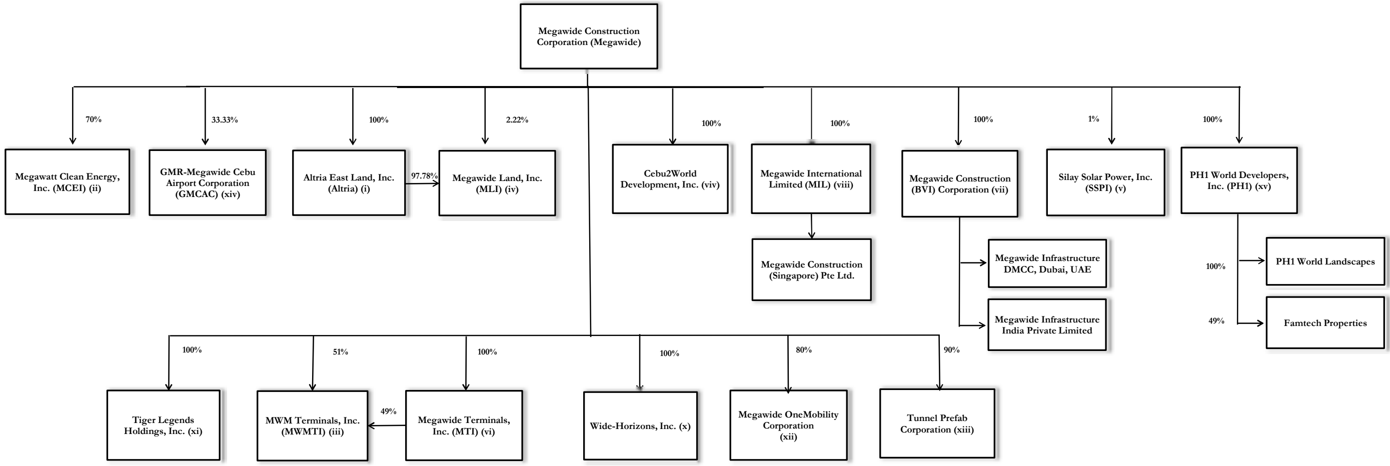
**See Schedule 2*

Supplementary Information:

(i) The rights and powers of Megawide over the management and control of the CMCI are exercised through a seat in the Board of Directors. Taking this into consideration, the Megawide concluded that it has significant influence over the investee; accordingly the investment is accounted for as an investment in associate.

(ii) Megawide acquired 51.0% ownership interest in MWCCI, but accounted for the investment as an associate since it does not have control over MWCCI's relevant activities.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
MAP SHOWING THE RELATIONSHIP BETWEEN THE COMPANY AND ITS RELATED ENTITIES
Schedule 1: Megawide Construction Corporation and Subsidiaries
December 31, 2023



Supplementary Information:

(i) *Megawide's acquisition of Altria is treated as an acquisition of asset and not a business acquisition. Hence, Altria is not considered a subsidiary of the Megawide.*

(ii) *On September 4, 2014, the Company acquired 70.0% of the issued and outstanding capital stock of MCEI. The investment in MCEI is accounted for as an investment in subsidiary.*

(iii) *MWMTI was accounted for as a subsidiary due to the acquisition of 100% ownership in MTI, resulting to the increase in effective ownership of Megawide in MWMTI from 51.0% to 100.0%.*

(iv) *On October 28, 2016, Megawide acquired a 100.0% ownership interest in MLI, an entity incorporated in the Philippines. MLI is incorporated primarily to engage in real estate and related business.*

(v) *In February 2016, SSPI's unissued shares of stock were acquired by CPI resulting in a 75.0% equity interest over SSPI and diluting Megawide's equity interest over SSPI from 100.0% to 25.0%. Hence, SSPI ultimately became a subsidiary of CPI. In 2016, the Megawide's equity interest was reduced from 100.0% to 1.0% upon acquisition of a related party under common ownership.*

(vi) *In August 2018, Megawide acquired the outstanding shares of MTI representing 100.0% ownership, making it a wholly owned subsidiary of Megawide.*

(vii) *On June 20, 2017, Megawide acquired a 100.0% ownership interest in MCBVI, an entity incorporated in the territory of British Virgin Islands, a primarily engage in buying and holding shares of other companies.*

(viii) *MIL, whose registered office is at Marcy Building, 2nd Floor, Purcell Estate, P.O. Box 2416, Road Town Tortola, British Virgin Islands, was incorporated on July 26, 2019.*

(viv) *Cebu2World, whose registered office is at Unit 1504 Ayala Life FGU Center Cebu, Mindanao Avenue corner Biliran Road, Cebu Business Park, Cebu City, was incorporated on November 3, 2020.*

(x) *Wide-Horizons, whose registered office is at at 20 N. Domingo Street, Brgy. Valencia, Quezon City., was incorporated on November 16, 2020.*

(xi) *Tiger Legends was incorporated on October 16, 2020 to primarily engage in buying and holding shares of other companies. Tiger Legend's registered address is at Vistra Corporate Services Centre, Wickhams Cay II, Road Town, Tortola, British Virgin Islands.*

(xii) *Formerly known as Citicore Infrastructure Holdings, Inc.; Megawide Construction Corporation subscribed to 7,500,000 common shares in Megawide OneMobility Corporation on 02 December 2021; Subsequently, Megawide Construction Corporation purchased 500,000 common shares in Megawide OneMobility Corporation on 29 July 2022 from Citicore Holdings Investment, Inc.*

(xiii) *Tunnel Prefab Corporation was incorporated on 31 August 2022.*

(xiv) *On September 2, 2022, Megawide, GMR Airports International BV (GAIBV), and Aboitiz InfraCapital, Inc. (AIC) executed a Share Subscription and Transfer Agreement, for AIC to acquire shares in GMCAC, subject to the following conditions:*

1) For a total amount of P9,473.6 million, AIC shall own 33.0 and 1/3% minus one share of the outstanding capital stock of GMCAC; Megawide will retain 33.0 and 1/3% plus one share, while GAIBV will retain 33.0 and 1/3%; and,

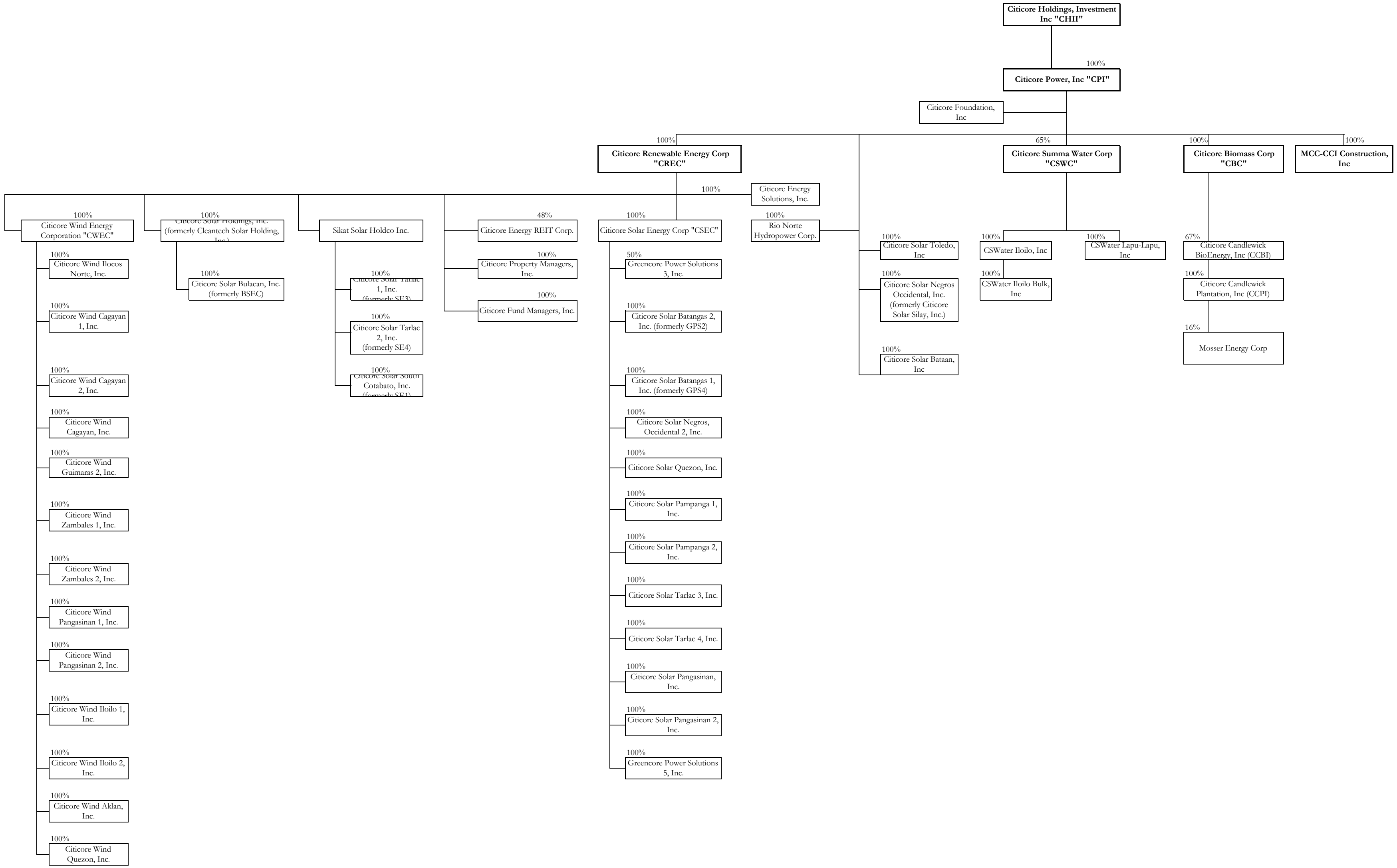
2) Megawide and GAIBV shall issue Exchangeable Notes in favor of AIC in the total amount of P15,526.4 million. The Exchangeable Notes will mature on October 30, 2024, and will be exchanged by AIC for the rest of the 66.0 and 2/3% plus one share of GMCAC's outstanding capital stock.

On 16 December 2022, AIC completed the acquisition of the 33.0 and 1/3% minus 1.0 share stake in GMCAC, and the Company and GAIBV issued the Exchangeable Notes.

As a result of the disposition of GMCAC shares, Megawide's investment in GMCAC ceases to be controlling interest. However, Megawide maintains that it has significant influence over GMCAC. Accordingly, the retained investment shall be accounted for as an investment in associate.

(xv) *On July 27, 2023, Megawide acquired the outstanding shares of PH1 World Developers, Inc. (PH1) representing 100.0% ownership from Citicore Holdings Investment, making it a wholly owned subsidiary of Megawide. At the date of acquisition, PH1 owns 100% and 49% of the outstanding capital stock of PH1 World Landscapes, Inc. (PH1-WL) and Famtech Properties, Inc. (Famtech), respectively. As a result of the acquisition of PH1, the Group obtained indirect ownership and control over PH1-WL and Famtech*

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
MAP SHOWING THE RELATIONSHIP BETWEEN THE COMPANY AND ITS RELATED ENTITIES
Schedule 2: Citicore Power Inc. and Subsidiaries
December 31, 2023



Report of Independent Auditors on Components of Financial Soundness Indicators

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 2288

The Board of Directors and Stockholders
Megawide Construction Corporation and Subsidiaries
(A Subsidiary of Citicore Holdings Investment, Inc.)
20 N. Domingo Street
Brgy. Valencia
Quezon City

We have audited, in accordance with Philippine Standards on Auditing, the consolidated financial statements of Megawide Construction Corporation and Subsidiaries (the Group) for the years ended December 31, 2023 and 2022, on which we have rendered our report dated April 12, 2024. Our audit was made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The Supplementary Schedule on Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, are the responsibility of the Group's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS) and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purposes of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission, and is not a required part of the basic consolidated financial statements prepared in accordance with PFRS. The components of these financial soundness indicators have been traced to the Group's consolidated financial statements as at December 31, 2023 and 2022 and for the years then ended and no material exceptions were noted.

PUNONGBAYAN & ARAULLO

By: John Endel S. Mata
Partner

CPA Reg. No. 0121347
TIN 257-622-627
PTR No. 10076144, January 3, 2024, Makati City
SEC Group A Accreditation
Partner - No. 121347-SEC (until financial period 2023)
Firm - No. 0002 (until financial period 2024)
BIR AN 08-002551-040-2023 (until Jan. 24, 2026)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Aug. 27, 2024)

April 12, 2024

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
Supplemental Schedule of Financial Soundness Indicators
December 31, 2023 and 2022

Ratio	Formula	Amount	2023	Formula	Amount	2022*
Current ratio	Total Current Assets divided by Total Current Liabilities Total Current Assets Total Current Liabilities Current ratio	 50,120,456,700 38,719,379,421 **1.29**	**1.29**	Total Current Assets divided by Total Current Liabilities Total Current Assets Total Current Liabilities Current ratio	 53,794,725,797 23,937,401,147 2.25	2.25
Acid test ratio	Quick assets (Total Current Assets less Inventories, Contract Assets and Other Current Assets) divided by Total Current Liabilities Total Current Assets Less: Inventories Contract Assets Other Current Assets Non-current Asset Held for Sale Quick Assets Total Current Liabilities Acid test ratio	 50,120,456,700 (6,152,261,092) (5,640,188,614) (11,413,433,469) (2,879,769,625) 24,034,803,900 38,719,379,421 **0.62**	**0.62**	Quick assets (Total Current Assets less Inventories, Contract Assets and Other Current Assets) divided by Total Current Liabilities Total Current Assets Less: Inventories Contract Assets Other Current Assets Non-current Asset Held for Sale Quick Assets Total Current Liabilities Acid test ratio	 53,794,725,797 (2,126,166,237) (5,106,307,785) (9,563,285,300) (2,879,769,625) 34,119,196,850 23,937,401,147 1.43	1.43
Solvency ratio	Total Assets divided by Total Liabilities Total Assets Total Liabilities Solvency ratio	 66,327,140,452 49,394,366,705 **1.34**	**1.34**	Total Assets divided by Total Liabilities Total Assets Total Liabilities Solvency ratio	 66,452,756,054 46,785,875,466 1.42	1.42
Debt-to-equity ratio	Total Liabilities divided by Total Equity Total Liabilities Total Equity Debt-to-equity ratio	 49,394,366,705 16,932,773,747 **2.92**	**2.92**	Total Liabilities divided by Total Equity Total Liabilities Total Equity Debt-to-equity ratio	 46,785,875,466 19,666,880,588 2.38	2.38
Assets-to-equity ratio	Total Assets divided by Total Equity Total Assets Total Equity Assets-to-equity ratio	 66,327,140,452 16,932,773,747 **3.92**	**3.92**	Total Assets divided by Total Equity Total Assets Total Equity Assets-to-equity ratio	 66,452,756,054 19,666,880,588 3.38	3.38
Interest rate coverage ratio	Earnings before interest and taxes (EBIT) divided by Interest expense EBIT Interest expense** Interest rate coverage ratio	 2,141,858,851 1,815,083,719 **1.18**	**1.18**	Earnings before interest and taxes (EBIT) divided by Interest expense EBIT Interest expense** Interest rate coverage ratio	 (1,147,030,097) 1,414,149,216 (0.81)	(0.81)
Return on equity	Net Income divided by Average Equity Net Income from Continuing Operations Average Equity Return on equity	 269,156,681 18,299,827,168 **0.01**	**0.01**	Net Loss divided by Average Equity Net Loss from Continuing Operations Average Equity Return on equity	 (1,872,022,234) 19,433,894,134 (0.10)	(0.10)

Ratio	Formula	Amount	2023	Formula	Amount	2022
Return on assets	Net Income divided by Average Assets Net Income from continuing operations Average Assets Return on assets	 269,156,681 66,389,948,253 **0.00**	**0.00**	Net Loss divided by Average Assets Net Loss from continuing operations Average Assets Return on assets	 (1,872,022,234) 75,814,692,458 (0.02)	(0.02)
Net profit margin	Net Income divided by Total Revenue Net Income from continuing operations Total Revenue Net profit margin	 269,156,681 18,638,155,682 **0.01**	**0.01**	Net Loss divided by Total Revenue Net Loss from continuing operations Total Revenue Net profit margin	 (1,872,022,234) 14,841,650,516 (0.13)	(0.13)

**For the year ended December 31, 2022, interest rate coverage ratio, return on equity, return on assets and net profit margin only includes results of continuing operations.*
*** Interest expense is the sum of interest relating to bank loans, notes payable and bonds payable.*

MEGAWIDE

30 January 2024

THE DISCLOSURE DEPARTMENT
THE PHILIPPINE STOCK EXCHANGE, INC.
6/F PSE Tower, 5th Avenue corner 28th Street
Bonifacio Global City, Taguig City

Attention: **MS. ALEXANDRA D. TOM WONG**
Officer-in-Charge, Disclosure Department

Gentlemen and Mesdames:

In compliance with the disclosure requirements of the Philippine Stock Exchange, Inc., please find enclosed are the following:

1. Annual Progress Report on the Application of Proceeds from the Preferred Shares Offering of Megawide Construction Corporation as of and for the year ended 31 December 2023; and

2. Report of Independent Auditors on Factual Findings.

MEGAWIDE CONSTRUCTION CORPORATION
By:

JEZ G. DELA CRUZ
Chief Financial Officer

MEGAWIDE

30 January 2024

THE DISCLOSURE DEPARTMENT
THE PHILIPPINE STOCK EXCHANGE, INC.
6/F PSE Tower, 5th Avenue corner 28th Street
Bonifacio Global City, Taguig City

Attention: **MS. ALEXANDRA D. TOM WONG**
Officer-in-Charge, Disclosure Department

Re: **MEGAWIDE CONSTRUCTION CORPORATION**
Annual Progress Report as of and for the Year Ended 31 December 2023 on the Application of Proceeds from the Preferred Shares Offering with Certification of Independent Auditors

Gentlemen and Mesdames:

In connection with the preferred shares offering of **MEGAWIDE CONSTRUCTION CORPORATION** (the "Company") on 17 April 2023, we submit herewith the Company's annual report on the application of the proceeds from the said offering. The details of the disbursements made as of and for the year ended 31 December 2023 are as follows:

Offering Proceeds (15,000,000 shares at PhP 100.00 per share)	**PhP**	**1,500,000,000.00**
Less: Expenses related to the public offering*		
Underwriting fees		6,421,102.15
Registration and filing fees		2,626,875.00
Professional fees		6,170,000.00
Documentary stamp tax		125,000.00
Selling Fees		4,012,500.00
Other Expenses		250,000.00
Net Offering Proceeds	**PhP**	**19,605,477.15**
Less: Disbursements		
Partial Redemption of Preferred Shares Series 2A		1,480,394,522.85
	PhP	**1,480,394,522.85**
Balance of the Offering Proceeds as of December 31, 2023	**PhP**	-

**The expenses related to the preferred shared offering amounting to PhP 19.6 million, which were incurred prior to the receipt of the proceeds from the offering, were initially funded using the Company's working capital.*

We hope you find everything in order.

Very truly yours,

MEGAWIDE CONSTRUCTION CORPORATION
By:

JEZ G. DELA CRUZ
Chief Financial Officer

P&A Grant Thornton

Report of Independent Auditors on Factual Findings

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 2288

The Board of Directors and Stockholders
Megawide Construction Corporation
(A Subsidiary of Citicore Holdings Investment, Inc.)
20 N. Domingo Street
Brgy. Valencia
Quezon City

We have performed the procedures agreed with you and enumerated in the succeeding page with respect to the attached Annual Progress Report (the Report) as of and for the year ended December 31, 2023 on the application of proceeds from the Preferred Shares Offering (Offering Proceeds) of Megawide Construction Corporation (the Company) on April 17, 2023. The procedures were performed solely to enable the Company to comply with the requirement of the Philippine Stock Exchange to submit the Report relating to the application of the Offering Proceeds accompanied by an external auditor's report. Our engagement was undertaken and our report is issued in accordance with Philippine Standard on Related Services 4400 (Revised), *Agreed-Upon Procedures Engagements*, applicable to agreed-upon procedures engagements.

The net proceeds for this Offer amounting to P1,480,394,552.85 was used to partially fund the full redemption of the outstanding 26,220,130 Series 2A Preferred Shares at the Offer Price of P100.00 per share on May 27, 2023.

Agreed-upon Procedures

The agreed procedures we performed are as follows:

1. Obtained and checked the mathematical accuracy of the following:

    a. The Report;
    b. Schedule of planned use of proceeds from the Offering Prospectus; and,
    c. Detailed schedule of utilization of proceeds as of and for the year ended December 31, 2023.

2. Agreed total amount of disbursement of the Offering Proceeds shown in the Report to the detailed schedule of disbursements of proceeds as of and for the year ended December 31, 2023.

3. Compared the disbursements of the Offering Proceeds shown in the Report with the schedule of planned use of proceeds indicated in the Offering Prospectus.

4. Inquired and identified the nature of disbursements of the Offering Proceeds in the detailed schedule and checked that such disbursements were consistent with the planned use of the Offering Proceeds.

5. Traced and examined supporting documents of the disbursements in the schedule and agreed the total amount of disbursements per category in the Report.

Results of the Performance of Agreed-Upon Procedures

1. With respect to item 1, we noted no exceptions on the mathematical accuracy of the Report and schedules.

2. With respect to item 2, we noted that the total amount of disbursements appearing in the Report agrees with the amount in the detailed schedule of disbursements of the Offering Proceeds.

3. With respect to item 3, we found the disbursements of proceeds in the Report as of and for the year ended December 31, 2023 is consistent with the planned application of proceeds indicated in the Use of Proceeds section of the Offering Prospectus.

4. With respect to item 4, we noted the following:

    a) The details of the disbursements incurred from January 1 to December 31, 2023 showed that the Company used the Offering Proceeds for the purpose of partially funding the redemption of the outstanding Series 2A Preferred Shares of the Company.

    The net proceeds were intended to partially fund the full redemption of the outstanding 26,220,130 Series 2A Preferred Shares at the Offer Price of P100.00 per share, which was for redemption on May 27, 2023, 2.5 years from its listing date.

    The net proceeds of the Series 2A Preferred Shares were used by the Company to finance various Public-Private Partnership projects such as the Mactan Cebu International Airport, Paranaque Integrated Terminal Exchange, Public School Infrastructure Project Phase II, and Clark International Airport.

    As of December 31, 2023, the Company's Offering Proceeds are fully allocated and utilized in accordance with the planned use as disclosed above. Disbursements for the year ended December 31, 2023 amounted to P1,480.4 million.

5. We found no exceptions with respect to item 5.

Because the foregoing procedures do not constitute either an audit or review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standard on Review Engagements (PSRE), respectively, we do not express an assurance on the use of Offering Proceeds based on the said standards. Had we performed additional procedures, or had we performed an audit or review of the financial statements in accordance with PSA or PSRE, respectively, other matters might have come to our attention that would have been reported to you.

We have no responsibility to update this report for events or circumstances occurring after the date of this report.

Our report is solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties. This report relates only to the information and items specified above and does not extend to any financial statements of the Company, taken as a whole.

PUNONGBAYAN & ARAULLO

By: John Endel S. Mata
Partner

CPA Reg. No. 0121347
TIN 257-622-627
PTR No. 10076144, January 3, 2024, Makati City
SEC Group A Accreditation
Partner - No. 121347-SEC (until financial period 2023)
Firm - No. 0002 (until financial period 2024)
BIR AN 08-002551-040-2023 (until Jan. 24, 2026)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Aug. 27, 2024)

January 30, 2024

MEGAWIDE

30 January 2024

THE DISCLOSURE DEPARTMENT
THE PHILIPPINE STOCK EXCHANGE, INC.
6/F PSE Tower, 5th Avenue corner 28th Street
Bonifacio Global City, Taguig City

Attention: **MS. ALEXANDRA D. TOM WONG**
Officer-in-Charge, Disclosure Department

Gentlemen and Mesdames:

In compliance with the disclosure requirements of the Philippine Stock Exchange, Inc., please find enclosed are the following:

1. Annual Progress Report on the Application of Proceeds from the Preferred Shares Offering of Megawide Construction Corporation as of and for the year ended 31 December 2023; and

2. Report of Independent Auditors on Factual Findings.

MEGAWIDE CONSTRUCTION CORPORATION
By:

JEZ G. DELA CRUZ
Chief Financial Officer

MEGAWIDE

30 January 2024

THE DISCLOSURE DEPARTMENT
THE PHILIPPINE STOCK EXCHANGE, INC.
6/F PSE Tower, 5th Avenue corner 28th Street
Bonifacio Global City, Taguig City

Attention: **MS. ALEXANDRA D. TOM WONG**
Officer-in-Charge, Disclosure Department

Re: **MEGAWIDE CONSTRUCTION CORPORATION**
Annual Progress Report as of and for the Year Ended 31 December 2023 on the Application of Proceeds from the Preferred Shares Offering with Certification of Independent Auditors

Gentlemen and Mesdames:

In connection with the preferred shares offering of **MEGAWIDE CONSTRUCTION CORPORATION** (the "Company") on 27 November 2020, we submit herewith the Company's annual report on the application of the proceeds from the said offering. The details of the disbursements made as of and for the year ended 31 December 2023 are as follows:

Offering Proceeds (43,626,010 shares at PhP 100.00 per share)	**PhP**	**4,362,601,000.00**
Less: Expenses related to the public offering*		
Underwriting fees		23,881,930.83
Registration and filing fees		6,830,655.00
Professional fees		5,986,013.50
Documentary stamp tax		436,260.10
Net Offering Proceeds	**PhP**	**4,325,466,140.57**
Less: Disbursements		
Accumulated costs incurred as of December 31, 2022		2,769,654,572.49
Costs incurred for the year ended December 31, 2023		128,022,329.72
	PhP	**2,897,676,902.21**
Balance of the Offering Proceeds as of December 31, 2023	**PhP**	**1,427,789,238.36**

**The expenses related to the preferred shared offering amounting to PhP 36.7 million, which were incurred prior to the receipt of the proceeds from the offering, were initially funded using the Company's working capital. The Company charged this amount against the proceeds from the offering in the last quarter of 2020.*

We hope you find everything in order.

Very truly yours,

MEGAWIDE CONSTRUCTION CORPORATION
By:

JEZ G. DELA CRUZ
Chief Financial Officer

P&A
Grant Thornton

Report of Independent Auditors on Factual Findings

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 2288

The Board of Directors and Stockholders
Megawide Construction Corporation
(A Subsidiary of Citicore Holdings Investment, Inc.)
20 N. Domingo Street
Brgy. Valencia
Quezon City

We have performed the procedures agreed with you and enumerated in the succeeding page with respect to the attached Yearly Progress Report (the Report) as of and for the year ended December 31, 2023 on the application of proceeds from the Preferred Shares Offering (Offering Proceeds) of Megawide Construction Corporation (the Company) on November 27, 2020. The procedures were performed solely to enable the Company to comply with the requirement of the Philippine Stock Exchange (PSE) to submit the Report relating to the application of the Offering Proceeds accompanied by an external auditor's report. Our engagement was undertaken and our report is issued in accordance with Philippine Standard on Related Services 4400 (Revised), *Agreed-Upon Procedures Engagements*, applicable to agreed-upon procedures engagements.

We present below the summary of the breakdown and application of the Offering Proceeds as of and for the year ended December 31, 2023 based on the information we obtained from the Company.

	Initial Allocation of Offering Proceeds on November 27, 2020	Revised Allocation of Offering Proceeds as of February 26, 2021	Application of Offering Proceeds as of December 31, 2022	Application of Offering Proceeds for the Year Ended December 31, 2023	Balance of Offering Proceeds as of December 31, 2023
Ninoy Aquino International Airport (NAIA) rehabilitation	P1,224,188,530.35	P -	P -	P -	P -
Development of Cebu Integrated Transport Hub	830,037,568.21	1,274,700,551.18	1,266,397,956.05	8,302,595.13	-
Expansion of MCIA Under Concession Agreement 2 (CA2)	816,125,686.90	816,125,686.90	816,125,686.90	-	-
Development of Lot 2 of the Paranaque Integrated Terminal Exchange (PITX) and other locations	647,702,950.76	994,686,674.38	-	-	994,686,674.38
Expansion of Pre-cast and other Ancillary business units	375,609,437.17	576,828,778.51	277,694,391.64	119,719,734.59	179,414,652.28
Mactan Cebu International Airport (MCIA) multi-use development	215,900,983.59	331,562,224.80	77,874,313.10	-	253,687,911.70
General corporate purposes	215,900,983.59	331,562,224.80	331,562,224.80	-	-
	P4,325,466,140.57	P4,325,466,140.57	P2,769,654,572.49	P128,022,329.72	P 1,427,789,238.36

P&A
Grant Thornton

Agreed-upon Procedures

The agreed procedures we performed are as follows:

1. Obtained and checked the mathematical accuracy of the following:

    a. The Report;
    b. Reallocation of the Use of Proceeds Report;
    c. Schedule of planned use of proceeds from the Offering Prospectus; and,
    d. Detailed schedule of utilization of proceeds as of and for the year ended December 31, 2023.

2. Agreed total amount of disbursement of the Offering Proceeds shown in the Report to the detailed schedule of disbursements of proceeds as of and for the year ended December 31, 2023.

3. Compared the disbursements of the Offering Proceeds shown in the Report with the schedule of planned use of proceeds indicated in the Offering Prospectus and its approved subsequent revision of allocation.

4. Inquired and identified the nature of disbursements of the Offering Proceeds in the detailed schedule and checked that such disbursements were consistent with the planned use of the Offering Proceeds.

5. Traced to and examined supporting documents of the disbursements in the schedule and agreed the total amount of disbursements per category in the Report.

Results of the Performance of Agreed-Upon Procedures

1. With respect to item 1, we noted no exceptions on the mathematical accuracy of the Report and schedules.

2. With respect to item 2, we noted that the total amount of disbursements appearing in the Report agrees with the amount in the detailed schedule of disbursements of the Offering Proceeds.

3. With respect to item 3, we found the disbursements of proceeds in the Report as of and for the year ended December 31, 2023 is consistent with the planned application of proceeds indicated in the Use of Proceeds section of the Offering Prospectus and its subsequent revision of allocation as approved by the Company's Board of Directors (BOD) on February 26, 2021 and disclosed in the Philippine Stock Exchange Electronic Disclosure Generation Technology on March 1, 2021.

4. With respect to item 4, we noted the following:

    a.) The details of the disbursements incurred from January 1 to December 31, 2023 showed that the Company used the Offering Proceeds for the following purposes:

- ***NAIA Rehabilitation***

  The government's airport modernization and expansion program opened up exciting opportunities for the private sector to contribute to the country's infrastructure development program. Being the largest private sector airport operator, by virtue of its concession agreement with the Philippines' second busiest airport, the Company is well positioned and has a unique advantage to participate in other airport development projects in the government's pipeline.

  In a letter dated July 15, 2020, the Manila International Airport Authority (MIAA) granted the consortium led by the Company with GMR Infrastructure Limited as partner operator, the Original Proponent Status (OPS) for the development of the NAIA. Under the Build-Operate-Transfer (BOT) Law, the holder of the OPS will have the right to match any competing offer from another proponent under the Swiss Challenge scenario, subject to the terms and conditions of the Swiss Challenge process.

  The project proposal plans for a phased redevelopment of existing NAIA terminals to remove decongestion and increase annual total passenger-handling capacity from the existing 30 million passengers to 65 million. The deliverables also include expanding and interconnecting the existing terminals of NAIA using a People Mover System, upgrading airside facilities, developing commercial facilities to increase airline and airport efficiencies, enhancing passenger comfort and experience and elevating the status of NAIA as the country's premier international gateway.

  The Company received communication from the MIAA on December 15, 2020 stating that consortium's OPS has been revoked, with no formal notice on the reasons for the revocation. The Company has submitted a motion for reconsideration for its proposal on December 21, 2020, as it has, at all stages, complied with the all the government's requirements for its unsolicited proposal. The BOD of MIAA denied the motion for reconsideration of the Company, which sought to overturn the revocation of the Megawide's OPS for the rehabilitation of the NAIA. The Company was formally informed of the said denial through a letter from the Corporate Secretary of the MIAA BOD dated January 25, 2021.

  The proceeds initially allocated for the said project has been reallocated to other projects as approved by the Company's BOD on February 26, 2021 and disclosed in the PSE Edge on March 1, 2021.

- ***Development of the Cebu Integrated Transport Hub***

  The Company executed an Agreement with the Local Government of Cebu on January 12, 2021 for a 50-year concession agreement to redevelop and operate the Carbon Market. The project requires pre-development and logistical expenses in line with its 5-year development timetable.

The proposal involves the transformation of the existing Carbon Market into a mixed-use development anchored on a modern public market and an integrated multi-modal transport hub. Phase 1 of the project involves the rehabilitation of the existing public market, including a new wholesale market, construction of a new night market, and other lifestyle commercial establishments, land transport and ferry terminals, among others. Phase 2 includes a mixed-use development plan (hotel, Meetings, Incentives, Conference, Exhibitions (MICE), retail, etc.) envisioned to transform the property into one of Cebu's primary attractions.

P1,274.7 million from the Offering Proceeds were allocated and were fully used for this purpose as of December 31, 2023. Disbursements for the year ended December 31, 2023 amounted to P8.3 million.

- ***Expansion of MCIA Under Concession Agreement 2 (CA2)***

The Company's expansion of MCIA under CA2 has an OPS status, which will extend its existing Concession Agreement (CA1) in MCIA by another 25 years. Phase 1 involves the takeover of the airside facility, rehabilitation of the existing runway and taxiways, construction of an additional full-length parallel taxiway, development of additional rapid exit taxiways and runway holding positions. Phase 2 involves the construction of a second parallel and independent instrument runway and Phase 3 comprises the construction of Terminal 3.

P816.1 million from the Offering Proceeds were allocated and were fully used for this purpose as of December 31, 2023. There were no disbursements made related to this project for the year ended December 31, 2023.

- ***Development of Lot 2 of the PITX and Other Locations***

The PITX is a flagship project under the government's Build, Build, Build infrastructure program, dubbed as the Philippines "first landport". PITX is a 4.5 hectare development and currently Lot 1 (2.7 hectares) houses the transport terminal, commercial spaces, and office buildings under one roof. PITX is effectively 100% owned by the Company.

With a rated capacity of 100,000 passengers daily, PITX offers seamless connections to and from the southwest portion of Metro Manila, via multiple modes of transportation, from provincial to in city buses, taxis, jeepneys and utility vehicle express shuttles.

The development of Lot 2 (1.8 hectares) will further improve terminal operations by providing a staging area for buses. It will also offer additional employment and business opportunities through the construction of office towers and retail establishments inside the facility.

The original plan is to develop a similar structure to the existing terminal, to be comprised of four levels, with commercial leasing assets occupying the floors above the bus staging area. Estimated cost for the PITX Lot 2 development project is around P5,000.0 million.

The development of PITX Lot 2 has become more imperative, considering that current foot traffic at the existing terminal has breached the capacity of 200,000 daily. In addition, Light Rail Transit 1 (LRT 1) Asia World Station is scheduled to be completed by the fourth quarter of 2024, which is expected to boost foot traffic, based on LRT 1's 100,000 daily ridership.

As for other PITX locations, Baguio is scheduled to be signed by the first half of the year while the location in the south is also being finalized to target signing within the year, with amendments being implemented to comply with the provisions of the new Public Private Partnership Law.

P994.7 million from the Offering Proceeds were allocated to this project. As of and for the year ended December 31, 2023, there were no disbursements made yet related to this project.

- ***Expansion of Pre-Cast and Other Ancillary Business Units***

The Company is anticipating an increased demand for prefabricated construction materials under the new normal, both for its traditional market (i.e. residential, office, and commercial / industrial) and new segments (horizontal infrastructure) it plans to expand and enter into. With the new occupational health and safety protocols arising from the Coronavirus Disease 2019 (COVID-19) pandemic, the Company believes that the pre-cast technology will be well-suited for the industry, given its less human labor requirement and faster turn-around compared with the traditional method.

Moreover, the government's roll out of major infrastructure projects enabled the Company to identify opportunities in this segment, which will be driving force to Company's infrastructure pivot. In addition to the Company's engineering, procurement and construction business, these projects will likewise require huge support from other ancillary services (batching plant, formworks, specialized equipment, transport, and others), being a vertically integrated construction company.

In relation to this, the Company has finalized its plan to expand its pre-cast plant capacity to approximately 40,000 cu/m/month, from the current 13,000 cu/m/month, in various high growth locations across the country, including the existing plant in Taytay, Rizal. Estimated cost of the project is around P1,000.0 million for full capacity and has reached around 25% completion as of the end of 2019. As of December 31, 2023, the project has progressed to around 50% completion. The targeted capacity of 35,000-40,000 cu/m/month is originally projected to be achieved by the end of 2024-2025, subject to market conditions and operating environment.

Furthermore, the expansion of its construction services and ancillary businesses require additional funding and the Company expects the progress of these initiatives to accelerate as soon as new infrastructure contracts are secured within the year.

P576.8 million from the Offering Proceeds were allocated to this project. P397.4 million of which were released as of and for the year ended December 31, 2023. Disbursements for the year ended December 31, 2023 amounted to P119.7 million.

- ***MCIA Multi-Use Developments***

MCIA, the gateway to the Visayas and Southern Philippines, is the second largest airport facility in the country with a consistently growing number of passengers annually.

Under the existing CA1, GMR-Megawide Cebu Airport Corporation (GMCAC) shall deliver a 2nd terminal and rehabilitate the existing terminal, which the company completed in July 2018 and September 2019, respectively, to reduce congestion as well as meet the growing passenger traffic into Cebu. The Capacity Augmentation, which is part of CA1 designed to further expand the airport's capacity, remains in balance. GMCAC is undertaking this capital extensive project to provide a world-class terminal airport with a welcoming ambiance that is distinctly Filipino.

The MCIA mixed-use development project is envisioned to further accelerate the airport's value creation. The initial plans involve the construction of a 400-room hotel, a MICE facility, and a travel retail concept to complement the airport's features. Estimated cost of the MCIA mixed use development project is P3,000.0 million.

While the Cebu hotel industry may have been affected by the COVID-19 pandemic, long-term prospects remain sound given Cebu's ideal location as both as a tourism and business hub. In addition, the project development timetable of two-three years provides enough time for the situation to revert back to pre-COVID-19 environment.

The project has completed the final design and concept stages but is currently on push-button mode and will be re-evaluated on when initial development will commence, subject to resumption of normalcy of travel and airport operations and the project's overall value creation to all its stakeholders.

P331.6 million from the Offering Proceeds were allocated to this project, P77.9 million of which were released as of December 31, 2023. In December 2022, the Company disposed a portion of its interest in GMCAC which was reduced from 60.00% to 33.33% as of December 31, 2022. The management intends to reallocate the remaining balance of the proceeds to another project after the completion of the second close by October 2024. In relation to this, the management intends to reallocate the remaining balance of the proceeds to another project in the second quarter of 2024. There were no disbursements made related to this project for the year ended December 31, 2023.

- ***General Corporate Purposes***

  General corporate purposes include: (1) purchase or lease or repair of construction equipment; (2) provision for potential projects and business opportunities; and, (3) working capital.

  P331.6 million from the Offering Proceeds were allocated and were fully used for this purpose as of December 31, 2023. There were no disbursements made related to this project for the year ended December 31, 2023.

b.) The remaining balance of the Offering Proceeds amounting to P1,427.8 million as of December 31, 2023 is expected to be applied on costs to be incurred in accordance with the planned use and estimated timing as disclosed in the Offering Prospectus and to the PSE and its subsequent revision of allocation.

5. We found no exceptions with respect to item 5.

Because the foregoing procedures do not constitute either an audit or review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standard on Review Engagements (PSRE), respectively, we do not express an assurance on the use of Offering Proceeds based on the said standards. Had we performed additional procedures, or had we performed an audit or review of the financial statements in accordance with PSA or PSRE, respectively, other matters might have come to our attention that would have been reported to you.

We have no responsibility to update this report for events or circumstances occurring after the date of this report.

Our report is solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties. This report relates only to the information and items specified above and does not extend to any financial statements of the Company, taken as a whole.

PUNONGBAYAN & ARAULLO

By: John Endel S. Mata
Partner

CPA Reg. No. 0121347
TIN 257-622-627
PTR No. 10076144, January 3, 2024, Makati City
SEC Group A Accreditation
Partner - No. 121347-SEC (until financial period 2023)
Firm - No. 0002 (until financial period 2024)
BIR AN 08-002551-040-2023 (until Jan. 24, 2026)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Aug. 27, 2024)

January 30, 2024

ANNEX B

COVER SHEET

CS200411461

S.E.C. Registration Number

MEGAWIDE CONSTRUCTION CORPORATION

(Company's Full Name)

20 N. DOMINGO STREET, BARANGAY VALENCIA, QUEZON CITY

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

MELISSA ESTER E. CHAVEZ-DEE

Contact Person

(02) 8655-1111

Company Telephone Number

12-31

Month *Day*

Fiscal Year

17-Q

FORM TYPE

06 **30**

Month *Day*

Annual Meeting

Secondary License Type, if Applicable

SEC

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

S T A M P S

Remarks = pls. Use black ink for scanning purposes

MEGAWIDE CONSTRUCTION CORPORATION
Company's Full Name

20 N. Domingo Street,
Barangay Valencia
Quezon City
Company's Address

655-1111
Telephone Number

December 31
Fiscal Year Ending
(Month & Day)

SEC FORM 17-Q
Form Type

September 30, 2024
Period Ended Date

–

(Secondary License Type and File Number)

cc: Philippine Stock Exchange

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

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

1.	For the Quarterly Period Ended	**September 30, 2024**
2.	SEC Identification Number	**CS200411461**
3.	BIR Tax Identification No.	**232-715-069-000**
4.	Exact Name of Issuer as Specified in its Charter	**Megawide Construction Corporation**
5.	Province, Country or other Jurisdiction of Incorporation or Organization	**Philippines**
6.	Industry Classification Code (SEC use only)	
7.	Address of Principal Office	**No. 20 N. Domingo Street, Barangay Valencia, Quezon City**
	Postal Code	**1112**
8.	Issuer's Telephone Number, including Area Code	**(02) 655-1111**
9.	Former Name, Former Address and Fiscal Year, if Changed since Last Report	**Not Applicable**

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

Title of Each Class	**Number of Shares Issued and Outstanding**	**Amount of Debt Outstanding (Php)**
MWIDE (Common)	2,013,409,717	0
MWP2B (Preferred)	17,405,880	0
MWP3 (Preferred)	29,000,000	0
MWP4 (Preferred)	40,000,000	0
MWP5 (Preferred)	15,000,000	0

11. Are any or all these securities listed on a stock exchange?

Yes [✓] No [ ]

If yes, state the name of such stock exchange and classes of securities listed therein:

The Philippine Stock Exchange, Inc.	**- Common Shares (MWIDE)** **- Preferred Shares (MWP2B, MWP4, and MWP5)**

12. Check whether the issuer:

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

Yes [✓] No [ ]

has been subject to such filing requirements for the past 90 days.

Yes [✓] No [ ]

PART I –FINANCIAL INFORMATION

Item 1. Financial Statements

The interim Consolidated Financial Statements of Megawide Construction Corporation ("Megawide") as of September 30, 2024 with comparative figures as of December 31, 2023 and September 30, 2023, Cash Flows and Schedule of Aging Accounts Receivable is incorporated by reference as Exhibit 1.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

A. RESULTS OF OPERATIONS

Review of results for the nine (9) months ended September 30, 2024 as compared with the results for the nine (9) months ended September 30, 2023.

Revenues increased by 5% or P789 million
Consolidated revenues for the period amounted to P16.3 billion, 5% or P789 million higher than the same period last year. The improvement was driven by the contribution from the construction segment and real estate segment. Real estate segment was only consolidated starting 3Q2023 after the acquisition of PH1 in July 2023.

Construction revenues amounted to P15.5 billion – at par with the previous year – and contributed 95% to total consolidated revenues. The segment benefitted from robust construction activities and steady progress accomplishment of its existing order book.

New projects during the period amounted to P8.9 billion, mostly from affiliate Megawide Citicore Construction Corp. Inc. (MCCCI), representing several locations of Citicore's solar power capacity expansion, and CP-104 of the Metro Manila Subway System Project. These brought total order book to P42.6 billion as of end September 2024.

Revenue from newly consolidated real estate operations amounted to P440 million for the period, and this came from its ongoing projects, My Enso Lofts, The Hive, Northscapes, Modan Lofts, and One Lancaster Park.

Landport operations meanwhile delivered a revenue of P386 million from commercial spaces, 14% more than the same period last year.

Direct Costs declined by 3% or P383 million
Consolidated direct costs amounted to P13.2 billion, 3% or P383 million lower from the previous year's level because of the application strategic vendor sourcing, push for project-wide use of precast methodologies, and costs related to variation orders were already incurred in the prior year.

Cost of real estate operations, meanwhile, amounted to P187 million, while landport-related costs reached P246 million, slightly lower by P11 million, due to lower office occupancy.

Gross Profit increased by 61% or P1.2 billion
Consolidated gross profit reached P3.1 billion, translating to a consolidated gross profit margin of 19%. The construction business contributed P2.7 billion while real estate development chipped in P253 million, with landport operations accounting for the balance of P140 million.

Other Operating Expenses decreased by 1%
Other Operating Expenses during the period amounted to P1.1 billion, lower by P11 million as the Group continued to implement more conscious cost reduction measures across the organization.

Finance Costs increased by 17% or P266 million
Finance costs amounted to P1.8 billion, higher by P266 million, attributed to a higher loan balance from newly drawn working lines of the Group.

Finance Income decreased by 31% or P242 million
Finance income amounted to P548 million and was P242 million lower than in the same period last year due to lower cash balance for the period compared with the same period last year.

Others - net decreased by 45% or P118 million
Others - net generated an income of P145 million, traced mainly to ancillary services and common area charges offered at PITX, income from scrap sales and gain on disposals of property, plant and equipment.

Tax Expense increased by P294 million
Tax expense amounted to P308 million and was P294 million higher than the same period last year due to higher taxable income for the period.

Consolidated Net Income increased by P242 million
Consolidated net income from continuing operations amounted to P574 million, 73% higher compared with the net income of P333 million in the same period last year. The performance was driven by steady performance of construction operations, complemented by lower costs and expense management.

B. FINANCIAL CONDITION

Review of financial conditions as of September 30, 2024 as compared with financial conditions as of December 31, 2023.

ASSETS

Current Assets increased by 5% or by P2.3 billion

The following discussion provides a detailed analysis of the increase in current assets:

Cash and Cash Equivalents increased by 20% or P970 million
The increase in cash and cash equivalents was due to effective management of cash resources to maintain a strong liquidity position, focusing on balancing outflows with available cash and ensuring ongoing commitments are met.

Trade and Other Receivables increased by 9% or by P1.6 billion
The increase in trade and other receivables is related to increase in construction receivables that were subsequently collected in the following month and increase in retention receivables, which will be collected upon completion of the projects.

Construction Materials decreased by 13% or by P293 million
The decrease in inventory levels during the period was due to the steady progress accomplishment across all projects.

Real estate inventories amounted to P4.3 billion
Real estate inventories pertain to cost incurred of the on-going real estate projects.

Contract Assets increased by 9% or P491 million
The increase in contract assets is attributed to the timing difference on actual billing for portion of work-in-progress completed during the period, which will be billed and evaluated by the client upon completion of the said scope or activity.

Other Current Assets decreased by 9% or by P970 billion
The decrease was mainly due to the recoupment of advances from suppliers and subcontractors prorated to their work progress during the period and decrease in prepaid taxes due to payment of income tax for the quarter.

Non-Current Asset Held for Sale remains at P2.9 billion
Total noncurrent assets held for sale pertains to the fair value of investment in GMCAC representing the Company's remaining 33 & 1/3% plus 1 share.

Non-Current Assets amounted to P15.9 billion

The following discussion provides a detailed analysis of the decrease in non-current assets:

Financial Assets at Fair Value Through Other Comprehensive Income (FVTOC) remains at P4 million
FVTOC which represents shares of stocks held to unconsolidated entity and golf shares with no published market value references remains at P4 million for both periods.

Investments in Associates and Joint Ventures increased by 10% or P26 million
The increase is due to the share in the net profit taken up on the Group's investment in various joint ventures and associates and additional investment in data center business.

Property, Plant and Equipment decreased by 6% or P352 million
The decrease was attributed to the Group's depreciation charges on property, plant and equipment.

Investment Properties decreased by 1% or P56 million
The decrease is mainly related to the depreciation charges for the period and acquisitions of investment properties.

Deferred tax assets increased by 5% or P36 million
The increase was mainly due to temporary differences arising from the difference between the tax reporting base and financial reporting base used in revenue recognition.

Goodwill amounted to P3.8 billion
On July 12, 2023, the Parent Company executed a Share Purchase Agreement to acquire 100% of the outstanding capital stock of PH1 from Citicore for a total cash consideration of P5,200.0 million. As a result of the acquisition, the Parent Company obtained controlling interest over PH1. The transaction resulted to a goodwill from acquisition as the consideration paid is higher than the fair value of net identifiable assets acquired.

Other Non-Current Assets increased by 11% or P39 million
The increase in Other Non-Current Assets was mainly due to the increase in the deposits for condominium units of the Group.

LIABILITIES AND EQUITY

Current Liabilities decreased by 9% or P3.3 billion

The following discussion provides a detailed analysis of the decrease in current liabilities:

Interest-Bearing Loans and Borrowings-Current decreased by 10% or P 2.1 billion
The decrease is mainly due to the repayments of corporate note during the period.

Trade and Other Payables decreased by 2% or P82 million
The decrease is due to net payments made to vendors across all units.

Contract liabilities – current decreased by 24% or P 1.1 billion
The decrease is mainly related to recoupment of downpayments from client.

Exchangeable notes amounted to P7.8 billion
In 2022, the Parent Company issued Exchangeable notes in favor of AIC. The notes will mature on October 30, 2024 (exercise date) and are expected to be exchanged by AIC for the rest of the 33% plus 1 share of GMCAC's outstanding capital stock currently held by the Parent Company.

As the transaction is expected to be completed in 2024, the Exchangeable Notes was presented under Current Liabilities in the 2024.

Other Current Liabilities increased by 21% or P73 million
The increase is due to the increase in tax liabilities of the Group such as government liabilities and output VAT,

Non-Current Liabilities increased by 49% or P5.2 billion

The following discussion provides a detailed analysis of the increase in non-current liabilities:

Loans and Borrowings-Non-Current increased by 57% or P5.4 billion
The increase is attributable to the listed fixed-rate bonds in the total amount of P4,000.0 million, inclusive of the P1,000.0 million oversubscription option, with the Philippine Dealing & Exchange Corp during the period. This will be used primarily by the Parent Company to refinance its short-term debts, fund its capital expenditures and other general corporate requirements.
The increase is also due to the drawdown from the Omnibus Loan and Security Agreement entered into during the period by Cebu2world with a local universal bank for a loan facility to finance the development, design, construction and completion of the ongoing projects

Contract liabilities –noncurrent decreased by 7% or P26 million
The decrease is related to the reclassification of the non-current portion to the current portion based on the remaining terms of the contract. This was offset by the downpayments received for newly awarded contracts such as new packages for Luntal Solar Power Plant, Binalonan Solar Power Plant, Arayat Solar Power Plant, Sta. Barbara Solar Power Plant, Bolbok Solar Power Plant, Pagbilao Solar Power Plant and new packages for Modan Lofts Ortigas.

Other non-current liabilities decreased by 43% or P211 million
The decrease is mainly related application of the outstanding security deposits from tenants of the landport business.

Equity attributable to Parent increased by P151 million
The increase in equity was due to the net income amounting to P595 million. The increase was offset by the declaration of cash dividends amounting to P323 million to preferred stock shareholders and P121 million due to the effect of restatement as a result of the new standard.

C. MATERIAL EVENTS AND UNCERTAINTIES

There are no other material changes in Megawide's financial position by five percent (5%) or more and condition that will warrant a more detailed discussion. Further, there are no material events and uncertainties known to management that would impact or change reported financial information and condition of Megawide.

Megawide does not anticipate having any cash flow or liquidity problems. It is not in default or breach of any note, loan, lease or other indebtedness or financing arrangement requiring it to make payments.

There are no material off-balance transactions, arrangements, obligations (including contingent obligations), and other relationships of Megawide with unconsolidated entities or other persons created during the reporting period.

Megawide has capital commitment on unutilized preferred shares amounting to P1,282 million for various PPP projects. Other than that, there are no material commitments for capital expenditures, events or uncertainties that have had or that are reasonably expected to have a material impact on the continuing operations of Megawide.

There were no seasonal aspects that had a material effect on the financial condition or results of operations of Megawide.

There are no explanatory comments on the seasonality of interim operations. There are no material events subsequent to the end of the interim period that have not been reflected in the financial statements of the interim period.

There are no material amounts affecting assets, liabilities, equity, net income or cash flows that are unusual in nature. Neither are there changes in estimates of amounts reported in prior interim period of the current financial year.

LIQUIDITY AND CAPITAL RESOURCES

Cash Flows

The following table sets forth information from Megawide's statements of cash flows for the period indicated:

(Amounts in P Millions)	**For the nine (9) months ended September 30**	
Cash Flow	**2024** UNAUDITED	**2023** UNAUDITED
Net cash from (used in) operating activities	P389	(P1,483)
Net cash used in investing activities	(P535)	(P5,398)
Net cash from (used in) financing activities	P1,107	(P3,948)

Indebtedness

As of September 30, 2024 Megawide has not been in default in paying interests and principal amortizations.

