COVER SHEET
for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

152747

COMPANY NAME

AYALA LAND, INC.

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

31st Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City

Form Type	Department requiring the report	Secondary License Type, If Applicable
AAPFS	SEC	

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number	Mobile Number
iru@ayalaland.com.ph	908-3681	

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
		12/31

CONTACT PERSON INFORMATION

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

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
Angelica L. Salvador	salvador.angel@ayalaland.com.ph	908-3572	

CONTACT PERSON's ADDRESS

30th Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City

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

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

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6760 Ayala Avenue
1226 Makati City
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BOA/PRC Reg. No. 0001,
October 4, 2018, valid until August 24, 2021
SEC Accreditation No. 0012-FR-5 (Group A),
November 6, 2018, valid until November 5, 2021

INDEPENDENT AUDITOR'S REPORT

The Board of Directors and Stockholders
Ayala Land, Inc.
31st Floor, Tower One and Exchange Plaza, Ayala Triangle
Ayala Avenue, Makati City

Opinion

We have audited the accompanying parent company financial statements of Ayala Land, Inc. (the Parent Company), which comprise the parent company statements of financial position as at December 31, 2019 and 2018, and the parent company statements of income, parent company statements of comprehensive income, parent company statements of changes in equity and parent company statements of cash flows for the years then ended, and notes to the parent company financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent company financial statements present fairly, in all material respects, the financial position of the Parent Company as at December 31, 2019 and 2018, and its financial performance and its cash flows for the years then period ended in accordance with Philippine Financial Reporting Standards (PFRSs).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Parent Company Financial Statements* section of our report. We are independent of the Parent Company in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audit of the parent company 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.

Responsibilities of Management and Those Charged with Governance for the Parent Company Financial Statements

Management is responsible for the preparation and fair presentation of the parent company financial statements in accordance with PFRSs, and for such internal control as management determines is necessary to enable the preparation of parent company financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Parent Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Parent Company Financial Statements

Our objectives are to obtain reasonable assurance about whether the parent company financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 PSAs 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 parent company financial statements.

As part of an audit in accordance with PSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the parent company 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 Parent Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Parent Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the parent company 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 auditor's report. However, future events or conditions may cause the Parent Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the parent company financial statements, including the disclosures, and whether the parent company financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on the Supplementary Information Required Under Revenue Regulations 15-2010

Our audits were conducted for the purpose of forming an opinion on the parent company financial statements taken as a whole. The supplementary information required under Revenue Regulations 15-2010 in Note 33 to the parent company financial statements is presented for purposes of filing with the Bureau of Internal Revenue and is not a required part of the basic parent company financial statements. Such information is the responsibility of the management of Ayala Land, Inc. The information has been subjected to the auditing procedures applied in our audit of the basic parent company financial statements. In our opinion, the information is fairly stated, in all material respects, in relation to the basic parent company financial statements taken as a whole.

The engagement partner on the audit resulting in this independent auditor's report is Michael C. Sabado.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
CPA Certificate No. 89336
SEC Accreditation No. 0664-AR-4 (Group A),
November 11, 2019, valid until November 10, 2022
Tax Identification No. 160-302-865
BIR Accreditation No. 08-001998-73-2018,
February 26, 2018, valid until February 25, 2021
PTR No. 8125294, January 7, 2020, Makati City

February 20, 2020

AYALA LAND, INC.
PARENT COMPANY STATEMENTS OF FINANCIAL POSITION

	December 31	
	2019	2018 (As restated – see Note 2)
ASSETS		
Current Assets		
Cash and cash equivalents (Notes 4, 22 and 26)	**₱1,846,669,697**	₱1,123,468,643
Financial assets at fair value through profit or loss (Notes 5, 22 and 26)	**2,054,808**	1,969,029
Accounts and notes receivable (Notes 6, 22 and 26)	**97,439,312,591**	100,290,498,536
Inventories (Note 7)	**29,250,263,207**	25,375,032,394
Other current assets (Note 8)	**12,965,312,551**	11,317,254,276
Total Current Assets	**141,503,612,854**	138,108,222,878
Noncurrent Assets		
Noncurrent accounts and notes receivable (Notes 6 and 26)	**14,949,564,409**	8,616,904,491
Financial assets at fair value through other comprehensive income (Notes 9 and 26)	**257,877,497**	247,401,447
Investments in subsidiaries, associates and joint ventures (Note 10)	**167,037,117,517**	151,498,802,354
Right-of-use assets (Note 29)	**347,026,728**	–
Investment properties (Note 11)	**84,293,206,476**	88,663,136,558
Property and equipment (Note 12)	**1,507,293,370**	1,066,994,712
Deferred tax assets - net (Note 21)	**1,239,970,367**	2,562,368,952
Other noncurrent assets (Note 13)	**3,903,726,039**	4,202,816,282
Total Noncurrent Assets	**273,535,782,403**	256,858,424,796
	₱415,039,395,257	₱394,966,647,674
LIABILITIES AND EQUITY		
Current Liabilities		
Short-term debt (Notes 15, 22 and 26)	**₱15,708,000,000**	₱13,500,900,000
Accounts and other payables (Notes 14, 22 and 26)	**83,773,976,384**	90,670,281,141
Current portion of lease liabilities (Note 29)	**16,187,902**	–
Current portion of long-term debt (Notes 15, 22 and 26)	**7,188,254,688**	20,255,266,261
Deposits and other current liabilities (Note 16)	**13,252,612,229**	13,072,757,175
Total Current Liabilities	**119,939,031,203**	137,499,204,577
Noncurrent Liabilities		
Long-term debt - net of current portion (Notes 15, 22 and 26)	**155,490,830,377**	122,659,181,389
Pension liabilities - net (Note 23)	**1,626,840,803**	1,214,803,803
Lease liabilities - net of current portion (Note 29)	**269,242,178**	–
Deposits and other noncurrent liabilities (Notes 17 and 26)	**6,885,601,166**	7,170,169,930
Total Noncurrent Liabilities	**164,272,514,524**	131,044,155,122
Total Liabilities	**284,211,545,727**	268,543,359,699
Equity (Note 18)		
Paid-in capital	**62,772,445,971**	62,350,964,177
Stock options outstanding (Note 25)	**42,278,712**	65,461,806
Treasury shares	**(1,104,352,627)**	–
Retained earnings	**69,663,731,309**	64,244,722,057
Fair value reserve of financial assets at FVOCI (Note 9)	**13,789,928**	69,173,878
Remeasurement loss on defined benefit plans (Note 23)	**(560,043,763)**	(307,033,943)
Total Equity	**130,827,849,530**	126,423,287,975
	₱415,039,395,257	₱394,966,647,674

See accompanying Notes to Parent Company Financial Statements.

AYALA LAND, INC.
PARENT COMPANY STATEMENTS OF INCOME

	Years Ended December 31	
	2019	2018
REVENUE		
Real estate (Note 19)	**₱36,639,425,039**	₱40,938,668,136
Interest income from real estate sales (Notes 6 and 19)	**3,413,181,338**	1,701,410,613
	40,052,606,377	42,640,078,749
Interest income (Notes 4 and 22)	**529,530,487**	665,038,570
Dividend income	**9,413,464,200**	8,620,607,070
Other income (Note 20)	**927,523,395**	3,685,996,737
	10,870,518,082	12,971,642,377
	50,923,124,459	55,611,721,126
COSTS AND EXPENSES (Note 20)		
Real estate	**23,667,591,274**	28,585,376,175
General and administrative expenses	**2,022,586,873**	2,267,438,383
Interest expense and other financing charges	**10,345,753,816**	8,167,354,685
Other charges and expenses	**43,353,517**	94,798,254
	36,079,285,480	39,114,967,497
INCOME BEFORE INCOME TAX	**14,843,838,979**	16,496,753,629
PROVISION FOR INCOME TAX (Note 21)	**1,618,731,567**	1,297,802,845
NET INCOME	**₱13,225,107,412**	₱15,198,950,784
Earnings Per Share (Note 24)		
Basic and diluted	**₱0.89**	₱1.03

See accompanying Notes to Parent Company Financial Statements.

AYALA LAND, INC.
PARENT COMPANY STATEMENTS OF COMPREHENSIVE INCOME

	Years Ended December 31	
	2019	2018
NET INCOME	**₱13,225,107,412**	₱15,198,950,784
Other comprehensive income (loss)		
Items that may be reclassified to profit or loss in subsequent years:		
Fair value reserve of financial assets at FVOCI (Note 9)	**(55,383,950)**	29,686,527
Items that will not be reclassified to profit or loss in subsequent years:		
Remeasurement gain (loss) on pension liability (Note 23)	**(361,442,600)**	86,831,900
Income tax effect	**108,432,780**	(26,049,570)
Total other comprehensive income - net of tax	**(308,393,770)**	90,468,857
TOTAL COMPREHENSIVE INCOME	**₱12,916,713,642**	₱15,289,419,641

See accompanying Notes to Parent Company Financial Statements.

AYALA LAND, INC.
PARENT COMPANY STATEMENTS OF CHANGES IN EQUITY

	Capital Stock (Note 18)	Additional Paid-in Capital (Note 18)	Subscriptions Receivable (Note 18)	Appropriated Retained Earnings (Note 18)	Unappropriated Retained Earnings (Note 18)	Stock Options Outstanding (Note 25)	Net Unrealized Gain on Available for Sale Financial Assets (Note 9)	Remeasurement Loss on Defined Benefit Plans (Note 23)	Treasury Shares	Total
As of January 1, 2019, as previously reported	**₱16,041,530,557**	**₱47,985,989,001**	**(₱1,676,555,381)**	**₱8,000,000,000**	**₱56,244,722,057**	**₱65,461,806**	**₱69,173,878**	**(₱307,033,943)**	**₱–**	**₱126,423,287,975**
Effect of adoption of PFRS 16, *Leases*	**–**	**–**	**–**	**–**	**(84,597,959)**	**–**	**–**	**–**	**–**	**(84,597,959)**
Balances at January 1, 2019, as restated	**16,041,530,557**	**47,985,989,001**	**(1,676,555,381)**	**8,000,000,000**	**56,160,124,098**	**65,461,806**	**69,173,878**	**(307,033,943)**	**–**	**126,338,690,016**
Net income	**–**	**–**	**–**	**–**	**13,225,107,412**	**–**	**–**	**–**	**–**	**13,225,107,412**
Other comprehensive loss	**–**	**–**	**–**	**–**	**–**	**–**	**(55,383,950)**	**(253,009,820)**	**–**	**(308,393,770)**
Total comprehensive income	**–**	**–**	**–**	**–**	**13,225,107,412**	**–**	**(55,383,950)**	**(253,009,820)**	**–**	**12,916,713,642**
Cost of stock options	**–**	**166,039,180**	**–**	**–**	**–**	**(23,183,094)**	**–**	**–**	**–**	**142,856,086**
Acquisition of treasury shares	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**(1,104,352,627)**	**(1,104,352,627)**
Collections of subscription receivable	**–**	**–**	**255,442,614**	**–**	**–**	**–**	**–**	**–**	**–**	**255,442,614**
Stock options exercised	**10,453,766**	**446,612,047**	**(457,065,813)**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Cash dividends declared	**–**	**–**	**–**	**–**	**(7,721,500,201)**	**–**	**–**	**–**	**–**	**(7,721,500,201)**
As of December 31, 2019	**₱16,051,984,323**	**₱48,598,640,228**	**(₱1,878,178,580)**	**₱8,000,000,000**	**₱61,663,731,309**	**₱42,278,712**	**₱13,789,928**	**(₱560,043,763)**	**(₱1,104,352,627)**	**₱130,827,849,530**
As of January 1, 2018	₱16,031,597,034	₱47,454,239,398	(₱1,537,125,048)	₱8,000,000,000	₱48,563,943,910	₱99,063,674	₱39,487,351	(₱367,816,273)	₱–	₱118,283,390,046
Net income	–	–	–	–	15,198,950,784	–	–	–	–	15,198,950,784
Other comprehensive income	–	–	–	–	–	–	29,686,527	60,782,330	–	90,468,857
Total comprehensive income	–	–	–	–	15,198,950,784	–	29,686,527	60,782,330	–	15,289,419,641
Cost of stock options	–	132,121,289	–	–	–	(33,601,868)	–	–	–	98,519,421
Adjustment in prior year	–	–	–	–	(32,257,932)	–	–	–	–	(32,257,932)
Collections of subscription receivable	–	–	270,131,504	–	–	–	–	–	–	270,131,504
Stock options exercised	9,933,523	399,628,314	(409,561,837)	–	–	–	–	–	–	–
Cash dividends declared	–	–	–	–	(7,485,914,705)	–	–	–	–	(7,485,914,705)
As of December 31, 2018	₱16,041,530,557	₱47,985,989,001	(₱1,676,555,381)	₱8,000,000,000	₱56,244,722,057	₱65,461,806	₱69,173,878	(₱307,033,943)	₱–	₱126,423,287,975

See accompanying Notes to Parent Company Financial Statements.