Megawide is not aware of any events that will trigger direct or contingent financial obligations that are material to it, including any default or acceleration of an obligation.

E. RISK MANAGEMENT OBJECTIVES AND POLICIES

Megawide is exposed to a variety of financial risks in relation to its financial instruments. Its risk management is coordinated with the Board of Directors, and focuses on actively securing Megawide's short-to-medium term cash flows by minimizing the exposure to financial markets.

Megawide does not engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which it is exposed to are market risk, credit risk and liquidity risk. The detailed discussion of the impact of these risks are discussed in the quarterly financial statements, Exhibit 1.

F. KEY PERFORMANCE INDICATORS

Megawide's top KPIs are as follows:

Amounts in PhP Billion, except Ratios and Earnings per Share	September 30, 2024	September 30, 2023
Current Ratio[1]	1.48	1.80
Net Debt to Equity Ratio[2]	1.64	1.25
Book Value Per Share[3]	3.40	3.47
Earnings / (loss) per Share[4]	0.13	0.02
Gross Profit Margin[5]	0.19	0.12

The KPIs were chosen to provide management with a measure of Megawide's sustainability on financial strength (Current Ratio), and profitability (Earnings per Share, Return on Assets, Return on Equity, Gross Profit Margin).

PART II–OTHER INFORMATION

There are no any information not previously reported in a report on SEC Form 17-C.

[1] *Current Assets/Current Liabilities*
[2] *Interest bearing loans and borrowings less cash and cash equivalents and financial assets valued through profit or loss/Stockholder's Equity*
[3] *Total Equity/Issued and Outstanding Shares*
[4] *Net Profit/Issued and Outstanding Shares*
[5] *Gross Profit / Revenue*

SIGNATURES

Pursuant to the requirements of Section 17 of the Code and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereto duly authorized, in QUEZON CITY on NOV 21 2024.

By:

EDGAR B. SAAVEDRA
Chairman and Chief Executive Officer

JEZ G. DELA CRUZ
Group Chief Financial Officer

SUBSCRIBED AND SWORN TO before me in QUEZON CITY on NOV 21 2024 affiants exhibiting to me their respective valid IDs, as follows:

Name	Competent Evidence of Identity	Date Issued/Date of Expiration	Place Issued
Edgar B. Saavedra	Philippine Passport No. P6875140B	Expiring on: May 26, 2031	DFA Manila
Jez G. Dela Cruz	Philippine Passport No. P8477381B	Expiring on: December 15, 2031	DFA Manila

Doc. No. 393;
Page No. 80;
Book No. III;
Series of 2024.

ATTY. NEIL KIRBY L. ADA NOTARY PUBLIC ROLL NO. 77893 QUEZON CITY, PHILIPPINES

NEIL KIRBY L. ADA
Notary Public for and in Quezon City
Notarial Commission No. NP-557 (2023-2024)
Until 31 December 2024
No. 20 N. Domingo Street, Barangay Valencia, Quezon City
Roll No. 77893
PTR No. 5573838 / 01.04.2024 / Quezon City
IBP No. 397718 / 01.04.2024 / Batangas Chapter
MCLE Compliance – Admitted to the BAR on 11 May 2022

MEGAWIDE

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Megawide Construction Corporation and its Subsidiaries** (the Group) is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, as of September 30, 2024 and December 31, 2023 and for the nine months ended September 30, 2024, 2023 and 2022, 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 intend to liquidate the Company or to cease operations, or has no realistic alternative to do so.

The Board of Directors is responsible for 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.

Punongbayan & Araullo (P&A), the independent auditors appointed by the stockholders, has audited the financial statements of the Group for the year ended December 31, 2023, in accordance with Philippine Standards on Auditing, and in their report to the stockholders, have expressed their opinion on the fairness of presentation upon completion of such audit. The financial statements as of and for the period ended September 30, 2024, 2023 and 2022 were not audited as allowed under the applicable rules of the Securities and Exchange Commission and the Philippine Stock Exchange.

ENGR. EDGAR B. SAAVEDRA	**JEZ G. DELA CRUZ**
Chairman and Chief Executive Officer	Group Chief Financial Officer
195-661-064-000	215-462-291-000

SUBSCRIBED AND SWORN TO before me this NOV 21 2024 at ________________ affiants exhibiting to me their valid Tax Identification Numbers stated above.

Signed this NOV 21 th day of 2024 2024.

Doc. No. 394;
Page No. 80;
Book No. III;
Series of 2024.

ATTY. NEIL KIRBY L. ADA NOTARY PUBLIC ROLL NO. 77893 QUEZON CITY, PHILIPPINES

NEIL KIRBY L. ADA
Notary Public for and in Quezon City
Notarial Commission No. NP-557 (2023-2024)
Until 31 December 2024
No. 20 N. Domingo Street, Barangay Valencia, Quezon City
Roll No. 77893
PTR No. 5573838 / 01.01.2024 / Quezon City
IBP No. 397718 / 01.04.2024 / Batangas Chapter
MCLE Compliance – Admitted to the BAR on 11 May 2022

P&A
Grant Thornton

Report on Review of Interim Condensed Consolidated Financial Statements

Megawide Construction Corporation and Subsidiaries

For the Nine Months Ended
September 30, 2024, 2023 and 2022

P&A Grant Thornton

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 2288

Report on Review of Interim Condensed Consolidated Financial Statements

The Board of Directors and Stockholders
Megawide Construction Corporation and Subsidiaries
(A Subsidiary of Citicore Holdings Investment, Inc.)
20 N. Domingo Street
Brgy. Valencia
Quezon City

Introduction

We have reviewed the accompanying interim condensed consolidated financial statements of Megawide Construction Corporation and Subsidiaries (collectively referred to herein as "the Group"), which comprise the interim condensed consolidated statement of financial position as of September 30, 2024, and the related interim condensed consolidated statements of income, interim condensed consolidated statements of comprehensive income, interim condensed consolidated statements of changes in equity and interim condensed consolidated statements of cash flows for the nine months ended September 30, 2024, 2023 and 2022, and the selected notes to the interim condensed consolidated financial statements, including material accounting policy information.

Management's Responsibility for the Interim Condensed Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these interim condensed consolidated financial statements in accordance with Philippine Accounting Standard (PAS) 34, *Interim Financial Reporting*, and for such internal control as management determines is necessary to enable the preparation of interim consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

Scope of Review

We conducted our review in accordance with Philippine Standard on Review Engagements 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Philippine Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial statements do not present fairly, in all material respects, the interim condensed consolidated financial position of the Group as of September 30, 2024, and its interim condensed consolidated financial performance and its interim condensed consolidated cash flows for the nine months ended September 30, 2024, 2023 and 2022 in accordance with PAS 34.

Other Matter

We have previously audited the 2023 consolidated financial statements of the Group, including the consolidated statement of financial position as of December 31, 2023, which is presented herein for comparative purposes, on which we have rendered our report thereon dated April 12, 2024.

PUNONGBAYAN & ARAULLO

By: John Endel S. Mata
Partner

CPA Reg. No. 0121347
TIN 257-622-627
PTR No. 10076144, January 3, 2024, Makati City
BIR AN 08-002551-040-2023 (until Jan. 24, 2026)
BOA/PRC Cert. of Reg. No. 0002/P-012 (until Aug. 12, 2027)

November 18, 2024

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
SEPTEMBER 30, 2024
(With Comparative Figures as of December 31, 2023)
(Amounts in Philippine Pesos)

	Notes		September 30, 2024 (Unaudited)		December 31, 2023 (Audited)
ASSETS					
CURRENT ASSETS					
Cash and cash equivalents	4	**P**	**5,849,241,550**	P	4,878,885,375
Trade and other receivables - net	5		**20,840,602,766**		19,155,918,525
Construction materials	7		**1,985,961,307**		2,279,339,095
Real estate inventories	7		**4,301,212,713**		3,872,921,997
Contract assets - net	8		**6,131,151,989**		5,640,188,614
Other current assets	11		**10,443,280,862**		11,413,433,469
			49,551,451,187		47,240,687,075
Non-current asset classified as held for sale	9		**2,879,769,625**		2,879,769,625
Total Current Assets			**52,431,220,812**		50,120,456,700
NON-CURRENT ASSETS					
Financial assets at fair value through other comprehensive income			**3,544,472**		3,544,472
Investments in associates - net	10		**282,882,931**		257,238,656
Property, plant and equipment - net	12		**5,924,827,426**		6,277,619,514
Investment properties - net	13		**4,763,190,621**		4,818,851,826
Goodwill	6		**3,797,069,546**		3,797,069,546
Deferred tax assets - net			**733,913,020**		697,716,301
Other non-current assets	11		**393,571,485**		354,643,437
Total Non-current Assets			**15,898,999,501**		16,206,683,752
TOTAL ASSETS		**P**	**68,330,220,313**	P	66,327,140,452

	Notes	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
LIABILITIES AND EQUITY			
CURRENT LIABILITIES			
Interest-bearing loans and borrowings	16	**P 18,900,559,538**	P 21,043,827,635
Trade and other payables	15	**4,571,581,965**	4,653,528,987
Contract liabilities	17	**3,727,082,456**	4,901,660,540
Exchangeable notes	9	**7,763,200,000**	7,763,200,000
Other current liabilities	18	**430,507,354**	357,162,259
Total Current Liabilities		**35,392,931,313**	38,719,379,421
NON-CURRENT LIABILITIES			
Interest-bearing loans and borrowings	16	**14,988,490,753**	9,558,175,928
Contract liabilities	17	**347,380,975**	373,702,943
Post-employment defined benefit obligation		**249,417,261**	249,417,261
Other non-current liabilities	18	**282,863,472**	493,691,152
Total Non-current Liabilities		**15,868,152,461**	10,674,987,284
Total Liabilities		**51,261,083,774**	49,394,366,705
EQUITY	21		
Equity attributable to shareholders of the Parent Company:			
Capital stock		**2,545,302,137**	2,545,302,137
Additional paid-in capital		**18,460,789,667**	18,460,789,667
Treasury shares		**(11,237,703,576)**	(11,237,703,576)
Revaluation reserves - net		**181,527,488**	175,787,119
Retained earnings		**6,617,344,253**	6,471,907,771
Total equity attributable to shareholders of the Parent Company		**16,567,259,969**	16,416,083,118
Non-controlling interests		**501,876,570**	516,690,629
Total Equity		**17,069,136,539**	16,932,773,747
TOTAL LIABILITIES AND EQUITY		**P 68,330,220,313**	P 66,327,140,452

See Selected Notes to Interim Condensed Consolidated Financial Statements.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF INCOME
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024, 2023 AND 2022
(Amounts in Philippine Pesos)
(UNAUDITED)

	Notes	2024 Year-to-date	2024 Quarter	2023 Year-to-date	2023 Quarter	2022 Year-to-date	2022 Quarter
CONTINUING OPERATIONS							
REVENUES	19						
Construction operations		P 15,521,868,514	P 4,623,450,069	P 15,182,521,781	P 4,213,401,063	P 10,318,699,776	P 3,247,148,033
Landport operations		386,014,990	180,799,111	339,734,241	148,688,965	276,261,698	25,857,909
Real estate operations		440,176,638	129,061,396	36,524,867	36,524,867	-	-
		16,348,060,142	4,933,310,576	15,558,780,889	4,398,614,895	10,594,961,474	3,273,005,942
DIRECT COSTS	20						
Cost of construction operations		12,809,300,543	3,810,502,198	13,345,175,713	3,732,630,755	8,824,616,079	2,853,042,928
Costs of landport operations		245,836,401	94,278,925	257,010,482	86,900,041	255,377,872	64,518,745
Costs of real estate operations		186,736,672	31,460,025	22,803,559	22,803,559	-	-
		13,241,873,616	3,936,241,148	13,624,989,754	3,842,334,355	9,079,993,951	2,917,561,673
GROSS PROFIT		3,106,186,526	997,069,428	1,933,791,135	556,280,540	1,514,967,523	355,444,269
OTHER INCOME AND EXPENSES							
Other operating expenses		(1,068,065,178)	(364,297,232)	(1,057,535,313)	(345,962,151)	(747,282,371)	(305,301,440)
Finance costs		(1,848,152,013)	(706,017,720)	(1,581,946,996)	(535,536,035)	(1,052,063,593)	(392,306,732)
Finance income		548,048,491	240,611,261	789,886,752	184,780,588	348,873,445	125,187,677
Others - net		145,001,332	69,200,977	262,754,353	107,101,353	324,853,288	183,527,461
		(2,223,167,368)	(760,502,714)	(1,586,841,204)	(589,616,245)	(1,125,619,231)	(388,893,034)
PROFIT (LOSS) BEFORE TAX		883,019,158	236,566,714	346,949,931	(33,335,705)	389,348,292	(33,448,765)
TAX INCOME (EXPENSE)		(308,098,982)	(99,229,551)	(14,400,799)	3,274,236	(46,555,635)	28,716,096
NET PROFIT (LOSS) FROM CONTINUING OPERATIONS		574,920,176	137,337,163	332,549,132	(30,061,469)	342,792,657	(4,732,669)
DISCONTINUED OPERATIONS	9						
LOSS BEFORE TAX		-	-	-	-	(1,260,712,708)	(461,925,564)
TAX EXPENSE		-	-	-	-	(52,501,743)	(62,623,245)
NET LOSS FROM DISCONTINUED OPERATIONS		-	-	-	-	(1,313,214,451)	(524,548,809)
NET PROFIT (LOSS)		P 574,920,176	P 137,337,163	P 332,549,132	(P 30,061,469)	(P 970,421,794)	(P 529,281,478)

	Note	2024		2023		2022	
		Year-to-date	**Quarter**	Year-to-date	Quarter	Year-to-date	Quarter
Net Profit (Loss) Attributable To:							
Shareholders of the Parent Company:							
Continuing operations		**P 589,734,235**	**P 142,703,573**	P 333,307,539	(P 29,852,176)	P 343,367,782	(P 4,166,859)
Discontinued operations		**-**	**-**	-	-	(788,618,821)	(315,408,257)
		589,734,235	**142,703,573**	333,307,539	(29,852,176)	(445,251,039)	(319,575,116)
Non-controlling interests:							
Continuing operations		**(14,814,059)**	**(5,366,410)**	(758,407)	(209,293)	575,126	565,810
Discontinued operations		**-**	**-**	-	-	(525,745,881)	(210,272,172)
		(14,814,059)	**(5,366,410)**	(758,407)	(209,293)	(525,170,755)	(209,706,362)
		P 574,920,176	**P 137,337,163**	P 332,549,132	(P 30,061,469)	(P 970,421,794)	(P 529,281,478)
Earnings (Loss) per Share:	24						
Continuing operations		**P 0.13**		P 0.02		(P 0.02)	
Discontinued operations		**-**		-		(0.39)	
		P 0.13		P 0.02		(P 0.41)	

See Selected Notes to Interim Condensed Consolidated Financial Statements.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024, 2023 AND 2022
(Amounts in Philippine Pesos)
(UNAUDITED)

	2024		2023		2022	
	Year-to-date	**Quarter**	Year-to-date	Quarter	Year-to-date	Quarter
NET INCOME (LOSS)	**P 574,920,176**	**P 137,337,163**	P 332,549,132	(P 30,061,469)	(P 970,421,794)	(P 529,281,478)
OTHER COMPREHENSIVE INCOME (LOSS)						
Item that will not be reclassified subsequently to profit or loss						
Foreign currency translation adjustment	**7,653,825**	**-**	27,338,317	25,561,172	(3,275,140)	20,417,224
Tax income (expense)	**(1,913,456)**	**-**	(6,834,579)	(6,390,293)	655,028	655,028
Other Comprehensive Income (Loss) – net of tax	**5,740,369**	**-**	20,503,738	19,170,879	(2,620,112)	21,072,252
TOTAL COMPREHENSIVE INCOME (LOSS)	**P 580,660,545**	**P 137,337,163**	P 353,052,870	(P 10,890,590)	(P 973,041,906)	(P 508,209,226)
Total Comprehensive Income (Loss) Attributable To:						
Shareholders of the Parent Company:						
Continuing operations	**P 595,474,604**	**P 142,703,573**	P 353,811,277	(P 10,681,297)	P 340,747,670	P 16,905,393
Discontinued operations	**-**	**-**	-	-	(788,618,821)	(315,408,257)
	595,474,604	**142,703,573**	353,811,277	(10,681,297)	(447,871,151)	(298,502,864)
Non-controlling interests:						
Continuing operations	**(14,814,059)**	**(5,366,410)**	(758,407)	(209,293)	575,126	565,810
Discontinued operations	**-**	**-**	-	-	(525,745,881)	(210,272,172)
	(14,814,059)	**(5,366,410)**	(758,407)	(209,293)	(525,170,755)	(209,706,362)
	P 580,660,545	**P 137,337,163**	P 353,052,870	(P 10,890,590)	(P 973,041,906)	(P 508,209,226)

See Selected Notes to Interim Condensed Consolidated Financial Statements.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024, 2023 AND 2022
(Amounts in Philippine Pesos)
(UNAUDITED)

	Attributable to Shareholders of the Parent Company (See Note 21)										
	Common Stock	Preferred Stock	Additional Paid-in Capital	Deposit on future stock subscription	Treasury Shares	Revaluation Reserves	Other Reserves	Retained Earnings (as Restated - see Note 2)	Total	Non-controlling Interests (See Note 21)	Total
Balance at January 1, 2024											
As previously reported	P 2,399,426,127	P 145,876,010	P 18,460,789,667	P -	(P 11,237,703,576)	P 175,787,119	P -	P 6,471,907,771	P 16,416,083,118	P 516,690,629	P 16,932,773,747
Effect of restatement	-	-	-	-	-	-	-	(121,312,644)	(121,312,644)	-	(121,312,644)
As restated	2,399,426,127	145,876,010	18,460,789,667	-	(11,237,703,576)	175,787,119	-	6,350,595,127	16,294,770,474	516,690,629	16,811,461,103
Declaration of cash dividends	-	-	-	-	-	-	-	(322,985,109)	(322,985,109)	-	(322,985,109)
Total comprehensive income (loss) for the period	-	-	-	-	-	5,740,369	-	589,734,235	595,474,604	(14,814,059)	580,660,545
Balance at September 30, 2024	**P 2,399,426,127**	**P 145,876,010**	**P 18,460,789,667**	**P -**	**(P 11,237,703,576)**	**P 181,527,488**	**P -**	**P 6,617,344,253**	**P 16,567,259,969**	**P 501,876,570**	**P 17,069,136,539**
Balance at January 1, 2023	P 2,399,426,127	P 128,626,010	P 16,987,855,617	P 2,250,000	(P 8,615,690,576)	P 149,758,638	P -	P 8,612,106,239	P 19,664,332,055	P 2,548,533	P 19,666,880,588
Retirement of preferred shares (Series 2A)	-	-	-	-	(2,622,013,000)	-	-	-	(2,622,013,000)	-	(2,622,013,000)
Declaration of cash dividends	-	-	-	-	-	-	-	(2,316,026,884)	(2,316,026,884)	-	(2,316,026,884)
Issuance of preferred shares (Series 5)	-	15,000,000	1,472,934,050	-	-	-	-	-	1,487,934,050	-	1,487,934,050
Total comprehensive income (loss) for the period	-	-	-	-	-	20,503,738	-	333,307,539	353,811,277	(758,407)	353,052,870
Balance at September 30, 2023	P 2,399,426,127	P 143,626,010	P 18,460,789,667	P 2,250,000	(P 11,237,703,576)	P 170,262,376	P -	P 6,629,386,894	P 16,568,037,498	P 1,790,126	P 16,569,827,624
Balance at January 1, 2022	P 2,399,426,127	P 128,626,010	P 16,987,855,617	P -	(P 8,615,690,576)	P 94,011,896	(P 22,474,837)	P 5,555,676,962	P 16,527,431,199	P 2,673,476,480	P 19,200,907,679
Declaration of cash dividends	-	-	-	-	-	-	-	(380,472,071)	(380,472,071)	-	(380,472,071)
Total comprehensive loss for the period	-	-	-	-	-	(2,620,112)	-	(445,251,039)	(447,871,151)	(525,170,755)	(973,041,906)
Balance at September 30, 2022	P 2,399,426,127	P 128,626,010	P 16,987,855,617	-	(P 8,615,690,576)	P 91,391,784	(P 22,474,837)	P 4,729,953,852	P 15,699,087,977	P 2,148,305,725	P 17,847,393,702

See Selected Notes to Interim Condensed Consolidated Financial Statements.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024, 2023 AND 2022
(Amounts in Philippine Pesos)
(UNAUDITED)

	Notes	2024	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit (loss) before tax		**P 883,019,158**	P 346,949,931	(P 923,390,869)
Adjustments for:				
Finance costs		**1,848,152,013**	1,581,946,996	1,052,164,286
Depreciation and amortization		**1,102,328,713**	1,106,366,751	1,321,147,391
Finance income		**(548,048,491)**	(789,886,752)	(350,671,221)
Gain on disposals of property, plant and equipment	12	**(15,853,237)**	(8,321,632)	(1,426,939)
Equity in net losses (profit) on associates and joint ventures	10	**10,664,725**	(2,458,791)	18,463,133
Unrealized mark-to-market loss in interest rate swap		**-**	-	43,247,266
Operating profit before working capital changes		**3,280,262,881**	2,234,596,503	1,159,533,047
Increase in trade and other receivables		**(1,221,724,192)**	(3,065,500,387)	(1,132,129,271)
Decrease (increase) in construction materials		**293,377,788**	(186,448,704)	(654,880,431)
Increase in real estate inventories		**(490,862,209)**	(592,185,240)	-
Decrease (increase) in contract assets		**(412,466,021)**	99,858,525	(556,747,189)
Decrease (increase) in other current assets		**579,924,562**	(677,349,509)	(2,811,939,589)
Decrease in other non-current assets		**-**	256,637,924	6,335,534
Increase (decrease) in contract liabilities		**(1,359,908,510)**	552,636,028	(272,104,728)
Increase (decrease) in trade and other payables		**(141,202,216)**	(131,426,836)	1,088,570,367
Increase (decrease) in other liabilities		**(137,482,585)**	25,904,333	(48,073,189)
Increase in post-employment defined benefit obligation		**-**	-	5,127,776
Cash generated from (used in) operations		**389,919,498**	(1,483,277,362)	(3,216,307,673)
Cash paid for income taxes		**(903,995)**	(34,056)	(14,265,462)
Net Cash From (Used in) Operating Activities		**389,015,503**	(1,483,311,418)	(3,230,573,135)
CASH FLOWS FROM INVESTING ACTIVITIES				
Acquisitions of property, plant and equipment, and computer software license	11, 12	**(588,106,711)**	(326,682,267)	(835,826,503)
Interest received		**97,501,610**	323,497,364	7,239,183
Acquisitions of investment properties	13	**(41,882,147)**	(34,727,755)	(8,521,062)
Proceeds from sale of property, plant and equipment	12	**36,834,684**	88,757,440	81,861,301
Investment in an associate	10	**(36,309,000)**	(61,691,000)	-
Financing granted to related parties	22	**(29,179,180)**	(379,885,976)	-
Financing collected from related parties	22	**26,059,367**	192,689,313	-
Acquisition of a subsidiary	6	**-**	(5,200,000,000)	-
Additions to concession assets		**-**	-	(491,440,496)
Decrease in investment in trust fund		**-**	-	(163,541,216)
Net Cash Used in Investing Activities		**(535,081,377)**	(5,398,042,881)	(1,410,228,793)
Balance carried forward		**(P 146,065,874)**	(P 6,881,354,299)	(P 4,640,801,928)

	Notes	2024	2023	2022
Balance brought forward		**(P 146,065,874)**	(P 6,881,354,299)	(P 4,640,801,928)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from loans and borrowings	28	**21,300,345,474**	18,520,792,031	16,514,412,802
Repayment of loans and borrowings	28	**(18,067,001,342)**	(17,439,665,768)	(12,308,942,473)
Interest paid		**(1,803,024,505)**	(1,579,110,661)	(1,070,641,574)
Dividends paid	21	**(322,985,109)**	(2,316,026,884)	(380,472,071)
Proceeds from issuance of preferred shares	21	**-**	1,487,934,050	-
Retirement of preferred shares		**-**	(2,622,013,000)	-
Net Cash From (Used in) Financing Activities		**1,107,334,518**	(3,948,090,232)	2,754,356,684
Effect of Changes in Foreign Exchange Rate on Cash and Cash Equivalents		**9,087,531**	2,653,779	16,175,369
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		**970,356,175**	(10,826,790,752)	(1,870,269,875)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD		**4,878,885,375**	15,758,197,239	5,846,088,030
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD		**P 5,849,241,550**	P 4,931,406,487	P 3,975,818,155

See Selected Notes to Interim Condensed Consolidated Financial Statements.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
SELECTED NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2024, 2023 AND 2022
(UNAUDITED)
(With Comparative Figures as of December 31, 2023)
(Amounts in Philippine Pesos)

1. CORPORATE INFORMATION

1.1 Incorporation and Operations

Megawide Construction Corporation (Megawide or the Parent Company) was incorporated in the Philippines on July 28, 2004 and is engaged in the general construction business, including constructing, enlarging, repairing, or engaging in any work upon buildings, houses and condominium, roads, plants, bridges, piers, waterworks, railroads and other structures. It performs other allied construction business like the construction and sale of precast items, concrete production, and purchase sale and/or lease of formworks system and construction equipment.

On January 28, 2011, the Philippine Stock Exchange (PSE) and the Securities Exchange Commission (SEC) approved the Parent Company's application for the listing of its common stock. The approval covered the initial public offering (IPO) of 292.0 million unissued common shares of the Parent Company at P7.84 offer price per share and the listing of those shares in PSE's main board on February 18, 2012. On December 3, 2014, the Parent Company made a primary offer of 40.0 million preferred shares at an offer price of P100.0 per share. These preferred shares are also listed in the PSE. Moreover, the Parent Company also made follow-on offerings in 2020, 2021, and 2023 (see Note 21.1).

The Parent Company remains a subsidiary of Citicore Holding Investment, Inc. (Citicore) which owns and controls 35.41% of the issued and outstanding capital stock of the Parent Company as of September 30, 2024 and December 31, 2023, because Citicore still directs the overall business operations of the Parent Company through its Chief Executive Officer and President, who is also the President of Citicore. Moreover, Citicore also appoints majority of the board members and remains as the single largest stockholder controlling the Board of Directors (BOD).

Citicore is a company incorporated in the Philippines and is engaged in the business of a holding company through buying and holding shares of other companies. The registered address of Citicore and the Parent Company, which is also their principal place of business, is at 20 N. Domingo Street, Brgy. Valencia, Quezon City.

1.2 Subsidiaries, Associates and Joint Arrangements

The Parent Company holds ownership interest in the following subsidiaries, associates and joint arrangements (together with the Parent Company, collectively hereinafter referred to as the Group):

Subsidiaries/Associates/Joint Operations/Joint Ventures	Notes	Percentage of Effective Ownership		
		2024	2023	2022
Subsidiaries:				
PH1 World Developers, Inc. (PH1)	a	**100%**	100%	-
PH1 World Landscapes Inc. (PH1-WL)	a	**100%**	100%	-
Famtech Properties, Inc. (Famtech)	a	**49%**	49%	-
PH1 Vel Properties, Inc. (PH1-VP)	a	**100%**	-	-
Megawatt Power, Inc. (MPI)	b	**70%**	70%	70%
Globemerchants, Inc. (GMI)*	c	**-**	-	-
Megawide Land, Inc. (MLI)		**100%**	100%	100%
Megawide Cold Logistics, Inc. (MCLI)	d	**60%**	60%	60%
Megawide Construction (BVI) Corporation (MCBVI)	e	**100%**	100%	100%
Megawide Construction DMCC (DMCC)	e	**100%**	100%	100%
Megawide Infrastructure DMCC (MW Infrastructure)	e	**100%**	100%	100%
MWM Terminals, Inc. (MWMTI)	f	**100%**	100%	100%
Megawide Terminals, Inc. (MTI)	g	**100%**	100%	100%
Megawide International Limited (MIL)	h	**100%**	100%	100%
Megawide Construction (Singapore) Pte. Ltd. (MC-SG)	h	**100%**	100%	100%
Cebu2World Development, Inc. (CDI)	i	**100%**	100%	100%
Wide-Horizons, Inc. (WHI)	j	**100%**	100%	100%
Tiger Legend Holdings Limited (TLH)	k	**100%**	100%	100%
Megawide OneMobility Corporation (MOMC)	l	**80%**	80%	80%
Tunnel Prefab Corporation (TPC)	m	**90%**	90%	90%
Accounted for as Asset Acquisition –				
Altria East Land, Inc. (Altria)	n	**100%**	100%	100%
Associates:				
Megawide World Citi Consortium, Inc. (MWCCI)**	o	**51%**	51%	51%
Citicore Megawide Consortium, Inc. (CMCI)	o	**10%**	10%	10%
GMR Megawide Cebu Airport Corporation (GMCAC)	p	**33%**	33%	33%
Evolution Data Centres Philippines, Inc. (EDC)	q	**49%**	49%	-
Joint Operations:				
Megawide GISPL Construction Joint Venture (MGCJV)	r	**50%**	50%	50%
Megawide GMR Construction Joint Venture, Inc. (MGCJVI)	s	**50%**	50%	50%
HDEC- Megawide-Dongah JV (HMDJV)	t	**35%**	35%	35%
Tokyu-Tobishima-Megawide Joint Venture (TTM-JV)	u	**30%**	30%	-
Joint Ventures:				
Mactan Travel Retail Group Corp. (MTRGC)***	v	**-**	-	-
Select Service Partners Philippines Corp. (SSPPC)***	v	**-**	-	-

**No longer subsidiary of the Group following sale to GMCAC in 2022 (see Note 9)*
*** Written-off investment in 2022 (see Note 10)*
**** No longer joint ventures of the Group following sale of GMCAC in 2022 (see Note 9)*

a) PH1

On July 12, 2023, the Parent Company and Citicore executed a Share Purchase Agreement (SPA) for the Parent Company to acquire 100% of the outstanding capital stock of PH1 from Citicore. The fulfilment of the conditions precedent under the SPA such as the transfer of 579,457,844 common shares from Citicore to the Parent Company, and the payment by the Parent Company to Citicore for the purchase price of P5,200.0 million were fulfilled on July 27, 2023 that resulted in the closing of the transaction (see Note 6).

PH1 was registered with the SEC on February 6, 2009 primarily to engage in the business of buying, selling, leasing, developing and managing real estate properties. PH1 has wholly owned subsidiaries PH1-WL and PH1-VP. PH1-WL and PH1-VP which were registered on September 16, 2022 and March 1, 2024, respectively, are also engaged in real estate business.

The registered office address of PH1, PH1-WL and PH1-VP, which is also their principal place of business, is located at No. 20 N. Domingo Street, Brgy. Valencia, Quezon City.

PH1 also has a 49% ownership in Famtech, a company incorporated in the Philippines and was established to engage in real estate development. Famtech is consolidated in the Group's financial statements as the management considers that the Group has de facto control over Famtech even though it effectively holds less than 50% ownership interest. The registered office of Famtech is located at 5th Floor Pro-Friends Center, 55 Tinio Street, Brgy. Additional Hills, Mandaluyong City.

b) MPI

MPI was incorporated in 2014 to engage in the development of clean or renewable energy sources for power generation. Its registered address, which is also its principal place of business, is located at 20 N. Domingo Street Brgy. Valencia, Quezon City. As of September 30, 2024, MPI has not yet started operations.

c) GMI

GMI was incorporated in the Philippines in 2016 and is primarily engaged in general merchandise operations. GMI's registered address, which is also its principal place of business, is located at Mactan-Cebu International Airport Passenger Terminal Building, Airport Terminal, Lapu-Lapu City.

Prior to its sale in December 2022 to GMCAC, GMI was 50% owned by the Parent Company and was consolidated in the Group's financial statements as the management considers that the Group has de facto control over GMI even though it effectively holds 50% ownership interest.

d) MLI

MLI was incorporated in 2016 primarily to engage in real estate and related business. MLI has a 60% ownership interest in MCLI, a company incorporated in the Philippines and was established to engage in cold and dry storage business.

MLI and MCLI's registered address, which is also their principal place of business, is located at 20 N. Domingo Street Brgy. Valencia, Quezon City. MLI has not commenced its operations as of September 30, 2024.

e) MCBVI

On June 20, 2017, the Parent Company acquired 100% ownership interest in MCBVI, an entity incorporated in the territory of British Virgin Islands to primarily engage in buying and holding shares of other companies.

MCBVI's registered address, which is also its principal place of business, is Marcy Building, 2nd floor, Purcell Estate, Road Town Tortola, British Virgin Islands. In 2018, MCBVI commenced business operations.

MCBVI has wholly owned subsidiaries, DMCC and MW Infrastructure. DMCC, which was registered on December 10, 2017, is involved in infrastructure works. Its registered office is located at Unit 4401-05, Mazaya Business Avenue BB2, Jumeriah Lake Towers, Dubai UAE. MW Infrastructure was registered on September 30, 2020 as a turnkey project contracting and project development consultant. Its registered office is located at Unit 4501-009 Mazaya Business Avenue BB2 Plot No JLTE-PH2-BB2 Jumeirah Lake Towers, Dubai, UAE. DMCC and MW Infrastructure have not commenced operations as of September 30, 2024.

f) MWMTI

MWMTI is a joint venture arrangement formed on February 10, 2015 by the Parent Company and MTI, both exercising joint control to direct the relevant activities of MWMTI. The joint venture undertakes the development and implementation of the Parañaque Integrated Terminal Exchange (PITX) Project granted by the Philippine Government to MWMTI under a Build-Operate-Transfer Agreement (BOT Agreement) through the DOTr. In November 2018, MWMTI commenced commercial operations.

g) MTI

On August 9, 2018, the Parent Company acquired 344.5 million shares or 100% ownership interest in MTI from existing shareholders of MTI for P344.1 million. MTI owns 49% interest over MWMTI.

MTI is an entity incorporated and registered on November 11, 2011 to establish, own, manage, administer, operate, maintain, and carry the business of providing property management services, either directly or through third parties, but not limited to the services of rent collection, tenant and lease management, marketing and advertising, repair and maintenance, liaison and other similar services. MTI's registered address and principal place of business is at 20 N. Domingo Street Brgy. Valencia, Quezon City.

h) MIL

MIL, whose registered office is at Marcy Building, 2nd Floor, Purcell Estate, P.O. Box 2416, Road Town Tortola, British Virgin Islands, was incorporated on July 26, 2019. MIL has a 100% owned subsidiary, MC-SG, which was registered on March 1, 2019 as a general building engineering design and consultancy services. Its registered office is located at 8 Cross St. #24-03/04 Manulife Tower Singapore. MIL has not commenced operations as of September 30, 2024.

i) CDI

CDI, whose registered office is at Unit 1504 Ayala Life FGU Center Cebu, Mindanao Avenue corner Biliran Road, Cebu Business Park, Cebu City, was incorporated on November 3, 2020 to deal, engage, or otherwise acquire an interest in land or real estate business, without engaging in real estate investment trust.

j) WHI

WHI, whose registered office is at 20 N. Domingo Street, Brgy. Valencia, Quezon City., was incorporated on November 16, 2020 to invest in, purchase, or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of real and personal property of every kind and description. As of September 30, 2024, WHI has not yet started commercial operations.

k) TLH

TLH was incorporated on October 16, 2020 to primarily engage in buying and holding shares of other companies. TLH's registered address is located at Vistra Corporate Services Centre, Wickhams Cay II, Road Town, Tortola, British Virgin Islands. TLH has not commenced operations as of September 30, 2024.

l) MOMC

MOMC, whose registered address is at 20 N. Domingo Street, Brgy. Valencia, Quezon City, was incorporated in the Philippines and registered with SEC on March 11, 2015 to engage in buying and holding shares of other companies, either by subscribing to unissued shares of capital stock in public or private offering or by purchasing the shares of other stockholders by way of assignment in private sale. In 2022, the Parent Company subscribed to primary shares of MOMC equivalent to 80% ownership interest for a total consideration of P2.4 million. As of the acquisition date, MOMC has net liabilities of P13.8 million. MOMC has not yet started commercial operations as of September 30, 2024.

m) TPC

TPC, whose registered office is at No. 4 Velasquez Street, Sitio Bangiad, Barangay San Juan, 1920, Taytay, Rizal, was incorporated on August 31, 2022 to engage in the business of producing, manufacturing, fabricating, construction, procuring, furnishing, purchasing and/or selling precast concrete materials, items, and systems, formworks materials and systems, construction equipment, and other construction and building supplies for tunnels, highways, horizontal and vertical developments, infrastructure works, and any other construction projects. TPC has not yet started commercial operations as of September 30, 2024.

n) Altria

The Parent Company's acquisition of Altria is accounted for as an asset acquisition since it does not constitute an acquisition of business.

o) MWCCI and CMCI

MWCCI was incorporated in the Philippines on January 16, 2014 and is primarily established to undertake and implement the construction of a 700-bed capacity super-specialty tertiary orthopedic hospital (New Hospital Facility), under the Modernization of the Philippine Orthopedic Center (MPOC) Project. MWCCI's registered office, which is also its principal place of business, is at 20 N. Domingo Street, 1112 Valencia, Quezon City.

CMCI was incorporated in the Philippines on October 15, 2012 and is primarily engaged in general construction business. CMCI's registered address, which is also its principal place of business, is located at 20 N. Domingo Street, Brgy. Valencia, Quezon City.

The Group's investment in MWCCI and CMCI are accounted for as an investment in associates despite the percentage of the Parent Company's ownership interest over this entity.

Significant assets of MWCCI pertain to its receivables from the Department of Health (DOH) from the Build-Operate-Transfer Agreement. MWCCI has undertaken measures to recover compensation costs from DOH. However, based on management's assessment as of December 31, 2022, there is no reasonable expectation of recovery of costs incurred relative to the MPOC Project. Accordingly, the Group wrote off its investment in MWCCI in 2022.

p) GMCAC

GMCAC was incorporated in the Philippines and registered in the SEC in 2024. GMCAC's primary purpose is to construct, develop, operate and maintain the Mactan Cebu International Airport (MCIA), including the commercial assets thereof and all allied businesses for the operation and maintenance of said airport facility (MCIA Project). GMCAC started commercial operations on November 1, 2014.

GMCAC was established for the purpose of implementing the provisions of the Concession Agreement that was signed on April 22, 2014 between the Parent Company and GMR Infrastructure Limited (GIL) or GMR, and the Department of Transportation and Communications (currently, the Philippine Department of Transportation or DOTr) and Mactan-Cebu International Airport Authority (MCIAA) (collectively, the Grantors).

GIL is an entity duly organized and registered in India. DOTr and MCIAA are the agencies of the Philippine Government vested with the power and authority to develop dependable and coordinated transportation systems and to principally undertake the economical, efficient, and effective control, management, and supervision of the MCIA Project. GMCAC's registered address, which is also its principal place of business, is located at Mactan-Cebu International Airport Passenger Terminal Building, Airport Terminal, Lapu-Lapu City.

In 2022, the Parent Company sold a portion of its ownership interest in GMCAC that resulted in the loss of the Group's controlling interest in GMCAC. After the sale transaction, Group's ownership interest in GMCAC was reduced to 33.3%. The remaining ownership interest in GMCAC is classified and presented as Non-current Asset Classified as Held for Sale in the interim condensed consolidated statements of financial position.

On October 30, 2024, the Parent Company sold all its remaining ownership interest in GMCAC to Aboitiz InfraCapital, Inc. (AIC) (see Notes 9.1 and 25.2).

q) EDC

EDC, whose registered office is at Unit 53J, Shang Salcedo Place, H.V. dela Costa corner Tordesillas Sts., Salcedo Village, Makati, was incorporated on December 9, 2021 to perform and provide computer programming and consultancy services and engage in the creation and development of technological services. As of December 31, 2023, the Parent Company has 49% ownership interest in EDC. EDC has not yet started commercial operations as of September 30, 2024.

r) MGCJV

MGCJV is an unincorporated joint venture formed in 2014 by the Parent Company and GMR Infrastructure (Singapore) PTE Limited – Philippines Branch (GISPL) each owning 50% interest and exercising joint control. MGCJV was established to provide construction of works for the renovation and expansion of the MCIA Project and other airport related construction projects of the Group.
MGJCV began to operate in 2015.

s) MGCJVI

MGCJVI is an incorporated joint arrangement formed in January 2018 by the Parent Company owning 50% interest and GISPL with 45% interest and GMR Holdings Overseas (Singapore) PTE Limited owning the remaining 5%. The Parent Company and GISPL both exercising joint control. MGCJVI was established to provide general construction business including construction, improvement and repair of Clark Airport project. MGJCVI began to operate in 2018.

t) HMDJV

HMDJV is an unincorporated joint venture formed on October 27, 2020, by the Parent Company owning 35% and Hyundai Engineering & Construction Co., Ltd. and Dong-ah Geological Engineering Company Ltd. Owning 57.5%, and 7.5% interest, respectively, and exercising joint control. HMDJV was established to provide construction works for the civil structures, viaducts, bridges, and stations of Malolos-Clark Railway Project. HMDJV began to operate in 2021.

u) TTM-JV

TTM-JV is an unincorporated joint venture formed on May 31, 2022, by the Parent Company owning 30% and Tokyu Construction Co., Ltd. and Tobishima Corporation owning 40%, and 30% interest, respectively, and exercising joint control over the assets and liabilities of the arrangement. TTM-JV was established to provide construction works construction works of the Two Underground Stations (Ortigas North and Ortigas South) and Tunnels of Metro Manila Subway Project. TTM-JV began to operate in 2023.

v) MTRGC and SSPPC

MTRGC was incorporated and registered with the SEC on March 21, 2018 to develop, set-up, operate, maintain and manage the duty paid outlets at the locations in the Mactan Cebu International Airport.

SSPPC was incorporated and registered with the SEC on March 13, 2018 to develop, set-up, operate, maintain and manage food and beverage outlets at specified locations in Terminal 1 and Terminal 2 of Mactan Cebu International Airport and the provision of related services thereto.

Following the sale of GMCAC, MTRGC and SSPPC are effectively no longer joint ventures of the Group.

1.3 Approval of the Interim Condensed Consolidated Financial Statements

The interim condensed consolidated financial statements of the Group as of and for the nine months ended September 30, 2024 (including the consolidated financial statements as of December 31, 2023 and interim condensed consolidated financial statements for the nine months ended September 30, 2023 and 2022) were authorized for issue by the Parent Company's BOD on November 18, 2024.

2. MATERIAL ACCOUNTING POLICY INFORMATION

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

2.1 Basis of Preparation of Interim Condensed Consolidated Financial Statements

(a) Statement of Compliance with Philippine Financial Reporting Standards

The interim condensed consolidated financial statements of the Group have been prepared in accordance with Philippine Accounting Standard (PAS) 34, *Interim Financial Reporting*. These do not include all the information and disclosures required in the annual consolidated financial statements and should be read in conjunction with the audited consolidated financial statements of the Group as of and for the year ended December 31, 2023.

The significant accounting policies and methods of computations used in the preparation of these interim condensed consolidated financial statements are consistent with those applied in the most recent annual consolidated financial statements as of and for the year ended December 31, 2023, except for the application of adopted standards that became effective on January 1, 2024, as discussed in Note 2.2.

The interim condensed consolidated financial statements of the Group have been prepared in accordance with Philippine Financial Reporting Standards (PFRS), as modified by the application of the financial reporting reliefs issued and approved by the SEC in response to the COVID-19 pandemic. The financial reporting reliefs availed of by the Group up until its deferment period are disclosed in detail in the succeeding pages. PFRS are adopted by the Financial and Sustainability Reporting Standards Council (FSRSC) from pronouncements issued by the International Accounting Standards Board and approved by the Philippine Board of Accountancy.

The preparation of interim condensed 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 assets and liabilities, income and expenses. Although these estimates are based on management's best knowledge of current events and actions, actual results may ultimately differ from those estimates. There were no changes in estimates of amounts reported in prior financial years that have a material effect in the current interim period.

(b) *SEC Financial Reporting Reliefs Availed by the Group until Deferment Period*

In relation to the Group's real estate operations following the acquisition of PH1 in 2023, the Group availed of several financial reporting reliefs granted by the SEC relating to several implementation issues of PFRS 15, *Revenue from Contracts with Customers,* affecting the real estate industry under following Memorandum Circular (MC):

- MC No. 14-2018, *Philippine Interpretation Committee Question and Answer (PIC Q&A) No. 2018-12 Implementation Issues Affecting Real Estate Industry*
- MC No. 3-2019, *PIC Q&A Nos. 2018-12-H and 2018-14*
- MC No. 4-2020, *Deferment of the Implementation of IFRS Interpretations Committee (IFRIC) Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23, Borrowing Costs) for Real Estate Industry*
- MC 34-2020, *Deferral of PIC Q&A No. 2018-12 and IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23) for Real Estate Industry for another period of three years or until 2023*

SEC MC No. 08-2021, A*mendment to SEC MC No. 14-2018, MC No. 03-2019, MC No.04-2020, and MC No. 34-2020 to Clarify Transitory Provision,* provides real estate companies the accounting policy option of applying either the full retrospective approach or the modified retrospective approach when they apply the provisions of the PIC and IFRIC pronouncement.

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

(i) IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23) for Real Estate Industry (deferred until December 31, 2023)

The IFRIC concluded that any inventory (work-in-progress) for unsold units under construction that the entity recognizes is not a qualifying asset, as the asset is ready for its intended sale in its current condition (i.e., the developer intends to sell the partially constructed units as soon as it finds suitable customers and, in signing a contract with a customer, will transfer control of any work-in-progress relating to that unit to the customer). Accordingly, no borrowing costs can be capitalized on such unsold real estate inventories.

As of September 30, 2024, the Group adopted the IFRIC agenda decision using the modified retrospective approach. The Group recognized the impact of the change against the beginning retained earnings in 2024 amounting to a decrease of P62.6 million. The impact to the comparative account includes a decrease in real estate inventories amounting to P62.6 million.

(ii) PIC Q&A No. 2018-12-D, *Concept of the Significant Financing Component in the Contract to Sell* and PIC Q&A No. 2020-04, *Addendum to PIC Q&A 2018-12-D: Significant Financing Component Arising from Mismatch between the Percentage of Completion and Schedule of Payments* (deferred until December 31, 2023)

PFRS 15 requires that in determining the transaction price, an entity shall adjust the promised amount of consideration for the effects of the time value of money if the timing of payments agreed to by the parties to the contract (either explicitly or implicitly) provides the customer or the entity with a significant benefit of financing the transfer of goods or services to the customer. In those circumstances, the contract contains a significant financing component. There is no significant financing component if the difference between the promised consideration and the cash selling price of the good or service arises for reasons other than the provision of finance to either the customer or the entity, and the difference between those amounts is proportional to the reason for the difference. Further, the Group does not need to adjust the promised amount of consideration for the effects of a significant financing component if the entity expects, at contract inception that the timing difference of the receipt of full payment of the contract price and that of the completion of the project, are expected within one year and significant financing component is not expected to be significant.

As of September 30, 2024, the Group adopted the PIC Q&A interpretations. The Group recognized the impact of the change against the beginning retained earnings in 2024 amounting to a decrease of P58.7 million. The impact to the comparative account includes an increase in contract liability amounting to P123.1 million and an increase in contract asset amounting to P64.4 million. The Group will continue to assess new contracts to determine if the significant financing component is material and for recognition (see Notes 8 and 17).

(c) Functional and Presentation Currency

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

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

2.2 Adoption of Amended Standards

(a) Effective in 2024 that are Relevant to the Group

The Group adopted for the first time the following amendments to existing standards, which are mandatorily effective for annual periods beginning on or after January 1, 2024:

PAS 1 (Amendments)	:	Presentation of Financial Statements – Classification of Liabilities as Current or Non-current, and Non-current Liabilities with Covenants
PAS 7 and PFRS 7 (Amendments)	:	Statement of Cash Flow, and Financial Instruments: Disclosures – Supplier Finance Arrangements
PFRS 16 (Amendments)	:	Lease – Lease Liability in a Sale and Leaseback

The application of these amendments had no significant impact on the Group's interim condensed consolidated financial statements.

(b) Effective Subsequent to 2024 but not Adopted Early

There are amendments to existing standards effective for annual periods subsequent to 2024, which are adopted by the FSRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and none of these are expected to have significant impact on the Group's interim condensed consolidated financial statements:

(i) PAS 21 (Amendments), *The Effects of Changes in Foreign Exchange Rates – Lack of Exchangeability* (effective from January 1, 2025)

(ii) PFRS 9 and PFRS 7 (Amendments), *Financial Instruments, and Financial Instruments: Disclosures – Amendments to the Classification and Measurement of Financial Instruments* (effective from January 1, 2026)

(iii) PFRS 18, *Presentation and Disclosure in Financial Statements* (effective from January 1, 2027)

(iv) PFRS 10 and PAS 28 (Amendments), *Consolidated Financial Statements and Investments in Associates and Joint Ventures – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture* (effective date deferred indefinitely)

3. SEGMENT REPORTING

The Group's operating businesses are recognized and managed separately according to the nature of services provided with a segment representing a strategic business unit.

The Group's business segments follow:

3.1 Business Segments

(a) *Construction Operations* – principally refers to general construction business, including constructing and sale of precast items and concrete production and rental of construction equipment.

(b) *Landport Operations* – principally relates to the development and implementation of the PITX Project.

(c) *Real Estate Operations* – mainly pertains to the to the development and sale of residential condominium units.

(d) *Airport and Trading Operations* – mainly relate to the business of building, rehabilitating, renovating, constructing, developing, operating, and maintaining the MCIA, including the commercial assets thereof and all allied businesses for the operation and maintenance of said airport facility. This segment also has merchandising operations for food and non-food items. In 2022, as a result of the sale and deconsolidation of GMCAC and GMI, the Group's airport and trading operations segment are presented as discontinued operations.

Other operations of the Group comprise the operations and financial control groups. These segments are also the basis of the Group in reporting to its executive committee for its strategic decision-making activities. Transactions between segments are conducted at estimated market rates on an arm's length basis.

Segment revenues and expenses that are directly attributable to business segment and the relevant portions of the Group's revenues and expenses that can be allocated to that business segment are accordingly reflected as revenues and expenses of that business segment.

3.2 Segment Assets and Liabilities

Segment assets are allocated based on their physical location and use or direct association with a specific segment and they include all operating assets used by a segment and consist principally of operating cash, receivables, inventories and property, plant and equipment, net of allowances and provisions. Similar to segment assets, segment liabilities are also allocated based on their use or direct association with a specific segment. Segment liabilities include all operating liabilities and consist principally of accounts, wages, taxes currently payable and accrued liabilities. Segment assets and liabilities do not include deferred taxes.

3.3 *Analysis of Segment Information*

Presented below are the relevant operating segment information about the results of operations of the Group's business segments for the nine months ended September 30, 2024, 2023 and 2022 and financial position as of September 30, 2024 and December 31, 2023 (amounts in thousands).

	Continuing Operations											Discontinued Operations
	Construction			Landport			Real Estate		Total			Airport
	2024	2023	2022	**2024**	2023	2022	**2024**	2023	**2024**	2023	2022	2022
Results of operations												
Sales to external customers	**P 15,521,868**	P 15,182,522	P 10,318,700	**P 386,015**	P 339,734	P 276,262	**P 440,177**	P 36,525	**P 16,348,060**	P 15,558,781	P 10,594,962	P 1,213,140
Intersegment sales	**524,113**	8,357	524,431	**-**	-	-	**-**	-	**524,113**	8,357	524,431	-
Segment revenues	**16,045,981**	15,190,879	10,843,131	**386,015**	339,734	276,262	**440,177**	36,525	**16,872,173**	15,567,138	11,119,393	1,213,140
Cost and other operating expenses:												
Cost excluding depreciation and amortization	**12,401,479**	12,533,748	8,402,489	**101,842**	85,067	83,984	**186,737**	22,804	**12,690,058**	12,641,619	8,486,473	506,384
Depreciation and amortization	**891,735**	905,176	966,014	**148,186**	180,619	179,147	**45,616**	4,124	**1,085,537**	1,089,919	1,145,161	172,668
Interest income	**(582,289)**	(788,265)	(348,859)	**(5,862)**	(170)	(15)	**(34,188)**	(1,445)	**(622,339)**	(789,880)	(348,874)	(4,122)
Interest expense	**1,594,686**	1,397,926	944,904	**186,615**	178,502	106,793	**64,789**	362	**1,846,090**	1,576,790	1,051,697	1,479,485
Material non-cash items	**-**	-	-	**-**	-	-	**-**	-	**-**	-	-	(43,247)
Equity share in profit or loss and joint ventures	**10,665**	(2,459)	(1,675)	**-**	-	-	**-**	-	**10,665**	(2,459)	(1,675)	20,138
Other income	**(21,275)**	(16,836)	(157,053)	**(51,812)**	(99,951)	(78,213)	**(908)**	(12,837)	**(73,995)**	(129,624)	(235,266)	(1,539)
Tax expense (income)	**328,691**	48,118	73,572	**(21,598)**	(24,819)	(31,949)	**3,142**	35	**310,235**	23,334	41,623	52,503
Other expenses	**464,915**	668,081	490,318	**104,426**	106,351	118,525	**312,846**	50,118	**882,187**	824,550	608,843	344,084
	15,088,607	14,745,489	10,369,710	**461,797**	425,599	378,272	**578,034**	63,162	**16,128,438**	15,234,250	10,747,982	2,526,354
Segment Net Profit (Loss)	**P 957,374**	P 445,390	P 473,421	**(P 75,782)**	(P 85,865)	(P 102,010)	**(P 137,857)**	(P 26,637)	**P 743,735**	P 332,888	P 371,411	(P 1,313,214)
Interim Condensed Consolidated Statements of Financial Position												
Total Segment Assets	**P 62,583,637**	P 59,670,393	P 61,577,831	**P 5,857,072**	P 6,314,353	P 6,638,544	**P 6,188,393**	P 4,850,161	**P 74,629,102**	P 70,834,907	P 68,216,375	P -
Total Segment Liabilities	**P 45,739,410**	P 43,460,554	P 42,283,646	**P 4,494,189**	P 4,879,962	P 4,978,471	**P 4,252,064**	P 3,303,419	**P 54,485,663**	P 51,643,935	P 47,262,117	P -
Capital Expenditures	**P 378,372**	P 667,594	P 946,624	**P -**	P 6,746	P -	**P 3,444**	P 4,994	**P 381,816**	P 679,334	P 946,624	P -
Investment in associates and joint ventures accounted for by the equity method	**P 282,883**	P 257,239	P 231,296	**P -**	P -	P -	**P -**	P -	**P 282,883**	P 257,239	P 231,296	P -

Presented below is a reconciliation of the Group's segment information to the key financial information presented in its interim condensed consolidated financial statements (amounts in thousands).