AYALA LAND, INC.
PARENT COMPANY STATEMENTS OF CASH FLOWS

	Years Ended December 31	
	2019	2018 (As restated – see Note 2)
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	**₱14,843,838,979**	₱16,496,753,629
Adjustments for:		
Interest expense and amortization of transaction cost (Note 15 and 20)	**10,345,753,816**	8,167,354,685
Depreciation (Notes 11, 12 and 20)	**1,332,205,610**	1,214,401,615
Cost of share-based payments (Note 23)	**142,856,085**	98,519,421
Unrealized foreign exchange loss (gain) (Note 20)	**(174,507,160)**	(189,879,957)
Provision for impairment losses and write-offs (Note 20)	**43,353,517**	2,013,205
Gain on financial assets at fair value through profit or loss (Note 20)	**(85,779)**	(50,463)
Gain on sale of property and equipment (Note 20)	**(9,233,657)**	(20,261,459)
Gain on sale of investment in subsidiaries, associates and joint ventures (Note 20)	**(49,300,386)**	(3,072,132,224)
Gain on sale of investment property (Note 20)	**(176,544,327)**	–
Interest income	**(529,530,487)**	(665,038,570)
Dividend income	**(9,413,464,200)**	(8,620,607,070)
Operating income before changes in working capital	**16,355,342,011**	13,411,072,812
Changes in operating assets and liabilities:		
Decrease (increase) in:		
Accounts and notes receivable (Note 6)	**15,830,603,218**	(32,971,494,387)
Inventories (Notes 7 and 29)	**(434,329,005)**	2,203,290,407
Other current assets	**342,352,158**	2,225,411,824
Increase (decrease) in:		
Other current liabilities	**179,855,054**	11,731,089,501
Pension liabilities (Note 23)	**50,594,400**	89,142,100
Accounts and other payables (Note 14)	**(7,084,549,639)**	31,597,936,765
Cash generated from operations	**25,239,868,197**	28,286,449,022
Dividends received	**9,578,008,880**	8,898,190,029
Interest received	**529,534,271**	664,983,278
Income tax paid	**(2,268,568,279)**	(3,164,254,804)
Interest paid	**(10,030,205,154)**	(8,057,942,437)
Net cash provided by operating activities	**23,048,637,915**	26,627,425,088
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from disposal/redemption of:		
Investment properties (Note 11)	**8,314,063,635**	8,487,327,932
Investments in subsidiaries, associates and joint ventures (Note 10)	**2,248,453,150**	1,713,057,874
Property and equipment (Note 12)	**12,390,160**	24,625,545
Decrease in other noncurrent assets	**268,330,016**	1,506,927,194
Decrease (Increase) in accounts and notes receivable – nontrade (Note 6)	**(19,519,979,172)**	8,095,297,443
Purchases/additions to:		
Financial assets at fair value through other comprehensive income	**(65,860,000)**	–

(Forward)

	Years Ended December 31	
	2019	2018 (As restated – see Note 2)
Property and equipment (Note 12)	**(₱647,161,452)**	(₱432,346,680)
Investment properties (Note 11)	**(8,281,012,167)**	(16,462,705,261)
Investments in subsidiaries, associates and joint ventures (Note 10)	**(17,737,467,927)**	(30,327,966,500)
Net cash used in investing activities	**(35,408,243,757)**	(27,395,782,453)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from short-term and long-term debts (Note 15)	**149,281,502,931**	225,175,968,022
Proceeds from capital stock subscriptions	**255,442,615**	270,131,504
Decrease in deposits and other noncurrent liabilities (Note 17)	**(83,063,372)**	(5,512,650,790)
Payments of lease liability	**(108,471,353)**	–
Acquisition of treasury shares	**(1,104,352,627)**	–
Payments of cash dividends (Note 18)	**(7,721,500,201)**	(7,485,914,705)
Payments of short-term and long-term debts (Note 15)	**(127,463,478,122)**	(211,144,370,330)
Net cash provided by financing activities	**13,056,079,871**	1,303,163,701
NET INCREASE IN CASH AND CASH EQUIVALENTS	**696,474,029**	534,806,336
EFFECT OF FOREIGN EXCHANGE CHANGES	**26,727,025**	1,104,850
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	**1,123,468,643**	587,557,457
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 4)	**₱1,846,669,697**	₱1,123,468,643

See accompanying Notes to Parent Company Financial Statements.

AYALA LAND, INC.
NOTES TO PARENT COMPANY FINANCIAL STATEMENTS

1. **Corporate Information**

Ayala Land, Inc. (the "Parent Company", or "ALI") is domiciled and was incorporated on June 30, 1988 in the Republic of the Philippines with corporate life of fifty years. The Parent Company is a subsidiary of Ayala Corporation (AC). AC is a publicly-listed company, 47.33%-owned by Mermac, Inc. and the rest by the public as of December 31, 2019. The Parent Company's registered office and principal place of business is 31st Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City.

The Parent Company is incorporated to hold, develop, manage, administer, sell, convey, encumber, purchase, acquire, rent or otherwise deal in and dispose of, for itself or for others, residential including, but not limited to, all kinds of housing projects, commercial, industrial, urban or other kinds of real property; to acquire, purchase, hold, manage, develop and sell subdivision lots, with or without buildings or improvements; to erect, construct, alter, manage, operate, lease, in whole or in part, buildings and tenements of the Parent Company or of other persons; and to engage or act as real estate broker.

The accompanying parent company financial statements were endorsed for approval by the Audit Committee on February 11, 2020 and were approved and authorized for issue by the Board of Directors (BOD) on February 20, 2020.

2. **Summary of Significant Accounting Policies**

Basis of Preparation
The parent company financial statements have been prepared using the historical cost basis, except for financial assets at fair value through profit or loss (FVPL) and financial assets at fair value through other comprehensive income (FVOCI) that have been measured at fair value. The parent company financial statements are presented in Philippine Peso (₱), which is also the Parent Company's functional currency and all amounts are rounded to the nearest peso, except when otherwise indicated.

The parent company financial statements provide comparative information in respect of the previous period.

Statement of Compliance
The parent company financial statements of Ayala Land, Inc., which are prepared for submission to the Philippine Securities and Exchange Commission (SEC) and to the Bureau of Internal Revenue (BIR), have been prepared in compliance with Philippine Financial Reporting Standards (PFRSs), which include the availment of the relief granted by the SEC under Memorandum Circular Nos. 14-2018 and 3-2019 as of 2018 for the following implementation issues of PFRS 15 affecting the real estate industry:

a. Exclusion of land in the determination of percentage of completion (POC) discussed in PIC Q&A No. 2018-12-E
b. Accounting for significant financing component discussed in PIC Q&A No. 2018-12-D
c. Accounting to Common Usage Service Area (CUSA) Charges discussed in PIC Q&A No. 2018-12-H
d. Adoption of PIC Q&A No. 2018-14: *PFRS 15 – Accounting for Cancellation of Real Estate Sales*

PFRSs include Philippine Financial Reporting Standards, Philippine Accounting Standards and Interpretations issued by the Philippine Interpretations Committee (PIC).

The Parent Company also prepares and issues consolidated financial statements presented in compliance with PFRSs which can be obtained from the Parent Company's registered address.

Reclassifications
In September 2019, the Philippine Interpretations Committee (PIC) issued additional guidance to the real estate industry on the implementation of PFRS 15, including guidance on the recording of the difference between the consideration received from the customer and the transferred goods to the customer (i.e., measured based on percentage of completion). The PIC allowed the real estate companies to recognize the difference as either a contract asset or unbilled receivable. If presented as contract asset, the disclosures required under PFRS 15 should be complied with. Otherwise, the disclosures required under PFRS 9 should be provided.

The Parent Company opted to recognize the difference between the consideration received from the customer and the transferred goods to the customer as installment contracts receivable. This resulted to the reclassification of contract asset to receivables as of December 31, 2018 as presented below.

Accordingly, the affected assets and liabilities accounts as of December 31, 2018 have been reclassified to conform with the 2019 presentation of accounts. Details as follow:

	December 31, 2018 As previously reported	Reclassification	December 31, 2018 As adjusted
Current assets			
Accounts and notes receivable	₱89,681,769,079	₱10,608,729,457	₱100,290,498,536
Contract assets	10,608,729,457	(10,608,729,457)	–
Noncurrent assets			
Noncurrent accounts and notes receivable	663,422,134	7,953,482,357	8,616,904,491
Noncurrent contract assets	7,953,482,357	(7,953,482,357)	–
Current liabilities			
Deposits and other current liabilities	2,596,506,307	10,476,250,868	13,072,757,175
Contract liabilities	10,476,250,868	(10,476,250,868)	–
Noncurrent liabilities			
Deposits and other noncurrent liabilities	4,026,622,637	3,143,547,293	7,170,169,930
Contract liabilities - net of current portion	3,143,547,293	(3,143,547,293)	–
	₱129,150,330,132	₱–	₱129,150,330,132

Management believes that the presentation of the parent company statement of financial position as at the beginning of the earliest period presented is not necessary as the reclassifications have no significant impact on the parent company’s total assets, liabilities and total equity as of January 1, 2018.

The reclassification adjustment resulted to noncash transfers pertaining to the decrease of noncurrent contract assets amounting to ₱13,836.2 million from operating activities to investing activities and increase in Contract liabilities - net of current portion amounting to ₱290.5 million from operating activities to financing activities within the parent company statement of cash flow for the year ended December 31, 2018.

Adoption of New and Amended Accounting Standards and Interpretations
The accounting policies adopted in the preparation of the parent company financial statements are consistent with those of the previous financial year except for the adoption of the following new accounting pronouncements which became effective January 1, 2019.

- Amendments to PFRS 9, *Prepayment Features with Negative Compensation*
  Under PFRS 9, a debt instrument can be measured at amortized cost or at fair value through other comprehensive income, provided that the contractual cash flows are ‘solely payments of principal and interest (SPPI) on the principal amount outstanding’ (the SPPI criterion) and the instrument is held within the appropriate business model for that classification. The amendments to PFRS 9 clarify that a financial asset passes the SPPI criterion regardless of the event or circumstance that causes the early termination of the contract and irrespective of which party pays or receives reasonable compensation for the early termination of the contract. The

amendments should be applied retrospectively and are effective from January 1, 2019, with earlier application permitted.

These amendments have no impact to the parent company financial statements.

- PFRS 16, *Leases*

  PFRS 16 supersedes PAS 17, *Leases*, Philippine Interpretation IFRIC 4, *Determining whether an Arrangement contains a Lease*, Philippine Interpretation SIC-15, *Operating Leases-Incentives* and Philippine Interpretation SIC-27, *Evaluating the Substance of Transactions Involving the Legal Form of a Lease*. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognize most leases on the parent company statement of financial position.

  Lessor accounting under PFRS 16 is substantially unchanged from today's accounting under PAS 17. Lessors will continue to classify all leases using the same classification principle as in PAS 17 and distinguish between two types of leases: operating and finance leases. Therefore, PFRS 16 did not have an impact for leases where the Parent Company is the lessor. Unlike lessors, the parent company as lessee is required to recognize right-of-use asset and lease liabilities.

  As lessee, the Parent Company adopted PFRS 16 using the modified retrospective approach upon adoption of PFRS 16 in 2019 and elects to apply the standard to contracts that were previously identified as leases applying PAS 17 and Philippine Interpretation IFRIC-4. Under the modified retrospective approach, the parent company recognized right-of-use asset based on its carrying amount as if PFRS 16 had always been applied while the lease liability is recognized at date of adoption, January 1, 2019. The difference between the right-of-use asset and lease liability is recognized in the beginning Retained Earnings as at January 1, 2019.

  The Parent Company has lease contracts for various items of property and equipment. Before the adoption of PFRS 16, the Parent Company classified each of its leases (as lessee) at the inception date as either a finance lease or an operating lease. Refer to the accounting policy for leases prior to January 1, 2019.

  Upon adoption of PFRS 16, the Parent Company applied a single recognition and measurement approach for all leases. Refer to the accounting policy for leases prior to January 1, 2019. The standard provides specific transition requirements and practical expedients, which has been applied by the Parent Company.

  Leases previously accounted for as operating leases

  The Parent Company recognized right-of-use assets and lease liabilities for those leases previously classified as operating leases. The right-of-use assets for all leases were recognized based on the carrying amount as if the standard had always been applied, apart from the use of incremental borrowing rate at the date of initial application. Lease liabilities were recognized based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application.

  The Parent Company also applied the available practical expedients wherein it:
  - Used a single discount rate to a portfolio of leases with reasonably similar characteristics
  - Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application,
  - Used hindsight in determining the lease term where the contract contains options to extend or terminate the lease.

Based on the above, as at January 1, 2019:

- Right-of -use assets of ₱403.0 million were recognized and presented separately in the parent company statement of financial position.
- Lease liabilities of ₱366.6 million were recognized.
- Other assets of ₱110.1 million related to previous operating leases arising from straight lining under PAS 17 were derecognized.
- Deferred tax assets and liabilities increased by ₱110.0 million and ₱120.9 million, respectively because of the deferred tax impact of the changes in assets and liabilities.
- The net effect of these adjustments had been adjusted to retained earnings ₱84.6 million.

In tabular format, the effect of adoption PFRS 16 as at January 1, 2019 is as follows:

	Increase (decrease)
Assets	
Right-of-use assets	₱403,004,914
Other current assets	(48,187,135)
Other noncurrent assets	(61,904,762)
Deferred tax assets	109,975,501
	₱402,888,518
Liabilities	
Lease liabilities	₱366,585,002
Deferred tax liabilities	120,901,475
	487,486,477
Equity	
Retained earnings	(84,597,959)
	₱402,888,518

The lease liability as at January 1, 2019 as can be reconciled to the operating lease commitments as of December 31, 2018 follows:

Operating lease commitments as at December 31, 2018 (Note 29)	₱616,684,632
Weighted average incremental borrowing rate at January 1, 2019	9.03%
Lease liabilities recognized at January 1, 2019	₱366,585,002

- Amendments to PAS 19, *Employee Benefits, Plan Amendment, Curtailment or Settlement*
  The amendments to PAS 19 address the accounting when a plan amendment, curtailment or settlement occurs during a reporting period. The amendments specify that when a plan amendment, curtailment or settlement occurs during the annual reporting period, an entity is required to:

  - Determine current service cost for the remainder of the period after the plan amendment, curtailment or settlement, using the actuarial assumptions used to remeasure the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event.

  - Determine net interest for the remainder of the period after the plan amendment, curtailment or settlement using: the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event; and the discount rate used to remeasure that net defined benefit liability (asset).

The amendments also clarify that an entity first determines any past service cost, or a gain or loss on settlement, without considering the effect of the asset ceiling. This amount is recognized in profit or loss. An entity then determines the effect of the asset ceiling after the plan amendment, curtailment or settlement. Any change in that effect, excluding amounts included in the net interest, is recognized in other comprehensive income.

The amendments apply to plan amendments, curtailments, or settlements occurring on or after the beginning of the first annual reporting period that begins on or after January 1, 2019, with early application permitted. These amendments will apply only to any future plan amendments, curtailments, or settlements of the Parent Company.

- Amendments to PAS 28, *Long-term Interests in Associates and Joint Ventures*

  The amendments clarify that an entity applies PFRS 9 to long-term interests in an associate or joint venture to which the equity method is not applied but that, in substance, form part of the net investment in the associate or joint venture (long-term interests). This clarification is relevant because it implies that the expected credit loss model in PFRS 9 applies to such long-term interests.

  The amendments also clarified that, in applying PFRS 9, an entity does not take account of any losses of the associate or joint venture, or any impairment losses on the net investment, recognized as adjustments to the net investment in the associate or joint venture that arise from applying PAS 28, *Investments in Associates and Joint Ventures.*

  The amendments should be applied retrospectively and are effective from January 1, 2019, with early application permitted. Since the Parent Company does not have such long-term interests in its associate and joint venture, the amendments will not have an impact on its parent company financial statements.

- Philippine Interpretation IFRIC-23, *Uncertainty over Income Tax Treatments*

  The interpretation addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of PAS 12 and does not apply to taxes or levies outside the scope of PAS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments.