	Nine Months Ended September 30 (Unaudited)		
	2024	2023	2022
Continuing operations:			
Revenues			
Segment revenues	**P 16,872,173**	P 15,567,138	P 11,119,393
Intersegment sales	**(524,113)**	(8,357)	(524,431)
Revenues as reported in the interim consolidated statements of income	**P 16,348,060**	P 15,558,781	P 10,594,962
Profit or loss			
Segment net profit	**P 743,735**	P 332,888	P 371,410
Other unallocated income (charges) – net	**(168,815)**	(339)	(28,617)
Net profit from continuing operations as reported in the interim condensed consolidated statements of income	**P 574,920**	P 332,549	P 342,793
Discontinued operations:			
Profit or loss			
Segment net income (loss) and net income (loss) from discontinued operations as reported in the interim condensed consolidated statements of income	**P -**	P -	(P 1,313,214)

	September 30, 2024	December 31, 2023
Assets		
Total segment assets	**P 74,629,102**	P 70,834,907
Elimination of intercompany accounts	**(19,235,288)**	(16,188,182)
Other unallocated assets	**12,935,081**	11,680,415
Total assets as reported in the interim condensed consolidated statements of financial position	**P 68,328,895**	P 66,327,140
Liabilities		
Total segment liabilities	**P 54,485,663**	P 51,643,935
Liabilities		
Total segment liabilities	**P 54,485,663**	P 51,643,935
Elimination of intercompany accounts	**(7,041,442)**	(4,846,653)
Other unallocated liabilities	**3,815,537**	2,597,085
Total liabilities as reported in the interim condensed consolidated statements of financial position	**P 51,259,758**	P 49,394,367

3.4 Other Segment Information

The Group has not identified any segment based on geographical location since the Group's operation is concentrated in one country of location.

The revenues from three major customers of the construction operations segment in September 30, 2024, 2023 and 2022 that accounted for 42%, 39%, and 45%, respectively, of the total revenues from continuing operations are as follows:

	2024	2023	2022
Customer A	**P 4,646,835,688**	P2,150,869,908	P2,214,843,060
Customer B	**1,208,405,309**	2,375,529,127	950,203,611
Customer C	**966,467,373**	1,553,654,585	1,623,303,053
	P 6,821,708,370	P6,080,053,620	P4,788,349,724

3.5 Seasonal or Cyclicality of Operations

Due to the seasonal nature of the airport operation business, higher revenues and operating profits are usually expected in the months of January, April, May, July and December. Higher revenues from these months are mainly attributed to the increased traffic during the peak holiday season in the Philippines and other neighbouring countries.

Following the sale and deconsolidation of GMCAC and GMI in 2022, the Group's airport and trading operations segment are presented as discontinued operations. Othe business segments are not subject to seasonality.

4. CASH AND CASH EQUIVALENTS

Cash and cash equivalents are as follows:

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Cash on hand	**P 8,451,901**	P 6,232,631
Cash in banks	**4,301,547,413**	4,050,299,984
Short-term placements	**1,539,242,236**	822,352,760
	P 5,849,241,550	P 4,878,885,375

Cash in banks generally earn interest based on daily bank deposit rates.

Short-term placements are made for varying periods from 14 to 90 days and earn annual average effective interest of 5% in 2024 and 2023.

5. TRADE AND OTHER RECEIVABLES

This account consists of the following:

	Notes	**September 30, 2024 (Unaudited)**	December 31, 2023 (Audited)
Contract receivables:			
Third parties		**P 4,326,631,445**	P 3,287,521,576
Related parties	22.1	**1,373,201,196**	1,034,875,840
		5,699,832,641	4,322,397,416
Retention receivables:			
Third parties		**2,953,132,057**	2,290,413,594
Related parties	22.1	**733,453,915**	739,026,207
		3,686,585,972	3,029,439,801
Real estate sales receivables		**276,610,891**	538,294,511
Advances to:			
Related parties	22.4	**6,471,421,768**	6,442,242,587
Officers and employees	22.3	**94,399,918**	98,512,779
		6,565,821,686	6,540,755,366
Rental receivables:			
Lease receivable – per contract		**755,688,069**	1,025,536,402
Lease receivable – effect of straight-line method		**202,562,723**	231,278,304
		958,250,792	1,256,814,706
Accrued interest receivables	22.4	**2,847,030,347**	2,513,922,379
Other receivables	22.2, 22.5	**1,033,313,099**	1,216,405,984
		21,067,445,428	19,418,030,163
Allowance for impairment		**(226,842,662)**	(262,111,638)
		P20,840,602,766	P19,155,918,525

Retention receivables pertain to progress billings which are withheld by the project owners equivalent to 5.0% or 10.0% as provided in the respective construction contract of each project. These will only be collected after a certain period of time upon acceptance by project owners of the certificate of completion.

Real estate sales receivables pertain to the balance of uncollected portion of the contract price of completed units sold that are subject for collection from customers through their respective bank financing, which is normally completed within one to two months.

Rental receivables include those unpaid rentals from third party tenants of the Group, and the related rent receivables arising from the difference between the cash basis rent income and the straight-line rent income of all lease contracts with fixed payments as of the end of the reporting period.

Trade and other receivables except certain advances to related parties do not bear any interest.

All receivables are subject to credit risk exposure. The Group's trade and other receivables have been reviewed for impairment using the provision matrix as determined by the management.

The total allowance for impairment for contract and retention provided by the Group amounted to P226.8 million and P262.1 million as of September 30, 2024 and December 31, 2023, respectively.

A reconciliation of the allowance for impairment at the beginning and end of 2024 and 2023 is shown below.

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Balance at beginning of year	**P 262,111,638**	P 226,842,662
Write-off	**(35,268,976)**	-
Additional ECL for the year	**-**	35,268,976
Balance at end of year	**P 226,842,662**	P 262,111,638

6. GOODWILL

On July 12, 2023, the Parent Company executed a Share Purchase Agreement to acquire 100% of the outstanding capital stock of PH1 from Citicore for a total cash consideration of P5,200.0 million. As a result of the acquisition, the Parent Company obtained controlling interest over PH1, which was accounted for under the acquisition method. The business combination is expected to integrate the innovative approaches of the Parent Company and PH1 in terms of construction and engineering to the residential projects of PH1 with respect to sustainability and technological advancement in living and community spaces.

At the date of acquisition, PH1 owns 100% and 48.77% of the outstanding capital stock of PH1-WL and Famtech, respectively. As a result of the acquisition of PH1, the Group obtained indirect ownership and control over PH1-WL and Famtech.

There were no contingent considerations arrangements and indemnification assets recognized by the Parent Company related to the business combination.

Presented in the succeeding page is the breakdown of the acquisition-date fair value of the assets and liabilities, including the cost of investment.

Assets:	
Cash	P 158,812,124
Contract and other receivables	1,058,277,667
Real estate inventories	3,280,736,757
Property and equipment	33,002,846
Right-of-use assets	9,312,106
Other assets	233,084,701
	4,773,226,201
Liabilities:	
Trade and other payables	1,688,417,797
Interest-bearing loans and borrowings	508,475,383
Reservation deposits	322,954,005
Contract liabilities	76,644,783
Lease liabilities	8,412,681
Deferred tax liabilities	107,696,473
Other liabilities	129,219,091
	2,841,820,213
Fair value of net assets	1,931,405,988
Cash consideration	5,200,000,000
Non-controlling interest	528,475,534
	5,728,475,534
Goodwill	**P 3,797,069,546**

Based on the management's assessment, the gross contractual amounts of receivable approximate the fair values as of the acquisition date. The best estimate of the contractual cash flows not expected to be collected at acquisition date is also deemed immaterial.

There were no significant acquisition-related costs incurred from this transaction.

The goodwill recognized from the foregoing acquisition reflects the opportunity to strengthen the Group's position in the real estate market, the synergies and economies of scale expected from combining the operations of the Group as a contractor and real estate developer. This also reflects the opportunity to accelerate the Group's growth momentum associated with property development in the long term.

The Group performed impairment testing of goodwill by using value-in-use in determining the recoverable amount. The value-in-use of the cash generating unit was determined using cash flow projections for 13 years, which reflects the timing of the development and completion of the residential projects including the collection period. The management applied a discount rate of 10.2% and growth rate of 3.8% which are the key assumptions used in determining the value-in-use of the cash-generating unit.

The recoverable amount of the cash-generating unit was determined to be higher than its carrying amount. Management believes that any reasonably possible change in the key assumptions on which the recoverable amount is based would not cause its carrying amount to exceed its recoverable amount, hence management assessed that there is no impairment loss required to be recognized on goodwill as of September 30, 2024 and December 31, 2023.

7. INVENTORIES

7.1 Real Estate Inventories

As of September 30, 2024 and December 31, 2023, real estate inventories consist of the following:

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Land and land development	**P 2,127,647,998**	P 1,928,308,874
Construction costs	**2,173,564,715**	1,944,613,123
	P 4,301,212,713	P 3,872,921,997

Construction costs include actual costs of construction and related engineering, architectural and other consultancy fees. Prior to the adoption of the IFRIC Agenda Decision on PAS 23, the Group capitalized borrowing cost of P103.6 million in 2023. Borrowing cost are capitalized at 5.9% [see Note 2.1(b)(i)]. All cost incurred relating to the Group's development and construction of its residential condominium projects are recorded under Real Estate Inventories account. The cost of a unit sold under development is charged to cost of sales in the same manner as revenue is recognized.

There were no inventory write-downs recognized in relation to real estate inventories.

7.2 Construction Materials

As of September 30, 2024 and December 31, 2023, construction materials were stated at cost which is lower than net realizable value. This account consists of the following:

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Consumables and spare parts	**P 1,250,136,745**	P 1,275,412,094
Work in progress	**433,956,386**	805,324,986
Mechanical electrical plumbing and fireproof materials	**76,960,757**	8,076,631
Hardware	**70,213,135**	71,444,583
Rebars	**57,275,954**	30,079,375
Precast	**42,239,332**	54,725,955
Others	**55,178,998**	34,275,471
	P 1,985,961,307	P 2,279,339,095

Work in progress inventories pertains to various construction materials delivered to project warehouses and are yet to be installed or used by its subcontractors.

Others pertain to construction materials which include collapsible container office, sand, cement, painting materials, nails and adhesive items.

8. CONTRACT ASSETS

The breakdown of contract assets is as follows:

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Construction contracts	**P 6,123,083,098**	P 6,034,871,659
Terminal operations	**762,177,659**	692,732,257
Real estate operations	**333,306,534**	-
	7,218,567,291	6,727,603,916
Allowance for impairment	**(1,087,415,302)**	(1,087,415,302)
	P 6,131,151,989	P 5,640,188,614

The significant changes in the contract assets balances during the reporting periods are as follows:

	Note	**September 30, 2024 (Unaudited)**	December 31, 2023 (Audited)
Balance at beginning of year		**P 6,727,603,916**	P 6,193,723,087
Effect of restatement	2.1(b)(ii)	**64,356,755**	-
As restated		**6,791,960,671**	6,193,723,087
Increase as a result of changes in measurement of progress		**5,321,206,734**	6,452,369,216
Decrease as a result of reversal to trade receivables		**(4,894,600,114)**	(5,918,488,387)
		7,218,567,291	6,727,603,916
Allowance for impairment		**(1,087,415,302)**	(1,087,415,302)
Balance at end of year		**P 6,131,151,989**	P 5,640,188,614

Contract assets pertains to the gross amount due from customers for contract works of all contracts in progress and the portion arising from the real estate operations, which are not yet billed. Contract assets also include the cost of the landport area of the PITX Project will be recovered through the Grantor payments.

The Group satisfies its performance obligation when the full completion of the project and benefit therefrom can be derived by the customers. Invoices are due once related accomplishments for the month is complete.

The Group recognizes contract assets, due to timing difference of billings and satisfaction of performance obligation, to the extent of satisfied performance obligation on all open contracts as of the end of the reporting period. Changes in the contract assets are recognized by the Group when a right to receive payment is already established.

There was no additional impairment loss recognized in 2024 and 2023.

9. NON-CURRENT ASSET CLASSIFIED AS HELD FOR SALE AND DISCONTINUED OPERATIONS

9.1 Non-current Asset Classified as Held for Sale

On September 2, 2022 (Execution date), the Parent Company, GMR Airports International BV (GAIBV) and AIC executed a Share Subscription and Transfer Agreement (the Agreement) for AIC to acquire shares in GMCAC. Subject to the fulfillment of the conditions precedent under the Agreement, the following occurred on December 16, 2022 (Closing date):

1. For a total amount of P9,473.6 million, AIC obtained 33 and 1/3% minus 1 share of the outstanding capital stock of GMCAC. The Parent Company retained 33 and 1/3% plus 1 share, while GAIBV retained 33 and 1/3%; and,

2. The Parent Company and GAIBV issued Exchangeable Notes (Notes) in favor of AIC in the total amount of P15,526.4 million. The Notes will mature on October 30, 2024 (Exercise date) and will be exchanged by AIC for the rest of the 66 and 2/3% plus 1 share of GMCAC's outstanding capital stock currently held by the Parent Company and GAIBV.

   On the Exercise date, the Parent Company and GAIBV shall assign, transfer and convey the remaining GMCAC shares to AIC in exchange for the full discharge of the Notes. The Notes is unsecured and non-interest-bearing. At least 10 business days prior to the Exercise date, the Parent Company and GAIBV may exercise the option to pay the Notes in cash and they shall have no obligation to assign, transfer and convey the remaining GMCAC shares. In the event that the Parent Company and GAIBV exercise the cash option, they shall pay the principal amount of the Notes, plus a cash option interest of 19% per annum on the principal amount calculated from the Execution date to the Exercise date. The accrual of the cash option interest and the obligation to pay shall only arise upon exercise of the cash option.

Prior to the closing date, GMCAC converted its shareholders' loans totalling to P2,040.0 million, of which P1,224.0 million came from the Parent Company to common stock of GMCAC. In addition, GMCAC issued 555.4 million new shares to AIC. The issuance of new shares to AIC resulted in the reduction in the Parent Company's ownership interest in GMCAC from 60.0% to 55.8%.

The transaction closed on December 16, 2022 wherein:

- AIC paid cash amounting to P6,623.6 million to the Parent Company for 1,781.4 million common shares, equivalent to 22.5% of the outstanding capital stock of GMCAC; and,

- the Parent Company issued the Notes for a cash consideration of P7,763.2 million, which will be exchanged by AIC for the rest of the Parent Company's remaining 2,643.3 million common shares, equivalent to 33.3% of the outstanding capital stock of GMCAC, on the Exercise date.

At closing date, the Parent Company retained 33.3% ownership interest in GMCAC.

As a result of the preceding transactions, the Group lost its control over GMCAC. Accordingly, the remaining ownership interest was remeasured at fair value at the date of sale which amounted to P2,879.8 million. The fair value was determined using the discounted cash flow method.

Relative to management's intention to sell the remaining shares held in GMCAC, as evidenced by the issuance of the Notes, the remaining ownership interest in GMCAC amounting to P2,879.8 million is presented as Non-current Asset classified as Held for Sale in the interim condensed consolidated statements of financial position. No cost to sell was recognized as the expenses incurred in relation to the issuance of the Notes was shouldered by AIC.

As the transaction to sell the remaining ownership interest in GMCAC is expected to be completed in October 2024, the Exchangeable Notes was presented under Current Liabilities in the interim condensed consolidated statements of financial position (see Note 25.2).

9.2 Discontinued Operations

The net loss related to the operations of GMCAC and GMI is presented separately in the interim condensed consolidated statements of income as Net Loss from Discontinued Operations.

The analysis of the revenue and expenses of the discontinued operations is as follows:

	2022
Airport operations revenue	P 1,120,011,769
Trading operations revenue	93,128,600
	1,213,140,369
Cost of airport operations	(590,772,923)
Cost of trading operations	(55,935,766)
	(646,708,689)
Gross profit	566,431,680
Other operating expenses	(376,428,528)
Other charges – net	(1,450,715,860)
Loss before tax	(1,260,712,708)
Tax expense	(52,501,743)
Net loss	(P 1,313,214,451)

10. INVESTMENTS IN ASSOCIATES AND JOINT VENTURE AND ACQUISITION OF ASSETS

The Group's associates and joint venture are not listed in the local stock exchange; hence, the fair value of the shares cannot be determined reliably. However, management believes that the carrying amounts of the investments are fully recoverable based on either the prospect of the business or the recoverable amount from the net assets of these associates and joint ventures.

10.1 Investments in Associates

The components of the carrying values of this account are as follows:

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Acquisition cost:		
CMCI	**P 200,000,000**	P 200,000,000
EDC	**98,000,000**	61,691,000
	298,000,000	261,691,000
Equity share in net profit (losses):		
Balance at beginning of the period	**(4,452,344)**	31,295,805
Equity in net loss for the period	**(10,664,725)**	(35,748,149)
Balance at end of the period	**(15,117,069)**	(4,452,344)
	P 282,882,931	P 257,238,656

These associates do not have any other comprehensive income or loss in 2024 and 2023.

(a) CMCI

The Parent Company, together with Citicore, formed CMCI as a consortium for the construction of classrooms in Regions 3 and 4 under the build-lease-transfer Public Private Partnership (PPP) agreement with the Philippine Department of Education (DepEd) ownership interest.

As of September 30, 2024 and December 31, 2023, the Parent Company owns 10% interest in CMCI.

(b) EDC

In 2023, the Parent Company subscribed to 616,910 new shares or equivalent to 49% ownership interest in EDC for a total subscription price of P61.7 million. The rights and powers of the Parent Company over the management and control of EDC are exercised through a seat in the BOD of EDC. Taking this into consideration, the Parent Company concluded that it has significant influence over the investee; accordingly, the investment is accounted for as an investment in an associate.

In 2024, the Parent Company infused additional P36.3 million converted into capital stock, which is recognized as part of investment in EDC. This does not effectively change the ownership interest in EDC.

As of September 30, 2024 and December 31, 2023, the Parent Company did not receive any dividends from its associates.

10.2 Interest in Joint Ventures

GMCAC has 42% interest in MTRGC and SSPPC, which are primarily engaged in the set-up, operation and management of duty paid retail, food and beverage outlets and provision of related services thereto in the airport terminals (T1 and T2).

In 2022, as a result of the sale and deconsolidation of GMCAC, the carrying amount of the investment in joint ventures was derecognized from the Group's interim condensed consolidated statements of financial position.

10.3 Interest in Joint Operations

As discussed in Notes 1.2(r), 1.2(s), 1.2(t), and 1.2(u), MGCJV shall undertake the construction works for the renovation and expansion of the MCIA Project in Cebu, MGCJVI shall undertake the construction works of the Clark Airport, HMDJV shall undertake the construction works of the Malolos-Clark Railway, while TTM-JV shall undertake the construction works of the Two Underground Stations (Ortigas North and Ortigas South) and Tunnels of Metro Manila Subway Project. The Parent Company's interests in MGCJV, MGCJVI, HMDJV and TTM-JV are accounted for as joint arrangement – joint operation, as such, the Parent Company accounts for its interest in the relevant assets, liabilities, revenues, and expenses of MGCJV, MGCJVI, HMDJV and TTM-JV.

As of September 30, 2024 and December 31, 2023 and for the nine months ended September 30, 2024, 2023, and 2022, the relevant financial information of the Group's interest in MGCJV, MGCJVI, HMDJV and TTM-JV which are included in the appropriate accounts in the Group's interim condensed consolidated statements of financial position and interim condensed consolidated statements of income are as follows:

	Before Elimination	Elimination	After Elimination
September 30, 2024 (Unaudited)			
Assets:			
Cash and cash equivalents	P 1,579,330,931	P -	P 1,579,330,931
Trade and other receivables	1,451,151,311	-	1,451,151,311
Other current assets	447,391,724	-	447,391,724
Property, plant, and equipment – net	48,586,030	-	48,586,030
Other non-current assets	18,077,724	-	18,077,724
	P 3,544,537,720	**P -**	**P 3,544,537,720**

	Before Elimination	Elimination	After Elimination
Liabilities:			
Trade and other payables	P 2,142,756,668	P -	P 2,142,756,668
Other liabilities	476,662,314	-	476,662,314
	P 2,619,418,982	**P -**	**P 2,619,418,982**
September 30, 2024 (Unaudited)			
Revenues and Expenses:			
Contract revenues	P 2,188,001,420	P -	P 2,188,001,420
Contract costs	(1,667,867,573)	-	(1,667,867,573)
Other operating expenses	(4,793,267)	-	(4,793,267)
Finance cost	(41,600,886)	-	(41,600,886)
	P 473,739,694	**P -**	**P 473,739,694**
December 31, 2023 (Audited)			
Assets:			
Cash and cash equivalents	P 1,465,203,181	P -	P 1,465,203,181
Trade and other receivables	1,660,260,512	-	1,660,260,512
Other current assets	427,964,824	-	427,964,824
Property, plant, and equipment – net	89,739,417	-	89,739,417
	P 3,643,167,934	P -	P3,643,167,934
Liabilities:			
Trade and other payables	P 2,762,001,970	P -	P 2,762,001,970
Due to related parties	1,052,953	-	1,052,953
Other liabilities	292,620,286	-	292,620,286
	P 3,055,675,209	P -	P 3,055,675,209
September 30, 2023 (Unaudited)			
Revenues and Expenses			
Contract revenues	P 2,391,601,880	(P 175,669,991)	P 2,215,931,889
Contract costs	(1,706,867,516)	175,669,991	(1,531,197,525)
Other operating expenses	(9,884,303)	-	(9,884,303)
Finance cost	(25,101,624)	-	(25,101,624)
	P 649,748,437	P -	P 649,748,437
September 30, 2022 (Unaudited)			
Revenues and Expenses:			
Contract revenues	P 1,208,868,974	(P 328,466,368)	P 880,402,606
Contract costs	(1,100,085,024)	300,796,244	(799,288,780)
Other operating income – net	12,604,501	-	12,604,501
Finance income	36,464,257	-	36,464,257
	P 157,852,708	(P 27,670,124)	P 130,182,584

11. OTHER ASSETS

This account is composed of the following:

	Note	**September 30, 2024 (Unaudited)**	December 31, 2023 (Audited)
Current:			
Advances to contractors and suppliers	11.1	**P 7,576,866,605**	P 8,334,686,068
Prepaid taxes	11.4	**1,135,587,940**	1,345,802,495
Deferred input VAT	11.2	**588,786,589**	590,050,596
Input VAT	11.2	**475,282,261**	453,492,959
Deferred fulfilment costs - net	11.6	**354,477,777**	335,684,686
Refundable security and bond deposits		**148,751,347**	141,133,290
Prepaid insurance		**81,016,250**	157,533,800
Deferred commission		**32,310,215**	5,320,264
Prepaid debt issuance cost		**12,782,609**	13,135,255
Prepaid subscription		**8,183,885**	982,976
Prepaid rent		**2,035,306**	13,979,861
Miscellaneous		**27,200,078**	21,631,219
		10,443,280,862	11,413,433,469
Non-current:			
Deposits for condominium units	11.3	**285,953,218**	233,837,468
Refundable security deposits		**38,636,033**	38,590,885
Prepaid debt issuance cost		**30,780,896**	22,007,046
Computer software license – net	11.5	**20,174,595**	27,178,891
Deferred input VAT	11.2	**10,508,510**	17,436,879
Deferred commission		**7,518,233**	15,592,268
		393,571,485	354,643,437
		P 10,836,852,347	P 11,768,076,906

11.1 Advances to Contractors and Suppliers

Advances to contractors and suppliers pertain to down payments made by the Group based on a certain percentage of the contract price. The initial payment will eventually be recouped or deducted from the amount payable of the Group either in a pro-rated basis or in full once billed by the contractors and supplier. These advances are classified as current since it would be applied as payments for subcontractors. This also includes materials and supplies provided by the Group to subcontractors which will be deducted to the progress billings of the subcontractors upon installation. The risk of loss on these materials and supplies are borne by the subcontractors.

11.2 Input VAT

Input VAT under other current assets pertains to the payment of VAT on purchases of services and goods that is recoverable within 12 months. Deferred input VAT pertains to the unamortized input VAT on purchases of capital goods exceeding P1.0 million.

Input VAT arising from the purchase of capital goods exceeding P1.0 million starting January 1, 2022 are not amortized. The related input VAT on purchase of capital goods exceeding P1.0 million shall be allowed as credit against output tax outright pursuant to Republic Act (R.A.) No. 10963, known as the *Tax Reform for Acceleration and Inclusion (TRAIN) Law*.

The balance of deferred input VAT non-current pertains to unamortized portion of purchases of capital goods exceeding P1.0 million prior to January 1, 2022.

11.3 Deposits for Condominium Units

Deposits for condominium units represent initial downpayments made for the purchase of condominium units. These will be reclassified to investment property upon execution of contract to sell and deed of sale.

11.4 Prepaid Taxes

Prepaid taxes pertain to the excess of quarterly income tax payments over the current tax due during the year and creditable withholding taxes.

11.5 Computer Software License

This account pertains to licenses on computer programs and software used by the Group with carrying amount of P20.2 million and P27.2 million as of September 30, 2024 and December 31, 2023, respectively. For the period ended September 30, 2024 and December 31, 2023, the Group recognized total additions amounting to P6.2 million and P14.6 million, respectively.

11.6 Deferred Fulfilment Costs

Deferred fulfilment costs pertain to costs that are directly related to a specific construction contract, generate or enhance resources that will be used to fulfill a performance obligation of the Group in the future, and are recoverable under the contract. Such costs include, but are not limited to, mobilization costs of equipment and labor, engineering and design costs, insurance and depreciation of equipment related to a specific contract.

The movements of deferred fulfilment costs are shown below:

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Balance at beginning of year	**P 664,289,891**	P 634,955,943
Additions	**18,793,091**	33,780,530
Amortization	**-**	(4,446,582)
	683,082,982	664,289,891
Allowance for impairment	**(328,605,205)**	(328,605,205)
Balance at end of year	**P 354,477,777**	P 335,684,686

12. PROPERTY, PLANT AND EQUIPMENT

As of September 30, 2024, and December 31, 2023, the property, plant and equipment is composed of building, construction equipment, improvements, and right-of-use assets totalling P5,924.8 million and P6,277.6 million, respectively.

For the periods ended September 30, 2024 and December 31, 2023, the Group recognized additions to property, plant and equipment totalling to P660.0 million and P844.4 million, respectively, and sold certain property, plant and equipment for P36.8 million and P27.0 million, respectively. As a result of sale, the Group recognized gains amounting to P15.9 million and P8.0 million for the periods ended September 30, 2024 and December 31, 2023, respectively and are presented as part of Others – net under Income and Expenses section in the interim condensed consolidated statements of income.

There are no restrictions on title, and property, plant and equipment pledged as security liabilities, except for right-of-use assets with carrying amount of P551.3 million and P523.0 million as of September 30, 2024 and December 31, 2023, respectively. There is no contractual commitment to acquire property, plant and equipment.

There were no items of property, plant and equipment that were impaired or retired, lost or given up as of September 30, 2024 and December 31, 2023.

13. INVESTMENT PROPERTIES

As of September 30, 2024, and December 31, 2023, the investment properties are composed of land, commercial area and construction in progress totalling P4,763.2 million and P4,818.9 million, respectively.

MWMTI was granted an exclusive right and obligation under the Concession Agreement. Relative to the arrangement, MWMTI incurred costs necessary to construct the facility. The separately identifiable accumulated costs incurred in the development of the PITX Project are allocated based on development and implementation plan for the terminal and commercial areas.

Investment properties include parcels of land that are not used by the Group for administrative and supply of goods or services of the business and only held for capital appreciation amounting to P995.8 million and P993.1 million as of September 30, 2024 and December 31, 2023, respectively. Based on management's assessment, the carrying amounts of these assets are fully recoverable, hence, no impairment loss is required in both years.

There are no restrictions on the realizability of investment property or the remittance of income and proceeds of disposal. No contractual obligations to purchase, construct, or develop investment property, or for repairs and maintenance or enhancements has been agreed with.

For the periods ended September 30, 2024 and December 31, 2023, the Group recognized total additions amounting to P41.9 million and P242.9 million, respectively. There were no disposals of investment properties in 2024 and 2023.

As of September 30, 2024 and December 31, 2023, the investment properties has a fair value amounting to P5,901.1 million which was recognized under the Level 3 fair value hierarchy (see Note 27.5).

14. LEASES

The Group has leases for construction equipment and transportation equipment. With the exception of short-term leases and leases of low-value underlying assets, each right-of-use asset and lease liability from leases are reflected on the interim condensed consolidated statements of financial position as part of property, plant and equipment and interest-bearing loans and borrowings, respectively. Variable lease payments which do not depend on an index or a rate are excluded from the initial measurement of the lease liability and asset.

Each lease generally imposes a restriction that, unless there is a contractual right for the Group to sublet the asset to another party, the right-of-use asset can only be used by the Group. Leases are either non-cancellable or may only be cancelled by incurring a substantive termination fee. Some leases contain an option to purchase the underlying lease asset outright at the end of the lease, or to extend the lease for a further term. The Group is prohibited from selling or pledging the underlying leased assets as security. For leases over warehouses and offices, the Group must keep those properties in a good state of repair and return the properties in their original condition at the end of the lease. Further, the Group must ensure the leased assets and incur maintenance fees on such items in accordance with the lease contracts.

The table below describes the nature of the Group's leasing activities by type of right-of-use asset recognized in the interim condensed consolidated statements of financial position.

	Number of right-of-use assets leased	Range of remaining term	Number of average remaining lease term	Number of leases with extension options	Number of leases with options to purchase	Number of leases with termination options
September 30, 2024:						
Transportation equipment	213	1 – 5 years	2 years	-	53	-
Precast and construction equipment	169	1 – 5 years	3 years	-	55	-
Parcel of land	1	4 years	3 years	-	-	-
December 31, 2023:						
Transportation equipment	209	1 – 5 years	2 years	-	53	-
Precast and construction equipment	169	1 – 5 years	3 years	-	55	-
Parcel of land	1	4 years	3 years	-	-	-

14.1 Right-of-use Assets

The carrying amounts of the Group's right-of-use assets presented as part of Property, Plant and Equipment account as of September 30, 2024 and December 31, 2023, and the movements during the periods are shown below.

	Land	Precast and Construction Equipment	Transportation Equipment	Total
Balance at January 1, 2024	P 16,990,939	P 390,986,834	P 115,016,894	P 522,994,667
Additions	-	-	77,863,712	77,863,712
Pre-termination	-	-	(416,159)	(416,159)
Depreciation and amortization	(12,743,204)	(21,996,610)	(14,361,512)	(49,101,326)
Balance at September 30, 2024	**P 4,247,735**	**P 368,990,224**	**P 178,102,935**	**P 551,340,894**
Balance at January 1, 2023	P 33,981,877	P 483,852,652	P 107,498,352	P 625,332,881
Additions	-	570,808	23,236,606	23,807,414
Pre-termination	-	(36,735,903)	-	(36,735,903)
Effect of sale of subsidiaries	-	-	9,312,106	9,312,106
Depreciation and amortization	(16,990,938)	(56,700,723)	(25,030,170)	(98,721,831)
Balance at December 31, 2023	P 16,990,939	P 390,986,834	P 115,016,894	P 522,994,667

14.2 Lease Liabilities

Lease liabilities are presented in the interim condensed consolidated statements of financial position as part of Interest-bearing Loans and Borrowings (see Note 16) as of September 30, 2024 and December 31, 2023 as follows:

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Current	**P 61,751,883**	P 124,425,289
Non-current	**57,077,640**	45,161,433
	P 118,829,523	P 169,586,722

The use of extension and termination options gives the Group added flexibility in the event it has identified more suitable premises in terms of cost and/or location or determined that it is advantageous to remain in a location beyond the original lease term. An option is only exercised when consistent with the Group's business strategy and the economic benefit of exercising the option exceeds the expected overall cost.

As of September 30, 2024, and December 31, 2023, the Group has not committed to any leases which had not commenced.

14.3 Lease Payments Not Recognized as Liabilities

The Group has elected not to recognize a lease liability for short-term leases or for leases of low value assets. Payments made under such leases are expensed on a straight-line basis. In addition, certain variable lease payments are not permitted to be recognized as lease liabilities and are expensed as incurred.

The expenses pertaining to short-term leases and low-value assets amounted to P47.8 million, P89.1 million and P38.7 million in 2024, 2023 and 2022, respectively, and is presented as part of Other Operating Expenses in the interim condensed consolidated statements of income. There are no low-value assets that were not recognized as lease liabilities for the periods presented.

14.4 Additional Profit or Loss and Cash Flow Information

The total cash outflow in respect of leases amounted to P128.6 million and P107.7 million in September 30, 2024 and December 31, 2023, respectively, and is presented as part of Repayment of Loans and Borrowings in the interim condensed consolidated statements of cash flows.

The lease liabilities are secured by the related underlying assets. The maturity analysis of lease liabilities as of September 30, 2024, and December 31, 2023 is as follows:

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Within one year	**P 69,831,635**	P 151,099,807
One to two years	**21,818,173**	39,505,947
Two to three years	**20,157,316**	18,093,997
Three to four years	**19,660,589**	18,439,337
Four to five years	**6,911,920**	15,160,222
	P 138,379,633	P 242,299,310

15. TRADE AND OTHER PAYABLES

This account consists of the following:

	Notes	**September 30, 2024 (Unaudited)**	December 31, 2023 (Audited)
Trade payables		**P 894,346,318**	P 1,303,943,480
Retention payable		**2,586,708,615**	2,324,103,239
Reservation deposits		**491,029,484**	369,930,983
Due to related parties	22.4	**170,696,593**	144,637,225
Interest payable		**245,080,177**	208,484,648
Accrued expenses		**59,883,351**	124,131,302
Security deposits	18	**20,536,019**	40,191,076
Others		**103,301,408**	138,107,034
		P 4,571,581,965	P 4,653,528,987

Retention payable pertains to amounts withheld from payments made to subcontractors to ensure compliance and completion of contracted projects ranging from 5% to 10% of every billing made by the contractor. Upon completion of the subcontracted projects, the amounts are returned to the subcontractors.

Reservation deposits pertain to the payments received from the buyers of condominium units which have not yet reached the collection threshold for revenue recognition.

Accrued expenses include mainly unpaid utilities. Others include accrued salaries, other non-trade payables and dividends payable.

16. INTEREST-BEARING LOANS AND BORROWINGS

The details of short-term and long-term interest-bearing loans and borrowings are as follows:

	Notes	**September 30, 2024 (Unaudited)**	December 31, 2023 (Audited)
Current:			
Bank loans	16.2	**P 18,838,807,655**	P 17,391,402,346
Notes payable	16.1	**-**	3,528,000,000
Lease liabilities	14.2	**61,751,883**	124,425,289
		18,900,559,538	21,043,827,635
Non-current:			
Notes payable	16.1	**1,853,500,000**	1,860,000,000
Bonds payable	16.3	**8,929,708,669**	3,953,869,786
Bank loans	16.2	**4,148,204,444**	3,699,144,709
Lease liabilities	14.2	**57,077,640**	45,161,433
		14,988,490,753	9,558,175,928
		P 33,889,050,291	P 30,602,003,563

16.1 Notes Payable

(a) 2013 Notes Facility

On February 19, 2013, the Parent Company executed a notes facility agreement with a local universal bank. In this agreement, the Parent Company desired to offer and issue fixed-rate corporate notes in the aggregate principal amount of P4,000.0 million. The net proceeds of the notes after deducting direct issue costs, such as underwriting fees and commissions, documentary stamp tax and other expenses associated with the issuance, amounted to P3,957.3 million.

The notes constitute direct, unconditional, unsubordinated, general and unsecured obligation ranking at least pari passu with all other present and future direct, unconditional, unsubordinated and unsecured obligations of the Parent Company.

The notes are issued in three tranches with terms of five to ten years and interest rates referring to Philippine Dealing System Treasury (PDST) Fixing rates plus an interest spread of 1.5% to 1.75%. As of December 31, 2022, the notes were fully settled.

The Parent Company had complied with all the debt covenants set forth in the notes facility agreement.

(b) 2016 Various Notes Facility

In 2016, the Parent Company entered into various notes facility arrangement with a local bank to refinance the corporate note issued in 2011 and to finance its capital expenditure and general corporate requirements.

The notes constitute direct, unconditional, unsubordinated, general and unsecured obligation ranking at least pari passu with all other present and future direct, unconditional, unsubordinated and unsecured obligations of the Parent Company.

The notes are issued with the following details:

Date Issued	Principal	Term in years	Interest Rate
September 16, 2016	P 650,000,000	10	5.50%
December 5, 2016	350,000,000	10	6.37%
December 16, 2016	1,000,000,000	10	6.37%
	P 2,000,000,000		

These 10-year corporate notes bear an interest rate based on the closing per annum rates of a ten (10)-year PDST-R2 rate on the PDS Group website plus a certain spread. The Parent Company has to maintain a debt-to-equity ratio of not more than 2.33 and a debt service coverage ratio of at least 1.1.

On August 10, 2017, the Parent Company sent a letter to the bank requesting the waiver of one of the loan negative covenants that prohibits the stockholdings of Citicore in the Parent Company to fall below 51% or enter into profit sharing, partnership or joint venture whereby its profits are shared with any other person that may have a material adverse effect. In September 2017, the request was granted by the bank.

As of September 30, 2024 and December 31, 2023, the Parent Company has complied with all the debt covenants set forth in the notes facility agreement.

(c) 2020 Various Notes Facility

On February 19, 2020, the Parent Company signed a P5,000.0 million corporate note facility, the proceeds of which will be used by the Parent Company to (a) retire maturing debt obligations, (b) to fund growth projects, and (c) for general corporate purposes.

The notes constitute direct, unconditional, unsubordinated, general and unsecured obligation ranking at least pari passu with all other present and future direct, unconditional, unsubordinated and unsecured obligations of the Parent Company.

The notes will be issued in five tranches as follows:

	Principal
Tranche A	P 3,600,000,000
Tranche B	350,000,000
Tranche C	350,000,000
Tranche D	350,000,000
Tranche E	350,000,000
	P 5,000,000,000

These 4.5-year corporate notes bear a fixed interest rate based on the closing per annum rates of a 4.5-year PHP BVAL reference rate on the PDS Group website plus a certain spread, subject to a floor rate of 5%. The Parent Company has to maintain a debt-to-equity ratio of not more than 2.33 and a debt service coverage ratio of at least 1.10. Debt pertains to all interest-bearing loans and borrowing.

As of September 30, 2024 and December 31, 2023, the carrying amount of all the corporate notes are P1,853.5 million and P5,388.0 million, respectively.

The Parent Company is in compliance with all covenants required to be observed under the loan facility agreement as of September 30, 2024 and December 31, 2023.

16.2 Bank Loans

(a) Omnibus Loan and Security Agreement (OLSA) – December 17, 2014

On December 17, 2014, GMCAC entered into a P20,000.0 million (which at GMCAC's option may be increased up to P23,300.0 million) OLSA with various local universal banks, as onshore lenders. On January 26, 2015, the parties amended the facility to include another universal bank as offshore lender to contribute US $75.0 million (or equivalent to P3,500.0 million) into the facility. On June 22, 2018, GMCAC amended the Amended and Restated OLSA increasing the facility by P870.0 million. The additional loan facility will be used to finance the investment related to the Fuel Hydrant System Infrastructure.

The facility had an original term of 15 years, the repayment of which starts in 2019 and shall continue every year thereafter until 2030; and, interest requirements that are payable annually. In 2021, GMCAC renegotiated the terms of its loan agreements with its lenders.

The modifications in the contractual cash flows are not substantial and therefore did not result in the derecognition of the affected financial liabilities.

GMCAC was in compliance with all covenants required to be observed based on the terms of the loan as of December 31, 2021.

In order to hedge the interest rate exposure on this floating rate US dollar-denominated loan, GMCAC entered into an interest rate swap transaction.

In 2022, as a result of the sale and deconsolidation of GMCAC, the outstanding balance of the loan amounting to P25,702.2 million was derecognized.

(b) *OLSA for PITX project*

In 2015, MWMTI entered into an OLSA with a local universal bank for a loan facility amounting to P3,300.0 million to finance the construction of the ITS Project. In 2019, MWMTI requested the lender to increase the loan by P600.0 million making the total principal loan to P3,900.0 million. In 2017, MWMTI made its first drawdown amounting to P825.0 million while the remaining loan facility was fully drawn in 2019 in tranches amounting to P3,075.0 million. The loan principal shall be amortized quarterly over 15 years and the first principal repayment is due on January 16, 2021. The interest-bearing loan is secured by the Joint Venturers and bears annual interest rates ranging from 6.9% to 7.4%, 4.9% to 7.6% and 2.8% to 6.9% in 2024, 2023, and 2022, respectively.

The interest-bearing loan requires the MWMTI to maintain a maximum debt-to-equity ratio of 70:30. In addition, the MWMTI is also required to observe at all times until full payment of the loan a debt service coverage ratio of at least 1.25. MWMTI complied with all affirmative and negative covenants indicated in the OLSA.

As of September 30, 2024 and December 31, 2023, the total carrying value of these bank loans amounted to P3,441.8 million and P3,588.0 million, respectively.

(c) *OLSA – May 10, 2023*

On May 10, 2023, CDI entered into an OLSA with a local universal bank for a loan facility to finance the development, design, construction and completion of the ongoing projects.

The interest-bearing loans are issued with the following details:

Date Issued	Principal	Term in years	Interest Rate
February 29, 2024	P 676,130,000	9	8.80%
March 31, 2024	78,881,000	9	8.76%
April 30, 2024	78,881,000	9	9.35%
	P 833,892,000		

The interest-bearing loans shall be amortized quarterly and the first and final principal repayments are due on February 28, 2027 and February 29, 2036, respectively.

The interest-bearing loans require CDI to maintain at most a debt-to-equity ratio of 60:40 during the loan availability period and 70:30 at the end of such period. In addition, the CDI is also required to observe at all times until full payment of the loan a debt service coverage ratio of at least 1.05. CDI complied with all affirmative and negative covenants indicated in the OLSA.

(d) Other Bank Loans

As a result of acquisition of PH1, the Group recognized bank loans amounting to P508.5 million. Subsequent to the acquisition, PH1 obtained additional bank loans amounting to P249.0 million and P400.0 million in as of September 30, 2024 and December 31, 2023, respectively.

As of September 30, 2024 and December 31, 2023, the Group obtained various bank loans with total outstanding balance of P18,842.1 million and P17,391.4 million, respectively, representing unsecured short-term loans from other local banks. The loans bear fixed average annual interest rates of 6% in 2024 and 2023.

16.3 Bonds Payable

On August 17, 2022, the Parent Company listed fixed-rate bonds in the total amount of P4,000.0 million, inclusive of the P1,000.0 million oversubscription option, with the Philippine Dealing & Exchange Corp. The Fixed-Rate Bonds consists of Series A (P1.6 billion maturing in three years and six months from issue date at rate of 6.9506%) and Series B (P2.4 billion maturing in five years from issue date a rate of 7.9663%).

On July 11, 2024, the Parent Company listed fixed-rate bonds in the total amount of P4,000.0 million, inclusive of the P1,000.0 million oversubscription option, with the Philippine Dealing & Exchange Corp. The Fixed-Rate Bonds consists of Series C (P3.1 billion maturing in three years from issue date at rate of 7.6348%) and Series D (P1.1 billion maturing in five years from issue date at a rate of 8.0580%) and Series E (P0.8 billion maturing in seven years from issue date at a rate of 8.4758%).

The net proceeds of the fixed-rate bonds shall be used by the Parent Company primarily to refinance its short-term debts, fund its capital expenditures and other general corporate requirements. The bonds require the Parent Company to maintain a debt-to equity ratio of not more than 2.33 and a debt service coverage ratio of not less than 1.10.

As of September 30, 2024 and December 31, 2023, the Parent Company is in compliance with these covenants.

Bond issue cost capitalized as part of the bonds amounted to P101.7 million. As of September 30, 2024 and December 31, 2023, amortization amounted to P12.1 million and P13.6 million while its net carrying value amounted to P71.1 million and P46.1 million, respectively.

17. CONTRACT LIABILITIES

The breakdown of contract liabilities is as follows:

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Construction contracts	**P 3,884,897,071**	P 5,080,265,478
Real estate sales	**189,566,360**	195,098,005
	P 4,074,463,431	P 5,275,363,483

These are presented and classified in the interim condensed consolidated statements of financial position as follows:

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Current	**P 3,727,082,456**	P 4,901,660,540
Non-current	**347,380,975**	373,702,943
	P 4,074,463,431	P 5,275,363,483

The significant changes in the contract liabilities balances during the reporting periods are as follows:

	Note	**September 30, 2024 (Unaudited)**	December 31, 2023 (Audited)
Balance at beginning of year		**P 5,275,363,483**	P 4,995,512,317
Effect of restatement	2.1(b)(ii)	**123,097,906**	-
As restated		**5,398,461,389**	4,995,512,317
Revenue recognized that was included in contract liability at the beginning of the year		**(3,403,515,914)**	(3,904,142,791)
Increase due to billings excluding amount recognized as revenue during the year		**2,044,618,170**	4,007,630,723
Effect of financing component		**34,899,786**	99,718,451
Effect of consolidation of a subsidiary		**-**	76,644,783
Balance at end of year		**P 4,074,463,431**	P 5,275,363,483

18. OTHER LIABILITIES

The details of this account are as follows:

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Current:		
Deferred output VAT	P 149,600,307	P 126,267,249
Deferred revenue	118,093,655	118,093,655
Withholding taxes	64,938,118	79,832,158
Output VAT	55,989,456	-
Government liabilities	33,167,131	23,246,496
Others	8,718,687	9,722,701
	430,507,354	357,162,259
Non-current:		
Security deposits	143,905,039	260,963,874
Unearned rent income	138,958,433	232,727,278
	282,863,472	493,691,152
	P 713,370,826	P 850,853,411

Deferred revenue represents advance payments from customers and concessionaires that are subject to refund or future billing applications within 12 months from the end of the reporting period.

The Group also received security deposits upon full operations of MWMTI's PITX. These deposits on lease agreements will be refunded at the end of the lease terms, which ranges from one to six years.

Unearned rent income pertains to the difference between the fair value and principal amount of security deposits received at the inception of the lease with concessionaires, which are amortized over the corresponding lease term.

19. REVENUES

When the Group prepares its investor presentations and when the Group's Executive Committee evaluates the financial performance of the operating segments, it disaggregates revenue similar to its segment reporting as presented in Note 3.4.

The Group determines that the categories used in the investor presentations and financial reports used by the Group's management can be used to meet the objective of the disaggregation disclosure requirement of PFRS 15 [except for rentals accounted for under PFRS 16 and disclosed herein as additional information], which is to disaggregate revenue from contracts with customers and other counterparties into categories that depict how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic factors.

As a result of the sale and deconsolidation of GMCAC in 2022, the results of airport operations and trading operations were presented as Discontinued Operations in the Group's interim condensed consolidated statements of income (see Note 9.2).

A summary of additional disaggregation from the segment revenues and other unallocated income for continuing operations are shown below.

	Note	Point in time	Over time	Short-term	Long-term	Total
September 30, 2024:						
Construction operations:	19.1					
Contract revenues		P -	P 12,724,512,802	P -	P 12,724,512,802	P 12,724,512,802
Sale of precast		-	1,894,588,696	1,894,588,696	-	1,894,588,696
Sale of ready-mix concrete		-	620,186,431	620,186,431	-	620,186,431
Equipment rental		-	282,580,585	282,580,585	-	282,580,585
		-	15,521,868,514	2,797,355,712	12,724,512,802	15,521,868,514
Landport operations:	19.2					
Rental revenue – per contract		-	345,285,170	-	345,285,170	345,285,170
Revenue from grantor payments		-	69,445,402	-	69,445,402	69,445,402
Rental revenue – effect of straight-line method		-	(28,715,582)	-	(28,715,582)	(28,715,582)
		-	386,014,990	-	386,014,990	386,014,990
Real estate operations – Real estate revenue	19.3	-	440,176,638	-	440,176,638	440,176,638
		P -	**P 16,348,060,142**	**P 2,797,355,712**	**P 13,550,704,430**	**P 16,348,060,142**
September 30, 2023:						
Construction operations:	19.1					
Contract revenues		P -	P 14,093,139,493	P -	P 14,093,139,493	P 14,093,139,493
Sale of ready-mix concrete		-	474,178,586	474,178,586	-	474,178,586
Sale of precast		-	344,244,653	344,244,653	-	344,244,653
Equipment rental		-	270,959,049	270,959,049	-	270,959,049
		-	15,182,521,781	1,089,382,288	14,093,139,493	15,182,521,781
Landport operations:	19.2					
Rental revenue – per contract		-	333,458,459	-	333,458,459	333,458,459
Rental revenue – effect of straight-line method		-	(52,325,367)	-	(52,325,367)	(52,325,367)
Revenue from grantor payments		-	58,601,149	-	58,601,149	58,601,149
		-	339,734,241	-	339,734,241	339,734,241
Real estate operations – Real estate revenue	19.3	-	36,524,867	-	36,524,867	36,524,867
		P -	P 15,558,780,889	P 1,089,382,288	P 14,469,398,601	P 15,558,780,889
September 30, 2022:						
Construction operations:	19.1					
Contract revenues		P -	P 9,043,578,135	P -	P 9,043,578,135	P 9,043,578,135
Sale of precast		-	592,511,963	592,511,963	-	592,511,963
Sale of ready-mix concrete		-	504,337,493	504,337,493	-	504,337,493
Equipment rental		-	178,272,185	178,272,185	-	178,272,185
		-	10,318,699,776	1,275,121,641	9,043,578,135	10,318,699,776
Landport operations:	19.2					
Rental revenue – per contract		-	292,118,886	-	292,118,886	292,118,886
Rental revenue – effect of straight-line method		-	(15,857,188)	-	(15,857,188)	(15,857,188)
		-	276,261,698	-	276,261,698	276,261,698
		P -	P 10,594,961,474	P 1,275,121,641	P 9,319,839,833	P 10,594,961,474

19.1 Construction Operation Revenues

The details of this account for the nine months ended September 30, 2024, 2023 and 2022 are composed of the revenues from:

	2024 (Unaudited)	2023 (Unaudited)	2022 (Unaudited)
Contracts in progress	**P 11,343,509,290**	P14,208,444,270	P 8,830,693,260
Completed contracts	**4,178,359,224**	974,077,511	1,488,006,516
	P 15,521,868,514	P15,182,521,781	P10,318,699,776

19.2 Landport Operations Revenue

The PITX Project undertaken by the Group with the DOTr gives the Group the control over the landport area and the right to collect concessionaire revenue. As disclosed in Note 8, contract assets include unbilled receivables which pertain to the cost of the landport area which is to be recovered through the Grantor payments.

The construction of the PITX Project was completed in 2019 and the Group has no unsatisfied performance obligations as of September 30, 2024 and December 31, 2023.

The details of landport operations revenue for the nine months ended September 30, 2024, 2023 and 2022 are composed of the revenues from:

	2024 (Unaudited)	2023 (Unaudited)	2022 (Unaudited)
Rental revenue - per contract	**P 345,285,170**	P 333,458,459	P 292,118,886
Rental revenue - effect of straight-line method	**(28,715,582)**	(52,325,367)	(15,857,188)
Revenue from grantor payments	**69,445,402**	58,601,149	-
	P 386,014,990	P 339,734,241	P 276,261,698

19.3 Real Estate Operations Revenue

The details of this account for the nine months ended September 30, 2024 and 2023 (nil in 2022) are composed of the revenues from:

	2024 (Unaudited)	2023 (Unaudited)
My Enso Lofts	**P 199,607,862**	P 18,102,966
Northscapes San Juan Del Monte	**128,237,399**	-
The Hive	**103,885,732**	18,421,901
One Lancaster Park	**4,330,532**	-
Modan Lofts Ortigas Hills	**4,115,113**	-
	P 440,176,638	P 36,524,867

The aggregate amount of transaction price allocated to partially or wholly unsatisfied contracts as of September 30, 2024 and 2023 is P6,712.9 million and P1,358.6 million, respectively. As of September 30, 2024 and 2023, the Group expects to recognize revenue from unsatisfied contracts as follows:

	2024 (Unaudited)	2023 (Unaudited)
Within a year	**P 1,755,265,607**	P 40,786,216
More than one year to three years	**4,957,606,205**	1,317,835,976
	P 6,712,871,812	P 1,358,622,192

20. DIRECT COSTS

20.1 Cost of Construction Operations

The following is the breakdown of this account for the nine months ended September 30:

	2024 (Unaudited)	2023 (Unaudited)	2022 (Unaudited)
Outside services	**P 4,773,647,759**	P 4,815,257,044	P 3,045,022,806
Materials	**4,455,416,965**	4,918,475,885	3,270,228,985
Salaries and employee benefits	**1,372,849,431**	1,179,741,182	1,247,417,397
Project overhead	**1,348,733,211**	1,589,735,817	370,494,441
Depreciation	**858,653,177**	841,965,785	891,452,450
	P12,809,300,543	P 13,345,175,713	P 8,824,616,079

Project overhead includes insurance, repairs and maintenance, gas and oil, travel and transportation, professional fees, utilities, municipal permits, taxes, security services, office supplies and various rental expenses of staging areas.

20.2 Cost of Landport Operations

The following is the breakdown of cost of landport operations for the nine months ended September 30:

	2024 (Unaudited)	2023 (Unaudited)	2022 (Unaudited)
Depreciation and amortization	**P 143,993,954**	P 171,943,418	P 171,394,051
Terminal costs	**69,445,402**	58,601,148	53,248,431
Others	**32,397,045**	26,465,916	30,735,390
	P 245,836,401	P 257,010,482	P 255,377,872

20.3 Cost of Real Estate Operations

Cost of real estate operations include allocated land and development costs aggregating to P186.7 million and P22.8 million in 2024 and 2023, respectively (nil in 2022).

21. EQUITY

21.1 Capital Stock

Capital stock consists of:

	Shares			Amount		
	2024	2023	2022	**2024**	2023	2022
Common shares – P1 par value						
Authorized	**4,930,000,000**	4,930,000,000	4,930,000,000	**P 4,930,000,000**	P4,930,000,000	P4,930,000,000
Subscribed and paid in:	**2,399,426,127**	2,399,426,127	2,399,426,127	**P 2,399,426,127**	P2,399,426,127	P2,399,426,127
Less: Treasury shares						
Balance at beginning of year and end of year	**386,016,410**	386,016,410	386,016,410	**P 4,615,690,576**	P 4,615,690,576	P4,615,690,576
Issued and outstanding	**2,013,409,717**	2,013,409,717	2,013,409,717			
Preferred shares – P1 par value						
Authorized						
Balance at beginning of year	**186,000,000**	150,000,000	150,000,000	**P 186,000,000**	P 150,000,000	P 150,000,000
Increase during the year	**-**	36,000,000	-	**-**	36,000,000	
Balance at end of year	**186,000,000**	186,000,000	150,000,000	**186,000,000**	186,000,000	150,000,000
Subscribed and paid in:						
Balance at beginning of year:						
Series 1	**40,000,000**	40,000,000	40,000,000	**40,000,000**	40,000,000	40,000,000
Series 2A	**26,220,130**	26,220,130	26,220,130	**26,220,130**	26,220,130	26,220,130
Series 2B	**17,405,880**	17,405,880	17,405,880	**17,405,880**	17,405,880	17,405,880
Series 3	**29,000,000**	20,000,000	20,000,000	**29,000,000**	20,000,000	20,000,000
Series 4	**40,000,000**	40,000,000	40,000,000	**40,000,000**	40,000,000	40,000,000
Series 5	**15,000,000**	-	-	**15,000,000**	-	-
Issuance during the year:						
Series 3	**-**	9,000,000	-	**-**	9,000,000	-
Series 5	**-**	15,000,000	-	**-**	15,000,000	-
	167,626,010	167,626,010	143,626,010	**167,626,010**	167,626,010	143,626,010
Less: Subscription receivable:						
Balance at beginning of year	**21,750,000**	15,000,000	15,000,000	**21,750,000**	15,000,000	15,000,000
Subscription – Series 3	**-**	6,750,000	-	**-**	6,750,000	-
Balance at end of year	**21,750,000**	21,750,000	15,000,000	**21,750,000**	21,750,000	15,000,000
Balance at end of year	**145,876,010**	145,876,010	128,626,010	**P 145,876,010**	P 145,876,010	P 128,626,010
Less: Treasury shares:						
Balance at beginning of year	**66,220,130**	40,000,000	40,000,000	**6,622,013,000**	4,000,000,000	4,000,000,000
Redemption of Series 2A	**-**	26,220,130	-	-	2,622,013,000	-
Balance at end of year	**66,220,130**	66,220,130	40,000,000	**P 6,622,013,000**	P 6,622,013,000	P 4,000,000,000
Issued and outstanding	**79,655,880**	79,655,880	88,626,010			

On September 22, 2014, the SEC approved the Parent Company's amendment of articles of incorporation, which includes: (i) the Parent Company's power to extend corporate guarantees to its subsidiaries and affiliates; and, (ii) the increase in its authorized capital stock of P5,000.0 million divided into 4,930.0 million common shares and 70.0 million cumulative, non-voting, non-participating, non-convertible to common shares and redeemable, at the option of the Parent Company, perpetual preferred shares
Both common and preferred shares have a par value of P1.00 per share.

On August 16, 2017, Megacore Holdings, Inc. (Megacore) acquired 313,786,575 shares representing 14.7% ownership over the Parent Company from Citicore Holdings Investment, Inc. (Citicore). This resulted in a decrease in Citicore's ownership from 66.7% to 51.0%.

On December 20, 2017, the state-owned Social Security System acquired a total of 110,532,500 shares or equivalent to 5.2% interest of the Parent Company through purchase of 3.45% stake held by Megacore and the remaining interest from the public.

On December 22, 2017, Megacore further acquired additional shares from Citicore which resulted in an increase in Megacore's equity interest to the Parent Company equivalent to 28.9% or 617,709,197 as of December 31, 2017.

On September 22, 2020, the SEC approved the increase of the authorized capital stock of the Parent Company increasing the total authorized capital stock of the Parent Company to P5,054,000,000, divided into the following classes:

a. 4,930,000,000 voting common shares with the P1 par value; and
b. 124,000,000 cumulative, non-voting, non-participating, non-convertible, perpetual preferred shares with the P1 par value

The Preferred Shares shall be issued in series, sub-series or in tranches as the BOD may determine, and authority is hereby expressly granted to the BOD, to establish and designate the series, sub-series or tranches of the Preferred Shares, fix the issue price and the number of shares in each sub-series or tranche, establish the specific terms and conditions of each sub-series or tranche and determine the manner by which the Preferred Shares will be subscribed and paid for, such as but not limited to, a private placement transaction or public offering.

Preferred shares of stock shall be cumulative, non-voting, non-participating, non-convertible, perpetual; Provided, that no share will be issued below par value. The preferred shares shall have the following features, rights and privileges:

a. The issue value of shares shall be determined by the BOD at the time of the issuance of the shares;
b. The BOD shall declare a dividend rate equivalent to the 7-year benchmark rate or any other rate determined by the BOD as of issue date, payable on a date to be set by the BOD in accordance with Philippine laws, rules and regulations;
c. Preferred shares shall be non-convertible into common shares;
d. Preference over holders of common stock in the distribution of the corporate assets in the event of dissolution and liquidation of the corporation and in the payment of the dividend at the rate specified at the time of issuance;
e. Preferred shares shall be cumulative;
f. Preferred shares shall be non-participating in any other or further dividends beyond that specifically payable on the shares;
g. Holders of preferred shares shall have no pre-emptive rights to any issue of shares, common or preferred; and,
h. The preferred shares may be redeemed by the corporation at the sole option of the BOD at the price to be determined by the BOD.

On September 30, 2020, the Parent Company entered into a Subscription Agreement with Citicore whereby Citicore subscribed to 13,500,000 preferred shares of the Parent Company at P1.00 each and paid 25% of such subscription in cash amounting to P3.4 million.

On November 5, 2020, the SEC approved the Parent Company's offer and sale of Series 2 preferred shares which are to be issued in two subseries: Series 2A and Series 2B preferred shares, at a subscription price of P100.00. As of December 31, 2020, preferred shares of 26,220,130 and 17,405,880 for Series 2A and 2B, respectively, were subscribed and listed in the PSE. As a result, the Parent Company recognized additional paid-in capital amounting to P4,281.4 million, arising from the excess of subscription price over par value of the issuance of Series 2A and 2B preferred shares. The Parent Company also recognized issuance-related costs amounting to P37.1 million which was charged against the additional paid in capital recorded from the issuance of Series 2A and 2B preferred shares.

On February 26, 2021, the Parent Company's BOD approved the resolution increasing the Parent Company's authorized capital stock on preferred shares by 26.0 million shares, to a total of 150.0 million cumulative, non-voting, non-participating, non-convertible, perpetual preferred shares at a par value of P1.00 per share, thereby increasing the Parent Company's total authorized capital stock to P5,080.0 million. At the same date, the BOD approved the offer and sale of up to 40.0 million preferred shares from the unissued authorized capital stock of the Parent Company and the issuance of 6.5 million shares to Citicore. On September 9, 2021, the SEC approved the increase in capital stock of preferred shares.

On July 23, 2021, the Parent Company filed with the SEC a registration statement and preliminary prospectus relating to its offer and sale of up to 40.0 million Series 4 preferred shares with a par value of P1.00 per share, composed of a base offer of 30.0 million shares and an oversubscription option of up to 10.0 million shares, at an offer price of P100.00 per share. On September 30, 2021, the SEC approved the Parent Company's offer and sale of Series 4 preferred shares. As a result, the Parent Company recognized additional paid-in capital amounting to P3,930.1 million, arising from the excess of subscription price over par value related to the issuance of Series 4 preferred shares. Transaction costs from the issuance amounting to P29.9 million was charged against the additional paid in capital relating to this issuance. The proceeds from such issuance were used for the redemption of the outstanding Series 1 preferred shares as discussed in the succeeding paragraphs.

On September 10, 2021, Citicore subscribed to additional 6.5 million preferred shares at a price of P1.00 per share and paid P1.6 million in cash representing the 25% of such subscription. As of December 31, 2021, Citicore subscribed to a total of 20.0 million preferred shares at a par value of P1.00 per share, and paid 25% of such subscription.

On October 19, 2021, the BOD approved the redemption of the Parent Company's Series 1 Preferred Shares on December 3, 2021, at a redemption price of P100.00 per share, increasing the treasury shares by P4,000.0 million. The cost of the redemption was considered temporarily as part of treasury shares until such time that the SEC approves the decrease in authorized capital stock of the Parent Company to reflect such redemption wherein the redemption price will be charged against the paid-up capital arising from the original issuance.

The details of the redemption are as follows:

Ex- date	November 4, 2021
Record date	November 9, 2021
Redemption date	December 3, 2021

On November 4, 2022 and December 20, 2022, the Parent Company's BOD and stockholders, respectively, approved the following increase in its authorized capital stock:

	Common Shares		Preferred Shares	
	Number of shares	Amount	Number of shares	Amount
FROM –				
Authorized – P1 par value	**4,930,000,000**	P 4,930,000,000	**150,000,000**	P 150,000,000
TO –				
Authorized – P1 par value	**4,930,000,000**	P 4,930,000,000	**186,000,000**	P 186,000,000

Common shares – Voting
Preferred shares – Cumulative, non-voting, non-participating, non-convertible, perpetual

On December 23, 2022, the Parent Company received deposits from Citicore amounting to P2.3 million equivalent to 25% of the subscription price of 9.0 million shares of stock of the Parent Company at par value of P1.00 per share. The deposit is recognized as Deposits on Future Stock Subscription under Equity section in 2022.

On January 6, 2023, the Parent Company filed with the SEC a Registration Statement and Preliminary Prospectus relating to its offer and sale of 15.0 million cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable) perpetual preferred shares with a par value of P1.0 per share (the Offer Shares). The Offer Shares is for a total of 15.0 million Series 5 Preferred Shares, which shall be issued at a subscription price of P100.0 per share.

On February 15, 2023, the Parent Company's application for the increase in authorized capital stock was approved by the SEC. In 2023, the deposits on future stock subscription were converted to preferred shares (Series 3).

As of September 30, 2024 and December 31, 2023, the Parent Company has 37 and 35 holders of its common equity securities owning at least one board lot of 100 shares listed in the PSE, respectively, and its share price closed as of such dates at P2.8 and P3.1 per share in 2024 and 2023, respectively. The Parent Company has 2,399.4 million common shares traded in the PSE as of September 30, 2024 and December 31, 2023.

As of September 30, 2024 and December 31, 2023, the Parent Company has the following preferred shares traded in the PSE:

	September 30, 2024		December 31, 2023	
	No of Shares	**Closing Price**	No of Shares	Closing Price
Series 2A	**26,220,130**	**P 97.0**	26,220,130	P 97.0
Series 2B	**17,405,880**	**93.95**	17,405,880	93.8
Series 4	**40,000,000**	**95.45**	40,000,000	92.0
Series 5	**15,000,000**	**103**	15,000,000	101.5

21.2 Retained Earnings

21.2.1 *Common Shares Dividends*

In 2023, the Parent Company's BOD approved the declaration of cash dividends for common shares in the amount of P0.50 per share or equivalent to P1,006.7 million each declaration date to all stockholders of record as of March 6, 2023 and May 26, 2023, payable on March 24, 2023 and June 16, 2023, respectively. No dividends were paid to common stockholders in 2024.

21.2.2 *Preferred Shares Dividends*

a) Series 2A and Series 2B Preferred Shares

In 2024, 2023, and 2022, the Parent Company's BOD approved the declaration of cash dividends of P1.4 per share or equivalent to P25.0 million per quarter (total of P100.1 million per year) to holders of Series 2B preferred shares, which were taken out of the unrestricted earnings as of December 31, 2023, 2022, and 2021, respectively. In 2023 and 2022, the Parent Company's BOD approved the declaration of cash dividends of P1.2 per share or equivalent to P31.1 million per quarter (total of P124.5 millions per year) to holders of Series 2A preferred shares, which were taken out of the unrestricted earnings as of December 31, 2022 and 2021, respectively.

The series of record dates and payments are as follows:

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
2024:				
Series 2B Preferred Shares:				
Approval dates	January 16, 2024	April 23, 2024	July 22, 2024	n/a
Record dates	February 7, 2024	May 10, 2024	August 8, 2024	n/a
Payment dates	February 27, 2024	May 27, 2024	August 27, 2024	n/a
2023:				
Series 2A Preferred Shares:				
Approval dates	February 6, 2023	April 26, 2023	-	-
Record dates	February 20, 2023	May 12, 2023	-	-
Payment dates	February 27, 2023	May 29, 2023	-	-
Series 2B Preferred Shares:				
Approval dates	February 6, 2023	April 26, 2023	August 1, 2023	October 19, 2023
Record dates	February 20, 2023	May 12, 2023	August 16, 2023	November 7, 2023
Payment dates	February 27, 2023	May 29, 2023	August 29, 2023	November 28, 2023
2022:				
Series 2A Preferred Shares:				
Approval dates	January 18, 2022	April 21, 2022	July 22, 2022	October 19, 2022
Record dates	February 4, 2022	May 9, 2022	August 8, 2022	November 7, 2022
Payment dates	February 28, 2022	May 27, 2022	August 30, 2022	November 28, 2022
Series 2B Preferred Shares:				
Approval dates	January 18, 2022	April 21, 2022	July 22, 2022	October 19, 2022
Record dates	February 4, 2022	May 9, 2022	August 8, 2022	November 7, 2022
Payment dates	February 28, 2022	May 27, 2022	August 30, 2022	November 28, 2022

b) Series 4 Preferred Shares

In 2024, 2023, and 2022, the Parent Company's BOD approved the declaration of cash dividends of P1.3 per share or equivalent to P53.0 million per quarter (total of P212.0 million per year) to holders of Series 4 preferred shares, which were taken out of the unrestricted earnings of the Parent Company as of December 31, 2023, 2022 and 2021, respectively.

The series of record dates and payments are as follows:

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
2024:				
Series 4 Preferred Shares:				
Approval dates	January 5, 2024	March 22, 2024	June 26, 2024	n/a
Record dates	January 22, 2024	April 12, 2024	July 12, 2024	n/a
Payment dates	January 29, 2024	April 29, 2024	July 29, 2024	n/a
2023:				
Series 4 Preferred Shares:				
Approval dates	March 21, 2023	July 12, 2023	September 13, 2023	-
Record dates	April 11, 2023	July 26, 2023	October 10, 2023	-
Payment dates	May 2, 2023	July 31, 2023	October 30, 2023	-
2022:				
Series 4 Preferred Shares:				
Approval dates	March 22, 2022	June 23, 2022	September 23, 2022	December 21, 2022
Record dates	April 6, 2022	July 8, 2022	October 10, 2022	January 9, 2023
Payment dates	April 29, 2022	July 29, 2022	October 29, 2022	January 30, 2023

c) Series 5 Preferred Shares

In 2024 and 2023, the Parent Company's BOD approved the declaration of cash dividends of P1.98 per share or equivalent to P29.6 million per quarter (total of P118.6 million per year) to holders of Series 5 preferred shares, which were taken out of the unrestricted earnings of the Parent Company as of December 31, 2023 and 2022, respectively.

The series of record dates and payments are as follows:

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
2024:				
Series 5 Preferred Shares:				
Approval dates	March 13, 2024	June 14, 2024	September 16, 2024	n/a
Record dates	April 2, 2024	July 2, 2024	October 2, 2024	n/a
Payment dates	April 17, 2024	July 17, 2024	October 17, 2024	n/a
2023:				
Series 5 Preferred Shares:				
Approval dates	-	July 12, 2023	September 11, 2023	December 11, 2023
Record dates	-	July 17, 2023	September 26, 2023	December 27, 2023
Payment dates	-	July 17, 2023	October 17, 2023	January 17, 2024

The Group's retained earnings are restricted up to the extent of the cost of its treasury shares, except those treasury shares acquired in the redemption of redeemable preferred shares amounting to P6,622.0 million as of September 30, 2024 and December 31, 2023.

Under Section 4(1) of the SEC's 1982 Rules Governing Redeemable and Treasury Shares, the amount of unrestricted retained earnings equivalent to the cost of the treasury shares being held, other than those acquired in accordance with the exceptions provided in Section 3(1) of these rules, shall be restricted from being declared and issued as dividends. Section 3(1) provides that redeemed redeemable shares, although part of treasury shares, is not subtracted from the unrestricted retained earnings to determine the Retained Earnings Available for Dividend Declaration provided that the corporation must still have sufficient assets to cover debts and liabilities inclusive of capital stock, after redemption of the redeemable preferred shares.

21.3 Treasury Shares

On July 20, 2016, the Parent Company's BOD approved the buy-back of 410.8 million common shares held by Sybase Equity Investment Corporation at a price equal to the seven-trading day volume weighted average price ending on July 28, 2016 or equivalent to P10.03 per share. Total purchase price of the treasury shares including incidental cost of the buy-back amounted P4,138.8 million.

On October 20, 2016, the Parent Company's BOD approved the sale of its 150.0 million treasury shares at P14.90 per share. Net proceeds of the sale of treasury share amounted to P2,181.7 million, net of incidental cost of the transaction. Outstanding balance of the treasury shares after the sale is 260.8 million treasury shares at cost of P2,627.7 million.

On October 1, 2018, the Parent Company's BOD approved a share buyback program worth up to P2.0 billion over a period of two years. Total cost to acquire treasury shares in 2020 and 2019 amounted to P703.1 million and P457.8 million, respectively, which is equivalent to 50.2 million and 26.1 million shares, respectively.

On March 3, 2020, the Parent Company's BOD approved an additional P3.0 billion to its share buyback program, making it a total of P5.0 billion and removal of the period within which to execute the program, making it open-ended. Total cost of acquired treasury shares in 2020 amounted to P703.1 million, which is equivalent to 50.2 million shares. There are no buyback transactions in 2022 and 2021.

On October 19, 2021, the Parent Company's BOD approved the redemption of its Series 1 Preferred Shares on December 3, 2021, at a redemption price of P100.00 per share, increasing the treasury shares by P4,000 million.

On April 26, 2023, the Parent Company's BOD approved the redemption of its Series 2A Preferred Shares, on May 29, 2023, at a redemption price of P100.00 per share, increasing the treasury shares by P2,622.0 million.

21.4 Non-controlling Interest

Noncontrolling interests pertain to the equity ownership of minority stockholders in GMCAC, GMI, MCLI, MPI, MOMC, TPC, and Famtech. The Group determined that only the minority interest in GMCAC is considered as a material non-controlling interest, prior to its sale and deconsolidation from the Group in 2022.

Upon incorporation, the Parent Company acquired 15.0 million shares of GMCAC. The purchase of the shares is part of the shareholders' agreement to execute, undertake, and implement the Project in accordance with the concession agreement. The shares acquired represent 60% of the total issued and outstanding shares of GMCAC. The non-controlling interest represents 38.24% ownership of GMR Infrastructure (Singapore) Pte. Ltd. (GISPL) and 1.66% ownership of GIL in GMCAC.

As of September 30, 2024 and December 31, 2023, the non-controlling interests amounting to P501.9 million and P516.7 million, respectively, is presented in the interim condensed consolidated statements of financial position.

There were no dividends declared to non-controlling interests in 2024, 2023 and 2022.

22. RELATED PARTY TRANSACTIONS

The Group's related parties include its ultimate parent company and other shareholders, subsidiaries, associates, joint venture, parties related to the Parent Company by common ownership and key management personnel.

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

All individual material related party transactions shall be approved by at least two-thirds vote of the Parent Company's BOD, with at least a majority of the independent directors voting to approve the material related party transactions. In case that a majority of the independent directors' vote is not secured, the material related party transaction may be ratified by the vote of the stockholders representing at least two-thirds of the outstanding capital stock.

For aggregate related party transactions within a 12-month period that breaches the materiality threshold of 10% of the Group's consolidated total assets based on the latest consolidated financial statements, the same board approval would be required for the transactions that meet and exceed the materiality threshold covering the same related party.

The summary of the Group's transactions with related parties for the nine months ended September 30, 2024 is as follows:

Related Party Category	Notes	Amount of Transaction	Outstanding Receivable (Payable)	Terms	Conditions
Ultimate Parent Company:					
Cash advance granted	5, 22.4	P 200,000	P 3,089,295,108	Interest-bearing	Unsecured; Unimpaired
Interest receivable	5, 22.4	191,812,500	1,405,811,161	On demand; Noninterest-bearing	Unsecured; Unimpaired
Rent income	5, 22.2	40,179	296,027	Normal credit terms	Unsecured; Unimpaired
Cash advance obtained	15, 22.4	-	(90,233,593)	On demand; Noninterest-bearing	Unsecured; Unimpaired
Associate:					
Revenue from services	5, 19.1, 22.1	-	997,247,698	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	5, 22.4	(2,211,438)	7,180,981	On demand; Noninterest-bearing	Unsecured; Unimpaired
Cash advance obtained	15, 22.4	-	(30,000,000)	On demand; Noninterest-bearing	Unsecured; Unimpaired
Rent income	5, 22.2	40,179	428,750	Normal credit terms	Unsecured; Unimpaired
Joint Arrangement:					
Revenue from services	5, 19.1, 22.1	608,163,822	43,383,873	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	5, 22.4	(901,012)	-	On demand; Noninterest-bearing	Unsecured; Unimpaired
Cash advance obtained	15, 22.4	-	-	On demand; Noninterest-bearing	Unsecured; Unimpaired
Shareholder:					
Revenue from services	5, 22.1	-	682,865,804	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	5, 22.4	-	889,796	On demand; Noninterest-bearing	Unsecured; Unimpaired
Related Parties Under Common Ownership:					
Rent income	5, 22.2	4,676,325	39,766,399	Normal credit terms	Unsecured; Unimpaired
Revenue from services	5, 19.1, 22.1	903,212,849	383,157,736	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	5, 22.4	32,091,630	3,374,055,883	On demand; Interest-bearing and Noninterest-bearing	Unsecured; Unimpaired
Cash advance obtained	15, 22.4	(26,059,367)	(50,463,000)	On demand; Noninterest-bearing	Unsecured; Unimpaired
Interest receivable	5, 22.4	227,241,887	1,437,972,915	On demand; Noninterest-bearing	Unsecured; Unimpaired
Retirement fund		-	4,947,691	Upon retirement of beneficiaries	Partially funded; Unimpaired
Advances to Officers and Employees	5, 22.3	(4,112,861)	94,399,918	Upon liquidation, Noninterest-bearing	Unsecured; Unimpaired
Key Management Personnel – Compensation	22.6	172,543,661	-	On demand	Unsecured; Unimpaired

The summary of the Group's transactions with related parties for the nine months ended September 30, 2023 is as follows:

Related Party Category	Notes	Outstanding Amount of Transaction	Receivable (Payable)	Terms	Conditions
Ultimate Parent Company:					
Cash advance granted	5, 22.4	P 169,578,457	P 3,258,673,566	Interest-bearing	Unsecured; Unimpaired
Cash advance obtained	15, 22.4	(170,000,000)	(170,000,000)	On demand; Noninterest-bearing	Unsecured; Unimpaired
Interest receivable	5, 22.4	170,500,000	1,150,061,161	On demand; Noninterest-bearing	Unsecured; Unimpaired
Rent income	5, 22.2	40,179	251,384	Normal credit terms	Unsecured; Unimpaired
Associate:					
Revenue from services	5, 19.1, 22.1	168,490,739	997,247,698	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	5, 22.4	172,624	9,352,420	On demand; Noninterest-bearing	Unsecured; Unimpaired
Cash advance obtained	15, 22.4	(5,084,525)	(24,915,475)	On demand; Noninterest-bearing	Unsecured; Unimpaired
Rent income	5, 22.2	40,179	384,107	Normal credit terms	Unsecured; Unimpaired
Joint Arrangement:					
Revenue from services	5, 19.1, 22.1	514,162,629	19,355,787	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	5, 22.4	17,117	303,738	On demand; Noninterest-bearing	Unsecured; Unimpaired
Cash advance obtained	15, 22.4	(19,325,804)	-	On demand; Noninterest-bearing	Unsecured; Unimpaired
Shareholder:					
Revenue from services	5, 22.1	20,532	682,513,033	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	5, 22.4	(148,118)	889,795	On demand; Noninterest-bearing	Unsecured; Unimpaired
Related Parties Under Common Ownership:					
Rent income	5, 22.2	5,307,179	34,500,387	Normal credit terms	Unsecured; Unimpaired
Revenue from services	5, 19.1, 22.1	14,430,814	801,497,404	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	5, 22.4	210,265,895	3,485,993,004	On demand; Interest-bearing and Noninterest-bearing	Unsecured; Unimpaired
Cash advance obtained	15, 22.4	1,721,017	-	On demand; Noninterest-bearing	Unsecured; Unimpaired
Interest receivable	5, 22.4	244,159,895	1,222,417,099	On demand; Noninterest-bearing	Unsecured; Unimpaired

Related Party Category	Notes	Outstanding Amount of Transaction	Receivable (Payable)	Terms	Conditions
Retirement fund		P -	P 4,677,017	Upon retirement of beneficiaries	Partially funded; Unimpaired
Advances to Officers and Employees	5, 22.3	2,362,311	100,953,682	Upon liquidation, Noninterest-bearing	Unsecured; Unimpaired
Key Management Personnel – Compensation	22.6	63,178,989	-	On demand	Unsecured; Unimpaired

The summary of the Group’s transactions with related parties for the nine months ended September 30, 2022 is as follows:

Related Party Category	Notes	Outstanding Amount of Transaction	Receivable (Payable)	Terms	Conditions
Ultimate Parent Company:					
Cash advance granted	5, 22.4	(P 200,000)	P3,089,296,278	Interest-bearing	Unsecured; Unimpaired
Interest receivable	5, 22.4	177,085,838	898,429,228	On demand; Noninterest-bearing	Unsecured; Unimpaired
Rent income	5, 22.2	40,179	214,955	Normal credit terms	Unsecured; Unimpaired
Associate:					
Revenue from services	5, 19.1, 22.1	-	997,247,698	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	5, 22.4	(7,999,750)	34,179,296	On demand; Noninterest-bearing	Unsecured; Unimpaired
Cash advance obtained	15, 22.4	-	(20,000,000)	On demand; Noninterest-bearing	Unsecured; Unimpaired
Rent income	5, 22.2	40,179	326,786	Normal credit terms	Unsecured; Unimpaired
Joint Arrangement:					
Revenue from services	5, 19.1, 22.1	631,587,506	118,126,891	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	5, 22.4	(334,734)	286,621	On demand; Noninterest-bearing	Unsecured; Unimpaired
Related Parties Under Common Ownership:					
Rent income	5, 22.2	8,079,834	34,182,384	Normal credit terms	Unsecured; Unimpaired
Revenue from services	5, 19.1, 22.1	441,106,738	810,590,144	Normal credit terms	Unsecured; Unimpaired
Cash advance granted	5, 22.4	1,616,645	3,288,398,891	On demand; Interest-bearing and Noninterest-bearing	Unsecured; Unimpaired
Interest receivable	5, 22.4	177,085,838	898,429,228	On demand; Noninterest-bearing	Unsecured; Unimpaired

Related Party Category	Notes	Outstanding Amount of Transaction	Receivable (Payable)	Terms	Conditions
Retirement fund		P -	P 4,691,732	Upon retirement of beneficiaries	Partially funded; Unimpaired
Advances to Officers and Employees	5, 22.3	28,240,290	98,799,878	Upon liquidation, Noninterest-bearing	Unsecured; Unimpaired
Key Management Personnel – Compensation	22.6	210,024,462	-	On demand	Unsecured; Unimpaired

22.1 Rendering of Services

In the normal course of business, the Group provides construction services to its associate, a certain previous shareholder, and other related parties. The related revenue from these transactions amounted to P1,511.4 million, P697.1 million and P1,072.8 million and in 2024, 2023 and 2022, respectively, and is recognized as part of Construction Operation Revenues account in the interim condensed consolidated statements of income. Services rendered to the above related parties are based on normal terms similar to terms that would be available to non-related parties.

The outstanding contract receivables from these transactions, which are generally unsecured and settled through cash within three to six months, and the related retention receivables, which can only be collected after a certain period of time upon acceptance by project owners of the certificate of completion, are as part of Contract and Retention receivables under Trade and Other Receivables account in the interim condensed consolidated statements of financial position (see Note 5).

Through application of the ECL model based on the lifetime expected credit loss wherein the Group used its historical experience, external indicators and forward-looking information to calculate the ECL using the provision matrix, no impairment losses was required to be recognized for the nine months ended September 30, 2024.

22.2 Rental of Land and Building

The Group is a lessee of certain parcels of land and building owned by related parties under common ownership.

The Parent Company also leases out its office space to its associates and related parties under common ownership. As a result, the Group recognized rent income amounting to P4.8 million, P5.4 million, and P8.2 million in 2024, 2023 and 2022, respectively, from the lease of its office building to several related parties. This is recognized as part of Others – net under Income and Expenses section in the interim condensed consolidated statements of income. The outstanding balances arising from these transactions are presented as part of Other receivables under the Trade and Other Receivables account in the interim condensed consolidated statements of financial position (see Note 5).

22.3 Advances to Officers and Employees

Advances to officers and employees represent unsecured, noninterest-bearing cash advances for business-related expenditures that are to be liquidated 60 days from the date the cash advances were received. The outstanding receivables from these transactions are presented as part of Trade and Other Receivables (see Note 5).

No impairment losses were recognized in 2024, 2023 and 2022 for these advances.

22.4 Advances to and from Related Parties

The Group has provided unsecured, interest-bearing, and noninterest-bearing cash advances to its associates and certain related parties under common ownership for their working capital requirements. Interest income arising from advances to related parties amounted to P419.1 million, P466.4 million and P341.6 million in 2024, 2023 and 2022, respectively, are presented under finance income. Outstanding interest receivable relating to advances to related parties amounting to P2,847.0 million and P2,513.9 million as of September 30, 2024 and December 31, 2023, are presented under Trade and Other Receivables (see Note 5). In 2024 and 2023, the Parent Company provided bridge financing to its parent and associates for the Group's business expansion and diversification program.

The breakdown of the outstanding balances are as follows:

	September 30, 2024 (Unaudited)	December 31, 2023 (Audited)
Due to related parties (see Note 15):		
Ultimate parent company	**P 90,233,593**	P 90,233,593
Associates	**30,000,000**	30,000,000
Related party under common ownership	**50,463,000**	24,403,632
	P 170,696,593	P 144,637,225
Advances to related parties (see Note 5):		
Related party under common ownership	**P 3,374,055,883**	P 3,341,964,252
Ultimate parent company	**3,089,295,108**	3,089,095,108
Associates	**7,180,981**	9,392,420
Shareholder	**889,796**	889,795
Joint arrangement	**-**	901,012
	P 6,471,421,768	P 6,442,242,587

Further, upon assessment of recoverability based on the capacity to pay and expected collectability of these advances, no impairment losses were recognized in 2024, 2023 and 2022.

The Group's outstanding receivables from and payables to the same related parties as presented can be potentially offset to the extent of their corresponding outstanding balances.

22.5 Others

The Parent Company's retirement plan is in the form of a bank-trustee managed account. The fair value of the retirement plan totalled P4.9 million as of September 30, 2024 and December 31, 2023.

22.6 Key Management Compensation

The compensation of key management personnel for the nine months ended September 30, 2024, 2023 and 2022 amounted to P172.5 million, P63.2 million and P210.1 million, respectively.

23. COMMITMENTS AND CONTINGENCIES

There are commitments, guarantees and contingent liabilities that arise in the normal course of operations of the Group which are not reflected in the accompanying interim condensed consolidated financial information. Management is of the opinion, that losses, if any, from these items will not have any material effect on its interim condensed consolidated financial information.

24. EARNINGS (LOSS) PER SHARE

Earnings (loss) per share is calculated as Company's profit divided by the outstanding shares of its common stock and computed as follows:

	Nine Months Ended September 30 (Unaudited)		
	2024	2023	2022
Continuing Operations:			
Net profit attributable to shareholders of the Parent Company	**P 589,734,235**	P 333,307,539	P 343,367,782
Dividends on cumulative preferred shares	**(322,985,109)**	(302,617,167)	(380,472,071)
Net profit (loss) available to common shareholders of the Parent Company	**266,749,126**	30,690,372	(37,679,413)
Divided by weighted average number of outstanding common shares	**2,013,409,717**	2,013,409,717	2,013,409,717
Basic and diluted earnings (loss) from continuing operations per share	**P 0.13**	P 0.02	(P 0.02)

	Nine Months Ended September 30 (Unaudited)		
	2024	2023	2022
Discontinued Operations:			
Net loss available to common shareholders of the Parent Company	**P -**	P -	(P 788,618,821)
Divided by weighted average number of outstanding common shares	**-**	-	2,013,409,717
Basic and diluted loss from discontinued operations per share	**P -**	P -	(P 0.39)
Basic and diluted earnings (loss) per share	**P 0.13**	P 0.02	(P 0.41)

The Group does not have dilutive potential common shares outstanding as of September 30, 2024, 2023 and 2022; hence, diluted earnings (loss) per share is equal to the basic earnings (loss) per share.

25. EVENTS AFTER THE END OF THE REPORTING PERIOD

25.1 Preferred Shares Dividends

The Parent Company's BOD approved the declaration of dividends on the following dates which shall be taken out of the unrestricted earnings of the Parent Company as of December 31, 2023.

	4th Quarter	Amount per share for each approval date
Series 2b Preferred shares:		
Approval dates	October 25, 2024	P 1.44
Record dates	November 12, 2024	
Payment dates	November 27, 2024	
Series 4 Preferred shares:		
Approval dates	September 27, 2024	P 1.325
Record dates	October 14, 2024	
Payment dates	October 29, 2024	

25.2 Maturation of the Exchangeable Notes

On October 30, 2024, in accordance with the agreement dated September 2, 2022 among the Parent Company, GAIBV, and AIC, the Parent Company opted to exchange the rest of its 66 and 2/3% plus 1 share of GMCAC's outstanding capital stock in favor of AIC, for the total amount of P7,763.2 million. On the same date, the Parent Company assigned, sold, transferred, and conveyed, absolutely and irrevocably unto AIC all its remaining 2,643.3 million outstanding capital stock in GMCAC to AIC for the total price of P7,763.2 million.

25.3 Approval of Increase in Authorized Capital Stock and Offer of Series 6 Preferred Shares

On October 25, 2024, the Parent Company's BOD approved the increase of the Parent Company's authorized capital stock of preferred shares by 64 million shares to a total of 250 million cumulative, non-voting, non-participating, non-convertible, perpetual preferred shares; thereby increasing the Parent Company's total authorized capital stock to P5.18 billion and amending Article 7 of its Articles of Incorporation. Further, the Parent Company's BOD approved the offering and selling of up to 60 million Series 6 preferred shares, consisting of one or more sub-series from the unissued authorized capital stock.

26. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group is exposed to a variety of financial risks in relation to its financial instruments. The Group's financial assets and financial liabilities by category are summarized below and in succeeding pages. The main types of risk are market risk, credit risk and liquidity risk.

The Group's risk management is coordinated with the Group's Parent Company, in close cooperation with the BOD, and focuses on actively securing the Group's short-to-medium term cash flows by minimizing the exposure to financial markets.

The Group does not actively engage in the trading of financial assets for speculative purposes, nor does it write options. The relevant financial risks to which the Group is exposed to are described below and in the succeeding pages.

26.1 Market Risk

The Group is exposed to market risk through its use of financial instruments and specifically to foreign currency risk, interest rate risk and certain other price risk which result from its operating, investing, and financing activities.

(a) Foreign Currency Risk

Most of the Group's transactions are carried out in Philippine pesos, its functional currency. The Group also holds US dollar denominated cash in banks. The Group does not have any financial liabilities denominated in foreign currency.

Exposures to foreign exchange rates vary during the period depending on the volume of foreign currency transactions.

(b) Interest Rate Risk

The Group's policy is to minimize interest rate cash flow risk exposures on long-term financing.

The Group is exposed to changes in market rates through its cash in banks and short-term placements which are subject to monthly repricing intervals and some short-term working capital loans which are subject to variable interest rate. Any increase in finance costs due to changes in interest rates will be mitigated by the finance income on cash and cash equivalents and short-term placements.

26.2 Credit Risk

Credit risk is the risk that a counterparty may fail to discharge an obligation to the Group. The Group is exposed to this risk for various financial instruments, such as the granting of loans and receivables to customers and related parties and placing deposits with local banks.

The Group continuously monitors defaults of customers and other counterparties, identified either individually or by group, and incorporate this information into its credit risk controls. The Group's policy is to deal only with creditworthy counterparties.

The maximum credit risk exposure of financial assets and contract assets is the carrying amount of the related assets as shown in the interim condensed consolidated statements of financial position or in the detailed analysis provided in the notes to the interim condensed consolidated financial statements, as summarized below.

	Notes	**September 30, 2024 (Unaudited)**	December 31, 2023 (Audited)
Cash and cash equivalents	4	**P 5,849,241,550**	P 4,878,885,375
Trade and other receivables – net	5	**20,746,202,848**	19,057,405,746
Contract assets	8	**6,131,151,989**	5,640,188,614
Refundable security and bond deposits	11	**187,382,950**	179,724,175
		P 32,913,979,337	P 29,756,203,910

None of the Group's financial assets are secured by collateral or other credit enhancements, except for cash and cash equivalents, as described below and in the succeeding pages.

(a) Cash and Cash Equivalents

The credit risk for cash and cash equivalents is considered negligible since the counterparties are reputable banks with high quality external credit ratings. Included in the cash and cash equivalents are cash in banks and short-term placements which are insured by the Philippine Deposit Insurance Corporation up to a maximum coverage of P0.5 million for every depositor per banking institution.

(b) Trade and Other Receivables and Contract Assets

The Group applies the simplified approach in measuring ECL which uses a lifetime expected loss allowance for all trade receivables and other receivables and contract assets.

To measure the ECL, trade and other receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due (age buckets). The Group also concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the other receivables as it shares the same credit risk characteristics.

The expected loss rates are based on the payment and aging profiles over a period of 36 months before September 30, 2024 or December 31, 2023 respectively, and the corresponding historical credit losses experienced within such period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified the interest rate in the Philippines to be the most relevant factor, and accordingly adjusts the historical loss rates based on expected changes in this factor.

The Group identifies a default when the receivables become credit impaired or when the customer has not been able to settle the receivables when due, depending on the terms with customers or after completion and acceptance of the stage of completion as represented by the billings. In making the assessment, the Group considers the net position of the customer after advances and deposits received from the customer, reason for non-payment (i.e. dispute related to quality of work completed has been raised by the customer) and the credit standing of the customer. In addition, the Group considers qualitative assessment in determining default such as in instances where the customer is unlikely to pay its obligations and is deemed to be in significant financial difficulty. When customer is unlikely to pay a past due account in the next year due to financial difficulty, an ECL is recognized in the books. The Group has determined that the credit standing and liquidity of the significant portion of its receivables and customers from the construction segment are not affected severely by COVID-19 as these customers have reputable cash management strategies.

On that basis, the loss allowance as of September 30, 2024 and December 31, 2023 was determined based on months past due, as follows, for both trade and other receivables:

	Not more than 3 months	More than 3 mos. but not more than 6 mos.	More than 6 mos. but not more than 1 year	More than 1 year	Total
September 30, 2024:					
Expected credit loss rate	-	-	-	*21.18%*	
Contract receivables	P 5,015,681,459	P 92,862,391	P 340,766,908	P 527,132,774	P5,976,443,532
Lease receivables	398,227,816	6,746,939	9,231,029	544,045,008	958,250,792
	5,413,909,275	99,609,330	349,997,937	1,071,177,782	6,934,694,324
Loss allowance	**P -**	**P -**	**P -**	**P 226,842,662**	**P 226,842,662**
December 31, 2023:					
Expected credit loss rate	-	-	-	*13.95%*	
Contract receivables	P 4,016,814,301	P 27,277,620	P 197,808,828	P 618,791,178	P4,860,691,927
Lease receivables	345,729,767	58,265,555	85,545,831	767,273,553	1,256,814,706
	4,362,544,068	85,543,175	283,354,659	1,386,064,731	6,117,506,633
Loss allowance	P -	P -	P -	P 262,111,638	P 262,111,638

The Group recognized an allowance for ECL amounting to P1,087.4 million representing unbilled costs incurred by the Group and assessed to be not recoverable as of September 30, 2024 and December 31, 2023.

The real estate sales receivables account pertaining to PH1 is secured to the extent of the fair value of the residential condominium units sold (i.e., based on current prices less estimated cost to sell) since the title to the real estate properties remains with the Group until the contract assets are fully collected. The fair value of the condominium units sold is usually higher than the carrying value of the related contract assets, hence, there is no expected loss given default on contract assets.

Further, the estimated fair value of collaterals held against the real estate sales receivables of PH1 exceeded the gross maximum exposure amounting to P276.6 million and P538.3 million as of September 30, 2024 and December 31, 2023, respectively; hence, the related credit risk exposure is deemed immaterial.

The Group's rental receivables are secured to the extent of advance rentals and security deposits received from lessees. Furthermore, in case of delay in collection of rentals from lessees, the Group imposes penalties pursuant to its standard lease agreements.

ECL for advances to and receivable from related parties are measured and recognized using the liquidity approach. Management determines possible impairment based on the counterparties' ability to repay the receivables upon demand at the reporting date taking into consideration the historical defaults from the counterparties. The Group does not consider any significant risks in the advances to and receivable from related parties since the related parties have enough capacity to pay the advances and receivables upon demand.

(c) Refundable Security and Bond Deposits

The Group is not exposed to any significant credit risk exposures to its lessors as lease agreements were executed with reputable entities. The Group can negotiate, before the end of the lease term, to apply deposit to rentals due.

26.3 Liquidity Risk

The Group manages its liquidity needs by carefully monitoring cash outflows due in day-to-day business. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis, as well as on the basis of a rolling 30-day projection. Long-term liquidity needs for six-month and one-year periods are identified monthly.

The Group maintains cash to meet its liquidity requirements for up to 60-day periods. Excess cash is invested in time deposits or short-term placements. Funding for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities and the ability to sell long-term financial assets.

	Current		Non-current
	Within 6 Months	6 to 12 Months	1 to 5 Years
September 30, 2024:			
Interest-bearing loans and borrowings	P 17,693,216,388	P 670,168,596	P 20,667,344,203
Trade and other payables	4,080,552,481	-	-
Security deposits*	-	-	143,905,039
	P 21,773,768,869	**P 670,168,596**	**P 20,811,249,242**
December 31, 2023:			
Interest-bearing loans and borrowings	P 17,082,878,391	P 4,167,091,185	P 10,839,396,032
Trade and other payables	4,283,598,004	-	-
Security deposits*	-	-	260,963,874
	P 21,366,476,395	P 4,167,091,185	P 11,100,359,906

**Under Other Non-Current Liabilities only, current portion of security deposits is included as part of Trade and Other Payables*

The above contractual maturities reflect the gross cash flows, which may differ from the carrying values of the financial liabilities at the end of reporting periods.

27. CATEGORIES, OFFSETTING AND FAIR VALUES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

The carrying amounts and fair values of the categories of financial assets and financial liabilities presented in the interim condensed consolidated statements of financial position are shown below.

	Notes	September 30, 2024 (Unaudited) Carrying Values	September 30, 2024 (Unaudited) Fair Values	December 31, 2023 (Audited) Carrying Values	December 31, 2023 (Audited) Fair Values
Financial Assets					
At amortized cost:					
Cash and cash equivalents	4	**P 5,849,241,550**	**P 5,849,241,550**	P 4,878,885,375	P 4,878,885,375
Trade and other receivables – net	5	**20,746,202,848**	**20,746,202,848**	19,057,405,746	19,057,405,746
Refundable security and bond deposits	11	**187,382,950**	**187,382,950**	179,724,175	179,724,175
		26,782,827,348	**26,782,827,348**	24,116,015,296	24,116,015,296
Financial assets at FVOCI:					
Club shares		**1,044,472**	**1,044,472**	1,044,472	1,044,472
Investment in SSPI		**2,500,000**	**2,500,000**	2,500,000	2,500,000
		3,544,472	**3,544,472**	3,544,472	3,544,472
		P 26,786,371,820	**P 26,786,371,820**	P 24,119,559,768	P 24,119,559,768
Financial Liabilities					
At amortized cost:					
Interest-bearing loans and borrowings	16	**P 33,889,050,291**	**P 31,021,762,964**	P 30,602,003,563	P 27,735,555,609
Trade and other payables	15	**4,080,552,481**	**4,080,552,481**	4,283,598,004	4,283,598,004
Security deposits*	18	**143,905,039**	**143,905,039**	260,963,874	260,963,874
		P 38,113,507,811	**P 35,246,220,484**	P 35,146,565,441	P 32,280,117,487

**Under Other Non-Current Liabilities only, current portion of security deposits is included as part of Trade and Other Payables*

A description of the Group's risk management objectives and policies for financial instruments is provided in Note 26.

27.1 Offsetting of Financial Assets and Financial Liabilities

Currently, all other financial assets and financial liabilities are settled on a gross basis and no offsetting of financial instruments has been made in 2024 and 2023. However, each party to the financial instrument (particularly related parties) will have the option to settle amounts on a net basis in the event of default of the other party through approval by both parties' BOD and stockholders. As such, the Group's outstanding receivables from and payables to the same related parties as presented in Note 22 can be potentially offset to the extent of their corresponding outstanding balances.

27.2 Fair Value Hierarchy

In accordance with PFRS 13, *Fair Value Measurement*, the fair value of financial assets and financial liabilities and non-financial assets which are measured at fair value on a recurring or non-recurring basis and those assets and liabilities not measured at fair value but for which fair value is disclosed in accordance with other relevant PFRS, are categorized into three levels based on the significance of inputs used to measure the fair value. The fair value hierarchy has the following levels:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that an entity can access at the measurement date;

- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and,
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level within which the asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

For purposes of determining the market value at Level 1, a market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

For investments which do not have quoted market price, the fair value is determined by using generally acceptable pricing models and valuation techniques or by reference to the current market value of another instrument which is substantially the same after taking into account the related credit risk of counterparties, or is calculated based on the expected cash flows of the underlying net asset base of the instrument.

When the Group uses valuation technique, it maximizes the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to determine the fair value of an instrument are observable, the instrument is included in Level 2. Otherwise, it is included in Level 3.

27.3 Financial Instruments Measured at Fair Value

Since the fair value of the Group's financial assets through FVOCI approximates the cost amounting to P3.5 million both as of September 30, 2024 and December 31, 2023, respectively, the fair value change is deemed immaterial. The Parent Company's financial assets through FVOCI are under Level 2 and 3 of the fair value hierarchy.

As of September 30, 2024, and December 31, 2023, instrument included in Level 2 comprise equity securities classified as financial assets at FVOCI. These securities were valued based on their fair market values by reference on published share prices of golf club shares and as of September 30, 2024 and December 31, 2023, respectively. These are included in Level 2 as their prices are not derived from market considered as active due to lack of trading activities among market participants at the end or close to the end of the reporting period.

The Group has equity interest of 1% in SSPI as of September 30, 2024 and December 31, 2023. These securities were valued based on entity specific estimate, thus included in Level 3.

The Group has no financial liabilities measured at fair value as of September 30, 2024 and December 31, 2023.

There were neither transfers between Levels 1 and 2 nor changes in Level 3 instruments in both years.

27.4 Financial Instruments Measured at Amortized Cost

The table below summarizes the fair value hierarchy of the Group's financial assets and financial liabilities which are not measured at fair value in the interim condensed consolidated statements of financial position but for which fair value is disclosed.

	Level 1	Level 2	Level 3	Total
September 30, 2024:				
Financial assets:				
Cash and cash equivalents	P 5,849,241,550	P -	P -	P 5,849,241,550
Trade and other receivables - net	-	-	20,746,202,848	20,746,202,848
Refundable security and bond deposits	-	-	187,382,950	187,382,950
	P 5,849,241,550	**P -**	**P 20,933,585,798**	**P 26,782,827,348**
Financial liabilities:				
Interest-bearing loans and borrowings	P -	P -	P 31,021,762,964	P 31,021,762,964
Trade and other payables	-	-	4,080,552,481	4,080,552,481
Security deposits	-	-	143,905,039	143,905,039
	P -	**P -**	**P 35,246,220,484**	**P 35,246,220,484**
December 31, 2023:				
Financial assets:				
Cash and cash equivalents	P 4,878,885,375	P -	P -	P 4,878,885,375
Trade and other receivables - net	-	-	19,057,405,746	19,057,405,746
Refundable security and bond deposits	-	-	179,724,175	179,724,175
	P 4,878,885,375	P -	P 19,237,129,921	P 24,116,015,296
Financial liabilities:				
Interest-bearing loans and borrowings	P -	P -	P 27,735,555,609	P 27,735,555,609
Trade and other payables	-	-	4,283,598,004	4,283,598,004
Security deposits	-	-	260,963,874	260,963,874
	P -	P -	P 32,280,117,487	P 32,280,117,487

27.5 Fair Value Measurement for Investment Property Carried at Cost

The table below shows the fair value of the Group's investment property measured at cost but for which fair value is disclosed and determined under the Level 3 fair value hierarchy as of September 30, 2024 and December 31, 2023.

Building for lease	P 3,985,165,000
Land	1,915,926,447
	P 5,901,091,447

The fair value of certain parcels of land are determined on the basis of the appraisals performed by an independent appraiser with appropriate qualifications and recent experience in the valuation of similar properties in the relevant locations. To some extent, the valuation process was conducted by the appraiser in discussion with the Group's management with respect to the determination of the inputs such as the size, age, and condition of the land and buildings, and the comparable prices in the corresponding property location. On the other hand, the fair value of other parcels of land was derived using the market comparable approach that reflects the recent transaction prices for similar properties in nearby locations. Both valuation process was applied as sale comparable method.

In estimating the fair value of investment property, management takes into account the market participant's ability to generate economic benefits by using the assets in their highest and best use. Based on management assessment, the best use of the Group's non-financial assets indicated above is their current use. In 2024 and 2023, the Level 3 fair value of commercial area under investment properties was determined using the income approach which utilized discounted cash flow method to convert future cash flows to be generated by the non-financial assets in reference to the value of expected income, net of cost of services, other operating expenses and income taxes. The significant unobservable inputs used in the valuation of the property were future annual free cash flows ranging from P520.0 million to P2,400.0 million for average period of 29 years. The discount rates applied in determining the present value of future annual free cash flows is 12%. The management has determined that a reasonably possible change in the unobservable inputs to a different amounts or rates would not cause the fair values of the non-financial assets to be increase or decrease significantly.

There has been no other change to the valuation techniques used by the Group for its non-financial assets. Also, there were no transfers into or out of Level 3 fair value hierarchy in 2024 and 2023.

28. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Presented below is the reconciliation of the Group's liabilities arising from financing activities, which includes both cash and non-cash changes.