  The interpretation specifically addresses the following:
  - Whether an entity considers uncertain tax treatments separately
  - The assumptions an entity makes about the examination of tax treatments by taxation authorities
  - How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates
  - How an entity considers changes in facts and circumstances

  The entity is required to determine whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments and use the approach that better predicts the resolution of the uncertainty. The entity shall assume that the taxation authority will examine amounts that it has a right to examine and have full knowledge of all related information when making those examinations. If an entity concludes that it is not probable that the taxation authority will accept an uncertain tax treatment, it shall reflect the effect of the uncertainty for each uncertain tax treatment using the method the entity expects to better predict the resolution of the uncertainty.

  The Philippine Interpretation did not have an impact on the parent company financial statements.

- *Annual Improvements to PFRSs* 2015-2017 Cycle
    - Amendments to PFRS 3, *Business Combinations*, and PFRS 11, *Joint Arrangements, Previously Held Interest in a Joint Operation*

      The amendments clarify that, when an entity obtains control of a business that is a joint operation, it applies the requirements for a business combination achieved in stages, including remeasuring previously held interests in the assets and liabilities of the joint operation at fair value. In doing so, the acquirer remeasures its entire previously held interest in the joint operation.
      A party that participates in, but does not have joint control of, a joint operation might obtain joint control of the joint operation in which the activity of the joint operation constitutes a business as defined in PFRS 3. The amendments clarify that the previously held interests in that joint operation are not remeasured.

      An entity applies those amendments to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2019 and to transactions in which it obtains joint control on or after the beginning of the first annual reporting period beginning on or after January 1, 2019, with early application permitted.

      These amendments are currently not applicable to the Parent Company but may apply to future transactions.

    - Amendments to PAS 12, *Income Tax Consequences of Payments on Financial Instruments Classified as Equity*

      The amendments clarify that the income tax consequences of dividends are linked more directly to past transactions or events that generated distributable profits than to distributions to owners. Therefore, an entity recognizes the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognized those past transactions or events.

      An entity applies those amendments for annual reporting periods beginning on or after January 1, 2019, with early application is permitted. These amendments are not relevant to the Parent Company because dividends declared by the Parent Company do not give rise to tax obligations under the current tax laws.

    - Amendments to PAS 23, *Borrowing Costs, Borrowing Costs Eligible for Capitalization*

      The amendments clarify that an entity treats as part of general borrowings any borrowing originally made to develop a qualifying asset when substantially all of the activities necessary to prepare that asset for its intended use or sale are complete.

      An entity applies those amendments to borrowing costs incurred on or after the beginning of the annual reporting period in which the entity first applies those amendments. An entity applies those amendments for annual reporting periods beginning on or after January 1, 2019, with early application permitted.

      Upon adoption, the Parent Company does not expect any effect on its financial statements.

    - IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23)

      In March 2019, the Interpretations Committee of the IASB issued IFRIC Update summarizing the decisions reached by the Committee in its public meetings. The March 2019 IFRIC Update includes the Committee's Agenda Decision on the capitalization of borrowing cost on over time transfer of constructed goods. The IFRIC Agenda Decision clarified whether borrowing costs may be capitalized in relation to the construction of a residential multi-unit real estate development (building) which are sold to customers prior to start of construction or completion of the development. Under the March 2019 IFRIC Update, the Committee clarified that the related assets that might be recognized in the Group's financial statements (i.e., installment contract receivable, contract asset, or inventory) will not qualify as a qualifying asset and the corresponding borrowing cost may no longer capitalized.

The Parent Company does not expect any effect on its financial statements as they are already aligned with the provisions of PAS 23.

Standards Issued but not yet Effective
Pronouncements issued but not yet effective are listed below. Unless otherwise indicated, the Parent Company does not expect that the future adoption of the said pronouncements will have a significant impact on its parent company financial statements. The Parent Company intends to adopt the following pronouncements when they become effective.

Effective beginning on or after January 1, 2020

- Amendments to PFRS 3*, Definition of a Business*

  The amendments to PFRS 3 clarify the minimum requirements to be a business, remove the assessment of a market participant's ability to replace missing elements, and narrow the definition of outputs. The amendments also add guidance to assess whether an acquired process is substantive and add illustrative examples. An optional fair value concentration test is introduced which permits a simplified assessment of whether an acquired set of activities and assets is not a business.

  An entity applies those amendments prospectively for annual reporting periods beginning on or after January 1, 2020, with earlier application permitted.

  These amendments will apply on future business combinations of the Parent Company.

- Amendments to PAS 1, *Presentation of Financial Statements*, and PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors, Definition of Material*

  The amendments refine the definition of material in PAS 1 and align the definitions used across PFRSs and other pronouncements. They are intended to improve the understanding of the existing requirements rather than to significantly impact an entity's materiality judgments.

  An entity applies those amendments prospectively for annual reporting periods beginning on or after January 1, 2020, with earlier application permitted.

  These amendments are not expected to have a significant impact on the Parent Company.

Effective beginning on or after January 1, 2021

- PFRS 17, *Insurance Contracts*
  PFRS 17 is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, PFRS 17 will replace PFRS 4, *Insurance Contracts*. This new standard on insurance contracts applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply.

  The overall objective of PFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in PFRS 4, which are largely based on grandfathering previous local accounting policies, PFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of PFRS 17 is the general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

PFRS 17 is effective for reporting periods beginning on or after January 1, 2021, with comparative figures required. Early application is permitted.
The new standard is not applicable since the Parent Company does not have activities that are predominantly connected with insurance or issue insurance contracts.

Deferred Effectivity

- Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*
  The amendments address the conflict between PFRS 10 and PAS 28 in dealing with the loss of control of a subsidiary that is sold or contributed to an associate or joint venture. The amendments clarify that a full gain or loss is recognized when a transfer to an associate or joint venture involves a business as defined in PFRS 3. Any gain or loss resulting from the sale or contribution of assets that does not constitute a business, however, is recognized only to the extent of unrelated investors' interests in the associate or joint venture.

  On January 13, 2016, the Financial Reporting Standards Council deferred the original effective date of January 1, 2016 of the said amendments until the International Accounting Standards Board (IASB) completes its broader review of the research project on equity accounting that may result in the simplification of accounting for such transactions and of other aspects of accounting for associates and joint ventures.

  The Parent Company is currently assessing the impact of adopting these amendments.

<u>Current and Noncurrent Classification</u>
The Parent Company presents assets and liabilities in parent company statement of financial position based on current/noncurrent classification. An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within 12 months after reporting date; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after reporting date.

All other assets are classified as noncurrent.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within 12 months after reporting date; or
- There is no unconditional right to defer the settlement of the liability for at least 12 months after reporting date.

The Parent Company classifies all other liabilities as noncurrent.

Deferred tax assets and liabilities are classified as noncurrent assets and liabilities, respectively.

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

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

The principal or the most advantageous market must be accessible to the Parent Company.

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

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

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

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

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

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

External valuers are involved for valuation of significant assets, such as investment properties. Involvement of external valuers is decided upon annually by corporate finance after discussion with and approval by the Parent Company's audit committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

The Parent Company, in conjunction with the external valuers, also compares each of the changes in the fair value of each asset with relevant external sources to determine whether the change is reasonable.

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

Cash and Cash Equivalents
Cash includes cash on hand and in banks. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three (3) months or less from dates of placement and that are subject to an insignificant risk of changes in value.

Financial Instruments

Date of recognition

The Parent Company recognizes a financial asset or a financial liability in the parent company statement of financial position when it becomes a party to the contractual provisions of the instrument. Purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace are recognized on the settlement date.

a. Financial assets

Initial recognition of financial instruments

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

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Parent Company's business model for managing them. The Parent Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables, except for residential, commercial and office development receivables, are measured at the transaction price determined under PFRS 15. Refer to the accounting policies on Revenue from contracts with customers.

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

The Parent Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Parent Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:
- Financial assets at amortized cost (debt instruments)
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss

Financial assets at amortized cost

This category is the most relevant to the Parent Company. The Parent Company measures financial assets at amortized cost if both of the following conditions are met:
- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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

The Parent Company's financial assets at amortized cost includes "Cash and cash equivalents" and "Accounts and notes receivables".

Financial assets at fair value through OCI (debt instruments)
The Parent Company measures debt instruments at fair value through OCI if both of the following conditions are met:
- The financial asset is held within a business model with the objective of both holding to collect contractual cash flows and selling; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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

The Parent Company does not have debt instruments at fair value through OCI.

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

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

The Parent Company's financial assets at fair value through OCI includes investments in quoted and unquoted equity instruments.

Financial assets at fair value through profit or loss
Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortised cost or at fair value through OCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at fair value through profit or loss are carried in the parent company statement of financial position at fair value with net changes in fair value recognized in the parent company statement of income.

This category includes investment in Unit Investment Trust Fund (UITF) as held for trading and classified this as financial assets at FVPL.

<u>Derecognition</u>
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e., removed from the Parent Company's statement of financial position) when:
- The rights to receive cash flows from the asset have expired; or

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

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

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

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

For trade receivables, the Parent Company applies a simplified approach in calculating ECLs. Therefore, the Parent Company does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date. The Parent Company has established a provision matrix for trade receivables and a vintage analysis for residential, commercial and office development receivables that is based on historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For other financial assets such as accrued receivable, receivable from related parties and advances to other companies, ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For cash and cash equivalents, the Parent Company applies the low credit risk simplification. The probability of default and loss given defaults are publicly available and are considered to be low credit risk investments. It is the Parent Company’s policy to measure ECLs on such instruments on a 12-month basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL. The Parent Company uses the ratings from Standard and Poor’s (S&P), Moody’s and Fitch to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.

The Parent Company considers a debt investment security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of ‘investment grade’.

The key inputs in the model include the Parent Company's definition of default and historical data of three years for the origination, maturity date and default date. The Parent Company considers trade receivables and contract assets in default when contractual payment are 90 days past due. However, in certain cases, the Parent Company may also consider a financial asset to be in default when internal or external information indicates that the Parent Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Parent Company.

Determining the stage for impairment
At each reporting date, the Parent Company assesses whether there has been a significant increase in credit risk for financial assets since initial recognition by comparing the risk of default occurring over the expected life between the reporting date and the date of initial recognition. The Parent Company considers reasonable and supportable information that is relevant and available without undue cost or effort for this purpose. This includes quantitative and qualitative information and forward-looking analysis.

The Parent Company considers that there has been a significant increase in credit risk when contractual payments are more than 90 days past due.

An exposure will migrate through the ECL stages as asset quality deteriorates. If, in a subsequent period, asset quality improves and also reverses any previously assessed significant increase in credit risk since origination, then the loss allowance measurement reverts from lifetime ECL to 12-months ECL.

b. Financial liabilities
Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Parent Company's financial liabilities include "Accounts and other payables" (other than "Taxes payable and Interest payable" which is covered by other accounting standard), "Short-term and long-term debts", "Deposits and other liabilities" (other than "Unearned income" and "Customers' deposits") and "Lease liabilities".

Subsequent measurement
The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss
Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Parent Company that are not designated as hedging instruments in hedge relationships as defined by PFRS 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the parent company statement of income.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in PFRS 9 are satisfied. The Parent Company has not designated any financial liability as at fair value through profit or loss.

Loans and borrowings
This is the category most relevant to the Parent Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of income.

This category generally applies to “Short-term debt” and “Long-term debt”.

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

c. Offsetting Financial Instruments

Financial assets and financial liabilities are offset and the net amount reported in the parent company statement of financial position, if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously.

<u>Deposits</u>
Deposits are measured initially at fair value. After initial recognition, deposits are subsequently measured at amortized cost using the effective interest method.

The difference between the cash received and its fair value is deferred and amortized using the straight-line method under the “Real estate revenue” account in the parent company statement of income.

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

Cost includes:
- Land cost
- Land improvement cost
- Amounts paid to contractors for construction and development
- Planning and design costs, costs of site preparation, professional fees, property transfer taxes, construction overheads and other related costs

NRV is the estimated selling price in the ordinary course of the business, based on market prices at the reporting date, less estimated costs of completion and the estimated costs of sale.

<u>Prepaid Expenses</u>
Prepaid expenses are carried at cost less the amortized portion. These typically comprise prepayments for commissions, marketing and management fees, advertising and promotions, taxes and licenses, rentals and insurance.

Input Value-Added Tax (VAT)
Input VAT arises from the purchase of goods and services. These are applied against output VAT. The remaining balance is recoverable in future periods. These are carried at cost less allowance for impairment loss, if any. Impairment loss is recognized when input VAT can no longer be recovered.

Advances to Other Companies, Advances to Contractors and Suppliers and Deposits on Land Purchases

Advances to other companies, advances to contractors and suppliers and deposits on land purchases are carried at cost less impairment losses, if any.

Investments in Subsidiaries, Associates and Joint Ventures
The Parent Company's investments in its subsidiaries, associates and joint ventures are accounted for under the cost method and are carried at cost less accumulated provisions for impairment losses, if any. A subsidiary is an entity over which the Parent Company has control. The Parent Company controls an entity when it is exposed, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. An associate is an entity in which the Parent Company has a significant influence and which is neither a subsidiary nor a joint venture. A joint arrangement is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control, and a joint venture is a joint arrangement that involves the establishment of a separate entity in which each venturer has an interest.

The Parent Company recognizes income from the investment only to the extent that the Parent Company receives distributions from accumulated profits of the investee arising after the date of acquisition. Distributions received in excess of such profits are regarded as recovery of investment and are recognized as a reduction of the cost of the investment.

The Parent Company reduces the carrying value of its investment based on average acquisition cost per share (historical cost) when the Parent Company disposes the investment or the investee reacquires its own equity instruments from the Parent Company.

Investment Properties
Investment properties comprise completed property and property under construction or re-development that are held to earn rentals or capital appreciation or both and that are not occupied by the Parent Company. It also includes land intended as investment property or with unintended future use.

The Parent Company uses the cost model in measuring investment properties since this represents the historical value of the properties subsequent to initial recognition. Investment properties, except for land, are carried at cost less accumulated depreciation and amortization and any impairment in residual value. Land is carried at cost less any impairment in value.

Expenditures incurred after the investment property has been put in operation, such as repairs and maintenance costs, are normally charged against income in the period in which the costs are incurred.

Construction-in-progress are carried at cost and transferred to the related investment property account when the construction and related activities to prepare the property for its intended use are complete, and the property is ready for occupation.

Depreciation of investment properties are computed using the straight-line method over the estimated useful lives of the assets. The estimated useful lives and the depreciation method are reviewed periodically to ensure that the period and method of depreciation are consistent with the expected pattern of economic benefits from items of investment properties.

The estimated useful lives of investment properties, which is comprised of buildings, ranges from 20 to 40 years.

Investment properties are derecognized when either they have been disposed of, or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the retirement or disposal of an investment property is recognized in the parent company statement of income in the year of retirement or disposal.
A transfer is made to investment property when there is a change in use, evidenced by ending of owner-occupation, commencement of an operating lease to another party or ending of construction or development. A transfer is made from investment property when and only when there is a change in use, evidenced by commencement of owner-occupation or commencement of development with a view to sale. A transfer between investment property, owner-occupied property and inventory does not change the carrying amount of the property transferred nor does it change the cost of that property for measurement or disclosure purposes.

The Parent Company discloses the fair values of its investment properties in accordance with PAS 40. The Parent Company engaged independent valuation specialist to assess fair value as at December 31, 2019 and 2018. The Parent Company's investment properties consist of land and building pertaining to land properties, retail (malls) and office properties. Land were valued by reference to market-based evidence using comparable prices adjusted for specific market factors such as nature, location and condition of the property. Buildings (retail, office, hospital) were valued by converting future cash flow to a single current value.

<u>Property and Equipment</u>
Property and equipment, except for land, are carried at cost less accumulated depreciation and amortization and any impairment in value. Land is carried at cost less any impairment in value. The initial cost of property and equipment comprises its construction cost or purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

Major repairs are capitalized as part of property and equipment only when it is probable that future economic benefits associated with the item will flow to the Parent Company and the cost of the items can be measured reliably. All other repairs and maintenance are charged against current operations as incurred.

Depreciation and amortization of property and equipment commences once the property and equipment are available for use and is computed on a straight-line basis over the estimated useful lives of the property and equipment as follows:

	Years
Buildings and improvements	20-40
Furniture, fixtures and office equipment	3-10
Transportation equipment	3-5

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

When property and equipment are retired or otherwise disposed of, the cost and the related accumulated depreciation and amortization and accumulated provision for impairment losses, if any, are removed from the accounts and any resulting gain or loss is credited to or charged against current operations.

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

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

The following criteria are also applied in assessing impairment of specific assets:

Investments in subsidiaries, associates and joint ventures
The Parent Company determines at each reporting date whether there is any objective evidence that the investment in subsidiaries, associates or joint ventures is impaired. If this is the case, the Parent Company calculates the amount of impairment as being the difference between the recoverable amount and the carrying value of the investee company and recognizes the difference in the parent company statement of income.

Right-of-use asset
If the Parent Company determines that a right-of-use asset is impaired, it recognizes an impairment loss and measures the right-of-use asset at its carrying amount immediately after the impairment. The Parent Company subsequently depreciates, generally on a straight-line basis, the right-of-use asset from the date of the impairment to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. However, the depreciation period is the remaining useful life of the underlying asset if the lessee is reasonably certain to exercise an option to purchase the underlying asset or if the lease transfers ownership of the underlying asset to the lessee by the end of the lease term.

Provisions
Provisions are recognized when the Parent Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Where the Parent Company expects a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as interest expense. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

Pension Cost
Pension cost is actuarially determined using the projected unit credit method. This method reflects services rendered by employees up to the date of valuation and incorporates assumptions concerning employees' projected salaries. Actuarial valuations are conducted with sufficient regularity, with option to accelerate when significant changes to underlying assumptions occur. Pension cost includes: a) service costs comprising current service costs and past-service costs b) gains and losses on curtailments and non-routine settlements, and c) net interest cost on benefit obligation.

Remeasurements, comprising of actuarial gains or losses, the effect of the asset ceiling excluding net interest cost and the return on plan assets (excluding net interest), are recognized immediately in the parent company statement of financial position with a corresponding debit or credit to OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

The liability recognized in the parent company statement of financial position in respect of defined benefit pension plans is the present value of the defined benefit obligation at the reporting date less fair value of the plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by using risk-free interest rates of long-term government bonds that have terms to maturity approximating the terms of the related pension liabilities or applying a single weighted average discount rate that reflects the estimated timing and amount of benefit payments.

Share-based Payments

The Parent Company has equity-settled, share-based compensation plans with its employees.

PFRS 2 options
For options granted after November 7, 2002 that have not vested on or before January 1, 2005, the cost of equity-settled transactions with employees is measured by reference to the fair value at the date on which they are granted. The fair value is determined by using the Black-Scholes model, further details of which are presented in Note 25.

The cost of equity-settled transactions is recognized, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (vesting date). The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Parent Company's best estimate of the number of equity instrument that will ultimately vest. The income or expense for a period represents the movement in cumulative expense recognized as at the beginning and end of that period.

No expense is recognized for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition, which are treated as vesting irrespective of whether or not the market condition is satisfied, provided that all other performance conditions are satisfied.

Where the terms of an equity-settled award are modified, as a minimum, an expense is recognized as if the terms had not been modified. In addition, an expense is recognized for any increase in the value of the transaction as a result of the modification, as measured at the date of modification. Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognized for the award is recognized immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

Pre-PFRS 2 options
For options granted before November 7, 2002 that has vested before January 1, 2005, the intrinsic value of stock options determined as of grant date is recognized as expense over the vesting period.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share (see Note 24).

Employee Stock Ownership Plan
The Parent Company has an employee stock ownership plan (ESOWN) which allows the grantees to purchase the Parent Company's shares at a discounted price. The Parent Company recognizes stock compensation expense over the holding period. The Parent Company treats its ESOWN plan as option exercisable within a given period. These are accounted for similar to the PFRS 2 options.

Dividends paid on the awards that have vested are deducted from equity and those paid on awards that are unvested are charged to profit or loss. For the unsubscribed shares where the employees still have the option to subscribe in the future, these are accounted for as options.

<u>Equity</u>
When the shares are sold at a premium, the difference between the proceeds and the par value is credited to "Additional paid-in capital" account. Direct costs incurred related to equity issuance are chargeable to "Additional paid-in capital" account. If additional paid-in capital is not sufficient, the excess is charged against retained earnings. When the Parent Company issues more than one class of stock, a separate account is maintained for each class of stock and the number of shares issued.

Subscriptions receivable pertains to the uncollected portion of the subscribed shares.

Retained earnings represent accumulated earnings of the Parent Company less dividends declared.

Own equity instruments which are reacquired (treasury shares) are recognized at cost and deducted from equity. No gain or loss is recognized in the parent company statement of income on the purchase, sale, issue or cancellation of its own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognized under "Additional paid-in capital". Voting rights related to treasury shares are nullified for the Parent Company and no dividends are allocated to them respectively. When the shares are retired, the capital stock account is reduced by its par value and the excess of cost over par value upon retirement is debited to additional paid-in capital when the shares were issued and to retained earnings for the remaining balance.

Revenue from Contract with Customers
The Parent Company primarily derives its real estate revenue from the sale of vertical and horizontal real estate projects. Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Parent Company expects to be entitled in exchange for those goods or services. The Parent Company has generally concluded that it is the principal in its revenue arrangements, except for the provisioning of water, electricity, air-conditioning and common use service area in its mall retail spaces, wherein it is acting as agent.

The disclosures of significant accounting judgements, estimates and assumptions relating to revenue from contracts with customers are provided in Note 3.

Real estate sales
The Parent Company derives its real estate revenue from sale of lots, house and lot and condominium units. Revenue from the sale of these real estate projects under pre-completion stage are recognized over time during the construction period (or percentage of completion) since based on the terms and conditions of its contract with the buyers, the Parent Company's performance does not create an asset with an alternative use and the Parent Company has an enforceable right to payment for performance completed to date.

In measuring the progress of its performance obligation over time, the Parent Company uses the output method. The Parent Company recognizes revenue on the basis of direct measurements of the value to customers of the goods or services transferred to date, relative to the remaining goods or services promised under the contract. Progress is measured using survey of performance completed to date. This is based on the monthly project accomplishment report prepared by the project

engineers as approved by the construction manager which integrates the surveys of performance to date of the construction activities for both sub-contracted and those that are fulfilled by the developer itself.

Any excess of progress of work over the right to an amount of consideration that is unconditional, recognized as trade receivables under residential, commercial and office development receivables account. Any excess of collections over the total of recognized trade receivables is included in the customers' deposit account in the liabilities section of the parent company statements of financial position. The impact of the significant financing component on the transaction price has not been considered since the Parent Company availed the relief granted by the SEC under Memorandum Circular Nos. 14-2018 as of 2018 for the implementation issues of PFRS 15 affecting the real estate industry.

Cost recognition
The Parent Company recognizes costs relating to satisfied performance obligations as these are incurred taking into consideration the contract fulfillment assets such as connection fees. These include costs of land, land development costs, building costs, professional fees, depreciation, permits and licenses and capitalized borrowing costs. These costs are allocated to the saleable area, with the portion allocable to the sold area being recognized as costs of sales while the portion allocable to the unsold area being recognized as part of real estate inventories.

Contract costs include all direct materials and labor costs and those indirect costs related to contract performance. Expected losses on contracts are recognized immediately when it is probable that the total contract costs will exceed total contract revenue. Changes in contract performance, contract conditions and estimated profitability, including those arising from contract penalty provisions, and final contract settlements which may result in revisions to estimated costs and gross margins are recognized in the year in which the changes are determined.

Marketing fees, management fees from administration and property management are recognized when services are rendered.

Interest income is recognized as it accrues using the effective interest method.

Dividend income is recognized when the Parent Company's right to receive the payment is established.

Customers' deposit
A customers' deposit is the obligation to transfer goods or services to a customer for which the Parent Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Parent Company transfers goods or services to the customer, a customers' deposit is recognized when the payment is made or the payment is due (whichever is earlier). Customers' deposit are recognized as revenue when the Parent Company performs under the contract.

Customers' deposit also include payments received by the Parent Company from the customers for which revenue recognition has not yet commenced.

Costs to Obtain Contract

The incremental costs of obtaining a contract with a customer are recognized as an asset if the Parent Company expects to recover them. The Parent Company has determined that commissions paid to brokers and marketing agents on the sale of pre-completed real estate units are deferred when recovery is reasonably expected and are charged to expense in the period in which the related revenue is recognized as earned. Commission expense is included in the "Real estate costs and expenses" account in the parent company statement of income.

Costs incurred prior to obtaining contract with customer are not capitalized but are expensed as incurred.

Amortization, de-recognition and impairment of capitalized costs to obtain a contract

The Parent Company amortizes capitalized costs to obtain a contract to cost of sales over the expected construction period using percentage of completion following the pattern of real estate revenue recognition. The amortization is included within cost of sales.

A capitalized cost to obtain a contract is derecognized either when it is disposed of or when no further economic benefits are expected to flow from its use or disposal.

At each reporting date, the Parent Company determines whether there is an indication that cost to obtain a contract maybe impaired. If such indication exists, the Parent Company makes an estimate by comparing the carrying amount of the assets to the remaining amount of consideration that the Parent Company expects to receive less the costs that relate to providing services under the relevant contract. In determining the estimated amount of consideration, the Parent Company uses the same principles as it does to determine the contract transaction price, except that any constraints used to reduce the transaction price will be removed for the impairment test.

Where the relevant costs or specific performance obligations are demonstrating marginal profitability or other indicators of impairment, judgement is required in ascertaining whether or not the future economic benefits from these contracts are sufficient to recover these assets. In performing this impairment assessment, management is required to make an assessment of the costs to complete the contract. The ability to accurately forecast such costs involves estimates around cost savings to be achieved over time, anticipated profitability of the contract, as well as future performance against any contract-specific performance indicators that could trigger variable consideration, or service credits. Where a contract is anticipated to make a loss, these judgements are also relevant in determining whether or not an onerous contract provision is required and how this is to be measured.

Rental income

Rental income under noncancellable and cancellable leases on investment properties is recognized in the consolidated statement of income on a straight-line basis over the lease term and the terms of the lease, respectively, or based on a certain percentage of the gross revenue of the tenants, as provided under the terms of the lease contract.

Expense Recognition

Expenses are recognized in the parent company statement of income when decrease in future economic benefit related to a decrease in an asset or an increase in a liability has arisen that can be measured reliably.

Expenses are recognized in the parent company statement of income:

- On the basis of a direct association between the costs incurred and the earning of specific items of income;
- On the basis of systematic and rational allocation procedures when economic benefits are expected to arise over several accounting periods and the association can only be broadly or indirectly determined; or

- Immediately when expenditure produces no future economic benefits or when, and to the extent that, future economic benefits do not qualify or cease to qualify, for recognition in the parent company statement of financial position as an asset.

Direct operating expenses and general and administrative expenses are recognized as they are incurred.

Leases effective January 1, 2019
The Parent Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Parent Company as lessee
The Parent Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Parent Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets
The Parent Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received and estimate of cost to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to

produce inventories. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

	Years
Building	20-40
Others	5

If ownership of the leased asset transfers to the Parent Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in Impairment of nonfinancial assets section.

ii) Lease liabilities
At the commencement date of the lease, the Parent Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Parent Company and payments of penalties for terminating the lease, if the lease term reflects the Parent Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Parent Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short-term leases
The Parent Company applies the short-term lease recognition exemption to its short-term leases of office space (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

Parent Company as lessor
Leases where the Parent Company does not transfer substantially all the risk and benefits of ownership of the assets are classified as operating leases. Lease payments received are recognized as an income in the parent company statement of income on a straight-line basis over the lease term. Initial direct costs incurred in negotiating operating leases are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as the rental income. Contingent rents are recognized as revenue in the period in which they are earned.

Leases prior to January 1, 2019

Leases
The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at inception date whether the fulfillment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset. A reassessment is made after inception of the lease only if one of the following applies:

(a) There is a change in contractual terms, other than a renewal or extension of the arrangement;
(b) A renewal option is exercised or extension granted, unless the term of the renewal or extension was initially included in the lease term;
(c) There is a change in the determination of whether fulfillment is dependent on a specified asset; or
(d) There is substantial change to the asset.

Where a reassessment is made, lease accounting shall commence or cease from the date when the change in circumstances gave rise to the reassessment for scenarios (a), (c), or (d) and at the date of renewal or extension period for scenario (b).

Parent Company as lessee
Leases where the lessor retains substantially all the risks and benefits of ownership of the asset are classified as operating leases. Fixed lease payments are recognized as an expense in the parent company statement of income on a straight-line basis while the variable rent is recognized as an expense based on terms of the lease contract.