	Bank Loans (Note 16)	Notes Payable (Note 16)	Lease Liabilities (Note 14)	Bonds Payable (Note 16)	Exchangeable Notes (Note 9)	Total
Balance as of January 1, 2024	P21,090,547,055	P 5,388,000,000	P 169,586,722	P 3,953,869,786	P 7,763,200,000	P 38,365,203,563
Cash flows from financing activities:						
Additional borrowings	16,300,345,474	-	-	5,000,000,000	-	21,300,345,474
Repayment of borrowings	(14,403,880,430)	(3,534,500,000)	(128,620,912)	-	-	(18,067,001,342)
Non-cash financing activities:						
Additional lease liabilities	-	-	77,863,713	-	-	77,863,713
Amortization of deferred charges	-	-	-	(24,161,117)	-	(24,161,117)
Balance as of September 30, 2024	**P22,987,012,099**	**P 1,853,500,000**	**P 118,829,523**	**P 8,929,708,669**	**P 7,763,200,000**	**P 41,652,250,291**
Balance as of January 1, 2023	P18,112,968,586	P 5,444,000,000	P 281,819,227	P 3,940,233,693	P 7,763,200,000	P 35,542,221,506
Cash flows from financing activities:						
Additional borrowings	15,962,201,900	-	-	-	-	15,962,201,900
Repayment of borrowings	(13,484,686,134)	(56,000,000)	(107,716,696)	-	-	(13,648,402,830)
Non-cash financing activities:						
Effect of consolidation of a subsidiaries	500,062,703	-	8,412,680	-	-	508,475,383
Pre-termination	-	-	(36,735,903)	-	-	(36,735,903)
Additional lease liabilities	-	-	23,807,414	-	-	23,807,414
Amortization of deferred charges	-	-	-	13,636,093	-	13,636,093
Balance as of December 31, 2023	P21,090,547,055	P 5,388,000,000	P 169,586,722	P 3,953,869,786	P 7,763,200,000	P 38,365,203,563

29. 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 services commensurate with the level of risk.

The Group monitors capital on the basis of the carrying amount of equity as presented on the interim condensed consolidated statements of financial position.

The Group sets the amount of capital in proportion to its overall financing structure, equity and liabilities. The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, issue new shares, re-issuance of treasury shares or sell assets to reduce debt.

	Note	**September 30, 2024 (Unaudited)**	December 31, 2023 (Audited)
Interest-bearing loans and borrowings *(excluding lease liabilities)*	16	**P 33,770,220,768**	P 30,432,416,841
Total equity		**17,069,136,539**	16,932,773,747
		1.98:1.00	1.80:1.00

P&A Grant Thornton

Report of Independent Auditors to Accompany Supplementary Information Required by the Securities and Exchange Commission Filed Separately from the Basic Interim Condensed Consolidated Financial Statements

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 2288

The Board of Directors and Stockholders
Megawide Construction Corporation and Subsidiaries
(A Subsidiary of Citicore Holdings Investment, Inc.)
20 N. Domingo Street
Brgy. Valencia
Quezon City

We have reviewed, in accordance with Philippine Standards on Review Engagements, the interim consolidated financial statements of Megawide Construction Corporation and Subsidiaries (the Group) as of and for the nine months ended September 30, 2024, on which we have rendered our report dated November 18, 2024. Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review. The applicable supplementary information (see List of Supplementary Information) is presented for purposes of additional analysis in compliance with the requirements of the Revised Securities Regulation Code Rule 68 of the Philippine Securities and Exchange Commission, and is not a required part of the basic interim condensed consolidated financial statements prepared in accordance with Philippine Financial Reporting Standards. Such supplementary information is the responsibility of management. The supplementary information has been subjected to the review procedures applied in the review of the basic interim condensed consolidated financial statements and, based on our review, nothing has come to our attention that causes us to believe that the accompanying supplementary information is not presented fairly in all material respects in relation to the basic interim condensed consolidated financial statements taken as a whole.

PUNONGBAYAN & ARAULLO

By: **John Endel S. Mata**
Partner

CPA Reg. No. 0121347
TIN 257-622-627
PTR No. 10076144, January 3, 2024, Makati City
BIR AN 08-002551-040-2023 (until Jan. 24, 2026)
BOA/PRC Cert. of Reg. No. 0002/P-012 (until Aug. 12, 2027)

November 18, 2024

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
LIST OF SUPPLEMENTARY INFORMATION
September 30, 2024

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
Schedule A
Financial Assets - Fair Value Through Profit or Loss, Fair Value Through Other Comprehensive Income and Amortized Cost
September 30, 2024

Name of Issuing Entity and Association of Each Issue	Number of Shares or Principal Amount of Bonds or Notes	Amount Shown in the Statement of Financial Position as of Reporting Period	Valued Based on Market Quotation at End of Reporting Period	Income Received and Accrued (iii)
Fair Value through Other Comprehensive Income (FVTOCI)				
Investment in Club shares - The City Club, Alphaland Makati Place	P -	P 1,044,472	P 1,044,472	P -
Investment in Silay Solar Power, Inc.	-	2,500,000	2,500,000	-
TOTAL	**P -**	**P 3,544,472**	**P 3,544,472**	**P -**
Financial Assets at Amortized Costs				
Cash and cash equivalents	P -	P 5,849,241,550	P 5,849,241,550	P 97,490,177
Trade and other receivables - net	-	20,746,202,848	20,746,202,848	419,054,387
Refundable security and bond deposits	-	187,382,950	187,382,950	-
Investment in trust fund	-	-	-	-
TOTAL	**P -**	**P 26,782,827,348**	**P 26,782,827,348**	**P 516,544,564**

Supplementary Information on FVTOCI –

This investment represents equity instrument wherein the Group neither exercises control or significant influence as discussed in the notes to the consolidated financial statements.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
Schedule B
Amounts Receivable from Directors, Officers, Employees,
Related Parties and Principal Stockholders (Other than Related Parties)
September 30, 2024

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
AILEEN DEL ROSARIO	P 3,000		-		P 3,000	-	P 3,000
ALBERT SAAVEDRA	591,091	449,496	(1,014,613)		25,974	-	25,974
ALLAN M. VELASCO	111,500		-		111,500	-	111,500
ANNA KARENINA SALGADO	6,868		-		6,868	-	6,868
BERNADETTE LAURENTE	61,719		-		61,719	-	61,719
CARL KENNETH C. CASTILLO	34,178		-		34,178	-	34,178
CHESTER NEIL R. CARBONELL	294,134		-		294,134	-	294,134
CHITO BILOG	6,500		-		6,500	-	6,500
CRISTELLE MAE AMORIN	131,945		-		131,945	-	131,945
DARYL JOHN LOPEZ	43,600		-		43,600	-	43,600
DEBBIE MAY PURIFICACION	105,776		-		105,776	-	105,776
DEWEY S. OLAYA	771,825		-		771,825	-	771,825
DONABELLE SISON	10,000		-		10,000	-	10,000
DONNA MAY VILLENA	33,500		-		33,500	-	33,500
ELEAZAR SANCHEZ	1,456,964		(1,127,226)		329,738	-	329,738
EMILIA CORAZON DE HITTA	77,640		-		77,640	-	77,640
ENRIQUE VALENZUELA JR.	33,483		(22,000)		11,483	-	11,483
ERICANDO GALANG	266,468		-		266,468	-	266,468
EXEQUIEL A ISMAEL	99,450		-		99,450	-	99,450
FEBELYN JOY MANAHAN	701,824		-		701,824	-	701,824
FREDERICK TAN	197,153	387,455	-		584,608	-	584,608
GILBERT TUGADE	144,000		-		144,000	-	144,000
GRANT LEE FELLOWES	671,853		-		671,853	-	671,853
HANNAH NICOLE Q. BAUTISTA	242,532		-		242,532	-	242,532
HAZELLE SILVERIO	19,136		-		19,136	-	19,136
JANE MARIE VELADO	18,600		-		18,600	-	18,600
JANELLE C. MONJARDIN	123,227		-		123,227	-	123,227
JAY ONG	42,999		-		42,999	-	42,999
JEFFREY MIRANDILLA	187,800		-		187,800	-	187,800
JENEFER G. ALBA	642,725		-		642,725	-	642,725
JERICHA JAN PRIETO	38,531		-		38,531	-	38,531
JESUS ARIMBUYUTAN	727,500		-		727,500	-	727,500
JIEZL FLORALDE	25,435		-		25,435	-	25,435
JOANA MANGAHAS	54,572		-		54,572	-	54,572
JOEMAR SALINAS	83,780		-		83,780	-	83,780
JOHN ARMAN SERENUELA	777,000		-		777,000	-	777,000
JOSE CARLO CHAVEZ	543,859	749,938	(780,047)		513,750	-	513,750
JOSELITO O. INAMARGA	(198,783)		-		(198,783)	-	(198,783)
JOWELYN ROSARIO	76,130		-		76,130	-	76,130
LUIS RAYMOND ILAGAN	1,428,458		-		1,428,458	-	1,428,458
MA. ABIGAEL JANE LIBRANDO	303,000		-		303,000	-	303,000
MA. GLORIA JENNIFER ONTE	384,728		-		384,728	-	384,728
MANUEL CRUZ	70,400	51,000	-		121,400	-	121,400
MARIO LOPE PAR	1,529,406	957,465	(436,974)		2,049,897	-	2,049,897
MARVIN GLORIA	201,414		-		201,414	-	201,414
MARY JANE CAJAYON	(17,473)		-		(17,473)	-	(17,473)
MICHELLE GATAL	(12,500)		-		(12,500)	-	(12,500)
NELSON LEGARDE	32,785		-		32,785	-	32,785
NELSON M. CASADO	43,980		-		43,980	-	43,980
NIDA H. GREFALDO	106,275		-		106,275	-	106,275
NOEL M. BERANA	5,901		-		5,901	-	5,901
OLIVER BERMEJO	7,500		-		7,500	-	7,500
PAMELA PEREZ	9,475		-		9,475	-	9,475
RACQUEL H. VERZOSA	33,000		-		33,000	-	33,000
REGOR TITO	-		-		-	-	-
RIZA MEJIA	31,500		-		31,500	-	31,500
ROGELIO TUBIG JR.	144,212		-		144,212	-	144,212
RONALD ASUNCION	(0)		-		(0)	-	(0)
SARAH ROSE O. TRAJADA	14,850		-		14,850	-	14,850
SHARE TREATS INNOVATION CORPORA	224,611		-		224,611	-	224,611
TRISHA MAY S. MANALO	59,400		-		59,400	-	59,400
VALERIE AYRA RAMOS	30,000		-		30,000	-	30,000
YVONNE M. RUAYA	40,826	27,673	-		68,499	-	68,499
ZYRA FACTURAN	157,400		-		157,400	-	157,400
10 West Campus	280,781	-	-		280,781	-	280,781
					-	-	-
Balance forwarded	P 14,369,440	P 2,623,028	(P 3,380,860)	P -	P 13,611,608	P -	P 13,611,608

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 14,369,440	P 2,623,028	(P 3,380,860)	P -	P 13,611,608	P -	P 13,611,608
125MWP LUMBANGAN SOLAR POWER	(2,898)	4,997	(11,913)		(9,814)	-	(9,814)
228 EDSA Complex	21,547	-	-		21,547	-	21,547
27 Annapolis Residences	107,197	-	-		107,197	-	107,197
8990 Ortigas	(137,802)	-	-		(137,802)	-	(137,802)
8990 Tondo	409,214	3,600	(14,400)		398,414	-	398,414
8990 Urban Deca Cubao	9,480		-		9,480	-	9,480
A3E TRADING	276,250		-		276,250	-	276,250
AARON JUSTINE YABIS	-	2,700	(2,145)		555	-	555
ABADINAS, JUNREY T.	(0)	-	-		(0)	-	(0)
ABNER CATACUTAN	63		-		63	-	63
ABONDIO MAGCUHA JR.	1,650		-		1,650	-	1,650
Accounts Payable - FAP	28,724				28,724	-	28,724
Accounts Payable - Last Pay	41,859				41,859	-	41,859
Accrued Expenses	6,086	270,000	-		276,086	-	276,086
Accrued Salaries and Wages	1,944,114				1,944,114	-	1,944,114
ACE B. VISENTADO	1,154		-		1,154	-	1,154
ACHAS, VICENTE JESSIE E	16,446		(16,446)		-	-	-
ACHAS, VICENTE JESSIE E.	1,210		(746)		463	-	463
ACUT, WILFRED	-		-		-	-	-
ACUT, WILFRED P.		2,680	(1,340)		1,340	-	1,340
ADDISON CASTA		1,200			1,200	-	1,200
ADDISON D. CASTA	29,700	-	-		29,700	-	29,700
ADLIH EMPAL	11,400		(11,400)		-	-	-
ADONIE NILE NASTOR	160,655		-		160,655	-	160,655
ADONIS GONZALES	8,421	196,000	(159,421)		45,000	-	45,000
ADRIAN ANDAYA	91,800	-	-		91,800	-	91,800
ADRIAN B. LLANO	1,650		-		1,650	-	1,650
ADRIAN KUCZMIK	-	-	-		-	-	-
Advances from Emp. - Bank Loan Planter's Banl	103,632				103,632	-	103,632
Advances to Emp. - Car Loan	(1,223,690)				(1,223,690)	-	(1,223,690)
Advances to Emp. - Communication	172,779	-	-		172,779	-	172,779
Advances to Emp. - For Liquidation	530,447	-	-		530,447	-	530,447
Advances to Emp. - Maxicare	(14,472)				(14,472)	-	(14,472)
Advances to Emp. - Others	613,320	-	(8,974)		604,346	-	604,346
Advances to Emp. - SSS Refund	(8,974)		-		(8,974)	-	(8,974)
Advances to FOUNDATION	4,092				4,092	-	4,092
Advances to Subcon - DP for Recoupment	(360)		-		(360)	-	(360)
Afle Rhose Lyn Senido	-	20,000	-		20,000	-	20,000
AGA VELASCO	454,070	470,306	(493,262)		431,114	-	431,114
Aglipay STP	(511,533)	118,337	(165,077)		(558,273)	-	(558,273)
AGUILUS, ARIEL	1,159		(1,159)		-	-	-
AILEEN CATES OLICIA	12,000	-	(12,000)		-	-	-
AILEEN P. DEL ROSARIO	7,680				7,680	-	7,680
AILEEN ROSALES	1,800		(1,800)		-	-	-
AILEN HONEY ABITONG	8,400	-	(8,400)		-	-	-
AILENE W. ROSALES	7,140	5,430	(12,570)		-	-	-
AL I. FLORES	1,650		-		1,650	-	1,650
AL JAY A. PARAGOSO	3,498		-		3,498	-	3,498
ALAN RANDA	(692)		-		(692)	-	(692)
ALARCON, IZER JOHN	52	-	-		52	-	52
ALARCON, TERISSE		595	(595)		-	-	-
ALARCON, TERISSE JANE M		13,412	(11,754)		1,658	-	1,658
ALBERT BACULI	18,000	-	(18,000)		-	-	-
ALBERT ESTRABELA	28,650	-	(28,650)		-	-	-
ALBERTO LORIO	1,650		-		1,650	-	1,650
ALCRIE OPEÑA	-	4,200	(4,200)		-	-	-
ALDEN R. SANTANA	8,973		-		8,973	-	8,973
ALDRIN ESMANE	-	-	(593)		(593)	-	(593)
ALDRIN KIM PADILLA	7,175	-	(7,175)		-	-	-
ALDRIN LOMIBAO	7,385	-	(7,385)		-	-	-
ALDRIN M. ESMANE	8,400	-	(8,400)		-	-	-
ALDWIN B. DAIRO	3,850		(3,850)		-	-	-
ALEGADO, RENATO	2,340		-		2,340	-	2,340
ALEJANDRO R. GAYTANO	1,650		-		1,650	-	1,650
ALEJANDRO, MA ROCHELLE		175	-		175	-	175
ALEJANDRO, MA. ROCHELLE	34		(4)		29	-	29
ALEJANDRO, MA. ROCHELLE O.		3,580	(1,790)		1,790	-	1,790
ALETH NOLAN C. VAPOR	13,050		(11,400)		1,650	-	1,650
Balance forwarded	P 17,660,514	P 3,740,240	(P 4,405,711)	P -	P 16,995,043	P -	P 16,995,043

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 17,660,514	P 3,740,240	(P 4,405,711)	P -	P 16,995,043	P -	P 16,995,043
ALEX SAGAYLE	4,725	3,028	(4,725)		3,028	-	3,028
ALEXANDER E. LEONOR	960		(960)		-	-	-
ALEXANDER PAUL DORO	7,735	-	(7,735)		-	-	-
ALFE E. SUAZO	57,600		(57,600)		-	-	-
ALFRED SALINAS	5,450	-	-		5,450	-	5,450
ALFREDO DE LEON JR.	11,788		(12,480)		(692)	-	(692)
ALIJANDRO FRANCISCO JR.	10,050	-	(10,050)		-	-	-
ALLAN ABISO	9,950		(8,400)		1,550	-	1,550
ALLAN B. JAMOSO	-	4,800	(4,800)		-	-	-
ALLAN LLOYD J. UNGOS	-	7,200	(7,200)		-	-	-
ALLAN NICKO C. DEGUINIO	11,788	-	(11,788)		-	-	-
ALLAN P. MAMANAO	1,650		-		1,650	-	1,650
ALLAN RANDA	-	6,000	(6,000)		-	-	-
ALLAN ROSARIO	-	10,847	(10,847)		-	-	-
Allan Velasco	-	51,000	(51,000)		-	-	-
ALMA P. GARCIA	128,459	-	-		128,459	-	128,459
ALMA, RUEL	-	-	-		-	-	-
ALMASIN, JOVEN G		13,412	(11,754)		1,658	-	1,658
ALMASIN, JOVEN G.	0		-		0	-	0
ALVA MONICA A. ESTIPONA	5,500	32,024	(32,024)		5,500	-	5,500
ALVA MONICA ESTIPONA	(0)	598	-		598	-	598
ALVA MONICA VELASCO	-	30,755	(33,685)		(2,930)	-	(2,930)
ALVIN DIMAPILIS	-	19,605	(16,736)		2,869	-	2,869
ALVIN R. NICANOR	3,300		-		3,300	-	3,300
ALWIN G. CALZADO	1,195		-		1,195	-	1,195
ALYSSA AGUSTINA F. LAZOL	32,000				32,000	-	32,000
AMADO, ARNULFO	1,763		-		1,763	-	1,763
AMAR, WILSON	(1,187)		-		(1,187)	-	(1,187)
AMBROSIO CHAVEZ	16,800	-	-		16,800	-	16,800
AME E. BODIONGAN	1,650		-		1,650	-	1,650
AMOS, MA. DOLORES	4	4,710	(1,340)		3,375	-	3,375
AMOS, MA. DOLORES O.		1,780	(890)		890	-	890
ANA MARIE ARAÑES	106,642	-	-		106,642	-	106,642
ANACAYA, ARNOLD	(2,116)		-		(2,116)	-	(2,116)
ANALYN V. BRAVO	960				960	-	960
ANASTACIO CALUAG JR.	14,400		(14,400)		-	-	-
ANDREA NICOLE GOMEZ	7,875	-	(7,875)		-	-	-
ANDREW PUNGTILAN	905,600	601,921	(1,409,127)		98,394	-	98,394
ANGELES, YSRAEL	-		-		-	-	-
ANGELICA RUTH ICARO	92,900	249,091	(235,107)		106,884	-	106,884
Angelika Bino	-	95,000	(95,000)		-	-	-
ANGELIKA T. BINO	97,710	42,915	(60,415)		80,210	-	80,210
ANGELINE MILAG	(78,000)		-		(78,000)	-	(78,000)
ANGELITO PANTALEON	1,925	-	(1,925)		-	-	-
ANGELITO SUGUITAN	-	29,500	(29,500)		-	-	-
ANGELO OCAMPO	5,950	-	-		5,950	-	5,950
ANGELO PANTALEON	4,200	-	(4,200)		-	-	-
ANGIELYN OCAMPO	-	9,000	(9,000)		-	-	-
ANJANETTE VICTORIA	4,200	-	(4,200)		-	-	-
ANNA KARENINA SALGADO	374,382		-		374,382	-	374,382
ANNA KATRINA GARCIA	(1,000)		-		(1,000)	-	(1,000)
ANNA LEA M. GALOLO	-	4,525	(4,525)		-	-	-
ANNA MARGARITA GUEVARRA	-	50,000	(50,000)		-	-	-
ANNE CHRISTINE C. MARCIA	11,958	-	-		11,958	-	11,958
ANNIE JOY GALANG	4,500				4,500	-	4,500
ANNJETH AVANCEÑA	15,000	-	-		15,000	-	15,000
ANTHONY A. SEDANO	12,960	-	(12,960)		-	-	-
ANTHONY C. GALLOS	-	8,400	(8,400)		-	-	-
ANTHONY CRUZ	5,375	-	(5,375)		-	-	-
ANTHONY M. GOROBAT	12,000		(12,000)		-	-	-
ANTHONY MANA-AY	20,000		-		20,000	-	20,000
ANTHONY SAURO	3,798	-	-		3,798	-	3,798
ANTONINO B. LA CUMBIS	1,550		-		1,550	-	1,550
ANTONIO A. RIVERA	7,910	-	-		7,910	-	7,910
ANTONIO ALIPANTE	6,435	-	(6,435)		-	-	-
ANTONIO G. PAREDES	25,200				25,200	-	25,200
ANTONIO LASTRA	-	6,300	(6,300)		-	-	-
ANTONIO R. BARANGGAN	3,498		-		3,498	-	3,498
ANTONIO SOROAN	3,360	-	-		3,360	-	3,360
APOLINARIO LERIT JR.	1,200	-	(1,200)		-	-	-
APOLINARIO V. ARGUDO	43,200		(43,200)		-	-	-
APOSTOL, RYAN	5,011		(5,011)		-	-	-
AQUINO, JOSEPH	(455)		-		(455)	-	(455)
ARA C. AMORES	122,956	22,803	(175,615)		(29,856)	-	(29,856)
ARABELLE VALENCIA					-	-	-
Balance forwarded	P 19,812,779	P 5,045,455	(P 6,897,496)	P -	P 17,960,738	P -	P 17,960,738

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 19,812,779	P 5,045,455	(P 6,897,496)	P -	P 17,960,738	P -	P 17,960,738
Arayat Solar Power	-	78,351	(310,453)		(232,102)	-	(232,102)
ARCHIE INDICO	-	9,974	(9,974)		-	-	-
ARDINE GEROLD ANACIETO	6,860	-	(6,860)		-	-	-
ARDO, LEAN HERMES		1,339	(1,339)		-	-	-
AREVALO, JEFF	2,679	10,714	(3,348)		10,045	-	10,045
ARIEL C. AGUILUS	7,800		(7,800)		-	-	-
ARIEL MACASLING	1,650		-		1,650	-	1,650
ARIEL O. PEREZ	7,770		(7,770)		-	-	-
ARIEL ODTOJAN	6,573	-	(6,573)		-	-	-
ARIEL PAGALAN		4,631	(4,631)		-	-	-
ARIES BACUAJON	3,185	-	(3,185)		-	-	-
ARIES RYAN MORADA	-	-	-		-	-	-
ARIS SAN JOSE	14,325	-	-		14,325	-	14,325
ARISTOTLE CROSPE		18,000	(18,000)		-	-	-
ARJON VILLABLANCA	(901.76)		-		(902)	-	(902)
ARLENE JOYCE OBLEPIAS	-	6,000	(6,000)		-	-	-
ARLENE JOYCE OBLEPIAS/ KHRISTIAN J	-		-		-	-	-
ARLYN E. MALALAY	-	16,200	(16,200)		-	-	-
ARLYN MALALAY	5,075	-	-		5,075	-	5,075
ARMANDO A. TRASADO	13,955		(12,480)		1,475	-	1,475
ARMANDO BARRAL	33,600	-	(33,600)		-	-	-
ARMANDO C. RAMOS	11,700		(8,400)		3,300	-	3,300
ARMANDO CAHAYAG	26,725	-	(26,725)		-	-	-
ARMANDO G. CAHAYAG	-	31,362	(31,362)		-	-	-
ARNALDO A. DATO JR.	1,650		-		1,650	-	1,650
ARNEL ALI	10,945	-	(10,945)		-	-	-
ARNEL MALIGAT	10,500		-		10,500	-	10,500
ARNEL SISA	3,950	-	(3,950)		-	-	-
ARNEL SOLOMON	8,400		(8,400)		-	-	-
ARNOLD D. DOMINGO	-	5,473	(5,473)		-	-	-
ARNOLD DOMINGO	134		-		134	-	134
ARNOLD E. RIZALDA	8,400		(8,400)		-	-	-
ARNOLD FAMILARAN	347,640	4,174,555	(3,973,644)		548,552	-	548,552
ARNOLD G. ANACAYA	4,038		(2,388)		1,650	-	1,650
ARNOLD P. DAVILA	7,560		(7,560)		-	-	-
ARNULFO AMADO	215,572		(215,572)		-	-	-
Arthaland (Superstructure)	93,503	-	-		93,503	-	93,503
Arthaland Tower	(82,154)	-	-		(82,154)	-	(82,154)
ARTHUR C. SUMAWAY	1,650		-		1,650	-	1,650
ARTHURO MERCADO	3,360	-	(3,360)		-	-	-
ARTURO ELIZAN Jr.	(455)		-		(455)	-	(455)
ARTURO RAÑOLA		13,200			13,200	-	13,200
ARVIN SALVADOR	7,800	-	(7,800)		-	-	-
Ascott - DD Meridian Park Manila	(66,078)	1,323,494	(1,132,128)		125,288	-	125,288
ASHLY SOLIMAN	14,400	-	(14,400)		-	-	-
ASLIAH T. TOMIE	3,920	5,975	(9,895)		-	-	-
ASRS Cold Storage Taguig	224,692	-	-		224,692	-	224,692
AUTOCITY INC.	8,036	9,316	-		17,352	-	17,352
AUTOPERFECTION INCORPORATED	-	6,000	(6,000)		-	-	-
AVELINO JR, SANTIAGO	1,796		-		1,796	-	1,796
AYATON, BALINTINO	-		-		-	-	-
BALASABAS, BRIAN	-				-	-	-
BALASTA, MARIA ARVIE F.		3,580	(1,790)		1,790	-	1,790
BALDOVINO, RUDY	34		-		34	-	34
BALINGASA, ROBIN	386	-	-		386	-	386
BALINOYOS, MARJORIE		105	(96)		9	-	9
BALINTINO B. AYATON	27,800		(22,800)		5,000	-	5,000
BALINTON, KING A.		93,705	(93,705)		-	-	-
BALMORES, BERNIE	0	-	-		0	-	0
BALTAZAR DIONG	9,480	-	(9,480)		-	-	-
BARRACA, MICHAEL	(911)		-		(911)	-	(911)
BART V. CAINDOC	551		-		551	-	551
BASENCE, JOSELITO C.	0		-		0	-	0
BASIL C. VARGAS	2,853	-	(2,853)		-	-	-
BATAN, RADITH	12,838	-	-		12,838	-	12,838
BATULAN, GENO	(277)		-		(277)	-	(277)
BAUTISTA, DOMINIC	6,240	-	-		6,240	-	6,240
BAYLON ,JAKE	38		(38)		-	-	-
BAYLON, JAKE	58	2,523	(1,454)		1,127	-	1,127
BDO RENTAL, INC.	1,719,833				1,719,833	-	1,719,833
Balance forwarded	P 22,561,955	P 10,859,952	(P 12,954,325)	P -	P 20,467,582	P -	P 20,467,582

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 22,561,955	P 10,859,952	(P 12,954,325)	P -	P 20,467,582	P -	P 20,467,582
BDO SECURITIES CORPORATION	-	2,987,550	(498,150)		2,489,400	-	2,489,400
Beginning Balance Clearing	(1,309,062)	-	(266,213)		(1,575,275)	-	(1,575,275)
BELIJOE BOMBAY	14,925	-	(14,925)		-	-	-
Belle - Casino Phase 2	(4,720)	-	-		(4,720)	-	(4,720)
BENA KRISTIE U. BALANDRA	17,900		-		17,900	-	17,900
BENNY JOHN R. DALAGUIT	1,650		-		1,650	-	1,650
BENRAME SALAPANG	23,986	4,923	(26,748)		2,160	-	2,160
BERMUDO ,MICHAEL	1,071		-		1,071	-	1,071
BERMUDO, MICHAEL	153,389		(50,000)		103,389	-	103,389
BERNA CLARRICE PANCHO	8,400		(8,400)		-	-	-
BERNABE C. LAGUNAY	1,475		-		1,475	-	1,475
BERTGIN MADURO	3,010	-	(3,010)		-	-	-
BGC 5th Avenue Apartments	54,104	-	-		54,104	-	54,104
BIANCA MAE A. ECALDRE	62,125	-	(62,125)		-	-	-
BIENVENIDO P. MIPARANUM	8,400		(8,400)		-	-	-
BIENVINIDO E. VILLANCA JR.	1,650		-		1,650	-	1,650
BILL ROBERT GOTO	18,000	-	(18,000)		-	-	-
Binalonan Solar Power	-	4,018	(10,714)		(6,696)	-	(6,696)
BINOS, JOHN CARLO B		8,940	(7,404)		1,537	-	1,537
BINOS, JOHN CARLO B.	0		-		0	-	0
BOBBY FERNAN		45,400	(31,900)		13,500	-	13,500
BOBBY Q. BANZON	7,125	-	-		7,125	-	7,125
BOBERTO B. CARLOTO JR.	10,925	-	(10,925)		-	-	-
BOLANTE, MAIKEE		1,339	(1,339)		0	-	0
BOLANTE, MAIKEE S.		2,775	(1,388)		1,388	-	1,388
BOLETCHE, RENIEL B	0	8,940	(7,839)		1,101	-	1,101
BOLONIA ,CHRIS	2,685		(2,685)		-	-	-
BOLONIA, CHRIS	1,336	2,679	(4,015)		-	-	-
BORRES, MARK ANTHONY S	4,783	8,940	(12,622)		1,101	-	1,101
BORRES, MARK ANTHONY S.	1,613		-		1,613	-	1,613
BOTIS, MARY JOY	(635)	719	(84)		-	-	-
BOYET ORCA	5,355	-	(5,355)		-	-	-
BPO Araneta	29,508	-	-		29,508	-	29,508
BRANDO DIONG	5,400	-	-		5,400	-	5,400
BRAVO JR., RAMON S.	0		-		0	-	0
BRIAN BALASABAS		20,079			20,079	-	20,079
BRIAN GERVACIO	4,950	-	(4,950)		-	-	-
BRIAN R. BALASABAS		176,500	(112,500)		64,000	-	64,000
BRIAN TAJOS	(455)		-		(455)	-	(455)
BRIGIDO BARBADILLO JR.	19,000	106,278	(108,403)		16,875	-	16,875
BRYAN B. REGAÑON	1,650		-		1,650	-	1,650
BRYAN BALISI	15,675		(14,025)		1,650	-	1,650
BRYAN JESS BACO	102,247	100,982	(203,229)		-	-	-
BRYAN M. CORITANA	14,325	-	(14,325)		-	-	-
BRYAN M. DELOS SANTOS	8,400		(8,400)		-	-	-
BRYAN MALINAO	29,400		(29,400)		-	-	-
Bryan R. Malinao		21,600	(12,600)		9,000	-	9,000
BRYAN RALPH M. DABUET	1,650		-		1,650	-	1,650
BRYAN SEVILLANO	3,760	-	(3,760)		-	-	-
BRYAN TIOXON	94,190		-		94,190	-	94,190
BUELVO, ROBERTO		11,831	(11,831)		-	-	-
Balance forwarded	P 21,981,142	P 14,373,444	(P 14,529,988)	P -	P 21,824,599	P -	P 21,824,599

Name	Balance at Beginning of Period	Additions	Deductions: Amounts Collected	Deductions: Written Off	Ending Balance: Current	Ending Balance: Non-current	Balance at End of Period
Balance carried forward	P 21,981,142	P 14,373,444	(P 14,529,988)	P -	P 21,824,599	P -	P 21,824,599
BUM Inv#00883 - MEGA CONSTRUCTION S	10,819				10,819	-	10,819
CABALES, JOAN		53	(52)		0	-	0
CABICO, RACHEL	-	-	-		-	-	-
CABRAL, GENARO	(1,143)		-		(1,143)	-	(1,143)
CABRERA, JESSIE B.	(0)	-	-		(0)	-	(0)
CALICCO, NOEL	196	-	-		196	-	196
CALLEJA, JOHN LESTER	596		(596)		-	-	-
CALOOY, MILAN M.	(0)	-	-		(0)	-	(0)
CALVIN D. RICON	7,770	-	(7,770)		-	-	-
CAMILLE JOY C. PEREDO	39,933	81,625	(107,598)		13,960	-	13,960
CAMILLE JOY PEREDO	119,665	-	(119,665)		-	-	-
CANDY MAE GUANIO	5,400	-	(5,400)		-	-	-
CARLO D. SAMONTAÑES	1,329		-		1,329	-	1,329
CARLO O. PEROCHO	10,050		(8,400)		1,650	-	1,650
CARLOS L. TRECE	43,200		(43,200)		-	-	-
CARLOS MIGUEL LEITAO	(53,524)				(53,524)	-	(53,524)
CARMELA MARIEL I. CINCO	369,328	(49,650)	-		319,678	-	319,678
CARMINA LEBOSADA	2,300	-	(2,300)		-	-	-
CAROLYNE GUMARANG	4,950	-	(4,950)		-	-	-
CARY PANGILINAN	29,295	-	(29,295)		-	-	-
CASAMAYOR, MARJUNE P.		3,779	(1,890)		1,889	-	1,889
CASTRO, CELINE	1,165	81	(1,246)		-	-	-
CATALINO L. INTANO	8,400		(8,400)		-	-	-
CATIENZA, EDWIN	-		-		-	-	-
CEASAR S. TOLETE	8,400	-	(8,400)		-	-	-
Cebu Carbon Market	2,660,497	167,283	(198,056)		2,629,724	-	2,629,724
CEBU CASTLE PEAK HOTEL CORP	300		-		300	-	300
CENON DELA PEÑA JR	4,125	15,600	(4,125)		15,600	-	15,600
CERILO CARDIENTE JR.	1,650		-		1,650	-	1,650
CESAR GARCIA	12,298	-	(12,298)		-	-	-
CHAD GEROME T. AGUIHAP	-	5,475	(5,475)		-	-	-
CHALLEN KEITH NG CHUA	-		-		-	-	-
CHARLENE JOY R. ESPIRITU	7,275	56,000	(53,275)		10,000	-	10,000
CHARLIE A. DESO-ARSIDO	1,650		-		1,650	-	1,650
Chelsie Joyce J. Reluya	-	100,000	(100,000)		-	-	-
CHITO BILOG	45,264		-		45,264	-	45,264
CHOLA PABLO	7,000	-	(7,000)		-	-	-
CHRIS NOMYR BESA	-	21,695	(21,695)		0	-	0
CHRISTIAN BIGUEJA	57,600	-	-		57,600	-	57,600
CHRISTIAN P. CELOZA	-	6,650	(6,650)		-	-	-
CHRISTIAN R. DOLFO	-	2,345	(2,345)		-	-	-
CHRISTMA ANGELA SONZA	6,713	-	(6,713)		-	-	-
CHRISTMAS EXPENSE	-	90,000	-		90,000	-	90,000
CHRISTOPHER D. LECITA	8,400		(8,400)		-	-	-
CHRISTOPHER DAN TAMAYO	43,300	53,135	(85,935)		10,500	-	10,500
CIB-BDO SA PHP (001150323343)	(356,958)		263,208		(93,750)	-	(93,750)
CIB-BDO SA PHP (001150323351)	-	21,600	-		21,600	-	21,600
CIB-BDO SA PHP (001150323378)	(129,330)				(129,330)	-	(129,330)
CIB-BDO SA PHP (1150088328)	3,241				3,241	-	3,241
CIB-BDO SA PHP (2890190125)	6,315,905		(450,000)		5,865,905	-	5,865,905
CIB-BDO SA PHP (2890242591)	7,136,209				7,136,209	-	7,136,209
CIB-BDO SA PHP (2890242591) CLEARING	304,761				304,761	-	304,761
CIB-MBTC CA Hold-Co Payroll(019-7-019-518(	1,480,581				1,480,581	-	1,480,581
CIB-MBTC SA PHP (BANFF 511686)	(87,953)		87,953		-	-	-
CITICORE POWER INC.	3,016,650				3,016,650	-	3,016,650
CLAPTON FERNANDO	3,570	-	(3,570)		-	-	-
CLARK GLOBAL CITY PHASE 2 & 3	-	-	(4,007)		(4,007)	-	(4,007)
Clark Global City Phase 2 & 3 Project	459,940	1,339	(20,559)		440,720	-	440,720
COC-Communication	(8,852)				(8,852)	-	(8,852)
COC-Miscellaneous Expense	(33)				(33)	-	(33)
COC-Outside Services	(2,028,242)				(2,028,242)	-	(2,028,242)
Balance forwarded	P 41,554,832	P 14,950,454	(P 15,518,091)	P -	P 40,987,195	P -	P 40,987,195

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 41,554,832	P 14,950,454	(P 15,518,091)	P -	P 40,987,195	P -	P 40,987,195
COC-Salaries & Wages Deminimis Benefits	(51,247)				(51,247)	-	(51,247)
COC-Salaries & Wages Non-Taxable Allowance	(23,547)				(23,547)	-	(23,547)
COC-Salaries & Wages Taxable	(4,656,744)	(427,654)	(722,250)		(5,806,649)	-	(5,806,649)
COC-Salaries & Wages Taxable Basic 13th Mont	(175,000)				(175,000)	-	(175,000)
COC-Salaries & Wages Taxable Basic 13th Mont	(19,497)				(19,497)	-	(19,497)
COC-Travel & Transportation Expense	(4,417)				(4,417)	-	(4,417)
Cold Storage Caloocan	(26,207)	-	-		(26,207)	-	(26,207)
COLEGADO ,ROEL	2,053		(2,053)		-	-	-
COLEGADO, ROEL	(17,241)		17,241		-	-	-
COMMERCIAL TEAM	529,458		(98,250)		431,208	-	431,208
Communication	49,448	-	-		49,448	-	49,448
CONRADO D. RAMIREZ	8,400	-	(8,400)		-	-	-
CONRADO GREGORIO	2,880	-	(2,880)		-	-	-
Consolidated Projects	(4,107,711)		-		(4,107,711)	-	(4,107,711)
Construction Joint Venture	453,644	-	-		453,644	-	453,644
Coral Village 370 - Thelmo	2,263	-	-		2,263	-	2,263
CORDA, ARNOLD	(1,161)		-		(1,161)	-	(1,161)
CORNELIO ATENCIO	5,400	-	(5,400)		-	-	-
CORNELIO O. PLANAS	15,650		(14,000)		1,650	-	1,650
CORTEZ, JOSEPH	(1,205)		-		(1,205)	-	(1,205)
Cosiquien Residence	3,027,004		-		3,027,004	-	3,027,004
CPI-BPO Complex Cebu	5,313	-	-		5,313	-	5,313
CPI-Ihub 10 Building	3,118		-		3,118	-	3,118
CPI-Ihub 9 Building	25,787	-	-		25,787	-	25,787
CRIS EMIL A. NAVARRO	8,400	-	-		8,400	-	8,400
CRIS EMIL NAVARRO	18,000	-	(18,000)		-	-	-
CRISANTO BERTOLDO	54,000		(54,000)		-	-	-
CRISANTO LABE JR.	2,625		-		2,625	-	2,625
CRISOLOGO, EUNICE	888		(888)		-	-	-
CRISPULO S. OBEDA JR.	-	9,000	(9,000)		-	-	-
CRISTEL ANN T. ESTACIO	76,860	5,800	(82,660)		-	-	-
CRISTIAN DOLFO	(455)		-		(455)	-	(455)
CRISTOPER ROGADO	5,975	-	(5,975)		-	-	-
CRUZ D. LANORIAS JR.	1,650		-		1,650	-	1,650
Cyber Park Tower 2	(223,141)	-	-		(223,141)	-	(223,141)
DABLO, MELONA E.	43,294	349,855	(371,532)		21,617	-	21,617
DACUYA, RODEL C.	7,526		(6,371)		1,155	-	1,155
DAIEAN VALENTE	45,561	-	(45,561)		-	-	-
Daiichi-One World Place	36,132	-	-		36,132	-	36,132
DALF LESAN B. GALELA	114,823	10,800	(58,123)		67,500	-	67,500
DAMWAG, NILO A.	(1)	-	-		(1)	-	(1)
DANA VALERIE DIAZ	4,179	81,090	(81,090)		4,179	-	4,179
DANICA REOYO	63,199	-	(63,199)		-	-	-
DANIEL A. YAP	-				-	-	-
DANILO C. MALUYA	1,650		-		1,650	-	1,650
DANILO DIGNOS	17,175	-	-		17,175	-	17,175
DANILO GACELO	8,400	100,000	(8,400)		100,000	-	100,000
DANILO JALLORINA	-	11,409	(11,409)		-	-	-
DANILO N. MAGHANOY	1,650		-		1,650	-	1,650
DANILO R. MONTOYA JR.	1,650		-		1,650	-	1,650
DANTE F. BARAGA	47,759		(32,160)		15,599	-	15,599
DAPAT, ARIEL R.		3,080	(1,540)		1,540	-	1,540
DARANCIANG, MARK VONN D		17,880	(15,678)		2,202	-	2,202
DARANCIANG, MARK VONN D.	0		-		0	-	0
DARLYN PHEIA B. LOPEZ	9,600				9,600	-	9,600
DARLYN PHEIA LOPEZ	32,000				32,000	-	32,000
DARWIN FLORES	2,625	-	(2,625)		-	-	-
DARWIN R. LABASTIDA	8,260	-	(8,400)		(140)	-	(140)
DARYL LUMBERIO	61,250				61,250	-	61,250
DARYL NERY	2,880	-	-		2,880	-	2,880
DAVE SALAZAR	4,200	-	(4,200)		-	-	-
DB3 BEG BAL	179,397	-	(179,397)		-	-	-
DE GUZMAN, ERNANI	(911)		-		(911)	-	(911)
Balance forwarded	P 37,238,372	P 15,111,715	(P 17,414,290)	P -	P 34,935,797	P -	P 34,935,797

Name	Balance at Beginning of Period	Additions	Deductions: Amounts Collected	Deductions: Written Off	Ending Balance: Current	Ending Balance: Non-current	Balance at End of Period
Balance carried forward	P 37,238,372	P 15,111,715	(P 17,414,290)	P -	P 34,935,797	P -	P 34,935,797
DE GUZMAN, MARIELLE	17	1,088	(1,235)		(131)	-	(131)
DE GUZMAN, VINCENT	20,446				20,446	-	20,446
DE JESUS, JAYSON	(229)		229		-	-	-
DE LUNA, JAYSON	-	-	-		-	-	-
Deca Mall Tondo	3,254		-		3,254	-	3,254
DELA CRUZ, DARYL		112	-		112	-	112
DELA CRUZ, DONNY MARK	-	-	-		-	-	-
DELA ROSA, VOLTAIRE	-				-	-	-
DELOS REYES, NINO	(31,425)		(25,383)		(56,808)	-	(56,808)
Delos Reyes, Niño		7,556	(2,013)		5,543	-	5,543
DELOS SANTOS, ANALYN	-	-	-		-	-	-
DEMATAWARAN, EDWIN	406	-	-		406	-	406
DENNIS ALTAR	1,650		-		1,650	-	1,650
DENNIS L. MAKALINTAL	20,000		-		20,000	-	20,000
DENNIS L. SABIDAL	8,365	-	-		8,365	-	8,365
DENNIS MAKALINTAL	127,768	677,179	(690,632)		114,315	-	114,315
DENTOR P. CABRAL	1,650		-		1,650	-	1,650
Dep. Ed. Phase 1	(723,923)	238,467	(146,543)		(631,999)	-	(631,999)
Dep. Ed. Phase 2	1,230,838	37,951	(151,746)		1,117,043	-	1,117,043
Dep. Ed. Region 3	184,195	-	-		184,195	-	184,195
Dep. Ed. Region 4	3,868	-	-		3,868	-	3,868
Design and Construction of 88 MLD Las Piñas V	777,780	-	-		777,780	-	777,780
DETER CARDINAL	16,553	-	(6,000)		10,553	-	10,553
DEXTER MONDEJAR	1,650		-		1,650	-	1,650
DEXTER SUAZO	10,050		(8,400)		1,650	-	1,650
DEXTER VERIÑA	1,014	-	(4,529)		(3,516)	-	(3,516)
Dexterton	27,088	-	-		27,088	-	27,088
DIACOSTA, REY	-	-	-		-	-	-
DIANE VENICE MARTINEZ	-				-	-	-
DIETHER OCAMPO		37,200			37,200	-	37,200
DIONG BALTAZAR	2,880	-	(2,880)		-	-	-
DIONISIO A. MAMUAD	1,475		-		1,475	-	1,475
DIONY D. CANTA	1,475		-		1,475	-	1,475
Direct Labor	(106,899)	29,036	(176,908)		(254,771)	-	(254,771)
DIVINA LAW	142,470				142,470	-	142,470
Documentary Stamp Tax	7,823				7,823	-	7,823
DOLAR, RANDY	(14,581)		-		(14,581)	-	(14,581)
DOMINADOR Z. LUMONTOD	9,875		(8,400)		1,475	-	1,475
DOMINGO S. RALA	10,710		(10,710)		-	-	-
DOMINGO, ARNOLD D.		4,649	(2,325)		2,324	-	2,324
DOMINIQUE G. FORTES	-	55,800			55,800	-	55,800
Don Robespierre Rambuyon	-	20,000	-		20,000	-	20,000
Donabelle Sison	-	216,790	(206,786)		10,004	-	10,004
DONATO, GIL L	0	8,940	(7,839)		1,101	-	1,101
DONDON L. MAGUDDATU	-	616,835	(616,835)		-	-	-
DONELLE CHARMAGNE UMALI	50,000		-		50,000	-	50,000
DONNA ANGELA DE JESUS	-	191,328	(191,328)		0	-	0
DONNA DE JESUS	1,427		(1,427)		-	-	-
Double Dragon Center East and West	1,123,281	-	-		1,123,281	-	1,123,281
Double Dragon Meridian Tower	(61,550)	1,143,522	(158,614)		923,357	-	923,357
Double Dragon Plaza	18,123	-	-		18,123	-	18,123
Double Dragon Tower	352,003	-	-		352,003	-	352,003
Drugcheck Philippines, Inc.	-	893	-		893	-	893
Due to/from CELD	6,576,219	496,007	451,935		7,524,161	-	7,524,161
Due to/from Formworks	-	-	-		-	-	-
DUGTONG, KATHERINE	-		-		-	-	-
DUQUE, GUILLER	(607)		-		(607)	-	(607)
DUQUE, GUILLER D.		4,649	(2,325)		2,324	-	2,324
DURANGO, JIMMY D.	0		-		0	-	0
DYAN KARLA S. SENO	32,000				32,000	-	32,000
Dynam-Hampton Gardens M & N	6,233	-	-		6,233	-	6,233
DYNAM-HAMPTON GARDENS O & P	966,047	-	-		966,047	-	966,047
Dynam-Hampton Gardens O & P Phase 2	5,937	-	-		5,937	-	5,937
Edades Suites	167,256	-	-		167,256	-	167,256
EDC	-	-	(7,849)		(7,849)	-	(7,849)
EDDIE CORNELIO	1,650		-		1,650	-	1,650
EDELITA RAMIREZ		1,008			1,008	-	1,008
EDELITO C. TAPIC	104,123		(57,600)		46,523	-	46,523
EDGAR MILA	7,210	58,260	(7,210)		58,260	-	58,260
EDGAR SAMPAYAN	-	-	(1,140)		(1,140)	-	(1,140)
Balance forwarded	P 48,323,968	P 18,958,983	(P 19,458,783)	P -	P 47,824,168	P -	P 47,824,168

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 48,323,968	P 18,958,983	(P 19,458,783)	P -	P 47,824,168	P -	P 47,824,168
EDGAR VALERA	112,800		-		112,800	-	112,800
EDGIE CORTON	1,650		-		1,650	-	1,650
EDISON A. DOMINGUEZ	11,075		(9,600)		1,475	-	1,475
EDISON DAILEG	0	21,695	(21,695)		0	-	0
EDJY MARK A. MINOLTEO	14,185	-	(14,185)		-	-	-
EDMALYN BALINUYOS	10,800	5,625	(16,425)		-	-	-
EDMAR F. FETALINO	1,650		-		1,650	-	1,650
EDMON FRANCO	19,500	1,365,535	(1,111,555)		273,481	-	273,481
EDMUND A. ESTRELLA	36,000	-	(36,000)		-	-	-
EDMUND ALDE	4,025	-	(4,025)		-	-	-
EDMUNDO B. JUAREZ	1,650		-		1,650	-	1,650
EDUARD LANTACA	107,300		(104,000)		3,300	-	3,300
EDUARDO A. CARLOS II	11,770		(10,120)		1,650	-	1,650
EDUARDO CARDINOZA JR.	8,400		(8,400)		-	-	-
EDUARDO CORTEZ	8,119		(8,400)		(281)	-	(281)
EDUARDO DE LEON	3,100		-		3,100	-	3,100
EDUARDO MAGLOYUAN	5,050	-	(5,050)		-	-	-
Eduardo P. Mislang Jr.	-	21,000	(21,000)		-	-	-
EDUARDO S. TANTIADO	11,305	-	-		11,305	-	11,305
EDUARDO TANTIADO	3,360	-	-		3,360	-	3,360
EDWARD YBANEZ	15,710		-		15,710	-	15,710
EDWIN ABISO	7,630	-	(7,630)		-	-	-
EDWIN ALFONSO	8,190	-	(8,190)		-	-	-
EDWIN C. EDRADA	6,955	-	-		6,955	-	6,955
EDWIN D. CATIENZA	8,400		(8,400)		-	-	-
EDWIN PICAÑA	17,850	-	(17,850)		-	-	-
EIGHT DRAGON METAL	14,509				14,509	-	14,509
ELBERT BUYCO	7,700	-	(7,700)		-	-	-
ELBERT GABOTERO		5,740			5,740	-	5,740
ELEAZER N. SASUMAN		38,400	-		38,400	-	38,400
ELESIO BENITEZ JR.		1,710			1,710	-	1,710
ELGIN G. BARREDO	2,880		(2,880)		-	-	-
ELIZA LARGADO	-	2,700	(1,575)		1,125	-	1,125
ELIZABETH ANN C. MACANAYA	90,000		-		90,000	-	90,000
ELJUHN C. BUMATAY	1,650	36,000	(36,000)		1,650	-	1,650
ELLYMAR A. ANTONIO	-	64,025	(64,025)		-	-	-
ELMER CIERVO, JR	1,623,313	84,532	-		1,707,844	-	1,707,844
ELMER DIONG	3,360		(3,360)		-	-	-
ELMER G. CONCEPCION	1,400		(1,400)		-	-	-
ELMER OFILAN	3,090		(1,440)		1,650	-	1,650
ELPIDIO S. MALAPIT JR	1,650		-		1,650	-	1,650
ELVERTO BAGO-OD		15,000			15,000	-	15,000
ELVERTO BAGO-OD JR.		54,000			54,000	-	54,000
ELVIS DIZON	-	11,447	(10,847)		600	-	600
ELWELL LOMA	525,000	738,795	(517,011)		746,784	-	746,784
EMILIANO MIRA	3,237	-	(3,237)		-	-	-
EMMANUEL DELA CRUZ	-	-	(890)		(890)	-	(890)
EMMANUEL F. CRISTOBAL	8,400	-	-		8,400	-	8,400
EMMANUEL JOLEJOLE	6,550		(4,900)		1,650	-	1,650
EMMANUEL PAR	2,150	-	(2,150)		-	-	-
EMMANUEL S. MAGAS	552,198		-		552,198	-	552,198
EMPAL, ADLIH R		8,940	(7,839)		1,101	-	1,101
EMPAL, ADLIH R.	0		-		0	-	0
ENCARNACION, MARVIN	(911)		-		(911)	-	(911)
ENRIQUE DITAUNON	3,240	-	-		3,240	-	3,240
EPHRAIM JOSE D. VALDEZ	(51,010)				(51,010)	-	(51,010)
ERIC C. DULAY	14,400	-	-		14,400	-	14,400
ERIC DULAY	5,280	-	-		5,280	-	5,280
ERIC N. ARCANGEL	4,928	-	-		4,928	-	4,928
ERICA MARIE DURSA HALILI	169,300	204,360	(207,980)		165,680	-	165,680
Ericando Galang	-		(332,768)		(332,768)	-	(332,768)
ERNESTO ALONZO	2,400	-	(2,400)		-	-	-
ERNESTO N. CONDADA JR.	1,475		-		1,475	-	1,475
ERNIE L. TAMBONGCO	2,880	-	(2,880)		-	-	-
ERROL SANTOS	12,093	-	(P 12,093)		-	-	-
Balance forwarded	P 51,771,604	P 21,638,488	(P 22,094,682)	P -	P 51,315,409	P -	P 51,315,409