Parent Company as lessor
Leases where the Parent Company does not transfer substantially all the risk and benefits of ownership of the assets are classified as operating leases. Lease payments received are recognized as an income in the parent company statement of income on a straight-line basis over the lease term. Initial direct costs incurred in negotiating operating leases are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as the rental income. Contingent rents are recognized as revenue in the period in which they are earned.

Current Tax
Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the tax authority. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted as at the end of the reporting period.

Deferred Tax
Deferred tax is provided, using the liability method, on all temporary differences, with certain exceptions, at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences, with certain exceptions. Deferred tax assets are recognized for all deductible temporary differences, carryforward benefits of unused tax credits from excess of minimum corporate income tax (MCIT) over the regular corporate income tax and unused net operating loss carryover (NOLCO), to the extent that it is probable that taxable income will be available against which the deductible temporary differences and carryforward benefits of unused tax credits and NOLCO can be utilized.

Deferred tax liabilities are not provided on nontaxable temporary differences associated with investments in domestic subsidiaries, associates and interests in joint ventures.

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

Deferred tax assets and liabilities are measured at the tax rate that is expected to apply to the period when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date. Movements in the deferred tax assets and liabilities arising from changes in tax rates are charged against or credited to income for the period.

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

Foreign Currency Transactions
Transactions in foreign currencies are initially recorded using the exchange rate at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are restated using the closing exchange rates prevailing at reporting date. Exchange gains or losses arising from foreign exchange transactions are credited to or charged against operations for the year.

Earnings Per Share (EPS)
Basic EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year adjusted for any subsequent stock dividends declared. Diluted EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year plus the weighted average number of common shares that would be issued on conversion of all the dilutive potential common shares into common shares. Calculation of dilutive EPS considers the potential ordinary shares of subsidiaries, associates and joint ventures that have dilutive effect on the basic EPS of the Parent Company. The calculation of diluted earnings per share does not assume conversion, exercise, or other issue of potential common shares that would have an antidilutive effect on earnings per share.

Segment Reporting
The Parent Company's operating businesses are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. Financial information on business segments is presented in Note 27 of the parent company financial statements.

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

Events after the Reporting Date
Post year-end events that provide additional information about the Parent Company's position at the reporting date (adjusting events) are reflected in the parent company financial statements. Post year-end events that are not adjusting events are disclosed in the parent company financial statements when material.

3. Significant Accounting Judgments and Estimates

The preparation of the accompanying parent company financial statements in conformity with PFRSs requires management to make estimates and assumptions that affect the amounts reported in the parent company financial statements and accompanying notes. The estimates and assumptions used in the accompanying parent company financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the parent company financial statements. Actual results could differ from such estimates.

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

Existence of a contract
The Parent Company's primary document for a contract with a customer is a signed contract to sell. It has determined, however, that in cases wherein contract to sell are not signed by both parties, the combination of its other signed documentation such as reservation agreement, official receipts, buyers' computation sheets and invoices, would contain all the criteria to qualify as contract with the customer under PFRS 15.

In addition, part of the assessment process of the Parent Company before revenue recognition is to assess the probability that the Parent Company will collect the consideration to which it will be entitled in exchange for the real estate property that will be transferred to the customer. In evaluating whether collectability of an amount of consideration is probable, an entity considers the significance of the customer's initial payments in relation to the total contract price. Collectability is also assessed by considering factors such as past history with the customer, age and pricing of the property.

Management regularly evaluates the historical cancellations and back-outs if it would still support its current threshold of customers' equity before commencing revenue recognition.

Revenue recognition method and measure of progress
The Parent Company concluded that revenue for real estate sales is to be recognized over time because: (a) the Parent Company's performance does not create an asset with an alternative use and; (b) the Parent Company has an enforceable right for performance completed to date. The promised property is specifically identified in the contract and the contractual restriction on the Parent Company's ability to direct the promised property for another use is substantive. This is because the property promised to the customer is not interchangeable with other properties without breaching the contract and without incurring significant costs that otherwise would not have been incurred in relation to that contract. In addition, under the current legal framework, the customer is contractually obliged to make payments to the developer up to the performance completed to date. In addition, the Parent Company requires a certain percentage of buyer's payments of total selling price (buyer's equity), to be collected as one of the criteria in order to initiate revenue recognition. Reaching this level of collection is an indication of buyer's continuing commitment and the probability that economic benefits

will flow to the Parent Company. The Parent Company considers that the initial and continuing investments by the buyer of about 10% would demonstrate the buyer's commitment to pay.

The Parent Company has determined that output method used in measuring the progress of the performance obligation faithfully depicts the Parent Company's performance in transferring control of real estate development to the customers.

Sale of real estate receivables
The Parent Company has entered into arrangements with banks wherein it discounted its real estate receivables without recourse. The Parent Company believes that the sales transactions are not more than infrequent and that the receivables discounted is insignificant in value both individually and in aggregate. The Parent Company continue with the objective of collecting contractual cash flows until maturity.

Distinction of land between real estate inventories and investment properties
The Parent Company determines whether a property will be classified as real estate inventories or investment properties. In making this judgment, the Parent Company considers whether the property will be sold in the normal operating cycle (real estate inventories). All other properties that are not yet determined to be sold in the normal operating cycle are classified as investment properties.

Control of entities in which the Parent Company holds only 50% or less than majority of voting rights
The Parent Company considers that it controls the following entities even though it owns 50% or less than majority of the voting rights.

Alabang Commercial Corp. (ACC)
For ACC, the Parent Company holds 50% of the voting rights, and is also the single largest shareholder and the remaining 50% of the equity shares are held by several shareholders. The second largest stockholder of ACC holds 8.3% share while the other shareholders' equity interest ranges from 2.1% to 8.3%. In addition, the Parent Company has an existing management services agreement which gives the Parent Company the exclusive control and decision over the relevant activities of ACC.

BGWest Properties, Inc. (BG West)
For the BG West, wherein the Parent Company and the other shareholder each own 50% of the voting rights, the Parent Company controls the investee through exercise of its exclusive project development and marketing agreement as well as the ability to decide on the financing, operating and strategic policies of the investees. This enabled the Parent Company to conclude that it has control.

Ayala Hotels, Inc. (AHI), Roxas Land Corp. (RLC), ALI-CII Development Corp. (ALI-CII) and Leisure and Allied Industries Philippines, Inc. (LAIP).

Parent Company has an existing management services agreement with AHI, RLC, ALI-CII and LAIP which gives Parent Company the exclusive control and decision over the relevant activities of AHI, RLC, ALI-CII and LAIP.

Significant influence on OCLP Holdings, Inc.(OHI) and Bonifacio Land Corp (BLC)
The Parent Company considers that it has significant influence over investees when it has board representation which allows them to participate in the financial and operating policy decisions but is not control or joint control of those policies (see Note 10).

Contingencies
The Parent Company is currently involved in various legal proceedings. The estimate of the probable costs for the resolution of these claims has been developed in consultation with outside counsel handling the defense in these matters and is based upon an analysis of potential results. The Parent Company currently does not believe that these proceedings will have a material effect on the Parent Company's financial position (see Note 30).

Definition of default and credit-impaired financial assets
The Parent Company defines a financial instrument as in default, which is fully aligned with the definition of credit-impaired, when it meets one or more of the following criteria:

Quantitative criteria – for sales contracts receivable, the customer receives a notice of cancellation and does not continue the payments.

Qualitative criteria
The customer meets unlikeliness to pay criteria, which indicates the customer is in significant financial difficulty. These are instances where:
a. The customer is experiencing financial difficulty or is insolvent
b. The customer is in breach of financial covenant(s)
c. An active market for that financial assets has disappeared because of financial difficulties
d. Concessions have been granted by the Parent Company, for economic or contractual reasons relating to the customer's financial difficulty
e. It is becoming probable that the customer will enter bankruptcy or other financial reorganization

The criteria above have been applied to the financial instruments held by the Parent Company and are consistent with the definition of default used for internal credit risk management purposes. The default definition has been applied consistently to model the Probability of Default (PD), Loss Given Default (LGD) and Exposure at Default (EAD) throughout the Parent Company's expected loss calculation.

Incorporation of forward-looking information
The Parent Company incorporates forward-looking information into both its assessment of whether the credit risk of an instrument has increased significantly since its initial recognition and its measurement of ECL.

To do this, the Parent Company considers a range of relevant forward-looking macro-economic assumptions for the determination of unbiased general industry adjustments and any related specific industry adjustments that support the calculation of ECLs. Based on the Parent Company's evaluation and assessment and after taking into consideration external actual and forecast information, the Parent Company formulates a 'base case' view of the future direction of relevant economic variables as well as a representative range of other possible forecast scenarios. This process involves developing two or more additional economic scenarios and considering the relative probabilities of each outcome. External information includes economic data and forecasts published by governmental bodies, monetary authorities and selected private-sector and academic institutions.

The base case represents a most-likely outcome and is aligned with information used by the Parent Company for other purposes such as strategic planning and budgeting. The other scenarios represent more optimistic and more pessimistic outcomes. Periodically, the Parent Company carries out stress testing of more extreme shocks to calibrate its determination of these other representative scenarios.

The Parent Company has identified and documented key drivers of credit risk and credit losses of each portfolio of financial instruments and, using an analysis of historical data, has estimated relationships between macro-economic variables and credit risk and credit losses.

Jugments effective January 1, 2019

Determination of lease term of contracts with renewal and termination options – Parent Company as a lessee
The Parent Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Parent Company has several lease contracts that include extension and termination options. The Parent Company applies judgment in evaluating whether the provisions to renew or terminate the lease is enforceable. For leases where the Parent Company has the unilateral option to renew or terminate, it then applies judgment on whether it is reasonably certain or not to exercise the option. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Parent Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset).

Judgements made in determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates applying paragraph 122 of PAS 1, Presentation of Financial Statements
Upon adoption of the Interpretation, the Parent Company has assessed whether it has any uncertain tax position. The Parent Company applies significant judgement in identifying uncertainties over its income tax treatments. The Parent Company determined, based on its assessment, in consultation with its tax counsel, that it is probable that its uncertain income tax treatments (including those for the subsidiaries) will be accepted by the taxation authorities. Accordingly, the interpretation did not have an impact on the parent company financial statements.

<u>Management's Use of Estimates</u>
The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Revenue and cost recognition on real estate projects
The Parent Company's revenue recognition and cost policies require management to make use of estimates and assumptions that may affect the reported amounts of revenues and costs. The Parent Company's revenue from real estate is recognized based on the percentage of completion are measured principally on the basis of the estimated completion of a physical proportion of the contract work. Apart from involving significant estimates in determining the quanitity of imports such as materials, labor and equipment needed, the assessment process for the POC is complex and the estimated project development costs requires technical determination by management's specialists (project engineers). The Parent Company also includes land in calculation of POC since the Parent Company availed the relief granted by the SEC under Memorandum Circular Nos. 14-2018 as of 2018 for the implementation issues of PFRS 15 affecting the real estate industry.. See Notes 19 and 20 for the related balances.

Similarly, the commission is determined using the percentage of completion.

Evaluation of net realizable value of real estate inventories
The Parent Company adjusts the cost of its real estate inventories to net realizable value based on its assessment of the recoverability of the inventories. NRV for completed real estate inventories is assessed with reference to market conditions and prices existing at the reporting date and is determined by the Parent Company in the light of recent market transactions. NRV in respect of real estate inventories under construction is assessed with reference to market prices at the reporting date for similar completed property, less estimated costs to complete construction and less estimated costs to sell. The amount and timing of recorded expenses for any period would differ if different judgments were made or different estimates were utilized. See Note 7 for the related balances.

Share-based payments
The expected life of the options is based on the expected exercise behavior of the stock option holders and is not necessarily indicative of the exercise patterns that may occur. The volatility is based on the average historical price volatility which may be different from the expected volatility of the shares of stock of the Parent Company. See Note 25 for the related balances.

Estimating pension liabilities and other retirement benefits
The determination of the Parent Company's obligation and cost for pension and other retirement benefits is dependent on selection of certain assumptions used by actuaries in calculating such amounts. These include the determination of the discount rates, future salary increases, mortality rates and future pension increases. Significant assumptions are disclosed in Note 23 and include among others, discount rate and salary increase rate.

In determining the appropriate discount rate, management considers the interest rates of government bonds that are denominated in the currency in which the benefits will be paid, with extrapolated maturities corresponding to the expected duration of the defined benefit obligation.

The mortality rate is based on publicly available mortality tables and is modified accordingly with estimates of mortality improvements. Future salary increases and pension increases are based on expected future inflation rates.

While the Parent Company believes that the assumptions are reasonable and appropriate, significant differences in actual experience or significant changes in assumptions could materially affect retirement obligations. See Note 23 for the related balances.

Fair value of financial instruments
Where the fair values of financial assets and financial liabilities recorded and disclosed in the parent company statement of financial position cannot be derived from active markets, they are determined using internal valuation techniques and generally accepted market valuation models.

The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimates are used in establishing fair values. These estimates may include considerations of liquidity, volatility, and correlation. Certain financial assets and liabilities were initially recorded at their fair values by using the discounted cash flow methodology. See Note 26 for the related balances.

Provision for expected credit losses of trade receivables
The Parent Company uses a provision matrix to calculate ECLs for trade receivables other than trade receivables from residential, commercial and office development. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns.

The provision matrix is initially based on the Parent Company's historical observed default rates. The Parent Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information such as inflation and interest rates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

The Parent Company uses vintage analysis approach to calculate ECLs for trade receivables from residential, commercial and office development. The vintage analysis accounts for expected losses by calculating the cumulative loss rates of a given loan pool. It derives the probability of default from the historical data of a homogenous portfolio that share the same origination period. The information on the number of defaults during fixed time intervals of the accounts is utilized to create the PD model. It allows the evaluation of the loan activity from its origination period until the end of the contract period.

The assessment of the correlation between historical observed default rates, forecast economic conditions (inflation and interert rates) and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Parent Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

The information about the ECLs on the Parent Company's trade receivables is disclosed in Notes 6 and 26.

Estimates effective January 1, 2019
Estimating the incremental borrowing rate for leases
The Parent Company uses its incremental borrowing rate (IBR) to measure lease liabilities because the interest rate implicit in the lease is not readily determinable. The IBR is the rate of interest that the Parent Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Parent Company 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Parent Company estimates the IBR using observable inputs (such as market interest rates) when available.

The Parent Company's lease liabilities as of December 31, 2019 amounted to ₱285.4 million.

4. Cash and Cash Equivalents

This account consists of:

	2019	2018
Cash on hand	**₱900,827**	₱905,774
Cash in banks	**1,683,708,046**	868,621,495
Cash equivalents	**162,060,824**	253,941,374
	₱1,846,669,697	₱1,123,468,643

Cash in banks earns interest at the respective bank deposit rates. Cash equivalents are short-term, highly liquid investments that are made for varying periods of up to three (3) months depending on the immediate cash requirements of the Parent Company, and earn interest at the respective short-term investment rates.

The annual interest rates of the cash equivalents are as follows:

	2019	2018
Philippine Peso	**3.5% to 4.0%**	5.8% to 6.8%
US Dollar	**3.0%**	–

There is no restriction on the Parent Company's cash and cash equivalents balances as of December 31, 2019 and 2018.

5. Financial Assets at FVPL

The Parent Company has investments in the BPI Money Market Fund (the Fund). The Fund, which is structured as a money market UITF, aim to generate liquidity and stable income by investing in a diversified portfolio of primarily short-term fixed income instruments and with no minimum holding period requirement.

As of December 31, 2019, the Parent Company invested in the Fund with a fair value of ₱2.1 million. The BPI MMF's Net Asset Value (NAV) was at ₱23,980.6 million with duration of 131 days.

As of December 31, 2018, the Parent Company invested in the Fund with a fair value of ₱2.0 million. The BPI MMF's Net Asset Value (NAV) was at ₱8,331.5 million with duration of 150 days.

The following table provides the fair value hierarchy of the Parent Company's financial assets at FVPL which are measured at fair value as of December 31, 2019 and 2018:

2019

			Fair value measurement using		
	Date of Valuation	**Total**	**Quoted prices in active markets (Level 1)**	**Significant observable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**
Investment in UITF	**December 31, 2019**	**₱2,054,808**	**₱–**	**₱2,054,808**	**₱–**

2018

			Fair value measurement using		
	Date of Valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Investment in UITF	December 31, 2018	₱1,969,029	₱–	₱1,969,029	₱–

The fair value of the investment in UITF is based on net asset values as of reporting dates.

Reconciliation of the fair value measurement is shown below:

	2019	2018
Balance at beginning of year	**₱1,969,029**	₱1,918,566
Unrealized gains included under "Other income" (see Note 20)	**85,779**	50,463
Balance at end of year	**₱2,054,808**	₱1,969,029

6. **Accounts and Notes Receivable**

Accounts and notes receivable account consists of:

	2019	2018 (As restated – see Note 2)
Trade		
Residential, commercial and office development	**₱39,478,590,890**	₱55,376,052,156
Corporate business	**773,533,547**	697,893,154
Shopping centers	**489,161,708**	562,286,311
Others	**1,837,546,247**	1,773,207,773
Receivable from related parties (Note 22)	**55,068,731,831**	37,692,233,291
Advances to other companies	**12,956,085,671**	10,752,450,763
Dividends receivable	**1,819,517,787**	1,984,062,467
Receivable from employees	**167,019,787**	227,170,279
Interest receivable (Note 22)	**12,707,620**	12,711,404
	112,602,895,088	109,078,067,598
Less allowance for impairment losses	**214,018,088**	170,664,571
	112,388,877,000	108,907,403,027
Less noncurrent portion	**14,949,564,409**	8,616,904,491
	₱97,439,312,591	₱100,290,498,536

The classes of trade receivables of the Parent Company follow:

- Residential, commercial and office development - pertains to receivables from the sale of high-end and upper middle-income residential lots and units, sale of commercial lots, sale of office units and leisure community developments.Corporate business - pertain to lease receivables of office buildings.
- Shopping centers - pertain to lease receivables from retail spaces

- Others - pertain mainly to receivables from lease of land, facility management and other support services.

Residential, commercial and office development receivables are collectible in monthly installments over a period of one (1) to ten (10) years. These are carried at amortized cost using the effective interest rate method with annual interest rates ranging from 6.3% to 12.5%. Titles to real estate properties are transferred to the buyers only once full payment has been made.

Corporate business receivables are collectible on a monthly or quarterly basis depending on the terms of the lease contracts.

Receivables from shopping centers and rent receivables are due within 30 days upon billing.

Receivables from facility management and other support services included under other trade receivables are normally due within 30 to 90 days upon billing.

Receivable from related parties, dividends receivable and interest receivable are due and demandable.

Advances to other companies includes advances made to joint venture partners that have been made in consideration of project costs and purchases of land that are still subject to completion. The documentation for these advances provides that these will be payable over a fixed term or on demand in order to allow for repayment of the advances when closing does not occur.

Receivables from employees pertain to housing, car, salary and other loans granted to the Parent Company's employees which are collectible through salary deduction, are interest-bearing (6.0% per annum) and payable on various maturity dates.

Receivables amounting to ₱214.0 million and ₱170.7 million as of December 31, 2019 and 2018, respectively, were impaired and fully provided with allowance. The movements in the allowance for ECLs on receivables follow:

2019

	Trade		
	Shopping centers	**Corporate business**	**Total**
Balance at beginning of year	**₱148,710,191**	**₱21,954,380**	**₱170,664,571**
Provisions during the year (Note 20)	**–**	**43,353,517**	**43,353,517**
Balance at end of year	**₱148,710,191**	**₱65,307,897**	**₱214,018,088**

2018

	Trade		
	Shopping centers	Corporate business	Total
Balance at beginning of year	₱146,696,986	₱21,954,380	₱168,651,366
Provisions during the year (Note 20)	2,013,205	–	2,013,205
Balance at end of year	₱148,710,191	₱21,954,380	₱170,664,571

As of December 31, 2019 and 2018, nominal amount of trade receivables from residential development amounting to ₱47,168.3 million and ₱61,573.8 million, respectively, were recorded initially at fair value. The fair values of the receivables were obtained by discounting future cash flows using the applicable rates of similar types of instruments.

Movements in the unamortized discount of the Parent Company's receivables as of December 31, 2019 and 2018 follow:

	2019	2018
Balance at beginning of year	**₱6,197,764,825**	₱2,907,162,426
Additions during the year	**4,905,120,824**	4,992,013,012
Accretion for the year (Note 19)	**(3,413,181,338)**	(1,701,410,613)
Balance at end of year	**₱7,689,704,311**	₱6,197,764,825

The Parent Company entered into agreements with BPI Asset Management and Trust Corporation in 2019 and 2018 for the assignment of interest-bearing employee receivables amounting to ₱108.9 million (nil in 2018). The transactions were without recourse and did not result to any gain or loss.

The Parent Company sold receivables on a without recourse basis to partner mortgage banks, which include BPI Family savings bank, a related party, amounting to ₱5,538.1 million in 2019 and ₱7,391.5 million in 2018. These were sold at discount with total proceeds ₱5,157.2 million and ₱6,933.3 million, respectively. The Parent Company recognized loss on sale (under "Interest and other financing charges") amounting to ₱422.5 million and ₱458.2 million in 2019 and 2018, respectively (see Note 20).

7. Inventories

This account consists of:

	2019	2018
Real estate – at cost		
Residential and commercial lots	**₱16,292,433,316**	₱17,430,924,850
Residential and commercial units	**12,957,829,891**	7,944,107,544
	₱29,250,263,207	₱25,375,032,394

A summary of the movements in inventories is set out below:

2019

	Residential and commercial lots	Residential and commercial units	Total
Balances at beginning of year	**₱17,430,924,850**	**₱7,944,107,544**	**₱25,375,032,394**
Construction/development costs incurred/adjustments	**778,541,506**	**15,736,029,226**	**16,514,570,732**
Disposals (recognized as cost of real estate sales) (Note 20)	**(4,293,590,495)**	**(11,786,651,232)**	**(16,080,241,727)**
Transfers from investment property (Note 11)	**2,376,557,455**	**1,064,344,353**	**3,440,901,808**
Balances at end of year	**₱16,292,433,316**	**₱12,957,829,891**	**₱29,250,263,207**

2018

	Residential and commercial lots	Residential and commercial units	Total
Balances at beginning of year	₱10,317,609,822	₱10,395,175,527	₱20,712,785,349
Construction/development costs incurred/adjustments	3,249,444,027	14,612,690,545	17,862,134,572
Disposals (recognized as cost of real estate sales) (Note 20)	(3,001,666,450)	(17,063,758,528)	(20,065,424,978)
Transfers from investment property (Note 11)	6,865,537,451	–	6,865,537,451
Balances at end of year	₱17,430,924,850	₱7,944,107,544	₱25,375,032,394

The Parent Company has no purchase commitments pertaining to its inventories as of December 31, 2019 and 2018.

None of these assets were used as collateral or as a security to the loans and obligations of the Parent Company.

8. Other Current Assets

This account consists of:

	2019	2018
Prepaid taxes and licenses	**₱6,498,340,008**	₱4,377,359,930
Advances to contractors and suppliers	**3,821,719,059**	3,409,868,454
Prepaid expenses	**2,328,056,090**	2,004,810,424
Value-added input tax – net	**317,197,394**	1,525,215,468
	₱12,965,312,551	₱11,317,254,276

Prepaid taxes and licenses pertains to the excess of payments made against current income tax due which can be claimed against income tax for future periods, and prepayments on other taxes and licenses.

Advances to contractors and suppliers represents prepayments for the construction of inventories.

Prepaid expenses mainly include prepayments for commissions, marketing and management fees, and rentals and insurance. The cost to obtain contracts which includes prepaid commissions, amounted to ₱283.0 million and ₱357.9 million in 2019 and 2018, respectively. In line with the Parent Company's accounting policy, as set out in Note 2, if a contract or specific performance obligation exhibited marginal profitability or other indicators of impairment, judgement was applied to ascertain whether or not the future economic benefits from these contracts were sufficient to recover these assets. In performing this impairment assessment, management is required to make an assessment of the costs to complete the contract. The ability to accurately forecast such costs involves estimates around cost savings to be achieved over time, anticipated profitability of the contract, as well as future performance against any contract-specific key performance indicators that could trigger variable consideration, or service credits (see Note 13).

Value-added input tax is applied against value-added output tax. The remaining balance is recoverable in future periods

9. Financial Assets at Fair Value through OCI

As of December 31, 2019 and 2018, financial assets at FVOCI consists of investments in:

	2019	2018
Shares of stock:		
Unquoted	**₱157,041,007**	₱165,740,922
Quoted	**87,046,562**	12,486,647
	244,087,569	178,227,569
Net unrealized gain	**13,789,928**	69,173,878
	₱257,877,497	₱247,401,447

Investments in quoted shares of stock include shares held for clubs wherein the Parent Company does not exercise control or demonstrate significant influence.

Investments in unquoted shares of stock include unlisted shares of public utility companies which the Parent Company will continue to carry as part of the infrastructure that it provides to its real estate projects.

Movements in the reserves for financial assets at FVOCI as of December 31, 2019 and 2018 are as follows:

	2019	2018
Balance at beginning of year	**₱69,173,878**	₱39,487,351
Fair value changes during the year	**(55,383,950)**	29,686,527
Balance at end of year	**₱13,789,928**	₱69,173,878

The following tables provide the fair value hierarchy of the Parent Company's financial assets at FVOCI which are measured at fair value as of December 31, 2019 and 2018:

<u>2019</u>

			Fair value measurement using		
	Date of Valuation	**Total**	**Quoted prices in active markets (Level 1)**	**Significant observable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**
Shares of stock:					
Quoted					
Tourism and leisure	**December 31, 2019**	**₱151,300,000**	**₱151,300,000**	**₱–**	**₱–**
Unquoted					
Tourism and leisure	**Various**	**86,100,000**	**–**	**–**	**86,100,000**
Utilities and energy	**Various**	**8,589,590**	**–**	**–**	**8,589,590**
Real estate	**Various**	**11,887,907**	**–**	**–**	**11,887,907**
		257,877,497	**151,300,000**	**–**	**106,577,497**

<u>2018</u>

			Fair value measurement using		
	Date of Valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Shares of stock:					
Quoted					
Tourism and leisure	December 31, 2018	₱69,073,950	₱69,073,950	₱–	₱–
Unquoted					
Tourism and leisure	Various	157,850,000	–	–	157,850,000
Utilities and energy	Various	8,589,590	–	–	8,589,590
Real estate	Various	11,887,907	–	–	11,887,907
		247,401,447	69,073,950	–	178,327,497

10. Investments in Subsidiaries, Associates and Joint Ventures

This account consists of:

	Percentages of Direct Ownership		Carrying Amounts	
	2019	2018	**2019**	2018
Subsidiaries:				
Regent Wise Investment Ltd. and Subsidiary (Regent Wise)	**100%**	100%	**₱16,654,593,351**	₱14,335,140,045
AyalaLand Hotels and Resorts Corporation and Subsidiaries (AHRC)	**100**	100	**15,370,432,000**	12,680,432,000
AyalaLand Logistics Holdings Corp. and Subsidiaries (ALLHC) (formerly Prime Orion Philippines, Inc.)	**71**	67	**10,582,725,757**	9,154,662,866
AREIT, Inc. (AREIT) (formerly One Dela Rosa Property Development, Inc.(ODR))	**90**	90	**8,815,000,000**	8,815,000,000
Amaia Land Corporation and Subsidiary (Amaia)	**100**	100	**7,006,931,640**	7,006,931,640
Avida Land Corporation and Subsidiaries (Avida)	**100**	100	**6,689,977,831**	6,689,977,831
AyalaLand Offices, Inc. and Subsidiaries (ALO)	**100**	100	**6,646,036,376**	6,769,686,376
Summerhill E-Office Corporation (Summerhill)	**100**	100	**6,579,990,035**	2,978,700,000
Bay City Commercial Ventures Corp. (BCCVC)	**100**	100	**4,929,421,699**	4,939,087,324
Cebu Holdings, Inc. and Subsidiaries (CHI)	**71**	70	**4,480,905,171**	4,392,171,631
AyalaLand Estates, Inc. (formerly Southgateway Development Corp. (SDC))	**100**	100	**4,005,642,479**	4,005,642,479
AyalaLand MetroNorth, Inc. (AMNI)	**100**	100	**3,895,726,210**	2,006,038,210
North Ventures Commercial Corp. (NVCC)	**100**	100	**3,784,145,284**	3,904,145,284
Alveo Land Corporation and Subsidiaries (Alveo)	**100**	100	**2,677,613,403**	2,677,613,403
North Triangle Depot Commercial Corporation (NTDCC)	**73**	73	**2,640,805,402**	2,640,805,402
ALI Capital Corp. (ALICap) (formerly Varejo Corp.)	**100**	100	**2,625,000,000**	2,625,000,000
Capitol Central Commercial Ventures Corp. (CCCVC)	**100**	100	**2,517,000,000**	2,156,642,500
Arca South Commercial Ventures Corp. (ASCVC)	**100**	100	**2,310,500,000**	2,310,500,000
BellaVita Land Corporation (BellaVita)	**100**	100	**2,300,000,000**	2,300,000,000
Amorsedia Development Corporation and Subsidiaries (ADC)	**100**	100	**2,274,943,627**	2,274,943,627
Makati Cornerstone Leasing Corp.(MCLC)	**100**	100	**2,213,961,000**	2,213,961,000
Central Block Developers, Inc. (CBDI)	**45**	45	**2,209,190,000**	1,495,017,000
Arvo Commercial Corporation (Arvo)	**100**	100	**1,800,000,000**	1,800,000,000
ALI Commercial Center, Inc. and Subsidiary (ACCI)	**100**	100	**1,692,680,000**	125,000,000
Vesta Property Holdings, Inc. (VPHI)	**78**	70	**1,338,608,230**	574,188,300
North Eastern Commercial Corp. (NECC)	**100**	100	**1,300,100,000**	1,300,100,000
Northbeacon Commercial Corporation (NBCC)	**100**	100	**1,288,100,000**	1,388,100,000
Aurora Properties Incorporated	**81**	81	**1,199,997,664**	1,199,997,664
Cavite Commercial Town Center, Inc. (CCTCI)	**100**	100	**1,124,160,793**	1,154,160,793
Aviana Development Corporation	**50**	50	**966,000,000**	966,000,000
Accendo Commercial Corp. (Accendo)	**67**	67	**874,697,062**	874,697,062
Cagayan de Oro Gateway Corp. (CDOGC)	**70**	70	**867,680,000**	867,680,000
Philippine Integrated Energy Solutions, Inc. (PhilEnergy)	**100**	100	**854,500,000**	854,500,000
Nuevo Centro, Inc. (Nuevo Centro)	**54**	54	**819,223,620**	819,223,620
Soltea Commercial Corp. (Soltea)	**60**	60	**796,416,740**	796,416,740
Makati Development Corporation and Subsidiaries (MDC)	**100**	100	**750,958,813**	750,958,813
ALO Prime Realty Corporation	**100**	100	**733,676,554**	733,676,554
Westview Commercial Ventures Corp. (Westview)	**100**	100	**731,075,299**	745,429,824
Ecoholdings Company, Inc. (ECI)	**100**	100	**718,368,400**	718,368,400
Ceci Realty, Inc. (Ceci)	**60**	60	**699,785,665**	699,785,665
Whiteknight Holdings, Inc. (WHI)	**100**	100	**693,925,952**	693,925,952
Prow Holdings, Inc. (Prow)	**55**	55	**670,273,870**	670,273,870
Anvaya Cove Golf & Sports Club, Inc. (Anvaya Cove Golf)	**76**	76	**616,436,215**	629,662,382
Adauge Commercial Corporation (Adauge)	**60**	60	**600,000,000**	600,000,000
ALI Makati Hotel Property, Inc.	**20**	20	**584,702,865**	584,702,865
Ayala Hotels, Inc. (AHI)	**50**	50	**564,772,538**	564,772,538
Anvaya Cove Beach & Nature Club Inc. (Anvaya Cove Beach)	**73**	73	**524,578,401**	527,834,847
Crans Montana Holdings, Inc.	**100**	100	**505,329,030**	505,329,030

(Forward)

	Percentages of Direct Ownership		Carrying Amounts	
	2019	2018	**2019**	2018
Ten Knots Development, Corporation and Subsidiaries (TKDC)	**60%**	60%	**₱495,000,000**	₱495,000,000
Integrated Eco-resort, Inc. (IERI)	**100**	–	**492,922,224**	–
Subic Bay Town Centre, Inc. (SBTCI)	**100**	100	**478,500,000**	508,500,000
Station Square East Commercial Corporation (SSECC)	**69**	69	**461,825,050**	461,825,050
Red Creek Properties, Inc. (RCPI)	**100**	100	**431,511,128**	431,511,128
Roxas Land Corp (RLC)	**50**	50	**327,022,960**	1,117,022,960
AyalaLand Commercial REIT, Inc. (ALCRI)	**100**	100	**300,000,000**	300,000,000
Serendra, Inc.	**28**	28	**266,027,100**	266,027,100
Alabang Commercial Corporation (ACC)	**50**	50	**258,431,769**	258,431,769
Ayalaland Medical Facilities Leasing, Inc. (AMFLI)	**100**	100	**255,000,000**	255,000,000
BGWest Properties (BGW)	**50**	50	**250,000,000**	250,000,000
AMSI, Inc. (formerly Ayalaland Malls Synergies, Inc.) (AMSI)	**100**	100	**235,000,000**	235,000,000
Crimson Field Enterprises, Inc.	**100**	100	**219,714,272**	219,714,272
Southportal Properties, Inc. (Southportal)	**65**	65	**188,500,000**	188,500,000
Primavera Towncentre, Inc. (PTI)	**100**	100	**181,000,000**	91,000,000
Sunnyfield E-Office Corporation (Sunnyfield)	**100**	100	**173,000,000**	173,000,000
First Longfield Investments Limited (First Longfield) (Hongkong Company)	**100**	100	**167,923,610**	167,923,610
Arca South Integrated Terminal, Inc.	**100**	100	**151,000,000**	151,000,000
Hillsford Property Corporation (Hillsford)	**100**	100	**150,000,000**	150,000,000
Ayala Land International Sales, Inc. (ALISI)	**100**	100	**138,700,000**	138,700,000
ALInet.com, Inc. (ALInet)	**100**	100	**130,482,764**	130,482,764
Leisure and Allied Industries Philippines, Inc. (LAIP)	**50**	50	**106,300,000**	106,300,000
ALI-CII Development Corporation (ALI-CII)	**50**	50	**102,765,300**	102,765,300
Lagdigan Land Corp. (Lagdigan)	**60**	60	**99,000,000**	63,000,000
Ten Knots Phils., Inc.(TKPI)	**60**	60	**93,131,600**	93,131,600
Aprisa Business Process Solutions (Aprisa)	**100**	100	**40,000,000**	40,000,000
DirectPower Services, Inc. (DirectPower)	**100**	100	**40,000,000**	40,000,000
CMPI Holdings, Inc. (CMPI)	**60**	60	**28,800,000**	28,800,000
ALI Makati Hotel & Residences, Inc. (AMHRI)	**20**	20	**22,097,135**	22,097,135
Ayala Land Sales, Inc. (ALSI)	**100**	100	**10,000,000**	10,000,000
AyalaLand Malls, Inc. (ALMI) (formerly Solerte, Inc.)	**100**	100	**5,000,000**	5,000,000
Ayala Land Premier, Inc. (ALPI)	**100**	100	**5,000,000**	5,000,000
Altaraza Prime Realty Corporation (Altaraza)	**100**	100	**4,000,000**	4,000,000
Verde Golf Development Corp (Verde Golf)	**100**	100	**3,125,000**	3,125,000
Buendia Landholdings, Inc. (BLI)	**100**	100	**2,833,562**	2,833,562
Ayala Land Club Management, Inc.	**100**	100	**2,500,000**	2,500,000
Ayala Property Management Corporation (APMC)	**100**	100	**1,912,026**	1,912,026
Ayala Theatres Management, Inc. (ATMI)	**100**	100	**864,559**	864,559
Next Urban Alliance Development Corp.	**100**	100	**365,500**	365,500
Five Star Cinema, Inc. (FSCI)	**100**	100	**250,000**	250,000
Regent Time International, Limited (Regent Time) (British Virgin Islands)	**100**	100	**52**	52
Laguna Technopark, Inc. (LTI)	**–**	20	**–**	800,000,000
Joint Ventures:				
ALI-ETON Property Development Corporation	**50**	50	**3,371,000,000**	2,176,000,000
AKL Properties, Inc. (AKL)	**50**	50	**2,294,374,575**	1,959,687,075
Emerging City Holdings, Inc. (ECHI)	**50**	50	**1,555,004,550**	1,555,004,550
Cebu District Property Enterprise, Inc. (CDPEI)	**35**	35	**1,050,000,000**	1,050,000,000
Berkshires Holdings, Inc. (BHI)	**50**	50	**666,430,521**	666,430,521
Associates:				
OCLP Holdings, Inc. (OHI)	**21**	21	**7,190,241,828**	7,190,241,828
Bonifacio Land Corp. (BLC)	**10**	10	**346,881,162**	346,881,162
Lagoon Development Corporation (LDC)	**30**	30	**37,050,000**	37,050,000
			167,357,077,223	151,818,762,060
Less allowance for probable losses			**319,959,706**	319,959,706
			₱167,037,117,517	₱151,498,802,354

The above companies are domestic except for Regent Time which is domiciled and incorporated in British Virgin Islands and First Longfield and Regent Wise which are domiciled and incorporated in Hong Kong.

As of December 31, 2019, and 2018, the Parent Company had no commitments to its interests in joint ventures.

Investment in Regent Wise
In 2015 and 2014, the Parent Company's additional investments amounted to ₱6,096.5 million and ₱208.4 million, respectively, which increased the total investment in Regent Wise to ₱7,835.6 milllion and ₱1,739.1 million, respectively.

On April 6, 2015, Regent Wise has acquired 9.16% of the shares of Modular Construction Technology (MCT) Bhd. (formerly Malaysian company GW Plastics Holdings Bhd.), through a private placement for a total amount of US$43 million or ₱1.9 billion. MCT Bhd., first established in 1999 as a construction company, is a property development company specializing in mixed-use projects that include retail, office, hotel, and mid- to affordable residential. MCT Bhd. is able to deliver projects at lower costs by adhering to a modular construction technique and by being an integrated builder with an in-house design team, inhouse trading company, direct execution of specialist works and its own pre-cast and ready-mixed concrete plants.

In May 2015, Regent Wise entered into call option agreements with the two founders and majority shareholders of MCT, Barry Goh Ming Choon and Tong Seech Wi, that will give Regent Wise the opportunity to increase its shareholdings in MCT up to a maximum of 32.95%. Then, on October 15, 2015, Regent Wise exercised its option to acquire additional shares of Malaysian

development and construction company, MCT, Bhd. (MCT) for a total cost of US$92 million to bring its total shareholding from 9.16% to 32.95%. The increase in stake will provide the Parent Company with the opportunity to establish a stronger foothold in the Real Estate sector in Malaysia.

On January 2, 2018, Regent Wise signed a share purchase agreement to acquire an additional 17.24% share in MCT from Barry Goh Ming Choon for a total cost of RM202.5 million which brought Regent Wise's shareholding in MCT from 32.95% to 50.19%. Subsequently, Regent Wise conducted a mandatory take-over offer (MO) from the period January 26 to February 19, 2018 in accordance with the laws of Malaysia. Acceptances for 295,277,782 shares were received from the MO equivalent to 22.12% that increased Regent Wise's ownership stake to 72.13% as of February 19, 2018.

In March 2018, the Irredeemable Convertible Unsecured Loan Stock of Dato Sri Tong and Tan Sri Barry Go, founders of MCT, were converted into 122,218,357 shares. This resulted in a 6.07% dilution of Regent Wise's stake in MCT as of date of share issuance. As such, the current ownership stake of Regent Wise in MCT is 66.25%.

The Parent Company made additional cash infusions to Regent Wise amounting to ₱2,319.5 million and ₱6,499.5 million in 2019 and 2018, respectively. As of December 31, 2019 and 2018, the investment in Regent Wise amounted to ₱16,654.6 million and ₱14,335.1 million, respectively.

Investment in AHRC
In 2010, the Parent Company established AHRC to support the Parent Company's hotel and resort business.

In 2019 and 2018, the Parent Company made additional infusions amounting to ₱2,690.0 million and ₱1,823.5 million, respectively. As of December 31, 2019, and 2018, the Parent Company's investment amounted to ₱15,370.4 million and ₱12,680.4 million, respectively.

Investment in ALLHC
In 2018, ALI's 75% equity interest in LTI was exchanged into additional shares of stock in ALLHC amounting to ₱3,030.75 million. The Parent Company also purchased additional investment from Genez Investment Corporation amounting to ₱497.65 million increasing its investment to ₱9,154.7 million and its interest from 51% to 67%.

On February 4, 2019, The Executive Committee of ALI approved the purchase of a 20% equity interest owned by Mitsubishi Corporation in LTI, equivalent to 8,051 common shares, with a total value of ₱800.0 million. Subsequently on June 10, 2019, ALI exchanged the 20% equity interest in LTI for additional shares of stock in ALLHC, equivalent to 323,886,640 common shares for a consideration of ₱800.0 million, subject to conditions to be fulfilled by ALLHC. This resulted to an increase in ALI's ownership from 67% to 70%.

On May 10, 2019, Prime Orion Philippines, Inc. changed its corporate name to Ayalaland Logistics Holdings Corp. (ALLHC).

On September 9, 2019, Orion Land, Inc. sold through a special block sale, 215,090,031 common shares of ALLHC to Avida Land Corporation, a wholly-owned subsidiary of ALI, for a total consideration of ₱628.1 million. Subsequently, these shares were acquired by ALI through a special block sale for a total consideration of ₱628.1 million. This increased ALI's ownership in ALLHC from 70% to 71%.

As of December 31, 2019 and 2018, the investment in ALLHC amounted to ₱10,582.7 million and ₱9,154.7 million, respectively.

Investment in AREIT
AREIT is a wholly-owned subsidiary of ALO, which is involved in leasing office and commercial spaces. In October 2018, AREIT increased its authorized capital stock by 881,500,000 shares which were subsequently acquired by ALI for ₱8,815.0 million, resulting to a 90% ownership in AREIT.

Investment in ALO
On July 18, 2014, the Board of Directors (BOD) and the stockholders of APPCo approved the change of its corporate name to AyalaLand Offices, Inc (ALO). On October 17, 2014, the amended Articles of Incorporation was executed and subsequently approved by SEC on November 18, 2014. In 2015, the Parent Company made additional infusions amounting to ₱3,270.5 million increasing its investment cost to ₱7,200.6 million as of December 31, 2015. In 2019 and 2018, the Parent Company redeemed preferred shares amounting to ₱123.7 million and ₱143.7 million, respectively. The Parent Company's investment amounted to ₱6,646.0 million and ₱6,769.7 million as of December 31, 2019 and 2018, respectively.

Investment in Summerhill
In 2019 and 2018, the Parent Company made additional capital infusions for a total cost of ₱3,601.3 million and ₱355.0 million, respectively which increased the Parent Company's investment to ₱6,580.0 million and ₱2,978.7 million as of December 31, 2019 and 2018, respectively.