Name	Balance at Beginning of Period	Additions	Deductions: Amounts Collected	Deductions: Written Off	Ending Balance: Current	Ending Balance: Non-current	Balance at End of Period
Balance carried forward	P 51,771,604	P 21,638,488	(P 22,094,682)	P -	P 51,315,409	P -	P 51,315,409
ERWIN AMARO	-	16,650	(16,650)		-	-	-
ERWIN BAYANI	5,750	-	(5,750)		-	-	-
ERWIN HERANDOY	1,650		-		1,650	-	1,650
ERWIN I. OCHAQUE	1,650		-		1,650	-	1,650
ERWIN L. SISON	1,650		-		1,650	-	1,650
ERWIN M. RAMOS	8,400		(8,400)		-	-	-
ERWIN MARGES	4,410	-	(4,410)		-	-	-
ERWIN OMBAJIN	1,650		-		1,650	-	1,650
ESPINO, RAIZA	3,636		(3,636)		-	-	-
ESPIRITU, CHARLENE	(185)		185		-	-	-
ESPIRITU, CHARLENE JOY R.		3,580	(1,790)		1,790	-	1,790
ESTACIO, CRISTEL	4,489	1,095	(1,095)		4,489	-	4,489
ESTACIO, CRISTEL ANN T.		1,780	(890)		890	-	890
ESTEBAN L. VALENCIA	1,650	6,000	(6,000)		1,650	-	1,650
ESTELITO CENSON JR.	8,400	3,300	(8,400)		3,300	-	3,300
ESTELITO M. CENSON JR.	15,500	136,868	(152,368)		-	-	-
ESTHER ROSE CONCEPCION	30,000		(30,000)		-	-	-
EUBERT RAMOS	3,990	-	(3,990)		-	-	-
EUGENIO G. PADERNAL	4,300	-	-		4,300	-	4,300
EUGINE VALEÑA	2,663	-	(2,663)		-	-	-
EUNICE R. CRISOLOGO	32,746	73,185	(105,931)		-	-	-
EUROBRASS PRODUCT INC.	4,752				4,752	-	4,752
EVANGELIO, RODNEY	4		(4)		-	-	-
FALLA, JAHAZIEL S.		2,000	(1,000)		1,000	-	1,000
Febelyn Joy Manahan	-	311,682	(150,000)		161,682	-	161,682
FELICIANO, MARY LEI	4,991		-		4,991	-	4,991
FELICIANO, MARY LEI M.		3,580	(1,790)		1,790	-	1,790
FELICIO FELICIANO	-	24,512	(24,512)		-	-	-
FELINO CANAYA	14,400		(14,400)		-	-	-
FELINO P. DIAZ JR.	-	7,800	(7,800)		-	-	-
FELIPE R. GARCIA JR.	1,550		-		1,550	-	1,550
FERDINAND M. REGINIO	3,710	-	(3,710)		-	-	-
FERMIN S. GREGORIO III	7,680		(7,680)		-	-	-
FHIL T. OLIVEROS	(500)	-	500		-	-	-
FIDEL BRYAN M. TOLENTINO	8,400				8,400	-	8,400
FIL-AMERICAN HARDWARE CO., INC.	3,321				3,321	-	3,321
FILINV-Linear	87,134	-	-		87,134	-	87,134
FILINV-Linear Phase 2	6,161		-		6,161	-	6,161
FILINV-Studio City	1,350	-	-		1,350	-	1,350
FILINV-Studio Zen	3,000		-		3,000	-	3,000
FIONA ROSE R. NICOLAS	493,000		-		493,000	-	493,000
FLOR ROLAND ALABADO	61,475		-		61,475	-	61,475
FLORANTE C. PACTAO	1,154		-		1,154	-	1,154
FLORENCIO G. ESCUYOS	14,400		(14,400)		-	-	-
FLORES, AL I.		4,649	(2,325)		2,324	-	2,324
FLORES, SAMUEL R	2,175	-	-		2,175	-	2,175
FORTUNATO M. CUAJOTOR JR.	3,360		(3,360)		-	-	-
FRANCIS H. HOLAR	6,475		(6,475)		-	-	-
FRANCISCO B. BELLEZA JR.	1,550		-		1,550	-	1,550
FRANCISCO RIOJA JR.	1,650		-		1,650	-	1,650
FRANCISCO TURANO JR.	6,000	-	(6,000)		-	-	-
FRANCISCO, CLARISS JANE		4,018	(2,679)		1,339	-	1,339
FRANCISCO, ROEL	(1,161)		-		(1,161)	-	(1,161)
FRANKIE D. SIENES	8,260	-	-		8,260	-	8,260
FRANKLIN B. CALANZA	7,770	-	(7,770)		-	-	-
FREDERICK B. EBREO	1,650		-		1,650	-	1,650
FRIAS, NOEL	11,085		(11,085)		-	-	-
GABRIEL, KHIM	667	-	-		667	-	667
GACELO, DANILO	(277)		-		(277)	-	(277)
GAERLAN, MICHAEL	(758)		-		(758)	-	(758)
GALLOS, ANTHONY	-		-		-	-	-
GALOLO, ANA LEA	1,340		-		1,340	-	1,340
GANTALA ,SAMUEL	(1)		-		(1)	-	(1)
GANTALA, SAMUEL	(5,612)	33,190	(26,975)		602	-	602
GANTALA, SAMUEL H.		4,100	(2,050)		2,050	-	2,050
GARRERO, MARK JASON	-		-		-	-	-
GARRY SAN LUIS		2,400	(2,400)		-	-	-
GARY CATINGGAN	12,990	-	(12,990)		-	-	-
GASPAR CAYCO	-	80,000	(50,000)		30,000	-	30,000
GASPAR, JOSEPH G.		188,370	(30,765)		157,605	-	157,605
Gateway Mall & Hotel	358,319	-	-		358,319	-	358,319
Gateway Mall 2	(22,602)	-	-		(22,602)	-	(22,602)
Balance forwarded	P 53,012,811	P 22,547,246	(P 22,836,139)	P -	P 52,723,919	P -	P 52,723,919

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 53,012,811	P 22,547,246	(P 22,836,139)	P -	P 52,723,919	P -	P 52,723,919
GAVINO A. MAGSUBAR JR.	21,120		(21,120)		-	-	-
GAYTANO, MANEL	(1,161)		-		(1,161)	-	(1,161)
GELLA, ANGELA CLAIRE D.	1,882		-		1,882	-	1,882
GEMMA LAMOSTE	104,228	-	(104,228)		-	-	-
GENARD S. BRANZUELA	2,643	-	-		2,643	-	2,643
GENARO L. CARIGMA	-	4,589	(4,589)		-	-	-
GENEROL, JESSRIL	3,008		-		3,008	-	3,008
GENESIS VERANO	8,260	-	(8,260)		-	-	-
Gentry Manor	171,168	968,383	(424,381)		715,170	-	715,170
GEORDAN L. BALANSAG		3,000	(3,000)		-	-	-
GEORGE L. BERMUDO	18,200		-		18,200	-	18,200
GEORGE T. HERMOSO	1,650		-		1,650	-	1,650
GERAL DAQUILA	2,610		(960)		1,650	-	1,650
GERALD DUAZO	3,360	-	(3,360)		-	-	-
GERALD T. MORES	16,125	-	(16,125)		-	-	-
GERALD TALASTAS	11,165	-	(8,330)		2,835	-	2,835
GERARDO G. FLORES III	1,650		-		1,650	-	1,650
Gerardo Santa Cruz	-	322,528	(150,867)		171,661	-	171,661
GERONE SEVILLA		42,000	(42,000)		-	-	-
GERONIMO A. AGUIHAP	19,650		(18,000)		1,650	-	1,650
Geronimo, Kevin		40,500	(23,625)		16,875	-	16,875
GERONIMO, KEVIN D		11,113	(10,279)		833	-	833
GERONIMO, KEVIN D.	(6,371)		6,371		-	-	-
GERONIMO, LUTHER S		8,940	(7,839)		1,101	-	1,101
GERONIMO, LUTHER S.	0		-		0	-	0
GHINO D. REOLALAS	2,400	3,990	(2,400)		3,990	-	3,990
GIL B. TORRES	140,000	30,000	-		170,000	-	170,000
GIL DONATO	8,400		(8,400)		-	-	-
GILBERT L. ZAMORA	1,650		-		1,650	-	1,650
GILBERT ROCA	6,545	-	(6,545)		-	-	-
GILBERT TONGA	10,815	-	(10,815)		-	-	-
Gilbert Tugade	-	67,215	(5,560)		61,655	-	61,655
GLEN DIAZ	4,500	8,550	(13,050)		-	-	-
GLEN P. DIAZ	14,400	-	(14,400)		-	-	-
GLENDO DATUIN	12,320	-	(12,320)		-	-	-
GLENN CABALLERO	5,075	-	(5,075)		-	-	-
GLENN DE JESUS	5,825	-	(5,825)		-	-	-
GLENN DELA CRUZ	28,519		-		28,519	-	28,519
GLIZETTE DYAN BERNARDO	124,133		(139,131)		(14,998)	-	(14,998)
GLOBE TELECOM, INC.	1,627,335	352,832	(9,734)		1,970,432	-	1,970,432
Golden Bay Tower (Aspire)	530,606	-	-		530,606	-	530,606
GONZAGA, MARK ANTHONY	-		-		-	-	-
GONZALO GREGORIO JR.	3,588	-	(3,588)		-	-	-
GOROBAT, ANTHONY	674	624	(624)		674	-	674
GOROBAT, ANTHONY M.		3,000	(1,500)		1,500	-	1,500
GOTIZA, REO	(277)		-		(277)	-	(277)
GRACE ABEGAIL CASEM	39,000	5,885	(44,885)		-	-	-
GRACE M. SANTOS	10,200	15,000	(25,200)		-	-	-
GRACE SANTOS	(3,555)		-		(3,555)	-	(3,555)
GRANT LEE FELLOWES	1,318		-		1,318	-	1,318
Grass Tower 4 and Podium	480	-	-		480	-	480
GRAZIELLE ALMAZAN	787	-	-		787	-	787
Grazielle Ann Q. Almazan	86,143		(6,338)		79,804	-	79,804
GREGORIO C. SUAZO JR	-		-		-	-	-
GREGORIO D. LIZARDO	8,400		(8,400)		-	-	-
GREGORIO M. JUALICAN	8,400		(8,400)		-	-	-
Ground-Bench Office	(3,357)		-		(3,357)	-	(3,357)
GUILLERMO ORTILLO JR.	6,600	-	-		6,600	-	6,600
GUILLERMO, MIRA ROELLA	3		(3)		-	-	-
HAFFELE PHILIPPINES,INC.	4,936				4,936	-	4,936
HAIDEE V. PALACIO	82,717	462,027	(541,693)		3,051	-	3,051
Hannah Nicole Bautista	-	212,070	(115,920)		96,150	-	96,150
HANS CHRISTIAN ORTEGA	-	-	(1,291)		(1,291)	-	(1,291)
HANS HERBERT PARALE	9,000	-	(9,000)		-	-	-
HAROLD A. SALIMBOT	3,000		(3,000)		-	-	-
HAROLD NELLAS	1	-	-		1	-	1
HARRY DELAMIDE	12,600	-	(12,600)		-	-	-
HASSIM SABAL	-	9,775	(9,179)		596	-	596
HAZELLE SILVERIO	18,910	73,460	(73,460)		18,910	-	18,910
Head Office Renovation	(2,215)	136,486	(230,864)		(96,593)	-	(96,593)
HEDRO IAN JAY T. PACETE	30,000				30,000	-	30,000
HEHERSON AGCAOILI	49,000	256,616	(157,164)		148,452	-	148,452
HELEN B. PEDUCHE	-	9,500	-		9,500	-	9,500
HELEN PEDUCHE	0	10,847	(12,535)		(1,687)	-	(1,687)
HENRY D. CAÑAS	1,650		-		1,650	-	1,650
HENRY S. ALEGRE	8,400		(8,400)		-	-	-
HERBERT ANDALUZ	10,480	-	(8,400)		2,080	-	2,080
Balance forwarded	P 56,301,402	P 25,606,177	(P 25,192,432)	-	P 56,715,148	-	P 56,715,148

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 56,301,402	P 25,606,177	(P 25,192,432)	P -	P 56,715,148	P -	P 56,715,148
HERMINIGILDO BAUTISTA JR.	(1,550)		-		(1,550)	-	(1,550)
HERNANDEZ, WILBERT DARYL	(4,663)		-		(4,663)	-	(4,663)
HERNANDEZ, WILBERT DARYL	29,707		(16,785)		12,922	-	12,922
HONDA CARS SHAW	6,585				6,585	-	6,585
HONEYLENE SENOJA	32,994		-		32,994	-	32,994
HONIE JOY RAAGAS	25,000		-		25,000	-	25,000
HONORIO DENNIS SEMBRANO JR.		70,000	(70,000)		-	-	-
Hotel 101 Libis	(9,013)	439,197	(251,194)		178,990	-	178,990
ILSEN DAET	(0)	14,984	(6,032)		8,952	-	8,952
Incentive	(115,000)		-		(115,000)	-	(115,000)
INNOWORKS PRODUCTION INT'L INC	201,429		-		201,429	-	201,429
Insurance Expense	-	-	-		-	-	-
International Finance Center	798,073	328,162	(214,541)		911,695	-	911,695
Inventory	1,002,870		-		1,002,870	-	1,002,870
IRENE D. SANTOS	4,800	-	(4,800)		-	-	-
IRENEO NARCISO JR.	1,650		-		1,650	-	1,650
IRENEO R. TAJOS	21,360		(21,360)		-	-	-
IRINEO AGUIHAP	111,560	692,810	(186,000)		618,370	-	618,370
IRMA G TORRES	22,400		-		22,400	-	22,400
IRVING S. BERNARDO	-	2,160	(2,160)		-	-	-
ISIDRO BURAYAG	75,360		(75,360)		-	-	-
ISOC Office	1,970	-	-		1,970	-	1,970
IVAN RON FUENTES			(3,199)		(3,199)	-	(3,199)
IVAN RON FUENTES IVAN RON		5,758	(3,839)		1,919	-	1,919
IVAN VIDAL	5,225	15,600	(5,225)		15,600	-	15,600
IVY MAE ARGULLA	6,000				6,000	-	6,000
JACKSON J. LO	2,310	-	-		2,310	-	2,310
JACKSON LO	2,080	-	-		2,080	-	2,080
JAIME BAMBALAN	18,000		(18,000)		-	-	-
JAIME CORPUZ JR.	7,805	-	(7,085)		720	-	720
JAIME RAPHAEL FELICIANO	128,758		-		128,758	-	128,758
JAKE IGNACIO	1,663	-	(1,663)		-	-	-
JAMES G. NICERIO		8,400	(8,400)		-	-	-
JAMES JUNATAS	608,157	68,240	-		676,397	-	676,397
JAMES LO	3,360	-	(3,360)		-	-	-
JAMES MATTHEW JARAMILLO	56,000	(28,000)	-		28,000	-	28,000
JAMES S. MC CARTHY	6,720				6,720	-	6,720
JAMES TAD PATRICK BARDON	1,184,603	240,000	(1,434,603)		(10,000)	-	(10,000)
JAMOSO, ALLAN B		8,940	(7,839)		1,101	-	1,101
JAMOSO, ALLAN B.	0		-		0	-	0
JAN MICHAEL LACUESTA	1,088	10,847	(11,935)		-	-	-
JAN MICHAEL P. SARMIENTO	5,705		(5,705)		-	-	-
JANE MARIE VELADO	18,600		-		18,600	-	18,600
JANETH PACLIBAR	70,789	-	-		70,789	-	70,789
JANICE O. TRASPORTE		54,000	-		54,000	-	54,000
JANIE O. VILLARMINO	4,200		(4,200)		-	-	-
JANLIE ESTARDO	20,400	-	-		20,400	-	20,400
JASON DE LUNA	-				-	-	-
JASON J. SOMBRENO	24,000		(24,000)		-	-	-
JASON ROJO	20,240	-	(15,265)		4,975	-	4,975
JAY B. AZAÑA	1,650		-		1,650	-	1,650
JAY MIEL CLETO	243,778	323,266	(530,772)		36,272	-	36,272
JAYBEE L. LA ROSA	7,800	-	-		7,800	-	7,800
JAYJAY GOROSPE	7,980	-	(7,980)		-	-	-
JAYMARK MAGLOYUAN	9,100	-	(9,100)		-	-	-
JAYME F. CAREDO	6,000	-	(6,000)		-	-	-
JAYONA, GREYEGO P		8,940	(7,839)		1,101	-	1,101
JAYONA, GREYEGO P.	0		-		0	-	0
JAYSON ABELLANO JR.	1,440	-	-		1,440	-	1,440
JAYSON ASIÑERO	-		-		-	-	-
JAYSON B. BARCALA	1,650		-		1,650	-	1,650
JAYSON B. NARVAEZ	805,246	103,000	(103,000)		805,246	-	805,246
JAYSON C. SABATER	36,000	-	-		36,000	-	36,000
JAYSON DELIS	1,420	-	(1,420)		-	-	-
JAYSON DELOS SANTOS	60,960	-	-		60,960	-	60,960
JAYSON NARCISO	5,005	-	-		5,005	-	5,005
Jayson Narvaez	-	125,733	(81,364)		44,369	-	44,369
JAYSON PAOLO D. BUÑI	4,850	-	-		4,850	-	4,850
JAYSON SABENIANO	5,750	-	(5,750)		-	-	-
JAYWELL LOPEZ	8,120	-	(8,120)		-	-	-
JEAN BEATRICE COMPA	-	6,615	(6,615)		-	-	-
JEAN VIRAY	67,500		-		67,500	-	67,500
JEEPY C. ABATAY	1,650		-		1,650	-	1,650
JEFEY M. MANGABON	-		-		-	-	-
JEFFERSON R. AREVALO	1,650		-		1,650	-	1,650
Balance forwarded	P 61,980,186	P 28,104,830	(P 28,362,941)	P -	P 61,722,074	P -	P 61,722,074

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 61,980,186	P 28,104,830	(P 28,362,941)	P -	P 61,722,074	P -	P 61,722,074
JEFFREY B. BAJA	50,000		-		50,000	-	50,000
JEFFREY C. PONSICA	1,650		-		1,650	-	1,650
JEFFREY OYAS	3,500		-		3,500	-	3,500
JEFFREY S. CALESA	-	-	-		-	-	-
JEFREE BELLEN	9,000	-	(9,000)		-	-	-
JELYN BANASIHAN	6,405	-	(6,405)		-	-	-
JEMSON B. DE CASTRO	8,400		(8,400)		-	-	-
JENBEN B. ANTOLIN	9,520		(9,520)		-	-	-
Jenefer Alba	-		(382,653)		(382,653)	-	(382,653)
JENNIFER MENDOZA	16,798	150,000	(136,798)		30,000	-	30,000
JEOFRE MUÑOZ	16,800	-	(16,800)		-	-	-
JEOFRE V. MUÑOZ	4,200	-	-		4,200	-	4,200
JERICHA JAN PRIETO	24,250		-		24,250	-	24,250
JERICK NORIELLE M. CAO	-		-		-	-	-
JERISTELLEMARIE TULLO	-	219,265	(150,265)		69,000	-	69,000
JERMYN LEAL	124,261	1,040,419	(647,276)		517,404	-	517,404
JEROME C. CABAÑES	1,650		-		1,650	-	1,650
JEROME SAN JUAN	1,920	-	(1,920)		-	-	-
JERWIN GAUDIANE	1,768	-	(1,768)		-	-	-
JERWIN J. GAUDIANE	1,950	-	(1,950)		-	-	-
JERWIN T. QUILLOY	1,650		-		1,650	-	1,650
JESAVEL B. BARRIO	8,400	-	-		8,400	-	8,400
JESIE CHRIS BORJA	11,500		-		11,500	-	11,500
JESSICA D. VIÑAS	-				-	-	-
JESSICA SUMBILLO	-	28,800	(28,800)		-	-	-
JESSIE CORONEL	3,840		(3,840)		-	-	-
JESSIE ESPINOSA	2,140	2,400	-		4,540	-	4,540
JESSIE INFANTE	(446)		-		(446)	-	(446)
JESSIE MUÑOZ	1,970	-	(1,970)		-	-	-
JESSIE RELAMPAGUS	4,200	-	-		4,200	-	4,200
JESSON M. MESIA	11,305	-	(11,305)		-	-	-
JESSRIL P. GENEROL	15,960		(15,960)		-	-	-
JESTONY ESMERIA	10,050		(8,400)		1,650	-	1,650
JESUS ARIMBUYUTAN	22,826	807,835	(426,175)		404,486	-	404,486
JESUS F. ABRAJANO	1,650		-		1,650	-	1,650
JET NEGOSA		15,385			15,385	-	15,385
JETON M. COMENDADOR	1,475		-		1,475	-	1,475
JHON RAY PONES	6,440	-	(6,440)		-	-	-
JHONACEL T. DELA CRUZ	4,305		(4,305)		-	-	-
JHORDAN JIMENO	1,650		-		1,650	-	1,650
JICJIC S. KIAMCO	1,650		-		1,650	-	1,650
JIESTER KALAW	13,040		(3,140)		9,900	-	9,900
JIEZL FLORALDE	79,106	163,500	(181,000)		61,606	-	61,606
JIMENO, JHORDAN S.	0		-		0	-	0
JIMMY D. DURANGO	14,876		-		14,876	-	14,876
JIMSON D. CUEVAS	3,498		-		3,498	-	3,498
JIN MC CLOUD GURO	3,483	-	(3,483)		-	-	-
JIPPREY PONCE	6,720	-	(6,720)		-	-	-
JIRIEL G. SAEZ	-	4,800	(4,800)		-	-	-
JO PAUL M. RICARZE	6,720				6,720	-	6,720
JOANA ANGELICA ANCHETA	-	77,500	-		77,500	-	77,500
JO-ANN OLOROSISIMO	3,000	-	(3,000)		-	-	-
JOANNE GRACE F. GIRADO	8,400	-	(8,400)		-	-	-
JOE MARK CAABAY	1,650		-		1,650	-	1,650
JOEBELOU SIPLAO	6,720	-	-		6,720	-	6,720
JOEBERT REGINIO	14,400	-	-		14,400	-	14,400
JOEBERT UMPAD	0	-	-		0	-	0
JOEFREY E. DE ASIS	2,400		(2,400)		-	-	-
JOEL CIPRIANO	5,300	-	(5,300)		-	-	-
JOEL MARTINEZ	536	11,961	(595)		11,902	-	11,902
JOEL MILLARE	3,360	-	-		3,360	-	3,360
JOEL ORDOÑA	5,280		(5,280)		-	-	-
JOEL P. MORA JR.	3,300		-		3,300	-	3,300
JOEL RANIDO	(902)		-		(902)	-	(902)
JOEL VILLAPANDO	-	101,994	(101,994)		-	-	-
JOELITO M. OAS	(3,903)	-	(1,673)		(5,575)	-	(5,575)
JOELITO OAS	5,575	-	(5,575)		-	-	-
JOEM C. FLOJO	1,650		-		1,650	-	1,650
JOEMAR CELIZ	-				-	-	-
Joemar Salinas	-	29,700	-		29,700	-	29,700
JOEMEL L. IRASGA	7,455	-	(7,455)		-	-	-
JOENCY ORTENCIO		15,000	(15,000)		-	-	-
JOERGE L. TOTAL	1,650		-		1,650	-	1,650
JOESAL REY B. ERLANO	41,340	-	(34,365)		6,975	-	6,975
JOESAL REY ERLANO		14,400			14,400	-	14,400
JOEY CORDOVA	9,675	-	(9,675)		-	-	-
Balance forwarded	P 62,617,151	P 30,787,788	(P 30,642,745)	P -	P 62,762,194	P -	P 62,762,194

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 62,617,151	P 30,787,788	(P 30,642,745)	P -	P 62,762,194	P -	P 62,762,194
JOEY M. ABEJO	1,650		-		1,650	-	1,650
JOEY PORTUGAL	20,400	-	(20,400)		-	-	-
Joeylyn Genesis V. Mallari	-	25,000	(25,000)		-	-	-
JOHANNES G. RUOF	(31,304)				(31,304)	-	(31,304)
JOHN ALDRIN PERMIJO	4,923	-	(4,923)		-	-	-
JOHN CARLO VELASCO	11,068	-	-		11,068	-	11,068
JOHN DICK QUITOS	(304)		-		(304)	-	(304)
John Enrique Madrigal II	-	38,170	(38,170)		-	-	-
JOHN ENRIQUE V. MADRIGAL II	11,600	913	-		12,513	-	12,513
JOHN FAMINIAL	67,500	-	(67,500)		-	-	-
JOHN FERDINAND TENCE	5,750	-	(5,750)		-	-	-
JOHN HENRY JAY G. MANAIT	81,600		(81,600)		-	-	-
JOHN JAMES CARDONA		25,000	(25,000)		-	-	-
JOHN JOHN A. SALAZAR	8,400	4,200	(12,600)		-	-	-
JOHN KALVIN CARREON	223,251		-		223,251	-	223,251
JOHN KARLO P. MIÑA	-		-		-	-	-
JOHN KENNETH HADER	-	10,847	(10,847)		-	-	-
JOHN KYLE LACARAN	(860)	-	-		(860)	-	(860)
JOHN MARK ARELLANO	23,475	-	(23,475)		-	-	-
JOHN MARK ARTHUR CORRAL	3,518	-	-		3,518	-	3,518
JOHN NOEL CANTRE	7,275	-	(7,275)		-	-	-
JOHN PATRICK GARCIA	16,000	-	(3,500)		12,500	-	12,500
JOHN PAUL ORTEGA	1,950	-	(1,950)		-	-	-
JOHN RENZ MACAYAN	6,160	-	-		6,160	-	6,160
JOHN REY ALANZA	5,775	-	(5,775)		-	-	-
JOHN REY DANIEL	1,650		-		1,650	-	1,650
JOHN RODIN BELLO	7,035	-	(7,035)		-	-	-
JOHN RODIN P. BELLO	12,443	-	(12,443)		-	-	-
JOHN RONALD RENDON	40,000		-		40,000	-	40,000
JOHN VERGEL MEDILO	13,920	-	(13,920)		-	-	-
JOHN VINCENT B. REGAÑON	-	5,400	(5,400)		-	-	-
JOHNMAS CARLET	(321)		-		(321)	-	(321)
JOHNREL VIDAL	(455)		-		(455)	-	(455)
JOJO LANCOB	1,400	-	-		1,400	-	1,400
JOJO PERNITO	5,375	-	(5,375)		-	-	-
JOLYBERT C. DIAYON	22,290		(20,640)		1,650	-	1,650
JOMAR B. BINOS	1,650		-		1,650	-	1,650
JOMARI ORDONIO		67,000	(44,500)		22,500	-	22,500
JOMARIE MABANAN	(455)		-		(455)	-	(455)
JON JON PIÑON	1,650		-		1,650	-	1,650
JONALD BULLECER	8,400	6,600	(15,000)		-	-	-
JONALYN CLAIRE R. BOHOL	8,260	-	(8,260)		-	-	-
JONATHAN CELESTE	5,775	-	(5,775)		-	-	-
JONATHAN F. SALUDEZ	4,850		-		4,850	-	4,850
JONATHAN G. CABALITAN	33,960		(33,960)		-	-	-
JONATHAN H. CALLANTA	8,400		(8,400)		-	-	-
JONATHAN H. MOLINA	1,650		-		1,650	-	1,650
JONATHAN JUALO	4,095	-	(4,095)		-	-	-
JONATHAN V. MIRAS	23,240		(23,240)		-	-	-
JONEL D. ROMANO	1,650		-		1,650	-	1,650
JONEL G. LOCSIN	-	6,000	(6,000)		-	-	-
JONELA F. MENGOY	4,200	-	(4,200)		-	-	-
JONIE UMAPAS	-	10,847	(10,847)		-	-	-
JONNEL TAPIA	3,740	-	(3,740)		-	-	-
JONNET D. PEÑAFLOR	155,000	62,260	(88,260)		129,000	-	129,000
JORDAN JOEL ORTIZ	30,000	26,403	(56,403)		-	-	-
JORDAN PALIZA	6,600	-	(6,600)		-	-	-
JORGE LOBIGAS	1,650		-		1,650	-	1,650
JORGE SICAD JR	6,000	-	(6,000)		-	-	-
JORIDEL ORIAS	16,650	-	(16,500)		150	-	150
JOSE CAMORAL	3,360	-	(3,360)		-	-	-
Balance forwarded	P 63,515,277	P 31,076,429	(P 31,383,102)	P -	P 63,208,603	P -	P 63,208,603

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 63,515,277	P 31,076,429	(P 31,383,102)	P -	P 63,208,603	P -	P 63,208,603
JOSE GARCIA	1,650		-		1,650	-	1,650
JOSE LALUSIN	5,680	-	(5,680)		-	-	-
JOSE LORENZO T. ANTONIO	1,768	-	(1,768)		-	-	-
JOSE M. GORPIDO JR.	8,400		(8,400)		-	-	-
JOSE M. GORPIDO, JR.	1,475		-		1,475	-	1,475
JOSE MARIE MALAPIT	1,650		-		1,650	-	1,650
JOSE MARIO LAGAN	3,664		(4,200)		(536)	-	(536)
JOSE P. ASOY JR.	8,400		(8,400)		-	-	-
JOSE RAMIREZ	103,544		(49,736)		53,808	-	53,808
JOSE SIMANGAN	2,938	-	(2,938)		-	-	-
JOSE TABALNO	6,965		(6,965)		-	-	-
JOSE VOLTAIRE DE LA ROSA	-	8,500	(8,500)		-	-	-
JOSEFINO P. ESTRABELA JR.	2,880	-	-		2,880	-	2,880
JOSELITO PRIMAVERA		8,360			8,360	-	8,360
JOSELLER ORBINO	67,951		(67,951)		-	-	-
JOSEPH ANGELO E. NABONG	3,840	-	-		3,840	-	3,840
JOSEPH ANGELO NABONG	3,343	-	-		3,343	-	3,343
JOSEPH BASLOT	35,100	-	(35,100)		-	-	-
Joseph Buban Navarro	-	33,000	(33,000)		-	-	-
JOSEPH CABOL	(692)		-		(692)	-	(692)
JOSEPH DOROPAN	21,990	-	(21,990)		-	-	-
JOSEPH G. GASPAR	14,075	9,000	(21,600)		1,475	-	1,475
JOSEPH MEDRERO	3,395		(3,395)		-	-	-
JOSEPH NERIA	8,258	-	(3,763)		4,495	-	4,495
JOSHUA BRYAN OBON		1,496			1,496	-	1,496
JOSHUA RONQUILLO	28,320	-	(28,320)		-	-	-
JOSHUA TUMOMBAY	7,280	-	(7,280)		-	-	-
JOSUE G. GA	1,650		-		1,650	-	1,650
JOUIE LEE OLIVER	52,607		(42,600)		10,007	-	10,007
JOVEL E. POBLETE	-	8,400	(8,400)		-	-	-
JOVELO SANTARITA	(1,000)		-		(1,000)	-	(1,000)
JOVELOU DE GUZMAN	11,400	-	(11,400)		-	-	-
JOVERT N. DATU	8,400		(8,400)		-	-	-
JOWELYN ROSARIO	-		(96,480)		(96,480)	-	(96,480)
JOY ANN L. MIRANDO	69,708		(69,708)		-	-	-
JOYSIAN NEPOMUCENO	84,604	30,000	(89,104)		25,500	-	25,500
JR. S. LLANO	4,650		(3,000)		1,650	-	1,650
JUAN JR. CORRE II	-	9,775	(834)		8,940	-	8,940
JUAN TIMO	1,650	6,000	(6,000)		1,650	-	1,650
JUANITO LICO	36,000	-	-		36,000	-	36,000
JUANITO P. LIMBAGA JR.	8,400	-	-		8,400	-	8,400
JUANITO REPISO SUNIEL	-	18,000	(18,000)		-	-	-
JUBINUM M. DEL ROSARIO	76,280		-		76,280	-	76,280
JUDE DE VILLA	(455)		-		(455)	-	(455)
JULIA KATRINA DELA CRUZ	(23,200)	393,861	(542,611)		(171,950)	-	(171,950)
JULIE ANN P. PEÑA	3,938	11,000	(14,938)		-	-	-
JULITO DADIA JR.	75,600	-	-		75,600	-	75,600
JULIUS ARINAZA	(6,490)		(8,333)		(14,823)	-	(14,823)
JULIUS C. MANDAWE	10,050		(8,400)		1,650	-	1,650
JULIUS DEL MUNDO	-	16,273	(16,273)		-	-	-
JULIUS ERVIN ARAGO	1,920	-	-		1,920	-	1,920
JULIUS I. DE CHAVEZ	8,400	-	-		8,400	-	8,400
JULYSON SOMBRINO	7,105	-	(7,105)		-	-	-
JUMAR PANTERIORE	5,670	-	(5,670)		-	-	-
JUN JUN C. LILANG	17,400		(17,400)		-	-	-
JUNAR G. ATIENZA	11,020	-	(11,020)		-	-	-
JUNARD SEVILLA	97,350		(79,350)		18,000	-	18,000
JUNE PILLAS	8,400		(8,400)		-	-	-
JUNEL CATUBIG	2,820	-	(2,820)		-	-	-
JUNEL PRINCIPE	3,448	-	(3,448)		-	-	-
JUNER CAGANG	80,000		-		80,000	-	80,000
JUNIE RIVERA	1,400	-	-		1,400	-	1,400
JUNIFER BALLERA	6,720	-	-		6,720	-	6,720
JUNREY ABADINAS	-	9,357	(6,258)		3,099	-	3,099
JUNREY CAL	5,760				5,760	-	5,760
JUNRIL A. BONDA-ON	17,775		(17,775)		-	-	-
JUNRIL MUYCO	(714)		-		(714)	-	(714)
JURILLA, REYLAN M.		5,000	(2,500)		2,500	-	2,500
JUSTIN JUNEL J. PASCUA	150,050	95,000	-		245,050	-	245,050
JUSTINE C. RIVERA	87,779	-	-		87,779	-	87,779
JUSTINE RIVERA	3,741.25	-	(3,741.25)		-	-	-
Balance forwarded	P 64,783,241	P 31,739,451	(P 32,808,313)	P -	P 63,714,379	P -	P 63,714,379

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 64,783,241	P 31,739,451	(P 32,808,313)	P -	P 63,714,379	P -	P 63,714,379
JUVANI BARLINAN	2,363	-	(2,363)		-	-	-
Juvilyn Ocbian	-	35,424	(35,424)		-	-	-
JUVY BANZON	2,030	-	(2,030)		-	-	-
KARA MAE MENDIOLA	66,259				66,259	-	66,259
KAREN JANE D. VALERIO	6,300	-	(6,300)		-	-	-
KARL BENEDICT ONG		80,000	(80,000)		-	-	-
KATE WELLIN GBEZEHA	56,000	-	-		56,000	-	56,000
KATHERINE A. ELECCION	32,000				32,000	-	32,000
KATHERINE DUGTONG	1,246		-		1,246	-	1,246
KATHLEEN ANN SECO	69,430	852,521	(476,993)		444,959	-	444,959
KATHLEEN FIGURA	76,895	-	(76,895)		-	-	-
KATHLEEN PATRICE D. VILLAREAL	1,432		(1,432)		-	-	-
KATRINA B. DOLORES	39,000		(39,000)		-	-	-
KEITH ANTHONY CALIMAG	518,250	290,789	(290,789)		518,250	-	518,250
KELLY MAY V. TURALDE	47,299	-	(47,299)		-	-	-
KEN JAMES ROMANO	5,160		-		5,160	-	5,160
KENNEDY S. BANGLOY	-	6,000	(6,000)		-	-	-
KEVIN DOMINIC GARCIA	-	2,000	(2,000)		-	-	-
KEVIN GERONIMO	7,090		-		7,090	-	7,090
KHRISTIAN JOHN C. FERRER	5,000		-		5,000	-	5,000
KHRISTIAN JOHN C. FERRER/SHELLA M.	7,852		(7,852)		-	-	-
KIM ALEXIE VALLESTERO	-				-	-	-
KIM DE LOS SANTOS	3,300		-		3,300	-	3,300
KIM RITA MARIE SOLOMON	8,400	-	(8,400)		-	-	-
KIMBERLIE PERLAS	52,006	-	-		52,006	-	52,006
KING A. BALINTON	1,650	72,000	(72,000)		1,650	-	1,650
KING EGIE BOY GALMAN	156,202		-		156,202	-	156,202
KING GERARD CALINOG	2,400	-	(2,400)		-	-	-
KIRK ALEXIS B. CABREROS	2,400				2,400	-	2,400
Kristian Carlo Aurelio	-	9,000	(9,000)		-	-	-
KRISTINA MAE A. INCIONG	110,000		-		110,000	-	110,000
KRISTINE AIRA M. INAO	-	12,500	-		12,500	-	12,500
KRISTINE JOYCE FRANCO LAGROSA	76,000	(16,000)	-		60,000	-	60,000
KUYSEN ENTERPRISES,INC.	57,003				57,003	-	57,003
La Victoria Global Residences	(60,093)	-	-		(60,093)	-	(60,093)
Laila S. Antoniano	-	20,000	-		20,000	-	20,000
LAIZA MARIZ TAMAYAO	-	28,000	(28,000)		-	-	-
LALO BEATO	5,113	-	(5,113)		-	-	-
LAMBERTO BANSIL III	437,790	339,532	(339,532)		437,790	-	437,790
Lancaster	121,553	32,265	(89,933)		63,884	-	63,884
Landers Alabang	(24,592)	-	-		(24,592)	-	(24,592)
Landers Arcovia	255,939	26,821	(42,438)		240,323	-	240,323
LANDERS ASEANA	(119,114)	172,898	(222,876)		(169,092)	-	(169,092)
Landers Warehouse-Balintawak	328,636	-	-		328,636	-	328,636
Landers Warehouse-Otis	3,566	-	-		3,566	-	3,566
LANDICHO, ARLAN	2,137	1,639	(2,437)		1,339	-	1,339
LAPIRAP, ROGELIO	(911)		-		(911)	-	(911)
LARRY BOY DIAZ	3,360	-	-		3,360	-	3,360
LARRY CAAMPUED	28,800	-	-		28,800	-	28,800
LARRY JONES R. CHATO	14,775		(14,775)		-	-	-
LARRY NOCEJA	57,600	-	-		57,600	-	57,600
LASIN, CHRISTIAN		9	-		9	-	9
LASTRA, ANTONIO	-		-		-	-	-
LAURENCIANO, NOEL	(9,430)		-		(9,430)	-	(9,430)
LAURITO CABUAL	1,650		-		1,650	-	1,650
LAYSON ,RAYMUNDO	3,744		(3,744)		-	-	-
LAYSON, RAYMUNDO	3,703	13,385	(7,315)		9,773	-	9,773
Le Grand BPO Cluster (D, E & F)	65,633	-	-		65,633	-	65,633
Le Grand BPO Project (A, B & C)	(22,343)	-	-		(22,343)	-	(22,343)
Leave Conversion Taxable	3,420		-		3,420	-	3,420
Balance forwarded	P 67,297,144	P 33,718,233	(P 34,730,651)	P -	P 66,284,726	P -	P 66,284,726

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 67,297,144	P 33,718,233	(P 34,730,651)	P -	P 66,284,726	P -	P 66,284,726
Leave Conversion-Taxable	-	-	-		-	-	-
LECITA, CHRISTOPHER	2,430		-		2,430	-	2,430
LEI ANNE ORBISTA	53,120	-	-		53,120	-	53,120
LEMUEL ROI RATON	4,200	-	-		4,200	-	4,200
LEMUEL SEREÑO	5,800		-		5,800	-	5,800
LENDHEL JOHN B. AQUINO	14,400	-	(14,400)		-	-	-
LEO BUENAVENTURA	5,875	-	(5,875)		-	-	-
Leo D. Gacutina		36,000	(36,000)		-	-	-
LEO FEDER	6,965	-	(6,965)		-	-	-
LEO GACUTINA		8,805	(8,805)		-	-	-
LEO ROLLAN	208	-	(208)		-	-	-
LEO ROLLAN & SONNY BOY ENRIQUEZ	(710,921)	8,867	(79,801)		(781,855)	-	(781,855)
LEO TABARES		6,000			6,000	-	6,000
LEOMAR D. GONZALES	4,500		-		4,500	-	4,500
LEONARD COGUIMBAL	-	-	(1,990)		(1,990)	-	(1,990)
LEONARD M. COGUIMBAL	5,775	51,250	(57,027)		(2)	-	(2)
LEONARD PALCONAN	15,220	-	(15,220)		-	-	-
LEONARDO MARCAIDA		1,200			1,200	-	1,200
LEONARDO N. VENUS	8,615		(6,965)		1,650	-	1,650
LEONARDO ROLDAN JR.	2,600	-	(2,600)		-	-	-
LEONARDO VENUS	(1,038)		-		(1,038)	-	(1,038)
LEONIL FERNIN	-	6,000	(6,000)		-	-	-
LESTER RAMOS	6,600	-	(6,600)		-	-	-
LESTER VILLANUEVA	3,535	-	-		3,535	-	3,535
LETICIA CATALAN	2,000		-		2,000	-	2,000
LIAN MACHADO	17,500	33,417	(33,417)		17,500	-	17,500
LIEZEL CAMAYA	9,000	-	(6,000)		3,000	-	3,000
Lilian Lores	-	190,650	(201,850)		(11,200)	-	(11,200)
LIM, JORDAN	(1,438)		-		(1,438)	-	(1,438)
LIMWEL P. JUGO	1,650		-		1,650	-	1,650
Lincoln (5F-47th Flr.incl.Roofdeck)East Villa,Lo	56,359	-	-		56,359	-	56,359
LITO G. GAYON		51,750	(25,875)		25,875	-	25,875
LIZNIL JANE GEIDT	26,696		-		26,696	-	26,696
LLOYD JOSEPH CERRERO	6,975	-	(6,975)		-	-	-
LOMIER AYING	-	2,000	(2,000)		-	-	-
Long Term Investment	357,310				357,310	-	357,310
LONGOS, PRINCESS	47		(47)		-	-	-
LOPEZ Jr., NAPOLEON	(1,161)		-		(1,161)	-	(1,161)
LORETO ROMANA F. MAGPANTAY	-	150,000	(150,000)		-	-	-
LORNA SANTOS	38,025	192,461	(186,742)		43,744	-	43,744
LOUIE PESIMO	4,425	-	(4,425)		-	-	-
LOUIE S. ROMERO	8,490		(8,400)		90	-	90
LOYD BRYLE BIEN S. AGENA	7,110	-	(7,110)		-	-	-
LUIGIE LLANO	36,975		(36,000)		975	-	975
LUIS RAYMOND ILAGAN	203,866	65,638	(65,638)		203,866	-	203,866
LUMBERIO, DARYL M.	-	-	-		-	-	-
Luntal Solar Power	-	9,000	(40,500)		(31,500)	-	(31,500)
LUTCRESIO TEJERO	2,975	-	(2,975)		-	-	-
LUTHER S. GERONIMO	2,625		-		2,625	-	2,625
LYNARD G. BARREDO	3,570		(1,920)		1,650	-	1,650
M9 Merchant's Mill	(911)		-		(911)	-	(911)
Ma. Abigael Jane Librando	-	114,914	(42,000)		72,914	-	72,914
MA. CRISTINA PAULINE ESPELETA	31,333	-	(31,333)		-	-	-
MA. DANIELLE BIASBAS	-	-	(878)		(878)	-	(878)
MA. DOLORES O. AMOS		7,800	-		7,800	-	7,800
MA. GLORIA JENNIFER ONTE	195,400	513,390	(262,500)		446,290	-	446,290
Ma. Marjorie Razon	-	114,015	(45,606)		68,409	-	68,409
MA. NORA MAE G. LAGO	70,000	-	(70,000)		-	-	-
MA. NORA ME LAGO	838	-	(838)		(0)	-	(0)
Ma. Rose Anne De Lumba	-	13,000	(73,000)		(60,000)	-	(60,000)
MA. ROSE ANNE M. DE LUMBA	59,925		-		59,925	-	59,925
Maa General Assurance Phils., Inc.	-	6,224	-		6,224	-	6,224
Mactan-Cebu Airport Project	27,070		-		27,070	-	27,070
MAE ANN INFORNON	73,982	-	-		73,982	-	73,982
MAEANN A. FORCADILLA	(36,882)				(36,882)	-	(36,882)
Balance forwarded	P 67,928,785	P 35,300,614	(P 36,285,136)	P -	P 66,944,263	P -	P 66,944,263

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 67,928,785	P 35,300,614	(P 36,285,136)	P -	P 66,944,263	P -	P 66,944,263
MAIDEN ANDREA ANDICO	-	1,071	-		1,071	-	1,071
MALCO, MARVIN	5,492	-	-		5,492	-	5,492
Malolos Clark Railway	(70,000)	-	-		(70,000)	-	(70,000)
Malolos-Clark Railway (Package 1)	(201,827)	371,620	(869,169)		(699,376)	-	(699,376)
MANALASTAS, PASTOR Jr. A.		3,838	(1,919)		1,919	-	1,919
MANANSALA, RALSTEIN	1,330	6,377	(5,406)		2,301	-	2,301
MANANSALA, RALSTEIN JR D.		3,580	(1,790)		1,790	-	1,790
Mandani Bay Quay	1,424,226	53,384	(300,064)		1,177,547	-	1,177,547
MANGABON, JEFEY	(1,143)		-		(1,143)	-	(1,143)
MANJERON, GREFIEL	2,000		-		2,000	-	2,000
MANNY D. BALLERA	2,130	-	(2,130)		-	-	-
MANOLO PARALEJAS	14,325	-	-		14,325	-	14,325
MANUEL BONIFACIO	1,890	-	-		1,890	-	1,890
MANUEL CRUZ	(12,000)		-		(12,000)	-	(12,000)
MANUEL LOUIE FERRER		22,502	-		22,502	-	22,502
MANUEL N. PEYRA	8,830		(8,830)		-	-	-
MANUEL ONGJUCO	200,000	862,000	(142,000)		920,000	-	920,000
MANUEL SALINAS	16,050	-	(16,050)		-	-	-
MAPUTI, MEIRYN	(911)		-		(911)	-	(911)
MAR ISAVEDRA	53,325	-	(53,325)		-	-	-
MARAVILLAS ,MAICA	446		(446)		-	-	-
MARAVILLAS, MAICA	3		(3)		-	-	-
MARC BENI SANSAIT	68,152	85,176	(86,800)		66,528	-	66,528
MARCELINO L. MANGAYA-AY JR.	1,475		-		1,475	-	1,475
MARCELO LUMACANG	9,600	1,200	(6,000)		4,800	-	4,800
MARCELO, LAWRENCE	528		-		528	-	528
MARCIAL BAYABAN Jr.	(1,202)		-		(1,202)	-	(1,202)
MARDEL CIARA MARASIGAN	-		-		-	-	-
Mareic Building	9,513	-	-		9,513	-	9,513
MARGELYN REYES		2,040	(2,040)		-	-	-
MARIA ARVIE BALASTA	65,042		(65,042)		-	-	-
MARIA BELINDA B. MORALES	60,609		-		60,609	-	60,609
MARIA CHRISTINA PELPENOSAS	-	68	(1,140)		(1,072)	-	(1,072)
MARIA CYRINE ROLDAN	1,580	-	(1,580)		-	-	-
MARIA KATE CHARLAN DELA CRUZ		549			549	-	549
MARIA NIKKI MANTALA	70,000		(70,000)		-	-	-
MARIA NIKKI VILLEGAS	-	6,000	(6,000)		-	-	-
MARICEL LUNA	-		-		-	-	-
MARICON M. VICENCIO	1,846	40,998	(36,670)		6,174	-	6,174
MARIE WILLEN ABUED	-	494,796	(494,796)		-	-	-
MARIECRIS S. YADAO	-		-		-	-	-
MARIECRIS YADAO	179		(179)		-	-	-
MARIELLE M. OLEA	77,778	15,400	(93,178)		-	-	-
MARILELEEZA MEL P. ROQUE	(41,600)	-	41,600		-	-	-
MARILOU GIANAN	5,400	-	(5,400)		-	-	-
MARILOU SHELO BARBIANA	28,800	-	(28,800)		-	-	-
MARINEL MERCADO	13,200	-	(13,200)		-	-	-
MARIO C. MEDINA	-		-		-	-	-
Mario Lope Par	-	284,000	(284,000)		-	-	-
MARIO OMBOY	4,200	-	(4,200)		-	-	-
MARIZEL RAHON	10,800		(10,800)		-	-	-
MARJORIE P. RAZON	-	22,803	-		22,803	-	22,803
MARK ANGELO C. SALALILA	6,000	-	-		6,000	-	6,000
MARK ANGELO SALALILA	-				-	-	-
MARK ANTAZO	5,750	-	-		5,750	-	5,750
MARK ANTHONY BERMEO	8,400	6,000	(14,400)		-	-	-
MARK ANTHONY C. ESTABILLO	14,400	-	(14,400)		-	-	-
MARK ANTHONY DOMINGO	6,860	-	(6,860)		-	-	-
MARK ANTHONY GONZAGA	3,840		(3,840)		-	-	-
MARK ANTHONY OPINION	6,600	-	(6,600)		-	-	-
MARK ANTHONY S. CO	1,371	-	-		1,371	-	1,371
MARK ANTHONY SANTOS	8,365	-	(8,365)		-	-	-
Balance forwarded	P 69,820,435	P 37,584,018	(P 38,908,958)	P -	P 68,495,495	P -	P 68,495,495

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 69,820,435	P 37,584,018	(P 38,908,958)	P -	P 68,495,495	P -	P 68,495,495
MARK BRIONES	1,700	-	-		1,700	-	1,700
MARK GOCELA MAÑOZO	2,650		(1,000)		1,650	-	1,650
MARK JASON L. GARRERO	16,050		(14,400)		1,650	-	1,650
MARK LLOYD A. RAMIREZ	9,950		(8,400)		1,550	-	1,550
Mark Nievera	-		(870,036)		(870,036)	-	(870,036)
Mark Paul D. Flores	-	130,000	(100,000)		30,000	-	30,000
Mark Ralfhy Villalon	-	20,000	-		20,000	-	20,000
MARK ROCAFORT	397,310	1,045,994	(1,134,306)		308,998	-	308,998
MARK RODEL SABADO	39,625		(4,531)		35,094	-	35,094
MARK U. VILLAGONZALO	3,273				3,273	-	3,273
MARK VERGEL C. CONCEPCION	1,650		-		1,650	-	1,650
MARK VONN DARANCIANG	3,154		(3,600)		(446)	-	(446)
MARKUS HENNIG	237,057	50,000	(287,057)		-	-	-
MARLO SIMANGAN	6,335	-	(6,335)		-	-	-
MARLON CAMILOTES	2,400	-	(2,400)		-	-	-
Marlon Ces De Mesa	(9,563)	-	-		(9,563)	-	(9,563)
MARLON JAY MAGNO	2,388	-	(2,388)		-	-	-
MARLON JAZARENO	6,703	-	(6,703)		-	-	-
MARLON MERCADO	6,600	23,802	(6,600)		23,802	-	23,802
MARLON REONICO	2,400		(2,400)		-	-	-
MARLOU RAMOS	(455)		-		(455)	-	(455)
MARLOU S. RAMOS	3,000	6,000	(9,000)		-	-	-
MARNELLIE SANIDAD	10,000				10,000	-	10,000
MARQUEZ, JOHN KRISTOFER	-		-		-	-	-
MARTIN JACOB E. CORPUZ	-	8,400	(8,400)		-	-	-
MARTIN MIGUEL FLORES	47,900	22,480	-		70,380	-	70,380
MARTINEZ JOEL	8,400		(8,400)		-	-	-
MARTINEZ, DIANE	119	-	-		119	-	119
MARTINEZ, JOEL	1,513		(1,513)		-	-	-
MARTY GEE D. ANOCHE	3,360	6,000	(9,360)		-	-	-
Marvin C. Tablizo	-	11,000	-		11,000	-	11,000
MARVIN GLORIA	30,120	21,235	(14,000)		37,355	-	37,355
MARVIN GUTLAY	8,400	-	(8,400)		-	-	-
MARVIN LIMBAGA	6,000	-	(6,000)		-	-	-
MARVIN M. ENCARNACION	1,650		-		1,650	-	1,650
MARVIN M. MALCO	9,000				9,000	-	9,000
MARVIN PAUL PASCUA	(1,381)		-		(1,381)	-	(1,381)
MARY ANN D. VILLAGRACIA	6,000	-	(6,000)		-	-	-
MARY GRACE A. LI	37,500		-		37,500	-	37,500
MARY GRACE MONTALES	14,400		(14,400)		-	-	-
MARY JANE ATIENZA	-	16,273	(16,273)		-	-	-
MARY JANE CAJAYON	13,168		(154,795)		(141,627)	-	(141,627)
MARY JANE V. ATIENZA	10,000	-	(8,298)		1,702	-	1,702
MARY JOY L. DEDOYCO	8,400		(8,400)		-	-	-
MARY JOY PICAO	-	17,853	(16,217)		1,636	-	1,636
MARY JOY R. BOTIS	3,185		(3,185)		-	-	-
MARY LEI M. FELICIANO	-	4,500	(4,500)		-	-	-
MARY ROSE F. DE GUZMAN	5,976	6,000	(11,976)		-	-	-
Masashi Watanabe	-	34,330	(34,120)		210	-	210
MASENDO PINGOL	(455)		-		(455)	-	(455)
MAXICARE HEALTHCARE CORPORATIO	474,849	-	-		474,849	-	474,849
MAXIMO ESPINOSA JR	8,260	-	(8,260)		-	-	-
MAY CORVERA	-	4	(4)		-	-	-
MAYBELLE PRIETO	55,340	366,902	(198,146)		224,096	-	224,096
MCC Cebu Head Office	0	-	-		0	-	0
Mckinley West Sales and Information Center	7,471	-	-		7,471	-	7,471
MECHAELA TAYAS		24,647			24,647	-	24,647
Medical,Dental & Hospital	2,350		-		2,350	-	2,350
MedicalDental & Hospital	202,525				202,525	-	202,525
Balance forwarded	P 71,526,710	P 39,399,438	(P 41,908,761)	P -	P 69,017,388	P -	P 69,017,388

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 71,526,710	P 39,399,438	(P 41,908,761)	P -	P 69,017,388	P -	P 69,017,388
MEDICARD PHILIPPINES INC.	600	75,775	-		76,375	-	76,375
MEDRERO, JOSEPH O.		2,938	(1,469)		1,469	-	1,469
Megawide - Central Warehouse Taguig	5,116,850	436,090	-		5,552,939	-	5,552,939
Megawide - Main/Head Office	11,267,116	7,181,013	(3,711,224)		14,736,905	-	14,736,905
Megawide - Motorpool	1,525	-	-		1,525	-	1,525
Megawide - Warehouse Formworks	373	-	-		373	-	373
Megawide - Warehouse Taytay Yard	27,245	-	-		27,245	-	27,245
MEGAWIDE CONSTRUCTION CORPORAT	1,315,659	50,000	-		1,365,659	-	1,365,659
MEGSASALE	90,201	8,086	(98,288)		-	-	-
MELANIE VILLACRUZADA	(0)	-	-		(0)	-	(0)
MELCHOR V. HERRERA	1,650		-		1,650	-	1,650
MELISSA SALILICAN	56,529	49,998	-		106,527	-	106,527
MELITON CRESCINI JR.	21,000		(21,000)		-	-	-
MELJUNE MONSANTO	5,575	1,200	(5,575)		1,200	-	1,200
MELTON FUENTES	6,315	-	(6,315)		-	-	-
MELVIN BEGUEJA	12,810	-	-		12,810	-	12,810
MELVIN C. CORDERO	8,330	-	-		8,330	-	8,330
MELVIN SEVILLO	(692)		-		(692)	-	(692)
MELVINO FAUSTINO	59,534		-		59,534	-	59,534
MENDOZA JR, ANGELITO	-		-		-	-	-
MENDOZA, JENNIFER	1,339	101	(101)		1,339	-	1,339
MENDOZA, JENNIFER RODELLA		9,170	(8,037)		1,133	-	1,133
MENDOZA, JENNIFER R.		3,580	(1,790)		1,790	-	1,790
MENDOZA, JIM PAUL	242		(242)		-	-	-
MENDOZA, REYNALDO	(1,205)		-		(1,205)	-	(1,205)
MENDOZA, RUEL M.		1,780	(890)		890	-	890
MENGOTE, ARLENE P.		3,580	(1,790)		1,790	-	1,790
MERCADO, MARLON	(19,579)	8,784	(4,128)		(14,923)	-	(14,923)
MERCADO. MARLON	9		(9)		-	-	-
MERL B. SALIGUMBA	1,650		-		1,650	-	1,650
Metro Manila Subway - Phase 1	-	1,460	(1,460)		-	-	-
Metro Manila Subway - Phase 1 (CP104)	(42,074)	518,173	(909,609)		(433,510)	-	(433,510)
MGM MOTOR TRADING INC.	5,790		-		5,790	-	5,790
MHELVINA DOMINCIL	-	4,050	(2,933)		1,118	-	1,118
MIA BAGAUB	489	-	-		489	-	489
MICHAEL ALBAO	(777)		-		(777)	-	(777)
MICHAEL ALIA	-	10,847	(10,847)		-	-	-
MICHAEL ANDAM	3,028	-	(3,028)		-	-	-
MICHAEL ANGELO VICENTE		1,548			1,548	-	1,548
MICHAEL BAÑARES	1,500	-	(1,500)		-	-	-
MICHAEL BERMUDO	140,000		-		140,000	-	140,000
MICHAEL CONDADA	1,950	-	(1,950)		-	-	-
MICHAEL GARCIA	5,575	-	(5,575)		-	-	-
MICHAEL HEHERSON DISTOR	2,000	-	(2,000)		-	-	-
MICHAEL JAY P. PAZ	6,580	-	-		6,580	-	6,580
MICHAEL L. CONDADA	2,980	-	(2,980)		-	-	-
MICHAEL LOHMAN	(446)		-		(446)	-	(446)
MICHAEL M. BARRACA	8,260		(8,260)		-	-	-
MICHAEL P. LOHMAN	-		-		-	-	-
MICHAEL REDONARIO	1,650		-		1,650	-	1,650
MICHAEL SIMUNDAC	2,540		-		2,540	-	2,540
MICHELL ANN E. CONDE	-	-	-		-	-	-
MICHELLE A. MAGDATO	6,720				6,720	-	6,720
MICHELLE ALCANTARA	5,000		-		5,000	-	5,000
MICHELLE SANIDAD	184,778		-		184,778	-	184,778
MICHELLE T. JAYARI	56,350	-	(56,350)		-	-	-
MIKKA MAE PRINCIPE	87,151	41,870	(80,560)		48,461	-	48,461
MILESTILL YOUNG	200,000		-		200,000	-	200,000
MIPARANUM, BIENVENIDO	3,808		-		3,808	-	3,808
MIPARANUM, BIENVENIDO P.	0		-		0	-	0
MIRANIE B. MONTENEGRO	50,000		(48,500)		1,500	-	1,500
Miscellaneous expense	-	-	-		-	-	-
Miscellaneous Expense	(16,551)		18,815		2,264	-	2,264
Modan Lofts Ortigas Extension Showroom	-	79,044	(36,220)		42,824	-	42,824
MODAN LOFTS ORTIGAS HILLS	-	4,493	(23,328)		(18,835)	-	(18,835)
MONICO B. CORRO JR.	1,650		-		1,650	-	1,650
MORRIS MIQUE	4,480	-	(4,480)		-	-	-
MULDONG, ALAN	8,901		(2,940)		5,961	-	5,961
My Enso Loft	23,991	9,749	(19,497)		14,243	-	14,243
MY ENSO LOFT (MAIN WORKS)	(14,984)	190,372	(437,859)		(262,471)	-	(262,471)
NANDY T. PAÑO	8,400	8,400	(16,800)		-	-	-
NANTES, DANIEL	(911)		-		(911)	-	(911)
NAPOLEON ORIEL	2,288		(2,288)		-	-	-
NARCEDA, SHELLA	(15,750)	26,400	(18,150)		(7,500)	-	(7,500)
NARCISO P. DABUCON JR.	-	8,365	(8,365)		-	-	-
Balance forwarded	P 90,234,151	P 48,136,305	(P 47,456,282)	P -	P 90,914,175	P -	P 90,914,175

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 90,234,151	P 48,136,305	(P 47,456,282)	P -	P 90,914,175	P -	P 90,914,175
NARIDO, RANDY		1,242	-		1,242	-	1,242
NATAGOC, HERWIN	(2,022)		-		(2,022)	-	(2,022)
NATHALIE HAZEL ANN M. MAPULA		3,000	(3,000)		-	-	-
NATHANIEL OCAMPO		1,233	-		1,233	-	1,233
National Housing Authority Camarin	60,360	-	-		60,360	-	60,360
National Housing Authority Camarin Phase 2	2,350	-	-		2,350	-	2,350
NCRPO Medical Center & Administrative Proce	(3,027)	-	-		(3,027)	-	(3,027)
NEIL CASTA	24,975	-	(24,975)		-	-	-
NEIL CATABAY	6,000	30,000	(36,000)		(0)	-	(0)
NEIL FRANCIS DIUMANO	2,850	-	(2,850)		-	-	-
NEJIAS T. TUMIMBANG	8,400	3,000	(11,400)		-	-	-
NELSON A. BALILO	1,475		-		1,475	-	1,475
NELSON A. GERVACIO	7,980	2,400	(10,380)		-	-	-
NELSON CEBRERO	1,710				1,710	-	1,710
NELSON E. FLORES	8,400		(8,400)		-	-	-
NELSON LEGARDE	(8,315)	31,791	(36,050)		(12,574)	-	(12,574)
NELSON VILLON	1,650		-		1,650	-	1,650
NERIA MIGUEL	8,330	-	(8,330)		-	-	-
NERRY M. MONTANO	6,930		(6,930)		-	-	-
NESTOR ABRIAL	34,730	-	(34,730)		-	-	-
NESTOR C. ABRIAL	8,925	-	(8,925)		-	-	-
NESTOR C. PILAPIL	1,400	-	(1,400)		-	-	-
NESTOR GRANDI	8,883	-	(8,883)		-	-	-
NESTOR INFANTE	1,650		-		1,650	-	1,650
NESTOR L. SIERVO JR.	63,100	5,786	(15,386)		53,500	-	53,500
NESTOR T. TECSON JR	-		-		-	-	-
NESTY LO M. PAGLINAWAN	8,365	5,925	(14,290)		-	-	-
NEW ERA CEBU PENSION INN INC.	3,118		-		3,118	-	3,118
NEW GOLD BOND MARKETING CORP.	155,667				155,667	-	155,667
Newport Link	(190,999)	110,183	-		(80,816)	-	(80,816)
Newport Link (CSA and MEPF roughing ins onl	-	-	-		-	-	-
Next Gen Zen 3 Zenith Foods Plant Expansion	422,690	-	-		422,690	-	422,690
NGCP International Project and Substation	(87,310)	-	-		(87,310)	-	(87,310)
NICKO HAMMEL BAGAC	(455)		-		(455)	-	(455)
NICKSON ADREMESIN	4,500	-	(4,500)		-	-	-
NICOLE JAY MACABUHAY	5,700	-	(5,700)		-	-	-
Nida Grefaldo	-	500,613	(509,213)		(8,599)	-	(8,599)
NIDA H. GREFALDO	184,398	54,837	(12,500)		226,735	-	226,735
NIEL G. PAUSAL	37,200		(37,200)		-	-	-
NIERRA JOBEL A. AZOGUE	60,000	(2,200)	-		57,800	-	57,800
NIGEL BRYANT EVANGELISTA	141,175	(73,363)	-		67,812	-	67,812
NIKKA ELLA PEREZ		13,560	(13,560)		-	-	-
NIKKA JOYCE RIVERA	-	-	(570)		(570)	-	(570)
NIKKO KAYE VILLETE	11,970		(11,970)		-	-	-
NILO MAÑOZO	5,430	-	(5,430)		-	-	-
NIMFA SODELA	-	2,700	(2,145)		555	-	555
NIÑA DELMONTE	-	-	(833)		(833)	-	(833)
NIÑO CALOOBANAN	5,050	-	(5,050)		-	-	-
NIÑO DELOS REYES	263,038	74,167	(92,739)		244,467	-	244,467
NIÑO JOVIT C. JIMENEZ	305,665	(28,500)	-		277,165	-	277,165
NIÑO JOVIT JIMENEZ		10,000	-		10,000	-	10,000
NOCUM, LINDON	150		(150)		-	-	-
NOEL CERIAS	25,650	-	(25,650)		-	-	-
NOEL D. OBEÑA	6,650	-	(6,650)		-	-	-
NOEL E. MAHUMOK	3,360	-	-		3,360	-	3,360
NOEL GARBO	1,650		-		1,650	-	1,650
NOEL OBEÑA	7,680	-	(7,680)		-	-	-
NOEL S. LAURENCIANO	1,650		-		1,650	-	1,650
NOEL S. QUINTO	500		-		500	-	500
Non-Confi Payroll - June 1-05, 2020	(77)	-	77		-	-	-
Non-Confi Payroll - Oct 1-15, 2021	869	-	(869)		-	-	-
NONILON F. MUDLONG	1,650		-		1,650	-	1,650
NONITO PAZ	6,600	-	(6,600)		-	-	-
NONITO T. ENANO	7,890		(6,240)		1,650	-	1,650
NORLINDO J. CABALLERO	8,400		(8,400)		-	-	-
NORMAN ARMADA	10,253	-	(10,253)		-	-	-
NORMAN D. CARANCHO	3,640	-	-		3,640	-	3,640
NORMAN DELAMIDE	3,623	-	(3,623)		-	-	-
NORMAN N. ESCOBAR	95,000		-		95,000	-	95,000
Northbelle Properties, Inc - Bhotel Quezon City	26,850		-		26,850	-	26,850
Office Supplies	1,650		-		1,650	-	1,650
OLEA, MARIELLE M.		21,219	(18,603)		2,616	-	2,616
OLIVER BERMEJO	56,000		-		56,000	-	56,000
OMAR MURILLO	-	18,000	(18,000)		-	-	-
One Fintech Tower	(0)	-	-		(0)	-	(0)
One Lancaster Park (Showroom)	200,000		-		200,000	-	200,000
One Manchester Place - Phase 1 & 2	557,995	-	-		557,995	-	557,995
Balance forwarded	P 92,843,720	P 48,921,897	(P 48,502,260)	P -	P 93,263,357	P -	P 93,263,357

Name	Balance at Beginning of Period	Additions	Deductions: Amounts Collected	Deductions: Written Off	Ending Balance: Current	Ending Balance: Non-current	Balance at End of Period
Balance carried forward	P 92,843,720	P 48,921,897	(P 48,502,260)	P -	P 93,263,357	P -	P 93,263,357
One Townsquare Place	(17,768)	-	-		(17,768)	-	(17,768)
ORDONIO , JOMARI	3		-		3	-	3
ORDONIO, JOMARI	(3,018)		3,018		(0)	-	(0)
ORDONIO, JOMARI B		21,219	(18,603)		2,616	-	2,616
ORDONIO, JOMARI B.	0		-		0	-	0
ORIEL, NAPOLEON B.		5,000	(2,500)		2,500	-	2,500
ORLANDO VINAS	8,225	-	(8,225)		-	-	-
ORLANDO VIÑAS	3,000	70,200	(3,000)		70,200	-	70,200
ORNIDO, BONALYN		2,665	(1,329)		1,336	-	1,336
ORTEA, ALDWIN	7	112	(7)		112	-	112
Other Benefits	-	-	-		-	-	-
Other Income	-		-		-	-	-
OTHMANN INCORPORATED	38,847		-		38,847	-	38,847
OTTILIE MARKETING, INC.	3,836				3,836	-	3,836
Output VAT Payable	-	-	-		-	-	-
Outside Services	68,600				68,600	-	68,600
OWEN NIPA	12,470	20,000	(32,470)		-	-	-
PABLITO BAUTISTA JR.	10,200	-	(10,200)		-	-	-
Pag-Ibig Loan Payable	40,338				40,338	-	40,338
PALACIO, HAIDEE	366		-		366	-	366
PALACIO, HAIDEE V.		1,780	(890)		890	-	890
PAMELA PEREZ	22,874		-		22,874	-	22,874
PAMELA SANTIAGO		40,000	(40,000)		-	-	-
PANG-AN, RITCHELL	(871)		-		(871)	-	(871)
PARALLAG, MARCK ANGELU N.	(403)		-		(403)	-	(403)
PAREDES, ANTONIO	-	-	-		-	-	-
PARINGIT, SAMSON VAL	1,339	-	-		1,339	-	1,339
PARINGIT, SAMSON VAL V.	6,000				6,000	-	6,000
PASCEL DEN NADAL		6,000			6,000	-	6,000
PASCULADO, JOVANIE	1,667		-		1,667	-	1,667
PATRICK CAMAYA	5,350	-	(5,350)		-	-	-
PATRICK JAY CATIPON	9,000	48,000	(57,000)		-	-	-
PATRICK JOHN RAMOS	3,973	-	(3,973)		-	-	-
PATRICK MERL L. CASTILLO	7,000	-	(7,000)		-	-	-
PAUL D. MILLARE	4,700	-	-		4,700	-	4,700
PAUL IAN DEL RIO	8,738	-	(8,738)		-	-	-
PAUL REINIER GANALON	8,700	-	(8,700)		-	-	-
PAULA C. LAO	201,377		-		201,377	-	201,377
Paula Lao	-	15,000	(15,000)		-	-	-
PAULINE MAY ANGELICA HINGZON	293,119		-		293,119	-	293,119
Payment of SSS Refund FTM of August 2019	(14,250)	-	14,250		-	-	-
PAYNO, MICHAEL	(911)		-		(911)	-	(911)
PAYUMO, JASON	(911)		-		(911)	-	(911)
PEDERICO JUALO	765	-	(765)		-	-	-
PEDERICO R. JUALO	-	1,538	(1,538)		-	-	-
PEDRO A. ESPINOSA JR.	7,350	-	-		7,350	-	7,350
Pedro M. Ferrer, Jr.	-	693,360	-		693,360	-	693,360
PEREZ ,ALJON	4,035		(4,021)		13	-	13
PEREZ, ALJON	8,789	9,398	(10,046)		8,142	-	8,142
PERLITO BUCTOLAN	8,400	-	(8,400)		-	-	-
Personal Protection Equipment (PPE)	2,300		-		2,300	-	2,300
PETER CONRAD TALOSIG	11,865	-	(11,865)		-	-	-
PH1 WORLD DEVELOPERS, INC.	4,203,696				4,203,696	-	4,203,696
Philam Life Center Cebu	(133,101)	-	-		(133,101)	-	(133,101)
PHILIP RAYMUND M. CERVANCIA	1,650		-		1,650	-	1,650
Philippine Orthopedic Center	452	-	-		452	-	452
Balance forwarded	P 97,681,517	P 49,856,168	(P 48,744,611)	P -	P 98,793,075	P -	P 98,793,075

Name	Balance at Beginning of Period	Additions	Deductions: Amounts Collected	Deductions: Written Off	Ending Balance: Current	Ending Balance: Non-current	Balance at End of Period
Balance carried forward	P 97,681,517	P 49,856,168	(P 48,744,611)	P -	P 98,793,075	P -	P 98,793,075
PHOEBE KATHERINE B. REYES		54,600	(54,600)		-	-	-
PIELCHE IMSON	39,601		-		39,601	-	39,601
POLICARPIO VEGA JR.	15,000		-		15,000	-	15,000
POLICARPIO, JOHN PAUL	(20,607)		-		(20,607)	-	(20,607)
POLICARPIO, JOHN PAUL D.		2,294	(1,147)		1,147	-	1,147
Potsdam Residence	8,389	83,269	(81,271)		10,387	-	10,387
Prepaid HMO	-	-	-		-	-	-
Prepaid Rent-Operating Lease	164,549				164,549	-	164,549
Princes Elegado	-	38,436	(30,000)		8,436	-	8,436
PRINCESS A. LONGOS	77,350		(77,350)		-	-	-
PRINCESS INCISO	261,400		-		261,400	-	261,400
PRINCESS MAUREEN DE LEON	8,400		(8,400)		-	-	-
Prince-University Tower 2	(11,890)		-		(11,890)	-	(11,890)
Prince-University Tower 3	(2,000)		-		(2,000)	-	(2,000)
Prince-University Tower 4	109,393	-	-		109,393	-	109,393
Project Delta (DLTA)	(41,622)	-	-		(41,622)	-	(41,622)
Project Delta Phase 2	273,860	-	-		273,860	-	273,860
Property Damage/Medical Expenses	7,450		-		7,450	-	7,450
Proposed 4-Storey Economic Residential Condo	717,297	-	-		717,297	-	717,297
Proscenium Lorraine and West Villas	357,571	-	-		357,571	-	357,571
Proscenium-Superstructure 1 (Kirov + Sakura &	(50,125)	-	-		(50,125)	-	(50,125)
Prosy Gannaban	-	13,000	(13,000)		-	-	-
PRYNCESS HYACINTH ESGUERRA	326,272	(3,705)	-		322,567	-	322,567
PUNZALAN, RODOLFO	-		-		-	-	-
QUANTUM QUALITY TOURS & TRAVEL I	53,869		-		53,869	-	53,869
QUEENIE FAMILARAN	12,593	395,785	(375,618)		32,760	-	32,760
QUICK CROSS MARKETING	34,955				34,955	-	34,955
QUIN MARK EDRIAL	(714)		-		(714)	-	(714)
QUINTO, NOEL		39	-		39	-	39
QUISUMBING, EDUARDO JOHN		1,339	-		1,339	-	1,339
R Square Residences	3,667	-	-		3,667	-	3,667
RACEL G. CALDERON	61,155	21,301	(82,456)		-	-	-
RACHELLE ANN ALEJANDRO	56,072	-	-		56,072	-	56,072
RACKY SAMSON	5,200	-	-		5,200	-	5,200
RACQUEL H. VERZOSA	38,000		-		38,000	-	38,000
Balance forwarded	P 100,186,602	P 50,462,528	(P 49,468,452)	P -	P 101,180,677	P -	P 101,180,677

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 100,186,602	P 50,462,528	(P 49,468,452)	P -	P 101,180,677	P -	P 101,180,677
Racquel Verzosa	-	107,549	-		107,549	-	107,549
RAFAEL ANGAB	7,200	-	-		7,200	-	7,200
RAIZA JACKIE LOUISE ESPINO	28,465	12,052	(17,827)		22,690	-	22,690
RALPH JOSHUA S. GALANG	50,312		-		50,312	-	50,312
RALPH WALDO CABRERA	148,000	92,719	-		240,719	-	240,719
RALPHY LEVI A. TARRAY	-	4,589	(4,589)		-	-	-
RALPHY LEVI AUMENTADO	1,960	-	(1,960)		-	-	-
RAMEL BELONIO	-	-	(890)		(890)	-	(890)
RAMER MOSTAZA	5,528	-	-		5,528	-	5,528
RAMIE L. BALBUTIN	9,263		(7,613)		1,650	-	1,650
RAMIL A. DIAZ	8,400				8,400	-	8,400
RAMIL MENDOZA	15,225	-	-		15,225	-	15,225
RAMIR DACANAY	-				-	-	-
RAMIREZ ,JOSE	4,015		(4,012)		3	-	3
RAMIREZ, JOSE	15,101	9,368	(11,456)		13,012	-	13,012
RAMIREZ, MARK LLOYD A		8,940	(7,839)		1,101	-	1,101
RAMIREZ, MARK LLOYD A.	0		-		0	-	0
RAMON BRAVO JR.	1,650		-		1,650	-	1,650
RAMON D. BONUEL	8,400	-	-		8,400	-	8,400
RAMOS, ERWIN	(3,500)		-		(3,500)	-	(3,500)
RAMOS, ERWIN M		8,940	(7,839)		1,101	-	1,101
RAMOS, ERWIN M.	0		-		0	-	0
RAMY CORCINO	3,360	-	(3,360)		-	-	-
RANDIE M. VIADO	11,258	-	-		11,258	-	11,258
RANDOLF GAREJO	-	23,958	(23,958)		-	-	-
RANDY D. NARIDO	-	6,000	(6,000)		-	-	-
RANDY DOLAR	(37,510)		-		(37,510)	-	(37,510)
RANDY L. POTENCIA	8,400		(8,400)		-	-	-
RANDY RETES	12,600		(12,600)		-	-	-
RANES, WILLIAM	(1,161)		-		(1,161)	-	(1,161)
RANILO A. CALLO	-	6,000	(6,000)		-	-	-
RAPH JAYSON ODATO	34,950	2,260	(37,210)		-	-	-
RASCHEL T. CABILLAN	1,650		-		1,650	-	1,650
RAUL B. GOLEZ	18,345		(18,345)		-	-	-
RAUL CENTUS	7,950	-	(7,950)		-	-	-
RAYMART M. BRIAGAS	9,585		-		9,585	-	9,585
RAYMOND A. SECRETARIA	1,650		-		1,650	-	1,650
RAYMOND LIBRAMONTE	9,085	3,798	(12,883)		-	-	-
RAYMUND JAY S. GOMEZ	6,100		-		6,100	-	6,100
RAYMUND M. EBORA	6,510	-	(6,510)		-	-	-
RAYMUNDO LAYSON	(79,100)	95,500	(91,400)		(75,000)	-	(75,000)
RAYMUNDO, LAYSON	(6,678)		6,678		-	-	-
RCC Works for the Cebu Airport Construction -	111,820	-	-		111,820	-	111,820
REA LYN BUENAVENTURA	4,130	-	(4,130)		-	-	-
REBALDE, ROSELLE		4	(4)		-	-	-
REBECCA AYCOCHO	5,000	132,328	(86,242)		51,085	-	51,085
REDINTO M. OLIVERAS	1,475		-		1,475	-	1,475
REFSIL MAGSIPOC	4,320	-	(2,400)		1,920	-	1,920
Refundable Deposits	86,398				86,398	-	86,398
REGAÑON, JOHN VINCENT	(277)		-		(277)	-	(277)
REGGIE C. CARIÑO	14,325	-	(14,325)		-	-	-
REGIE DASALLA	1,650		-		1,650	-	1,650
REGIE MAGLOYUAN		600			600	-	600
REGINE CARMELLI R. SANTOS	370,000		(370,000)		-	-	-
Balance forwarded	P 101,092,454	P 50,977,130	(P 50,237,515)	P -	P 101,832,070	P -	P 101,832,070

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 101,092,454	P 50,977,130	(P 50,237,515)	P -	P 101,832,070	P -	P 101,832,070
REGINE SOCORRO	8,400	-	-		8,400	-	8,400
REGOR TITO	26,598		-		26,598	-	26,598
REJEAN VALENZUELA	44,100	-	-		44,100	-	44,100
RENANTE V. ROJO	1,650		-		1,650	-	1,650
RENATO ALEGADO	-	516,660	(441,160)		75,499	-	75,499
RENATO B. CASTRO JR.	8,400		(8,400)		-	-	-
RENATO DELA PEÑA	2,230	-	-		2,230	-	2,230
RENATO NAVAL	72,000	-	(72,000)		-	-	-
RENE BOY S. BALOHABO	1,650		-		1,650	-	1,650
RENE BUICO	1,650		-		1,650	-	1,650
RENNIELYN VERGARA	-	-	(1,420)		(1,420)	-	(1,420)
Rent Expense	54,888				54,888	-	54,888
RENY SOLANO	46,560	-	(46,560)		-	-	-
REO B. GOTIZA	34,500		(34,500)		-	-	-
Representation Expense	46,700		-		46,700	-	46,700
RESURRECCION, SARAH	-		-		-	-	-
RETES, RANDY C.		5,000	(2,500)		2,500	-	2,500
REXFORD ILAGAN	511,484	5,044,694	(5,068,805)		487,373	-	487,373
REY AMOR	19,200	-	(19,200)		-	-	-
REY C. RAMIREZ	1,475	18,000	(18,000)		1,475	-	1,475
REY DAN S. FAMPULA	417,600		-		417,600	-	417,600
REY G. AMOR	15,840	-	(15,840)		-	-	-
REY LUGO	85,600		-		85,600	-	85,600
REY MARK GARCIA	45,090	-	(45,090)		-	-	-
REYCELYN D. REYES	14,400	-	(14,400)		-	-	-
Reydan Fampula	-	4,399	-		4,399	-	4,399
REYMUND P. SABINO	8,400		(8,400)		-	-	-
REYNALDO BENEDICTO JR		4,200			4,200	-	4,200
REYNALDO C. SALVADOR	7,530		-		7,530	-	7,530
REYNALDO CANDO	1,650		-		1,650	-	1,650
REYNALDO RESTAURO	9,360	-	(9,360)		-	-	-
REYNALDO RODRIN	406,524		-		406,524	-	406,524
REYNANTE DE VERA	159,654		(60,000)		99,654	-	99,654
REYNOLD JAZARENO	2,600	-	-		2,600	-	2,600
REZA MARIE C. DE GUZMAN	114,340		-		114,340	-	114,340
RHIZ KATHLEEN CONTRERAS	48,000	(48,000)	-		-	-	-
RHODORA E. DE LA CRUZ	19,000		-		19,000	-	19,000
RIC C. CAIDO	51,258		(51,258)		-	-	-
RICARDO AMOTO JR.	1,550		-		1,550	-	1,550
RICARDO B. GILTENDEZ	14,075	6,000	(18,600)		1,475	-	1,475
RICARDO C. DONATO	18,000	-	-		18,000	-	18,000
RICARDO HERA JR.	4,800	-	-		4,800	-	4,800
RICARDO LAPEÑA	14,400	-	-		14,400	-	14,400
RICARDO R. DELOS REYES	2,370	-	(2,370)		-	-	-
RICARDO SABANAL	975		-		975	-	975
RICARTE CALANZA	-	3,555	-		3,555	-	3,555
RICHARD A. RECELLA JR.	-		-		-	-	-
RICHARD ANGOB	0	-	-		0	-	0
RICHARD B. FUENTES	1,650		-		1,650	-	1,650
RICHARD C. CUADRA	11,068	-	(11,068)		-	-	-
RICHARD FAMILIAR	2,895	-	(2,895)		-	-	-
RICHARD ILUSTRE	-	19,549	(21,695)		(2,146)	-	(2,146)
RICHARD MAGDARAOG	3,360	-	-		3,360	-	3,360
RICHARD PEÑAMAYOR	-	-	-		-	-	-
RICHARD PROVIDENCIA	15,000	-	(15,000)		-	-	-
RICHARD S. PINGOS	10,560		(10,560)		-	-	-
Richelle Torres	-	10,000	-		10,000	-	10,000
RICHILLO AGAGON	(455)		-		(455)	-	(455)
RICHMON MILLARE	10,973	-	(10,973)		-	-	-
RICHMON O. MILLARE	8,400	-	-		8,400	-	8,400
Balance forwarded	P 103,500,403	P 56,561,187	(P 56,247,567)	P -	P 103,814,023	P -	P 103,814,023

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 103,500,403	P 56,561,187	(P 56,247,567)	P -	P 103,814,023	P -	P 103,814,023
RICKY BALCE	20,157	304,140	(243,038)		81,259	-	81,259
RICKY PAYNO	1,650		-		1,650	-	1,650
RICKY PEÑA	14,268	-	(14,268)		-	-	-
RICO F. ABAD	7,000	4,650	(11,650)		-	-	-
RIOJA, FRANCISCO Jr. R.		5,000	(2,500)		2,500	-	2,500
RITA DOMINGO	-	-	(1,420)		(1,420)	-	(1,420)
Riza Mejia	-		(39,500)		(39,500)	-	(39,500)
Rizal Commercial Banking Corporation	30,437	1,150,000			1,180,437	-	1,180,437
RIZALDA, ARNOLD	-		-		-	-	-
ROBBY SALAMANCA	60,000		-		60,000	-	60,000
ROBERT D. VILLANUEVA	10,050		(8,400)		1,650	-	1,650
ROBERT JASON TORRES	33,800		-		33,800	-	33,800
ROBERT TABILOG	3,240	-	(3,240)		-	-	-
ROBERTO OXINA	8,925	-	(8,925)		-	-	-
ROBERTO R. REÑA	1,650		-		1,650	-	1,650
ROBERTO TAPIA	36,000	-	(36,000)		-	-	-
ROBERTSON G. QUIRES	1,475		-		1,475	-	1,475
ROBIN M. FIGUEROA	10,450	-	(10,450)		-	-	-
Rockwell Land Corporation - Rockwell Business	66,695	-	-		66,695	-	66,695
RODEL GONZALES	3,640	-	(3,640)		-	-	-
RODELO B. VALLENTE	-	6,000	(6,000)		-	-	-
RODERIC CORPORAL	1,650		-		1,650	-	1,650
RODERICK REYES		664,000	(390,000)		274,000	-	274,000
RODNEY C. GARCIA	-	5,925	(5,925)		-	-	-
RODNICK CACAFRANCA	2,835	-	(2,835)		-	-	-
RODOLF S. SAGUID	1,650		-		1,650	-	1,650
RODOLFO CERVERA	21,333	-	(21,333)		-	-	-
RODOLFO J. CERVERA	-	-	-		-	-	-
RODOLFO PUNZALAN	-	7,838	(7,838)		-	-	-
RODRICK J. REYES	1,650		-		1,650	-	1,650
RODRIGO AURELIO JR	5,555	-	(5,555)		-	-	-
ROEL BASLOT	(321)		-		(321)	-	(321)
ROEL COLEGADO	8,400	8,400	(16,800)		-	-	-
ROEL E. FRANCISCO	1,650		-		1,650	-	1,650
ROGELIO C. REQUIRON JR.	11,400	-	(11,400)		-	-	-
ROGELIO F. VILLAMOR	1,920		(1,920)		-	-	-
ROGELIO H. EÑATE	11,163	-	(11,163)		-	-	-
ROGER ARTIGAS	6,695	-	(6,695)		-	-	-
ROGER C. PONCECA	1,650		-		1,650	-	1,650
ROGER C. SALAZAR	6,195		(6,195)		-	-	-
ROGER CABIGAYAN	9,000		(9,000)		-	-	-
ROGER R. GUMANGCAM	-	3,600	(3,600)		-	-	-
ROLAND JAZARENO	8,813	-	-		8,813	-	8,813
ROLAND N. RIÑA	10,350		(8,400)		1,950	-	1,950
ROLAND RAYCO	4,740	-	(4,740)		-	-	-
ROLAND YABO	-	-	(1,340)		(1,340)	-	(1,340)
ROLANDO F. MECHILINA I	7,245	-	-		7,245	-	7,245
ROLANDO BONDOY	-	500,000	-		500,000	-	500,000
ROLEN L. JALIMBAWA	1,650		-		1,650	-	1,650
ROMANO B. LIRIO	8,295	-	-		8,295	-	8,295
ROMAR B. CARNIYAN	1,650		-		1,650	-	1,650
ROMAR COBILLA	2,702		-		2,702	-	2,702
ROMEO B. BOBILES	1,650		-		1,650	-	1,650
ROMEO DIAZ	8,400	6,000	(14,400)		-	-	-
ROMEO FAUSTINO JR.	-	-	-		-	-	-
ROMEO H. PEÑANUEVA	72,000		(72,000)		-	-	-
ROMEO P. CAMINO JR.	11,288	-	-		11,288	-	11,288
ROMEO P. FURIGAY	17,113		-		17,113	-	17,113
ROMEO S. ARITA	(1,710)	-	-		(1,710)	-	(1,710)
ROMEO SAKAY	2,400		(11,400)		(9,000)	-	(9,000)
ROMMEL AGNES	5,675	-	(5,675)		-	-	-
Balance forwarded	P 104,064,523	P 59,226,740	(P 57,254,811)	P -	P 106,036,452	P -	P 106,036,452

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 104,064,523	P 59,226,740	(P 57,254,811)	P -	P 106,036,452	P -	P 106,036,452
ROMMEL AMADOR	3,553	-	(3,553)		-	-	-
ROMMEL G. SUNGA	-	244,750	(244,750)		-	-	-
ROMMEL GOROSPE	6,000	-	(6,000)		-	-	-
ROMMEL NEVADO	10,920	3,483	(14,403)		-	-	-
ROMMEL PALMA	-	-	(1,500)		(1,500)	-	(1,500)
ROMNICK T. LLENADO	1,650		-		1,650	-	1,650
ROMULO G. RUIZ JR.	8,400	12,000	(20,400)		-	-	-
ROMULO, RUIZ	21,750		(8,452)		13,298	-	13,298
RONA C. BAUTISTA	126,000		(126,000)		-	-	-
RONALD P. BUAL	1,650		-		1,650	-	1,650
RONALD S. ZEMOLABA	7,420	-	(7,420)		-	-	-
RONALD TILA	2,838	-	(2,838)		-	-	-
RONALDO MERTO	4,380	-	(4,380)		-	-	-
RONALDO PALIN	1,650		-		1,650	-	1,650
RONEL BOFILL	9,898	-	(9,898)		-	-	-
RONEL D. BOFILL	2,400	-	(2,400)		-	-	-
RONEL E. ABELONG	-		-		-	-	-
RONIE BALBUENA	1,650		-		1,650	-	1,650
RONILO C. PONSICA	1,650		-		1,650	-	1,650
RONNIE G. BRANDT	1,440		(1,440)		-	-	-
RONNIE SIENES	51,680	-	-		51,680	-	51,680
ROQUE T. GUANGA	11,400	-	-		11,400	-	11,400
ROSARIO, JULIUS	(12,831)		-		(12,831)	-	(12,831)
ROSE ANN A. PIQUERO	32,000	-	(32,000)		-	-	-
ROSE ANN J. TARROZA	7,650	-	(7,650)		-	-	-
ROSE CELINE CASTRO	6,000		(6,000)		-	-	-
ROSE TAPADO	76,000	-	(76,000)		-	-	-
ROSE VALERIE ACERON	9,000				9,000	-	9,000
ROSEBHEL ABALA	1,473	100,000	(86,473)		15,000	-	15,000
ROSEBHEL HIBAYA	6,231	-	-		6,231	-	6,231
ROSELITO CARILLO	2,400	-	(2,400)		-	-	-
ROSELYN CULMINAR	96,245		(82,495)		13,750	-	13,750
ROSEMARY AGPAOA	-	16,273	(16,273)		-	-	-
ROSETTE PASCUAL	64,950	253,462	(193,552)		124,860	-	124,860
Balance forwarded	P 104,629,969	P 59,856,707	(P 58,211,086)	-	P 106,275,590	-	P 106,275,590

Name	Balance at Beginning of Period	Additions	Deductions: Amounts Collected	Deductions: Written Off	Ending Balance: Current	Ending Balance: Non-current	Balance at End of Period
Balance carried forward	P 104,629,969	P 59,856,707	(P 58,211,086)	P -	P 106,275,590	P -	P 106,275,590
ROWELL SALVADOR	4,900	-	(4,900)		-	-	-
ROWENA F. REYES	31,702		-		31,702	-	31,702
Rowena Reyes	-	60,000	(60,000)		-	-	-
ROY JOHN C. LOPEZ	-	5,800	(5,800)		-	-	-
ROYCE C. BEGUIJA	2,340	-	(2,340)		-	-	-
RUAYA ,ELIEZER	15,833		(15,833)		-	-	-
RUAYA, ELIEZER	16,049	3,922	(19,970)		-	-	-
RUBEN A. YENOGACIO	30,600		(30,600)		-	-	-
RUBEN PEÑALOSA	975		-		975	-	975
RUBEN YENOGACIO	(455)		-		(455)	-	(455)
RUDIO, GRACITO	-	-	-		-	-	-
RUDY'S MOTOR SHOP	(22,946)		-		(22,946)	-	(22,946)
RUEL ALMA JR.	54,400	30,015	(57,015)		27,400	-	27,400
RUEL DEBLOIS	2,880	-	-		2,880	-	2,880
RUFINO DIZO	260,330		-		260,330	-	260,330
RUIZ ,ROMULO	1,339		(1,337)		2	-	2
Ruiz, Romulo		88	-		88	-	88
RUIZ, ROMULO Jr. G.		3,080	(1,540)		1,540	-	1,540
RYAN E. BERJA	3,435	-	(3,435)		-	-	-
RYAN GABLING	1,200	-	-		1,200	-	1,200
RYAN L. FERNANDEZ	3,600		(3,600)		-	-	-
RYAN PASAG		P 3,600			3,600	-	3,600
SAGUID, RODOLF	(455)		-		(455)	-	(455)
SAKAY, ROMEO	(6,000)		-		(6,000)	-	(6,000)
Salaries & Wages - 13th Month Allowance	-	-	-		-	-	-
Salaries & Wages - 13th Month Basic Non-Taxal	-	-	-		-	-	-
Salaries & Wages - 13th Month Basic Taxable	-	-	-		-	-	-
Salaries & Wages (Minimum)	-	-	-		-	-	-
Salaries & Wages Minimum	(5,376,397)		125,927		(5,250,470)	-	(5,250,470)
Salaries & Wages Minimum 13th Month Basic	(1,550)		-		(1,550)	-	(1,550)
Salaries & Wages Minimum 13th Month Last Pay	(6,550)		-		(6,550)	-	(6,550)
Salaries & Wages Non-Taxable Allowance 13th M	(4,500)		-		(4,500)	-	(4,500)
Salaries & Wages Taxable 13th Month Basic	(411,538)		(7,875)		(419,413)	-	(419,413)
Salaries & Wages Taxable 13th Month Basic Last	(429,995)				(429,995)	-	(429,995)
Salaries and Wages (Non Taxable)	(60,084)				(60,084)	-	(60,084)
Salaries and Wages (Taxable)	(16,947,422)	227,280	(2,994,078)		(19,714,220)	-	(19,714,220)
Salaries and Wages (Taxable)/SSS Contributions	1,000				1,000	-	1,000
Salaries and Wages Taxable	(3,811,671)	-	9,603		(3,802,069)	-	(3,802,069)
Sale of Service Vehicle - to Sir Chris Tamayo	115,000				115,000	-	115,000
SALIMBOT, HAROLD	2,421		-		2,421	-	2,421
SALINGAY, RONNIE	(1,205)		-		(1,205)	-	(1,205)
SALVADOR CASTILLO JR	4,800	-	(4,800)		-	-	-
SALVADOR CASTILLO JR.	2,880	-	-		2,880	-	2,880
SAMMER CANLAS	8,400	-	(8,400)		-	-	-
SAMONTAÑES, CARLO	(1,161)		-		(1,161)	-	(1,161)
SAMSON CARACAS	6,720	-	(6,720)		-	-	-
SAMUEL A. SARSONA	18,000	-	(6,000)		12,000	-	12,000
SAMUEL H. GANTALA	8,400	3,000	(11,400)		-	-	-
SAMUEL SARSONA	42,000	-	(36,000)		6,000	-	6,000
Sandra Mae Undalok	135,127	83,300	(218,427)		1	-	1
SANGUENZA, LEONARD	(1,205)		-		(1,205)	-	(1,205)
SANIDAD, MARNELLIE	94				94	-	94
SANTARITA, JOVELO	(1,161)		-		(1,161)	-	(1,161)
SANTIAGO D. AVELINO JR.	14,250	8,400	(21,000)		1,650	-	1,650
SANTIAGO R. GARIN	1,650		-		1,650	-	1,650
Santolan Office Renovation	9,979	385,781	(80,535)		315,224	-	315,224
SANTOS, GRACE	1,911		(1,911)		-	-	-
Santos, Lorna D.		40,500	(23,625)		16,875	-	16,875
SAPEDA, LEONCIO R.		5,000	(2,500)		2,500	-	2,500
SARAH LOU SOHO	3,000		-		3,000	-	3,000
Balance forwarded	P 78,350,886	P 60,716,473	(P 61,705,197)	-	P 77,362,162	-	P 77,362,162

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 78,350,886	P 60,716,473	(P 61,705,197)	P -	P 77,362,162	P -	P 77,362,162
SARAH MAE LEGASPI	-	2,700	(2,145)		555	-	555
Sarah Rose Trajada	-	40,000	-		40,000	-	40,000
SASUMAN, ELEAZER	(982)		-		(982)	-	(982)
SATURNINO D. OLIVER JR.	1,550		-		1,550	-	1,550
Security Deposit	360,000				360,000	-	360,000
Separation Pay	(6,050)		-		(6,050)	-	(6,050)
SERGIO S. MALIGRO JR.	480	-	(480)		-	-	-
Service Labor	(93,186)		-		(93,186)	-	(93,186)
SESIE DELA VIRGEN	8,333		-		8,333	-	8,333
SESIE DELA VIRGEN JR.	209,878		(8,333)		201,545	-	201,545
SEVILLO, MELVIN	(277)		-		(277)	-	(277)
SHALLA VALDEZ	63,176	-	-		63,176	-	63,176
Shang Salcedo Place	49,738	-	-		49,738	-	49,738
SHARENEL ANN ABAINZA	-	41,833	(4,000)		37,833	-	37,833
SHARMINE MAE D. BITAÑA	-		-		-	-	-
SHEILA FRANCO	1,318,455		-		1,318,455	-	1,318,455
SHELLA MAY C. NARCEDA	1,651	79,764	(81,415)		-	-	-
SHELLA MAY NARCEDA					-	-	-
SHERMAE B. PUTI	212,186		-		212,186	-	212,186
SHIELA NEPOMUCENO	-	-	-		-	-	-
SHIRLEY ALABADO	29,721	5,913,148	(5,694,698)		248,171	-	248,171
SHIRLEY B. ALABADO	4,320				4,320	-	4,320
SHOJI F. BEJO	60,960		(60,960)		-	-	-
SIAN LAURENCE SICAT	2,538	-	(2,538)		-	-	-
SIDLACAN, MIKKO	2,070	-	-		2,070	-	2,070
SIERVO JR, NESTOR L	20,703		-		20,703	-	20,703
SIERVO JR., NESTOR L.	1,785		-		1,785	-	1,785
SILVESTRE Z. LEGSON JR.	6,755	-	(6,755)		-	-	-
SIMUNDAC ,MICHAEL	1,503		-		1,503	-	1,503
SIMUNDAC, MICHAEL	8,636	1,040	(1,977)		7,699	-	7,699
SJDM Housing	-	86,163	(175,782)		(89,619)	-	(89,619)
Skymall (Empire East Highland Mall)	489,852	-	-		489,852	-	489,852
SLOTH, OLE HEIN	5,592		(5,592)		-	-	-
SM Dev-Blue Residences	(6,624)	-	-		(6,624)	-	(6,624)
SM Dev-Grass Tower 2	123,332	-	-		123,332	-	123,332
SM Dev-Grass Tower 4	7,777	-	-		7,777	-	7,777
SM Dev-Jazz Residences Phase1	273,094	-	-		273,094	-	273,094
SM Dev-Jazz Residences Phase2	2,076	-	-		2,076	-	2,076
SM Dev-My Place Phase 1	74,653	-	-		74,653	-	74,653
SM Dev-My Place Phase 2	60,862	-	-		60,862	-	60,862
SM Dev-Sea Phase 1 A & B	(20,092)		-		(20,092)	-	(20,092)
SM Dev-Sea Phase 3 D & F	(3,963)		-		(3,963)	-	(3,963)
SOLIS, ROBERTO G.	0	-	-		0	-	0
SOLITAIRE L. BERMUDO	3,300		-		3,300	-	3,300
SOLIVEN S. VALENTINO	4,200		(4,200)		-	-	-
SOLOMON, ARNEL	(840)		840		-	-	-
SOMBRENO, JASON	2,340		-		2,340	-	2,340
SONNY BOY EVANGELISTA	2,338	-	(2,338)		-	-	-
SONNY BOY G. ENRIQUEZ	-	10,000	-		10,000	-	10,000
SONNY BUSA	4,800	-	(4,800)		-	-	-
South Commuter Railway - Package 1	(376)	-	-		(376)	-	(376)
South Integrated Transport System	(1,397)	-	-		(1,397)	-	(1,397)
Southeast Asian Campus	89,790	-	-		89,790	-	89,790
Southwest Integrated Transport System	761,136	9,130	(44,237)		726,030	-	726,030
Southwoods Mall and Office Towers	67,289	-	-		67,289	-	67,289
SSS CONTRIBUTION PAYABLE	5,775				5,775	-	5,775
SSS Contributions Payable	94,893	12,166	(8,116)		98,943	-	98,943
SSS Loan Payable	112,590	14,692	(45,142)		82,140	-	82,140
SSS Refund April 2019	(14,218)	-	14,218		-	-	-
SSS Refund for the month of July 2019	(41,010)	-	41,010		-	-	-
Balance forwarded	P 82,712,001	P 66,927,110	(P 67,802,637)	-	P 81,836,474	-	P 81,836,474

Name	Balance at Beginning of Period	Additions	Deductions: Amounts Collected	Deductions: Written Off	Ending Balance: Current	Ending Balance: Non-current	Balance at End of Period
Balance carried forward	P 82,712,001	P 66,927,110	(P 67,802,637)	P -	P 81,836,474	P -	P 81,836,474
SSS Refund for the month of June 2019	(4,730)	-	4,730		-	-	-
SSS Refund for the month of Sept & Oct. 2019	(202,985)	-	202,985		-	-	-
SSS Refund March 2019	(59,068)	-	59,068		-	-	-
SSS Refund May 2019	(43,743)	-	43,743		-	-	-
St. Moritz Private Estate	(4,942)	-	-		(4,942)	-	(4,942)
St. Moritz Private Residences Cluster 2	71,125	-	-		71,125	-	71,125
STAGE PRO INC.	141,200		-		141,200	-	141,200
STEELASIA MANUFACTURING CORP.	5,771				5,771	-	5,771
STEPHEN PINEDA	6,720	-	-		6,720	-	6,720
Substructure (Basement 1, 2 & 3) Zone 1, 2 & 3	1,131,198	-	-		1,131,198	-	1,131,198
SULPICIO MORAL JR.	17,973	7,200	(25,173)		-	-	-
SUMALINOG, ARNIE	(1,357)		-		(1,357)	-	(1,357)
SUN CITY (PHASE A)	(34,000)	-	-		(34,000)	-	(34,000)
Sun City (Phase B)	(365,392)	-	-		(365,392)	-	(365,392)
Suncity A Package 3B	-	59,649	(275,074)		(215,425)	-	(215,425)
Suncity Site A - Package 4 (Architectural)	-	259,034	(619,731)		(360,697)	-	(360,697)
Suncity Site B - Package 3 (MEPF)	(300,017)	453,973	(948,862)		(794,907)	-	(794,907)
Suncity Site C Package 2 - Westside City Resort W	260,563	16,539	(26,396)		250,706	-	250,706
SUNIEL, JUANITO R.		2,680	(1,340)		1,340	-	1,340
Suntrust Finance Center	-	-	-		-	-	-
SVEND GLENE SAN JUAN	4,200	-	(4,200)		-	-	-
TABALNO, JOSE F.		3,537	(1,769)		1,769	-	1,769
Taft East Gate	2,181,747	-	-		2,181,747	-	2,181,747
TAMAYO, CHRISTOPHER	-	-	-		-	-	-
TAÑAMOR, EUGENE S.		3,480	(1,740)		1,740	-	1,740
TARROYO, MARVIN	(911)		-		(911)	-	(911)
TAYRUS Jr., MERLINDO	(1,482)		-		(1,482)	-	(1,482)
Ted Jonathan Cruz	-	87,476	-		87,476	-	87,476
TEDY L. VALLESTERO	480	-	-		480	-	480
TEE JAY GAMBOA	9,000	-	(9,000)		-	-	-
TEÑOZO, JERWIN	(580)		-		(580)	-	(580)
TERISSE JANE M. ALARCON	-	3,395	(3,395)		-	-	-
The Albany Luxury Residences	458,915	8,942	(8,940)		458,917	-	458,917
The Albany Luxury Residences - Yorkshire Villa	(42,543)	-	-		(42,543)	-	(42,543)
The Corner House	147,661	2,994,330	(3,715,248)		(573,257)	-	(573,257)
THE CURVE	2,340	-	-		2,340	-	2,340
The Hive	391,515	-	-		391,515	-	391,515
The Hive Residences (Site Development)	(8,336)		-		(8,336)	-	(8,336)
The Hive Tower B	250,664	-	-		250,664	-	250,664
The Hive Tower C and D	(408,288)	60,915	(157,623)		(504,995)	-	(504,995)
The Rise Mixed Development	46,056	-	-		46,056	-	46,056
THERESA PALISOC	2,800	-	(2,800)		-	-	-
TIMOTHY ALEXANDER GLOVA	80,000		-		80,000	-	80,000
TIMOTHY L. OSMA	68,059	45,000	(45,000)		68,059	-	68,059
TITO ALINGASA	-	9,000	(9,000)		-	-	-
To capture movement in MGCJV- Clark's Baalan	12,500	4,000			16,499	-	16,499
to record non-confi payroll OPEX (Oct 16 - 31)	1,451	-	(1,451)		-	-	-
To record SSS Refund collection from HO for 2	(610,561)	-	610,561		-	-	-
To record SSS remittance thru BUM	(436,812)	-	436,812		-	-	-
TO TAKE UP BU CAJE	90,000		-		90,000	-	90,000
Toledo Solar Project	(1,182)		-		(1,182)	-	(1,182)
TOMIE, ASLIAH	-		-		-	-	-
TONY F. CORRE	-		-		-	-	-
Tools & Equipment	10,620		-		10,620	-	10,620
Tower One Plaza Magellan	31,589	-	-		31,589	-	31,589
Toyota North Edsa	-	365,200	-		365,200	-	365,200
TRACELLE ANNE B. NAVARRO	35,360	-	(35,360)		-	-	-
Training & Seminar	-	-	-		-	-	-
Transportation and Travel	4,500		-		4,500	-	4,500
Transportation Equipment	100,000		-		100,000	-	100,000
Balance forwarded	P 85,749,078	P 71,311,459	(P 72,336,840)	P -	P 84,723,698	P -	P 84,723,698

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Balance carried forward	P 85,749,078	P 71,311,459	(P 72,336,840)	P -	P 84,723,698	P -	P 84,723,698
TRICIA ANNE BUCUD	-	86,141	(70,000)		16,141	-	16,141
TRISHA JOYCE M. LOZANO					-	-	-
TUMIMBANG, NEJIAS T.		2,680	(1,340)		1,340	-	1,340
TUPAS, DINO	(911)		-		(911)	-	(911)
Two McWest	0		-		0	-	0
University Tower España (UT5)	(1,920,738)	2,205,566	(2,204,541)		(1,919,713)	-	(1,919,713)
Urban Deca Cubao	(849,881)	461,823	(976,843)		(1,364,901)	-	(1,364,901)
URBAN DECA ORTIGAS BLDG 10	-	112,256	(286,811)		(174,554)	-	(174,554)
URBAN DECA ORTIGAS BLDG 11	-	58,942	(213,473)		(154,532)	-	(154,532)
URBAN DECA ORTIGAS BLDG 7	(22,691)	100,831	(114,001)		(35,861)	-	(35,861)
URBAN DECA ORTIGAS BLDG 8	11,973	47,799	(57,408)		2,364	-	2,364
Urban Deca Ortigas-CSA+MEPFS	(78,714)	436,991	(14,157)		344,121	-	344,121
Urban Deca Ortigas-Site Development	2,112,213		-		2,112,213	-	2,112,213
Urban Deca Tondo (Site Devt)	9,682		-		9,682	-	9,682
Urban Deca Tower	(290,138)	-	-		(290,138)	-	(290,138)
URIEL B. TUNDAY	-	1,240,679	(1,127,819)		112,860	-	112,860
VALENCIA, ALLAN	2,667		-		2,667	-	2,667
VALENCIA, ALLAN B.	8,468		(8,484)		(16)	-	(16)
VALENZUELA, CHARLENE JOY E		8,940	(7,839)		1,101	-	1,101
VALERIE AYRA RAMOS	103,300		-		103,300	-	103,300
VALLESTERO, KIM ALEXIE	-	-	-		-	-	-
VARIOUS	325,425				325,425	-	325,425
VEEJAY FAMOSO	-	-	(297)		(297)	-	(297)
VEN ROGER GOCOTANO	1,650		-		1,650	-	1,650
VERGARA, FERNILO L.		3,779	(1,890)		1,889	-	1,889
VERONICA LOVELLA A. ESQUIDA	1		-		1	-	1
VIC D. DE VERA	4,925	-	(4,925)		-	-	-
VICK BASENCE	-	8,400	(8,400)		-	-	-
VICTOR C. IBATUAN	10,050		(8,400)		1,650	-	1,650
VICTOR DIONG	11,025	-	(11,025)		-	-	-
VICTOR FRIAS	1,650		-		1,650	-	1,650
VICTOR GENILLA	12,225	-	(12,225)		-	-	-
VICTOR L. ASPA, JR.	2,625		-		2,625	-	2,625
VICTOR PILAPIL	8,448	-	(6,408)		2,040	-	2,040
VICTOR RIBLORA	10,050		(8,400)		1,650	-	1,650
VICTORIANO TUMOMBAY JR.	12,000	-	(12,000)		-	-	-
VILLAMOR, PEDRO	-		-		-	-	-
VILLAMOR, PEDRO Jr. F.		3,537	(1,769)		1,769	-	1,769
VILLARMINO, JANIE	-		-		-	-	-
VILLEGAS, MARIA NIKKI	5,755		(5,755)		-	-	-
VILMA APARENTADO	-	55,000	(55,000)		-	-	-
VILMA P. LUMAPAS II	4,320				4,320	-	4,320
VINCE ALLEN GARCIA	7,310	-	(7,310)		-	-	-
VINCENT DONO	8,400				8,400	-	8,400
VINCENT JOHN C. GEVERO	7,735		(7,735)		-	-	-
VINLUAN, LEO Q.		17,880	(15,678)		2,202	-	2,202
VIRGILIO FUNELAS	-	36,000	(36,000)		-	-	-
VIRGILIO FUNELAS SR.		36,000			36,000	-	36,000
VIRGILIO P. BERGADO JR.	8,400		(8,400)		-	-	-
VON CARLO M. EMPEÑO	-	8,190	(8,190)		-	-	-
WALLY BOY SISON	-	12,548	(12,548)		-	-	-
WAYNE E. SAN FELIPE	10,190	-	(10,190)		-	-	-
WEBFORGE PHILS. INC.	250,000				250,000	-	250,000
WEBSTER T. GENERALAO	283		-		283	-	283
WELLO AQUINO	5,375	-	(5,375)		-	-	-
WENCESLAO, NICO	323		(323)		-	-	-
WESTSIDE CITY RESORT (SITE C)	(431,249)	12,344	(27,773)		(446,679)	-	(446,679)
WESTSIDE CITY RESORT DEVT (SITE A)	10,065	1,092	(3,277)		7,880	-	7,880
WESTSIDE CITY RESORT DEVT (SITE A)	(42,184)	215,497	(105,118)		68,195	-	68,195
Westside City Resort Devt (Site B)	(419,460)	1,547,558	(485,120)		642,977	-	642,977
Westside City Resort Dev't (Site B) NSC	(2,457)	52,121	(164,671)		(115,007)	-	(115,007)
Westside City Resorts World Development Site	-	4,050	(4,050)		-	-	-
WILBERT DARYL D. HERNANDEZ	53,000	168,729	(188,029)		33,700	-	33,700
WILBERTO CANTIL	(304)		-		(304)	-	(304)
WILFRED ACUT	-	6,545	(6,545)		-	-	-
Others	12,905,847		(3,716,155)		9,189,692	-	9,189,692
WILFREDO SALINAS JR.	4,080	-	(4,080)		-	-	-
WILLIAM L. LABAY	-	4,825	(4,825)		-	-	-
WILMER S. LUCAS	1,650		-		1,650	-	1,650
WILSON CELESTIAL	1,650		-		1,650	-	1,650
WILSON MACAYAN	4,600	-	(4,600)		-	-	-
WILTON PABICA	14,400		(14,400)		-	-	-
WINNIE F. MATIAS	45,958		-		45,958	-	45,958
WINSTON V. JIMENEZ	8,000		-		8,000	-	8,000
World Hotel	129,712	-	-		129,712	-	129,712
World Plaza	117,216	-	-		117,216	-	117,216
Worldwide Plaza	268,329	-	-		268,329	-	268,329
Wtax Payable - Compensation	86,554				86,554	-	86,554
YADAO, MARIECRIS	-		-		-	-	-
YSRAEL ANGELES/ KATHERINE DUGTO	2,220		-		2,220	-	2,220
YVONNE M. RUAYA	(38,550)		-		(38,550)	-	(38,550)
ZALDY LACANDAZO	2,625		-		2,625	-	2,625
ZHEENA OCAMPO	50,000		-		50,000	-	50,000
ZHELIN B. BALETBET	4,625	-	(4,625)		-	-	-
ZYRA FACTURAN	193,980	20,000	-		213,980	-	213,980
Balance forwarded	P 98,512,779	P 78,288,203	(P 82,401,064)	P -	P 94,399,918	P -	P 94,399,918

Name	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
TOTAL ADVANCES TO OFFICERS AND EMPLOYEES	**P 98,512,779**	**P 78,288,203**	**(P 82,401,064)**	**P -**	**P 94,399,918**	**P -**	**P 94,399,918**
SHAREHOLDERS	P 889,795	P -	P -	P -	P 889,795	P -	**P 889,795**
Advances to related parties under common ownership							
Future State Myspace, Inc.	35,414		(35,414)		-	-	-
Megawide Foundation	199,831	801,742			1,001,573	-	1,001,573
ESA Group of Companies Inc.	5,858		(5,858)		-	-	-
Megacore Holdings, Inc.	17,000,750		(750)		17,000,000	-	17,000,000
Excelsior Holdings	145,967,978	32,369,825			178,337,803	-	178,337,803
Citicore Power Inc.	3,177,716,507				3,177,716,507	-	3,177,716,507
Other related parties under common ownership	-	-	-	-	-	-	-
TOTAL ADVANCES TO RELATED PARTIES UNDER COMMON OWNERSHIP	P 3,340,926,338	P 33,171,567	(P 42,022)	P -	P 3,374,055,883	P -	**P 3,374,055,883**
ULTIMATE PARENT COMPANY	P 3,089,295,108	P -	P -	P -	P 3,089,295,108	P -	**P 3,089,295,108**
Advances to non-controlling interest							
ASSOCIATES AND JOINT ARRANGEMENTS	P 3,392,420	P 3,788,561	P -	P -	P 7,180,981	P -	**P 7,180,981**
	P 6,533,016,440	**P 115,248,331**	**(P 82,443,086)**	**P -**	**P 6,565,821,686**	**P -**	**P 6,565,821,686**

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
Schedule C
Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements
September 30, 2024

Name and Designation of Debtor	Balance at Beginning of Period	Additions	Deductions		Ending Balance		Balance at End of Period
			Amounts Collected	Written Off	Current	Non-current	
Megawide Construction (BVI) Corporation	135,760,958				135,760,958	-	135,760,958
Megawide Terminals, Inc.	480,594,343	284,810			480,879,154	-	480,879,154
Altria East Land, Inc.	144,658,957	267,285			144,926,242	-	144,926,242
Megawide OneMobility Corporation	7,738,957	2,687,429			10,426,386	-	10,426,386
MWM Terminals, Inc.	335,502,806	185,500			335,688,306	-	335,688,306
Megawide Land Inc.	305,445,983	4,868,558			310,314,541	-	310,314,541
Wide-Horizons, Inc.	366,446	320,497			686,943	-	686,943
Megawatt Clean	-	182,850			182,850	-	182,850
PH1 World Developers, Inc.	449,500,000	380,000,000			829,500,000	-	829,500,000

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
Schedule D
Long-Term Debt
September 30, 2024

Title of Issue and Type of Obligation	Amount Authorized by Indenture		Amount Shown Under Caption "Current Portion of Long-term Debt" in Related Statement of Financial Position		Amount Shown Under Caption "Long-Term Debt" in Related Statement of Financial Position	
Bank loans (i)	P	22,987,012,099	P	18,838,807,655	P	4,148,204,444
Notes payable (ii)		1,853,500,000		-		1,853,500,000
Lease liabilities (iii)		118,829,523		61,751,883		57,077,640
Bonds payable (iv)		8,929,708,669		-		8,929,708,669
TOTAL	**P**	**33,889,050,291**	**P**	**18,900,559,538**	**P**	**14,988,490,753**

Supplementary Information on Long-term Debt:

(i) Total bank loans represent OLSA with a local universal bank comprising P3,900.0 million drawdown with maturity of 15 years. Moreover, as a result of the acquisition of PH1, the Group also recognized bank loans amounting to P306.1 million classified under long-term debt.

(ii) Total notes payable represents unsecured availments from two notes facility agreement with a local bank for private placement amounting to P2,000.0 million in 2016, and P3,600.0 million in 2020. These notes have maturity term that ranges from five to ten years from date of issue.

Specifically, on September 2016 and December 2016, the Parent Company availed an unsecured corporate 10-year corporate loans amounting to P650.0 million, P350.0 million and P1,000.0 million to refinance the 5-year corporate note issued in 2011 and to finance its capital expenditure and general corporate requirements.

In February 2020, the Parent Company availed P3,600.0 unsecured corporate loans from its third loan facility for repayment of maturing debts, funding of new projects and general corporate requirements.

(iii) Lease liabilities have an effective interest rate of 7.0% with maturity of three to five years from the date of transaction.

(iv) On August 17, 2022, the Parent Company listed fixed-rate bonds in the total amount of P4,000.0 million, inclusive of the P1,000.0 million oversubscription option, with the Philippine Dealing & Exchange Corp. The Fixed-Rate Bonds consists of Series A (P1,600.0 million maturing in three years and six months from issue date at rate of 6.9506%) and Series B (P2,400.0 million maturing in five years from issue date a rate of 7.9663%).

On July 11, 2024, the Parent Company listed fixed-rate bonds in the total amount of P4,000.0 million, inclusive of the P1,000.0 million oversubscription option, with the Philippine Dealing & Exchange Corp. The Fixed-Rate Bonds consists of Series C (P3.1 billion maturing in three years from issue date at rate of 7.6348%) and Series D (P1.1 billion maturing in five years from issue date at a rate of 8.0580%) and Series E (P0.8 billion maturing in seven years from issue date at a rate of 8.4758%).

Bond issue cost capitalized as part of the bonds amounted to 101.7 million. As of September 30, 2024 and December 31, 2023, amortization amounted to P12.1 million and P13.6 million while its net carrying value amounted to P71.1 million and P46.1 million, respectively.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
Schedule E
Indebtedness to Related Parties
September 30, 2024

Name of Related Party	Balance at Beginning of Period	Balance at End of Period
Citicore Holdings Investment, Inc.	P 90,233,593	P 90,233,592
Citicore-Megawide Consortium, Inc. (CMCI)	30,000,000	30,000,000
Others	24,403,632	50,463,000
Total	**P 144,637,225**	**P 170,696,592**

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
Schedule F
Guarantees of Securities of Other Issuers
September 30, 2024

Name of Related Party		Amount
MWM Terminals, Inc. (MWMTI)	P	3,441,750,000
TOTAL	**P**	**3,441,750,000**

Supplementary Information on Guarantees of Securities and Other Issuers:

1) *MWMTI entered in to an OLSA with a local universal bank in 2015, with the Parent Company as guarantor, for a loan facility amounting to P3,300.0 million to finance the construction of the PITX Project. In 2019, the Parent Company requested the lender to increase the loan facility by P600.0 million making the total principal loan to P3,900.0 million. MWMTI has an outstanding loan amounting to P3,441.8 million as of September 30, 2024.*

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
(A Subsidiary of Citicore Holdings Investment, Inc.)
Schedule G
Capital Stock
September 30, 2024

Title of Issue	Number of Shares Authorized	Number of Shares Issued and Outstanding as Shown Under the Related Statement of Financial Position Caption (i)	Number of Shares Reserved for Options, Warrants, Conversion and Other Rights / Treasury Shares	Number of Shares Outstanding	Number of Shares Held By		
					Related Parties	Directors, Officers and Employees	Others
Common	4,930,000,000	2,399,426,127	386,016,410	2,013,409,717	1,330,634,698	19,164,807	663,610,212
Preferred	186,000,000	167,626,010	66,220,130	101,405,880	29,000,000	-	72,405,880

" On July 20, 2016, the Parent Company's BOD approved the buy-back of 410.8 million common shares held by Sybase Equity Investment Corporation at a price equal to the 7-trading day volume weighted average price ending on July 28, 2016 or equivalent to P10.03 per share. Total purchase price of the treasury shares including incidental cost of the buy-back amounted P4,138.8 million.

On October 20, 2016, the Parent Company's BOD approved the sale of its 150.0 million treasury shares at P14.9 per share. Net proceeds of the sale of treasury share amounted to P2,181.7 million, net of incidental cost of the transaction. Outstanding balance of the treasury shares after the sale is 260.8 million treasury shares at cost of P2,627.7 million.

On October 1, 2018, the Parent Company's BOD approved a share buyback program worth up to P2,0000.0 million over a period of two years. Total cost to acquire treasury shares in 2019 and 2018 amounted to P457.8 million and P827.1 million, respectively, which is equivalent to 26.1 million and 48.8 million shares, respectively.

On March 3, 2020, the Parent Company's BOD approved an additional P3,000.0 million to its share buyback program, making it a total of P5,000.0 million and removal of the period within which to execute the program, making it open-ended. Total cost of acquired treasury shares in 2020 amounted to P703.1 million, which is equivalent to 50.2 million shares.

On April 13, 2020, the Parent Company's BOD approved to increase its authorized capital stock for preferred shares by 54.0 million shares to a total of 124.0 million shares, which was approved by the stockholders on June 30, 2020.

On November 27, 2020, the Parent Company raised P4,360.0 million from its Series 2A and 2B preferred shares offering, which is equivalent to 26,220,130 Series 2A preferred shares and 17,405,880 Series 2B preferred shares.

On February 26, 2021, the Parent Company's BOD approved to increase its authorized capital stock for preferred shares by 26.0 million shares to a total of 150.0 million shares, which was approved by the stockholders on May 21, 2021.

On October 29, 2021, the Parent Company raised P4,000.0 million from its Series 4 preferred shares offering, which is equivalent to 40.0 million Series 4 preferred shares."

On January 6, 2023, the Company filed with the Securities and Exchange Commission a Registration Statement and Preliminary Prospectus relating to its offer and sale of fifteen million (15,000,000) cumulative, non-voting, non-participating, non-convertible, redeemable (non-reissuable) perpetual preferred shares with a par value of One Peso (P1.0) per share (the "Offer Shares"). The filing fee for the Registration Statement was paid on January 10, 2023.

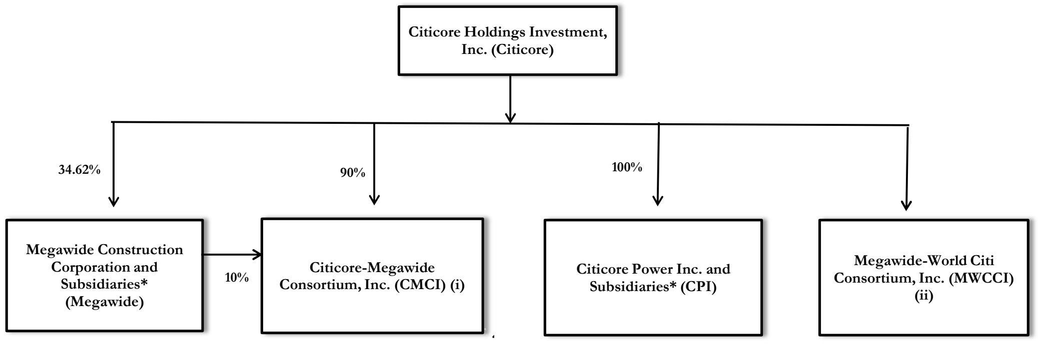
On February 15, 2023, the Company's application for the increase in authorized capital stock was approved by the SEC. In 2023, the deposit on future stock subscription were converted to preferred shares (Series 3).

On April 26, 2023, the Parent Company's BOD approved the redemption of its Series 2A Preferred Shares, on May 29, 2023, at a redemption price of P100.0 per share, increasing the treasury shares by P2,622.0 million.

MEGAWIDE CONSTRUCTION CORPORATION
20 N Domingo Street, Brgy. Valencia, Quezon City
Reconciliation of Retained Earnings Available for Dividend Declaration
September 30, 2024
(Amount in Philippines Pesos)

Unappropriated Retained Earnings, beginning of reporting period	P	614,527,066
Less: Item that is directly debited to Unappropriated Retained Earnings		
Dividend declaration during the year		(322,985,109)
Unappropriated Retained Earnings, as adjusted		291,541,957
Net Profit for the Current Year		957,373,768
Less: Other items that should be excluded from the determination of the amount of available for dividends declaration		
Net movement in deferred tax assets and deferred tax liabilities related to right-of-use assets and lease liabilities		13,003,518
Net movement in deferred tax assets not considered in the reconciling items under the previous categories		19,874,499
Total Retained Earnings, end of the reporting period available for dividend	**P**	**1,281,793,742**

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
MAP SHOWING THE RELATIONSHIP BETWEEN THE COMPANY AND ITS RELATED ENTITIES
September 30, 2024



**See Schedule 1*

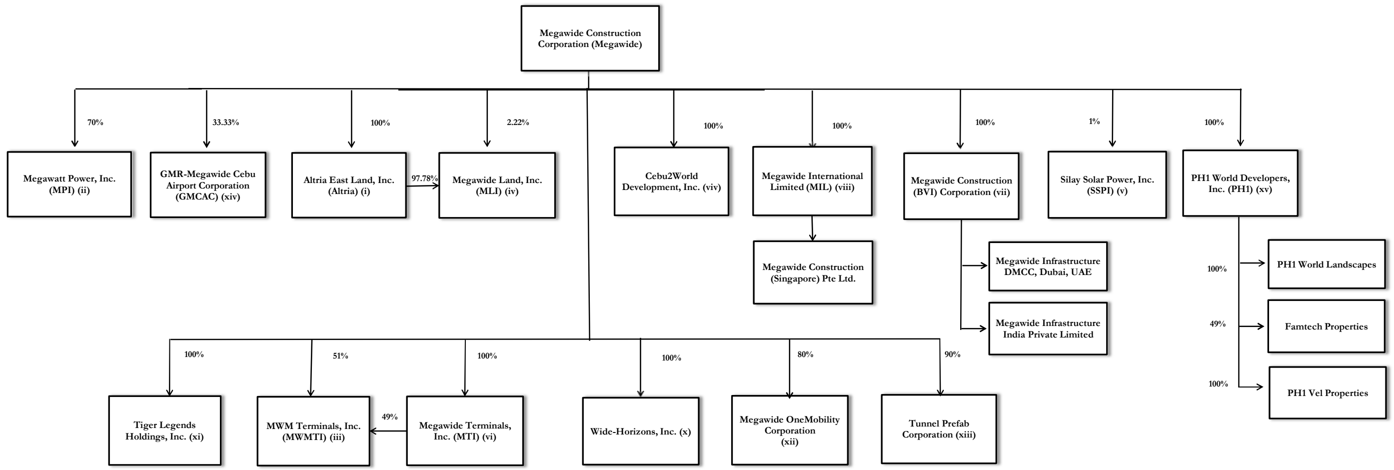
**See Schedule 2*

Supplementary Information:

(i) The rights and powers of Megawide over the management and control of the CMCI are exercised through a seat in the Board of Directors. Taking this into consideration, the Megawide concluded that it has significant influence over the investee; accordingly the investment is accounted for as an investment in associate.

(ii) Megawide acquired 51.0% ownership interest in MWCCI, but accounted for the investment as an associate since it does not have control over MWCCI's relevant activities.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
MAP SHOWING THE RELATIONSHIP BETWEEN THE COMPANY AND ITS RELATED ENTITIES
Schedule 1: Megawide Construction Corporation and Subsidiaries
September 30, 2024



Supplementary Information:

(i) Megawide's acquisition of Altria is treated as an acquisition of asset and not a business acquisition. Hence, Altria is not considered a subsidiary of the Megawide.

(ii) On September 4, 2014, the Company acquired 70.0% of the issued and outstanding capital stock of MPI. The investment in MPI is accounted for as an investment in subsidiary.

(iii) MWMTI was accounted for as a subsidiary due to the acquisition of 100% ownership in MTI, resulting to the increase in effective ownership of Megawide in MWMTI from 51.0% to 100.0%.

(iv) On October 28, 2016, Megawide acquired a 100.0% ownership interest in MLI, an entity incorporated in the Philippines. MLI is incorporated primarily to engage in real estate and related business.

(v) In February 2016, SSPI's unissued shares of stock were acquired by CPI resulting in a 75.0% equity interest over SSPI and diluting Megawide's equity interest over SSPI from 100.0% to 25.0%. Hence, SSPI ultimately became a subsidiary of CPI. In 2016, the Megawide's equity interest was reduced from 100.0% to 1.0% upon acquisition of a related party under common ownership.

(vi) In August 2018, Megawide acquired the outstanding shares of MTI representing 100.0% ownership, making it a wholly owned subsidiary of Megawide.

(vii) On June 20, 2017, Megawide acquired a 100.0% ownership interest in MCBVI, an entity incorporated in the territory of British Virgin Islands, a primarily engage in buying and holding shares of other companies.

(viii) MIL, whose registered office is at Marcy Building, 2nd Floor, Purcell Estate, P.O. Box 2416, Road Town Tortola, British Virgin Islands, was incorporated on July 26, 2019.

(viv) Cebu2World, whose registered office is at Unit 1504 Ayala Life FGU Center Cebu, Mindanao Avenue corner Biliran Road, Cebu Business Park, Cebu City, was incorporated on November 3, 2020.

(x) Wide-Horizons, whose registered office is at at 20 N. Domingo Street, Brgy. Valencia, Quezon City., was incorporated on November 16, 2020.

(xi) Tiger Legends was incorporated on October 16, 2020 to primarily engage in buying and holding shares of other companies. Tiger Legend's registered address is at Vistra Corporate Services Centre, Wickhams Cay II, Road Town, Tortola, British Virgin Islands.

(xii) Formerly known as Citicore Infrastructure Holdings, Inc.; Megawide Construction Corporation subscribed to 7,500,000 common shares in Megawide OneMobility Corporation on 02 December 2021; Subsequently, Megawide Construction Corporation purchased 500,000 common shares in Megawide OneMobility Corporation on 29 July 2022 from Citicore Holdings Investment, Inc.

(xiii) Tunnel Prefab Corporation was incorporated on 31 August 2022.

(xiv) On September 2, 2022, Megawide, GMR Airports International BV (GAIBV), and Aboitiz InfraCapital, Inc. (AIC) executed a Share Subscription and Transfer Agreement, for AIC to acquire shares in GMCAC, subject to the following conditions:

1) For a total amount of P9,473.6 million, AIC shall own 33.0 and 1/3% minus one share of the outstanding capital stock of GMCAC; Megawide will retain 33.0 and 1/3% plus one share, while GAIBV will retain 33.0 and 1/3%; and,

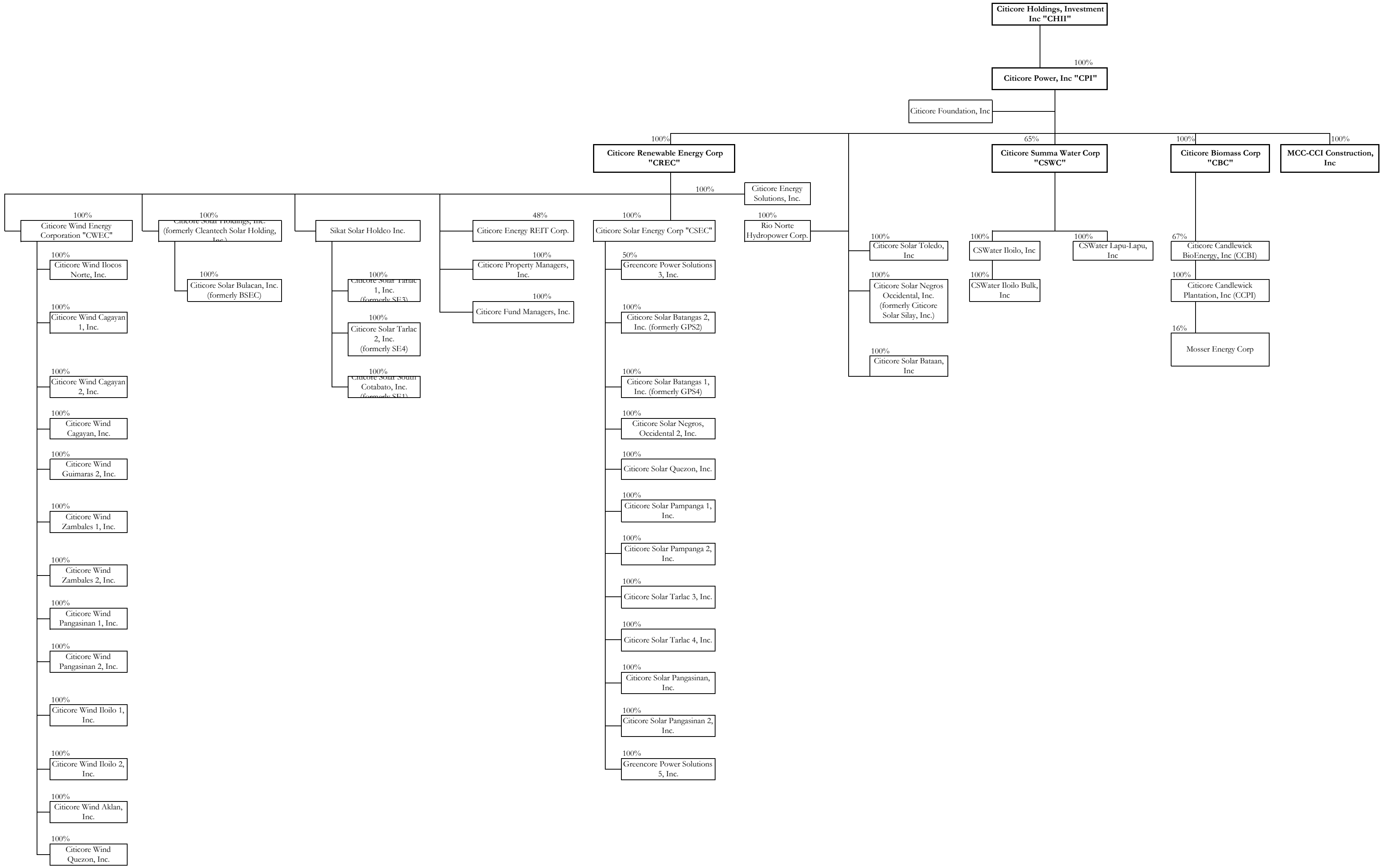
2) Megawide and GAIBV shall issue Exchangeable Notes in favor of AIC in the total amount of P15,526.4 million. The Exchangeable Notes will mature on October 30, 2024, and will be exchanged by AIC for the rest of the 66.0 and 2/3% plus one share of GMCAC's outstanding capital stock.

On 16 December 2022, AIC completed the acquisition of the 33.0 and 1/3% minus 1.0 share stake in GMCAC, and the Company and GAIBV issued the Exchangeable Notes.

As a result of the disposition of GMCAC shares, Megawide's investment in GMCAC ceases to be controlling interest. However, Megawide maintains that it has significant influence over GMCAC. Accordingly, the retained investment shall be accounted for as an investment in associate.

(xv) On July 27, 2023, Megawide acquired the outstanding shares of PH1 World Developers, Inc. (PH1) representing 100.0% ownership from Citicore Holdings Investment, making it a wholly owned subsidiary of Megawide. At the date of acquisition, PH1 owns 100% and 49% of the outstanding capital stock of PH1 World Landscapes, Inc. (PH1-WL) and Famtech Properties, Inc. (Famtech), respectively. As a result of the acquisition of PH1, the Group obtained indirect ownership and control over PH1-WL and Famtech. Subsequently, on January 9, 2024, the Company's BOD authorized PH1 to incorporate PH1 Vel Properties which shall serve as the corporate vehicle for the joint venture with Velfox Manufacturing Corporation.

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
MAP SHOWING THE RELATIONSHIP BETWEEN THE COMPANY AND ITS RELATED ENTITIES
Schedule 2: Citicore Power Inc. and Subsidiaries
September 30, 2024



P&A Grant Thornton

Report of Independent Auditors on Components of Financial Soundness Indicators

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 2288

The Board of Directors and Stockholders
Megawide Construction Corporation and Subsidiaries
(A Subsidiary of Citicore Holdings Investment, Inc.)
20 N. Domingo Street
Brgy. Valencia
Quezon City

We have reviewed, in accordance with Philippine Standards on Review Engagements, the interim condensed consolidated financial statements of Megawide Construction Corporation and Subsidiaries (the Group) as at and for the nine months ended September 30, 2024, on which we have rendered our report dated November 18, 2024. Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review. The Supplementary Schedule on Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, is 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 supplemental schedule is presented for the purposes of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission, and is not a required part of the basic interim condensed consolidated financial statements prepared in accordance with PFRS. Except for the current ratio, acid test ratio, solvency ratio, debt-to-equity ratio, assets-to-equity ratio, return on equity and return on assets for September 30, 2023, the components of these financial soundness indicators have been traced to the Group's interim condensed consolidated financial statements as at September 30, 2024 and 2023 and for the periods then ended and no material exceptions were noted.

PUNONGBAYAN & ARAULLO

By: John Endel S. Mata
Partner

CPA Reg. No. 0121347
TIN 257-622-627
PTR No. 10076144, January 3, 2024, Makati City
BIR AN 08-002551-040-2023 (until Jan. 24, 2026)
BOA/PRC Cert. of Reg. No. 0002/P-012 (until Aug. 12, 2027)

November 18, 2024

MEGAWIDE CONSTRUCTION CORPORATION AND SUBSIDIARIES
Supplemental Schedule of Financial Soundness Indicators
September 30, 2024 and 2023

Ratio	Formula	Amount in PHP	Sept 2024	Formula	Amount in PHP	Sept 2023
Current ratio	Total Current Assets divided by Total Current Liabilities		**1.48**	Total Current Assets divided by Total Current Liabilities		1.80
	Total Current Assets	52,431,220,812		Total Current Assets	50,197,044,508	
	Total Current Liabilities	35,392,931,313		Total Current Liabilities	27,889,772,078	
	Current ratio	**1.48**		Current ratio	1.80	
Acid test ratio	Quick assets (Total Current Assets less Inventories, Contract Assets and Other Current Assets) divided by Total Current Liabilities		**0.75**	Quick assets (Total Current Assets less Inventories, Contract Assets and Other Current Assets) divided by Total Current Liabilities		1.03
	Total Current Assets	52,431,220,812		Total Current Assets	50,197,044,508	
	Less: Inventories	(6,287,174,020)		Less: Inventories	(3,308,721,824)	
	Contract Assets	(6,131,151,989)		Contract Assets	(5,006,449,260)	
	Other Current Assets	(10,443,280,862)		Other Current Assets	(10,376,495,390)	
	Non-current Asset Held for Sale	(2,879,769,625)		Non-current Asset Held for Sale	(2,879,769,625)	
	Quick Assets	26,689,844,316		Quick Assets	28,625,608,409	
	Total Current Liabilities	35,392,931,313		Total Current Liabilities	27,889,772,078	
	Acid test ratio	**0.75**		Acid test ratio	1.03	
Solvency ratio	Total Assets divided by Total Liabilities		**1.33**	Total Assets divided by Total Liabilities		1.33
	Total Assets	68,328,894,826		Total Assets	67,270,450,997	
	Total Liabilities	51,259,758,287		Total Liabilities	50,700,623,373	
	Solvency ratio	**1.33**		Solvency ratio	1.33	
Debt-to-equity ratio	Total Liabilities divided by Total Equity		**3.00**	Total Liabilities divided by Total Equity		3.06
	Total Liabilities	51,259,758,287		Total Liabilities	50,700,623,373	
	Total Equity	17,069,136,539		Total Equity	16,569,827,624	
	Debt-to-equity ratio	**3.00**		Debt-to-equity ratio	3.06	
Assets-to-equity ratio	Total Assets divided by Total Equity		**4.00**	Total Assets divided by Total Equity		4.06
	Total Assets	68,328,894,826		Total Assets	67,270,450,997	
	Total Equity	17,069,136,539		Total Equity	16,569,827,624	
	Assets-to-equity ratio	**4.00**		Assets-to-equity ratio	4.06	
Interest rate coverage ratio	Earnings before interest and taxes (EBIT) divided by Interest expense		**1.51**	Earnings before interest and taxes (EBIT) divided by Interest expense		1.26
	EBIT	2,623,583,676		EBIT	1,692,993,347	
	Interest expense*	1,740,564,518		Interest expense*	1,346,043,416	
	Interest rate coverage ratio	**1.51**		Interest rate coverage ratio	1.26	
Return on equity	Net Income divided by Average Equity		**0.03**	Net Income divided by Average Equity		0.02
	Net Income from Continuing Operations	574,920,176		Net Income from Continuing Operations	332,549,132	
	Average Equity	16,819,482,082		Average Equity	17,208,610,663	
	Return on equity	**0.03**		Return on equity	0.02	

Ratio	Formula	Amount in PHP	Sept 2024	Formula	Amount in PHP	Sept 2023
Return on assets	Net Income divided by Average Assets Net Income from continuing operations Average Assets Return on assets	 574,920,176 67,799,672,912 **0.01**	**0.01**	Net Income divided by Average Assets Net Income from continuing operations Average Assets Return on assets	 332,549,132 78,380,878,037 0.00	0.00
Net profit margin	Net Income divided by Total Revenue Net Income from continuing operations Total Revenue Net profit margin	 574,920,176 16,348,060,142 **0.04**	**0.04**	Net Loss divided by Total Revenue Net Loss from continuing operations Total Revenue Net profit margin	 332,549,132 15,558,780,889 0.02	0.02

** Interest expense is the sum of interest relating to bank loans, notes payable and bonds payable.*

MEGAWIDE

14 October 2024

THE DISCLOSURE DEPARTMENT
THE PHILIPPINE STOCK EXCHANGE, INC.
6/F PSE Tower, 5th Avenue corner 28th Street
Bonifacio Global City, Taguig City

Attention: **MS. ALEXANDRA D. TOM WONG**
Officer-in-Charge, Disclosure Department

Gentlemen and Mesdames:

In compliance with the disclosure requirements of the Philippine Stock Exchange, Inc., please find enclosed are the following:

1. Quarterly Progress Report on the Application of Proceeds from the Preferred Shares Offering of Megawide Construction Corporation as of and for the Quarter Ended 30 September 2024; and

2. Report of Independent Auditors on Factual Findings.

MEGAWIDE CONSTRUCTION CORPORATION
By:

JEZ G. DELA CRUZ
Chief Financial Officer

14 October 2024

THE DISCLOSURE DEPARTMENT
THE PHILIPPINE STOCK EXCHANGE, INC.
6/F PSE Tower, 5th Avenue corner 28th Street
Bonifacio Global City, Taguig City

Attention: **MS. ALEXANDRA D. TOM WONG**
Officer-in-Charge, Disclosure Department

Re: **MEGAWIDE CONSTRUCTION CORPORATION**
Quarterly Progress Report as of and for the Quarter Ended 30 September 2024 on the Application of Proceeds from the Preferred Shares Offering with Certification of Independent Auditors

Gentlemen and Mesdames:

In connection with the preferred shares offering of **MEGAWIDE CONSTRUCTION CORPORATION** (the "Company") on 27 November 2020, we submit herewith the Company's quarterly report on the application of the proceeds from the said offering. The details of the disbursements made as of and for the quarter ended 30 September 2024 are as follows:

Offering Proceeds (43,626,010 shares at PhP 100.00 per share)	**PhP**	**4,362,601,000.00**
Less: Expenses related to the public offering*		
Underwriting fees		23,881,930.83
Registration and filing fees		6,830,655.00
Professional fees		5,986,013.50
Documentary stamp tax		436,260.10
Net Offering Proceeds	**PhP**	**4,325,466,140.57**
Less: Disbursements		
Accumulated costs incurred as of June 30, 2024		2,980,305,927.91
Costs incurred for the quarter ended September 30, 2024		62,717,343.35
	PhP	**3,043,023,271.26**
Balance of the Offering Proceeds as of September 30, 2024	**PhP**	**1,282,442,869.31**

**The expenses related to the preferred shared offering amounting to PhP 36.7 million, which were incurred prior to the receipt of the proceeds from the offering, were initially funded using the Company's working capital. The Company charged this amount against the proceeds from the offering in the last quarter of 2020.*

We hope you find everything in order.

MEGAWIDE

Very truly yours,

MEGAWIDE CONSTRUCTION CORPORATION
By:

JEZ G. DELA CRUZ
Chief Financial Officer

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 2288

Report of Independent Auditors on Factual Findings

The Board of Directors and Stockholders
Megawide Construction Corporation
(A Subsidiary of Citicore Holdings Investment, Inc.)
20 N. Domingo Street
Brgy, Valencia
Quezon City

We have performed the procedures agreed with you and enumerated in the succeeding page with respect to the attached Quarterly Progress Report (the Report) as of and for the quarter ended September 30, 2024 on the application of proceeds from the Preferred Shares Offering (Offering Proceeds) of Megawide Construction Corporation (the Company) on November 27, 2020. The procedures were performed solely to enable the Company to comply with the requirement of the Philippine Stock Exchange (PSE) to submit the Report relating to the application of the Offering Proceeds accompanied by an external auditor's report. Our engagement was undertaken and our report is issued in accordance with Philippine Standard on Related Services 4400 (Revised), *Agreed-Upon Procedures Engagements*, applicable to agreed-upon procedures engagements.

We present below the summary of the breakdown and application of the Offering Proceeds as of and for the quarter ended September 30, 2024 based on the information we obtained from the Company.

	Initial Allocation of Offering Proceeds on November 27, 2020	Revised Allocation of Offering Proceeds as of February 26, 2021	Application of Offering Proceeds as of June 30, 2024	Application of Offering Proceeds for the Quarter ended September 30, 2024	Balance of Offering Proceeds as of September 30, 2024
Ninoy Aquino International Airport (NAIA) rehabilitation	P1,224,188,530.35	P -	P -	P -	P -
Development of Cebu Integrated Transport Hub	830,037,568.21	1,274,700,551.18	1,274,700,551.18	-	-
Expansion of MCIA Under Concession Agreement 2 (CA2)	816,125,686.90	816,125,686.90	816,125,686.90	-	-
Development of Lot 2 of the Paranaque Integrated Terminal Exchange (PITX) and other locations	647,702,950.76	994,686,674.38	-	-	994,686,674.38
Expansion of Pre-cast and other ancillary business	375,609,437.17	576,828,778.51	480,043,151.93	62,717,343.35	34,068,283.23
Mactan Cebu International Airport (MCIA) multi-use development	215,900,983.59	331,562,224.80	77,874,313.10	-	253,687,911.70
General corporate purposes	215,900,983.59	331,562,224.80	331,562,224.80	-	-
	P 4,325,466,140.57	P4,325,466,140.57	P 2,980,305,927.91	P62,717,343.35	P1,282,442,869.31

Agreed-upon Procedures

The agreed procedures we performed are as follows:

1. Obtained and checked the mathematical accuracy of the following:

   a. The Report;
   b. Reallocation of the Use of Proceeds Report;
   c. Schedule of planned use of proceeds from the Offering Prospectus; and,
   d. Detailed schedule of utilization of proceeds as of and for the quarter ended September 30, 2024.

2. Agreed total amount of disbursement of the Offering Proceeds shown in the Report to the detailed schedule of disbursements of proceeds as of and for the quarter ended September 30, 2024.

3. Compared the disbursements of the Offering Proceeds shown in the Report with the schedule of planned use of proceeds indicated in the Offering Prospectus.

4. Inquired and identified the nature of disbursements of the Offering Proceeds in the detailed schedule and checked that such disbursements were consistent with the planned use of the Offering Proceeds.

5. Traced and examined supporting documents of the disbursements in the schedule and agreed the total amount of disbursements per category in the Report.

Results of the Performance of Agreed-Upon Procedures

1. With respect to item 1, we noted no exceptions on the mathematical accuracy of the Report and schedules.

2. With respect to item 2, we noted that the total amount of disbursements appearing in the Report agrees with the amount in the detailed schedule of disbursements of the Offering Proceeds.

3. With respect to item 3, we found the disbursements of proceeds in the Report as of and for the quarter ended September 30, 2024 is consistent with the planned application of proceeds indicated in the Use of Proceeds section of the Offering Prospectus and its subsequent revision of allocation as approved by the Company's Board of Directors (BOD) on February 26, 2021 and disclosed in the Philippine Stock Exchange Electronic Disclosure Generation Technology on March 1, 2021.

4. With respect to item 4, we noted the following:

   a.) The details of the disbursements incurred from July 1 to September 30, 2024 showed that the Company used the Offering Proceeds for the following purposes:

- ***NAIA Rehabilitation***

The government's airport modernization and expansion program opened up exciting opportunities for the private sector to contribute to the country's infrastructure development program. Being the largest private sector airport operator, by virtue of its concession agreement with the Philippines' second busiest airport, the Company is well positioned and has a unique advantage to participate in other airport development projects in the government's pipeline.

In a letter dated July 15, 2020, the Manila International Airport Authority (MIAA) granted the consortium led by the Company with GMR Infrastructure Limited as partner operator, the Original Proponent Status (OPS) for the development of the NAIA. Under the Build-Operate-Transfer (BOT) Law, the holder of the OPS will have the right to match any competing offer from another proponent under the Swiss Challenge scenario, subject to the terms and conditions of the Swiss Challenge process.

The project proposal plans for a phased redevelopment of existing NAIA terminals to remove decongestion and increase annual total passenger-handling capacity from the existing 30 million passengers to 65 million. The deliverables also include expanding and interconnecting the existing terminals of NAIA using a People Mover System, upgrading airside facilities, developing commercial facilities to increase airline and airport efficiencies, enhancing passenger comfort and experience and elevating the status of NAIA as the country's premier international gateway.

The Company received communication from the MIAA on December 15, 2020 stating that consortium's OPS had been revoked, with no formal notice on the reasons for the revocation. The Company submitted a motion for reconsideration for its proposal on December 21, 2020, as it had, at all stages, complied with all the government's requirements for its unsolicited proposal. The BOD of MIAA denied the motion for reconsideration of the Company, which sought to overturn the revocation of the Megawide's OPS for the rehabilitation of the NAIA. The Company was formally informed of the said denial through a letter from the Corporate Secretary of the MIAA BOD dated January 25, 2021.

The proceeds initially allocated for the said project were reallocated to other projects as approved by the Company's BOD on February 26, 2021 and disclosed in the PSE Edge on March 1, 2021.

- ***Development of the Cebu Integrated Transport Hub***

The Company executed an Agreement with the Local Government of Cebu on January 12, 2021 for a 50-year concession agreement to redevelop and operate the Carbon Market. The project requires pre-development and logistical expenses in line with its five-year development timetable.

The proposal involves the transformation of the existing Carbon Market into a mixed-use development anchored on a modern public market and an integrated multi-modal transport hub. Phase 1 of the project involves the rehabilitation of the existing public market, including a new wholesale market, construction of a new night market, and other lifestyle commercial establishments, land transport and ferry terminals, among others. Phase 2 includes a mixed-use development plan (hotel, Meetings, Incentives, Conference, Exhibitions (MICE), retail, etc.) envisioned to transform the property into one of Cebu's primary attractions.

P1,274.7 million from the Offering Proceeds were allocated and were fully used for this purpose as of September 30, 2024.

- ***Expansion of MCIA Under Concession Agreement 2 (CA2)***

The Company's expansion of MCIA under CA2 has an OPS status, which will extend its existing Concession Agreement (CA1) in MCIA by another 25 years. Phase 1 involves the takeover of the airside facility, rehabilitation of the existing runway and taxiways, construction of an additional full-length parallel taxiway, development of additional rapid exit taxiways and runway holding positions. Phase 2 involves the construction of a second parallel and independent instrument runway and Phase 3 comprises the construction of Terminal 3.

P816.1 million from the Offering Proceeds were allocated and were fully used for this purpose as of September 30, 2024.

- ***Development of Lot 2 of the PITX and Other Locations***

The PITX is a flagship project under the government's Build, Build, Build infrastructure program, dubbed as the Philippines "first landport". PITX is a 4.5 hectare development and currently Lot 1 (2.7 hectares) houses the transport terminal, commercial spaces, and office buildings under one roof. PITX is effectively 100% owned by the Company.

With a rated capacity of 100,000 passengers daily, PITX offers seamless connections to and from the southwest portion of Metro Manila, via multiple modes of transportation, from provincial to city buses, taxis, jeepneys and utility vehicles express shuttles.

The development of Lot 2 (1.8 hectares) will further improve terminal operations by providing a staging area for buses. It will also offer additional employment and business opportunities through the construction of office towers and retail establishments inside the facility.

The original plan is to develop a similar structure to the existing terminal, to be comprised of four levels, with commercial leasing assets occupying the floors above the bus staging area. Estimated cost for the PITX Lot 2 development project is around P5,000.0 million.

The development of PITX Lot 2 has become more imperative, considering that current foot traffic at the existing terminal has breached the capacity of 200,000 daily. In addition, Light Rail Transit 1 (LRT 1) Asia World Station is scheduled to be completed by the fourth quarter of 2024, which is expected to boost foot traffic, based on LRT 1's 100,000 daily ridership.

As for other PITX locations, Baguio is scheduled to be signed towards the end of the year while the location in the south is also being finalized to target signing within the year, with amendments being implemented to comply with the provisions of the new Public Private Partnership Law.

P994.7 million from the Offering Proceeds were allocated to this project. As of and for the quarter ended September 30, 2024, there were no disbursements made yet related to this project.

- ***Expansion of Pre-Cast and Other Ancillary Business Units***

The Company is anticipating an increased demand for pre-fabricated construction materials under the new normal, both for its traditional market (i.e., residential, office, and commercial/industrial) and new segments (horizontal infrastructure) it plans to expand and enter into. With the new occupational health and safety protocols arising from the Corona Virus Disease 2019 (COVID-19) pandemic, the Company believes that the pre-cast technology will be well-suited for the industry, given its less human labor requirement and faster turnaround compared with the traditional method.

Moreover, the government's roll out of major infrastructure projects enabled the Company to identify opportunities in this segment, which will be the driving force to Company's infrastructure pivot. In addition to the Company's engineering, procurement and construction business, these projects will likewise require huge support from other ancillary services (batching plant, formworks, specialized equipment, transport, and others), being a vertically integrated construction company.

In relation to this, the Company has recalibrated its short-term pre-cast expansion plan to approximately 25,000 cu/m/month, including the new and existing plants in Taytay, Rizal, as well as other mobile plants in key locations, and enhancements of other ancillary services within the Precast and Construction Solutions (PCS) Unit, such as batching plant, formworks, specialized equipment, and other capacities. Estimated cost of the project is around P1,000.0 million. As of September 30, 2024, the project is around 80% complete, with the balance allocated to pre-cast tunnel lining system products to be used for the Metro Manila Skyway Project. The original targeted capacity expansion to 35,000-40,000 cu m/month has been recalibrated to 25,000 cu m/month and is expected to be achieved the end of 2024 or early 2025, subject to market conditions and operating environment.

Furthermore, the expansion of its construction services and ancillary businesses require additional funding and the Company expects the progress of these initiatives to accelerate as soon as new infrastructure contracts are secured within the year.

P576.8 million from the Offering Proceeds were allocated to this project, P531.5 million of which were released as of September 30, 2024. Disbursements for the quarter then ended amounted to P62.7 million.

- ***MCIA Multi-Use Developments***

MCIA, the gateway to the Visayas and Southern Philippines, is the second largest airport facility in the country with a consistently growing number of passengers annually.

Under the existing CA1, GMR-Megawide Cebu Airport Corporation (GMCAC) shall deliver a 2nd terminal and rehabilitate the existing terminal, which the company completed in July 2018 and September 2019, respectively, to reduce congestion as well as meet the growing passenger traffic into Cebu. The Capacity Augmentation, which is part of CA1 designed to further expand the airport's capacity, remains in balance. GMCAC is undertaking this capital extensive project to provide a world-class terminal airport with a welcoming ambiance that is distinctly Filipino.

The MCIA mixed-use development project is envisioned to further accelerate the airport's value creation. The initial plans involve the construction of a 400-room hotel, a MICE facility, and a travel retail concept to complement the airport's features. Estimated cost of the MCIA mixed use development project is P3,000.0 million.

While the Cebu hotel industry had been affected by the COVID-19 pandemic, long-term prospects remain sound given Cebu's ideal location as both a tourism and business hub. In addition, the project development timetable of two to three years provides enough time for the situation to revert back to pre-COVID-19 environment.

The project completed the final design and concept stages but is currently on push-button mode and will be re-evaluated on when initial development will commence, subject to resumption of normalcy of travel and airport operations and the project's overall value creation to all its stakeholders.

P331.6 million from the Offering Proceeds were allocated to this project, P77.9 million of which were released as of September 30, 2024. In December 2022, the Company disposed a portion of its interest in GMCAC which was reduced from 60.00% to 33.33% as of December 31, 2022. The management intends to reallocate the remaining balance of the proceeds to another project after the completion of the second close by October 2024. In relation to this, the management intends to reallocate the remaining balance of the proceeds to another project towards the end of 2024. There were no disbursements related to this project for the quarter ended September 30, 2024.

- ***General Corporate Purposes***

  General corporate purposes include: (1) purchase or lease or repair of construction equipment; (2) provision for potential projects and business opportunities; and, (3) working capital.

  P331.6 million from the Offering Proceeds were allocated and were fully used for this purpose as of September 30, 2024.

b.) The remaining balance of the Offering Proceeds amounting to P1,293.7 million as of September 30, 2024 is expected to be applied on costs to be incurred in accordance with the planned use and estimated timing as disclosed in the Offering Prospectus and to the PSE and its subsequent revision of allocation.

5. We found no exceptions with respect to item 5.

Because the foregoing procedures do not constitute either an audit or review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standard on Review Engagements (PSRE), respectively, we do not express an assurance on the use of Offering Proceeds based on the said standards. Had we performed additional procedures, or had we performed an audit or review of the financial statements in accordance with PSA or PSRE, respectively, other matters might have come to our attention that would have been reported to you.

We have no responsibility to update this report for events or circumstances occurring after the date of this report.

Our report is solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties. This report relates only to the information and items specified above and does not extend to any financial statements of the Company, taken as a whole.

PUNONGBAYAN & ARAULLO

By: John Endel S. Mata
Partner

CPA Reg. No. 0121347
TIN 257-622-627
PTR No. 10076144, January 3, 2024, Makati City
BIR AN 08-002551-040-2023 (until Jan. 24, 2026)
BOA/PRC Cert. of Reg. No. 0002/P-012 (until Aug. 12, 2027)

October 14, 2024

Accounts Receivable Aging

	Not more than 3 mos.	More than 3 mos. but not more than 6 mos.	More than 6 mos.	More than 1 year	TOTAL
September 30, 2024					
Contract receivables	5,015,681,459	92,862,391	64,156,017	527,132,774	5,699,832,641
Rental receivables	398,227,816	6,746,939	9,231,029	544,045,008	958,250,792
	5,413,909,275	**99,609,330**	**73,387,046**	**1,071,177,782**	**6,658,083,433**

SCHEDULE FOR LISTED COMPANIES
WITH A RECENT OFFERING OF SECURITIES TO THE PUBLIC
(SRC RULE 68, Form per Annex 68-I[1])

MEGAWIDE CONSTRUCTION CORPORATION
for the period ended September 30, 2024

Details – Use of Proceeds	**Allocation of Use of Proceeds**	**Application of Use of Proceeds as of September 30, 2024**	**Balance of Proceeds as of September 30, 2024**
Refinancing of the Company’s Existing Debt Obligations	₱3,492,000,000.00	₱3,492,000,000.00	₱-
Muti-tower residential development in Cavite	550,000,000.00	200,357,142.86	349,642,857.14
Pre-development expenses for pipeline projects	250,000,000.00	75,223,793.00	174,776,207.00
Storage and warehousing business development	350,000,000.00	-	350,000,000.00
General Corporate Purposes	286,099,180.16	187,715,768.00	98,383,412.16
Expenses incurred in relation to the offer	71,900,819.84	71,900,819.84	-
	₱5,000,000,000.00	**₱4,027,197,523.70**	**₱972,802,476.30**

[1] *Annex 68-I shall include:*

1. *Gross and net proceeds as disclosed in the final prospectus*
2. *Actual gross and net proceeds*
3. *Each expenditure item where the proceeds were used*
4. *Balance of the proceeds as of end of reporting period*