Investment in BCCVC
Bay City Commercial Ventures Corp. was incorporated on November 3, 2017. BCCVC is a wholly owned subsidiary which was organized primarily for the development of Ayala Malls Bay City. The Parent Company made capital infusions for a total cost ₱2,473.0 million in 2018 which increased the Parent Company's investment to ₱4,939.1 million as of December 31, 2018. As of December 31, 2019, Parent Company's investment amounted to ₱4,929.4 million.

Investment in CHI
In 2018, ALI acquired additional 59,631,200 common shares of CHI totaling to ₱352.8 million. Further, an additional 77,742,516 shares was acquired as a result of swap of CPVDC shares for a total consideration of ₱229.3 million which brings Parent Company's ownership to 70.4%.

On April 17, 2019, ALI acquired additional 14,913,200 common shares of CHI through open market purchases using the trading facilities of the Philippine Stock Exchange totaling ₱88.7 million resulting in ALI's increase in ownership from 70.4% to 71.1%.

As of December 31, 2019 and 2018, the investment in CHI amounted to ₱4,480.9 million and ₱4,392.2 million, respectively.

Investment in AMNI
AMNI was incorporated in November 29, 2012 and is a wholly owned subsidiary of the Parent Company. It is established primarily to develop and operate shopping malls and offices.

In 2018, the Parent Company made subscription amounting to ₱340.3 million increasing its investment cost to ₱2,006.0 million as of December 31, 2018.

In 2019, the Parent Company made additional infusion amounting to ₱2,019.7 million and redeemed ₱130.0 million of its preference shares. The Parent Company's investment amounted to ₱3,895.7 million as of December 31, 2019.

Investment in NVCC
On July 31, 2014, the Board of Directors and stockholders of Fairview Prime Commercial Corp. approved the amendment of Fairview Prime's Articles of Incorporation to change its name to North Ventures Commercial Corp. The Amendment was subsequently approved by the SEC on December 3, 2014.

In 2019 and 2018, the Parent Company's investment in preferred shares of NVCC amounting to ₱120.0 million and ₱190.0 million was redeemed, which decreased the Parent Company's total investment in NVCC to ₱3,784.1 million and ₱3,904.1 million as of December 31, 2019 and 2018, respectively.

Investment in ALICap
In 2018, the Parent Company converted its intercompany receivable from ALI Capital Corp to equity securities amounting to ₱1,286 million increasing its investment. The carrying amount of the Parent Company's investment is ₱2,399.1 million, net of impairment amounting to ₱225.9 million as of December 31, 2019 and 2018.

Investment in CCCVC
Capitol Central Commercial Ventures Corp., a wholly-owned subsidiary was incorporated on December 4, 2017 for the development of Ayala Malls Capitol Central. In 2019 and 2018, the Parent Company made additional investments amounting to ₱360.4 million and ₱515.0 million, respectively. As of December 31, 2019 and 2018, the investment in CCCVC amounted to ₱2,517.0 million and ₱2,156.6 million, respectively.

Investment in ASCVC
Arca South Commercial Ventures Corp., a wholly owned subsidiary, was incorporated on November 16, 2017 for the development of Ayala Malls Arca South. The Parent Company's investment amounted to ₱1,367.3 million as of December 31, 2017.

In 2018, the Parent Company funded a construction which amounted to ₱943.2 million increasing its investment to ₱2,310.5 million as of December 31, 2019 and 2018.

Investment in CBDI
CBDI is a subsidiary of the Parent Company with pro-rata ownership of the ALI Parent Company's Cebu Companies, CPVDC and CHI. The project of CBDI is called Central Bloc and is located at the core of Cebu IT Park. The development includes two BPO towers, an Ayala branded hotel, and a 5-storey mall. On July 28, 2015, CBDI was registered in SEC. CBDI was organized to develop, sell, invest, own, acquire, lease, hold, mortgage, administer, or otherwise deal with commercial, residential, industrial, or agricultural lands, buildings, structures or apertures, or in any other profitable

business enterprise, venture or establishment, including to own, hold in ownership, manage deal and engage in the general business of a hotel, apartment hotel, inn, resort, restaurant, café, bar, entertainment and other allied businesses and to the limit and extent permitted by law, alone or jointly with other persons, natural or artificial.

In 2019 and 2018, the Parent Company made additional infusion amounting to ₱714.2 million and ₱623.7 million, respectively. The carrying amount of Parent Company's investment in CBDI amounted to ₱2,209.2 million and ₱1,495.0 million as of December 31, 2019 and 2018, respectively.

<u>Investment in ACCI</u>
In 2019, the Parent Company made additional infusion amounting to ₱1,567.7 million which increased the Parent Company's total investment from ₱125.0 million in 2018 to ₱1,692.7 million as of December 31, 2019.

<u>Investment in VPHI</u>
In 2018, the Parent Company's investment in preferred shares of VPHI was redeemed amounting to ₱140.0 million. This decreased its investment in VPHI to its carrying amount of ₱574.2 million as of December 31, 2018.

In September 2019, The Parent Company purchased additional 648,177 shares of VPHI for ₱799.4 million increasing the Parent Company's ownership to 78.41%. Also during 2019, the Parent Company redeemed preferred shares amounting to ₱35.0 million. As of December 31, 2019, The Parent Company's investment amounted to ₱1,338.6 million.

<u>Investment in NECC</u>
Asterion Technopod Inc., a wholly-owned subsidiary was incorporated on July 8, 2008. ATI was organized to manage the operations of the commercial businesses in the northeast area of Metro Manila.

On August 16, 2016, the Board of Directors and stockholders of Asterion Technopod, Inc. approved the amendment of ATI's Articles of Incorporation to change its name to North Eastern Commercial Corp. The Amendment was subsequently approved by the SEC on September 29, 2017.

In 2017, the Parent Company made additional infusions amounting to ₱1,218.8 million which increased the Parent Company's investment amount to ₱1,300.1 million as of December 31, 2019 and 2018.

<u>Investment in NBCC</u>
In 2008, the Parent Company, through NBCC and as part of its ongoing development in North Luzon, started to develop a 70,000 square meter retail center dubbed as "The MarQuee" mall located in Angeles City, Pampanga.

In 2015, the Parent Company made additional infusion amounting to ₱910.0 million and redeemed ₱21.0 million of its preferred shares. The carrying amount of the Parent Company's investment amounted to ₱1,580.0 million as of December 31, 2015.

In 2017 and 2016, the Parent Company redeemed ₱131.0 million and ₱45.5 million of its preferred shares which decreased the total cost of its investment to ₱1,403.5 million and ₱1.534.5 million as of December 31, 2017 and 2016.

In 2019 and 2018, the Parent Company redeemed ₱100.0 million and ₱15.4 million of its preferred shares which decreased the total cost of its investment to ₱1,288.1 million and ₱1,388.1 million as of December 31, 2019 and 2018.

<u>Investment in CCTCI</u>
In 2015, the Parent Company made additional infusions amounting to ₱682.7 million. The Parent Company's investment amount is ₱1,086.1 million as of December 31, 2015.

In 2018 and 2017, the Parent Company redeemed ₱30.0 million and ₱31.0 million of its preference shares, respectively. Also, in 2018, the Parent Company made an additional infusion of ₱184.7 million thus increasing its investment to ₱ 1,154.2 million and ₱999.5 million as of December 31, 2018 and 2017, respectively.

In 2019, the Parent Company redeemed ₱30.0 million of its preference shares which decreased the Parent Company's investment amount to ₱1,124.2 million as of December 31, 2019.

Investment in Accendo
In November 2018, ALI invested ₱100.5 million in exchange for 10,050,000 common shares and 90,450,000 preferred shares of Accendo increasing its investment to ₱874.7 million as of December 31, 2018 and 2019.

Investment in ALO Prime Realty Corporation
In 2018 and 2017, the Parent Company made additional infusion amounting to ₱60 million and ₱160.0 million which increased the total cost of its investment to ₱733.7 million and ₱673.7 million as of December 31, 2018 and 2017,respectively. As of December 31, 2019, the Parent Company's investment amounted to ₱733.7 million

Investment in Westview
In 2018, the Parent Company made additional infusion amounting to ₱152.7 million increasing its investment which amounted to ₱745.4 million.

In 2019, the Parent Company redeemed ₱14.3 million of its investment in preferred shares in Westview, which decreased the Parent Company's total investment to ₱731.1 million as of December 31, 2019.

Investment in Anvaya Cove Golf
In 2016, the Parent Company reclassified its Investment in Anvaya Cove Golf to investment in subsidiaries, associates and joint ventures in compliance with Philippine Interpretations Committee (PIC) Q&A 2016-02 PAS 32 and PAS 38 – Accounting Treatment of Club Shares Held by an Entity. As of December 31, 2019 and 2018, the Parent Company's investment amounted to ₱616.4 million and ₱629.7 million.

Investment in Anvaya Cove Beach
In 2016, the Parent Company reclassified its Investment in Anvaya Cove Beach to investment in subsidiaries, associates and joint ventures in compliance with Philippine Interpretations Committee (PIC) Q&A 2016-02 PAS 32 and PAS 38 – Accounting Treatment of Club Shares Held by an Entity. As of December 31, 2019 and 2018, the Parent Company's investment amounted to ₱524.6 million and ₱527.8 million.

Investment in IERI
On May 6, 2019, the Parent Company and ALICap executed a Deed of Assignment wherein, ALICap assigned 100% of the total issued and outstanding shares in the capital stock of Integrated Eco-Resort, Inc, a corporation duly organized and existing under the laws of the Philippines to the Parent Company amounting to ₱492.9 million.

Investment in SBTCI
In 2019, the Parent Company redeemed ₱30.0 million of its investment in preferred shares in SBTCI, which decreased the Parent Company's total investment from ₱508.5 million in 2018 to ₱478.5 million as of December 31, 2019.

Investment in RLC
In 2019 and 2018, the Parent Company's investment in preferred shares of RLC amounting to ₱790.0 million and ₱244.0 million was redeemed, which decreased the Parent Company's total investment in RLC to ₱327.0 million and ₱1,117.0 million as of December 31, 2019 and 2018, respectively.

Investment in AMFLI
Ayalaland Medical Facilities Leasing, Inc. is a wholly owned subsidiary of the Parent Company. It was incorporated with SEC on April 13, 2015 to engage primarily in developing and lease of Built-to-suit structure for AMFLI's hospital operations and retail.

In 2018, the Parent Company made additional infusion amounting to ₱50.0 million. As of December 31, 2019 and 2018, the Parent Company's investment amounted to ₱255.0 million.

Investment in AMSI
AMSI is a wholly owned subsidiary that was incorporated on June 1, 2016. AMSI will house the Commercial Business Parent Company's allied businesses such as but not limited to the partnership with Meralco, LED, and operation of upcoming mall's food court.

In 2018, the Parent Company made additional capitalization amounting to ₱110.0 million increasing its investment to ₱235.0 million as of December 31, 2019 and 2018.

Investment in PTI
In 2019, the Parent Company made additional infusion amounting to ₱90.0 million which increased the Parent Company's total investment to ₱181.0 million as of December 31, 2019.

Investment in FLIL and ARCH Entities
In 2006, the Parent Company and AC entered into a Shareholders' Agreement with ARCH Capital and Great ARCH Co. Limited, wherein the Parent Company and AC committed to invest a total of US$75.0 million in a private equity fund that will explore property markets in Asia, excluding Japan and Philippines. In the same year, an Amendment and Adherence Agreement was entered into by the same parties, together with Fine State Parent Company Limited (Fine State) and Green Horizons Holdings Limited (Green Horizons), a wholly owned subsidiary of FLIL, transferring the interests of AC and the Parent Company in ARCH Capital into Fine State and Green Horizons, respectively. Fine State and Green Horizons are wholly owned Hong Kong subsidiaries of AC and the Parent Company, respectively.

The Parent Company (through Green Horizons) and AC (through Fine State) both have interests in the fund management company, ARCH Capital, which is tasked to raise third party capital and pursue investments for the private equity fund called ARCH Asian Partners, L.P. (Fund). As of December 31, 2015 and 2014, the Parent Company (through Green Horizon) and AC (through Fine State) owned a combined interest in ARCH Capital of 50%.

In 2012, the Parent Company's investment over the Fund was reclassified from associate to FVPL. The Parent Company lost significant influence over the Fund since its investments pertain to monetary interest and no longer equity interest.
As of December 31, 2015 and 2014, the Parent Company's remaining capital commitment with the Fund both amounted to nil.

In 2017, the Parent Company reversed the impairment of the investment which amounted to ₱36.4 million. The carrying amount of the Parent Company's investment amounted to ₱167.9 million as of December 31, 2019 and 2018.

Investment in Lagdigan
Lagdigan Land Corp. (Lagdigan) is a 60:40 joint venture between the Parent Company and AC. It was incorporated on March 17, 2014 and its main purpose is to develop Laguindingan's 500-hectare property owned by AC. The vision is to develop it as a mixed-use area that will be the primary growth area in Misamis Oriental. As of December 31, 2015 and 2014, investment in Lagdigan amounted to ₱12.0 million.

In 2017, the Parent Company made additional infusion amounting to ₱36.0 million, equivalent to 1,800,000 common shares and 16,200,000 preferred shares, increasing its investment to ₱48.0 million as of December 31, 2017.

In 2019 and 2018, the Parent Company made additional infusion amounting to ₱36.0 million and ₱15.0 million increasing its investment which amounted to ₱99.0 million and ₱63.0 million as of December 31, 2019 and December 31, 2018, respectively.

Investment in AMHRI
In December 2007, the Parent Company entered into a joint venture with Kingdom Hotel Investments, Inc. (KHI) to develop a 7,377-square meter property along Makati Avenue corner Arnaiz Avenue (formerly Pasay Road) into a luxury hotel complex comprising of a 300-room Fairmont Hotel, a 30-suite Raffles Hotel and 189 Raffles branded private residences.

The 7,377-square meter property developed was conveyed by the Parent Company to KAMI in exchange for 37,250 common shares, 38,250 redeemable preferred shares A and 16,758 preferred shares.

As of December 31, 2019 and 2018, the Parent Company's investment in AMHRI amounted to ₱22.1 million.

Investment in ALPI
AyalaLand Premier, Inc., is a wholly owned subsidiary which was registered with the SEC on July 7, 2017 to engage primarily in general contracting services. In 2018, the Parent Company made additional infusion amounting to ₱2.5 million thus increasing its investment from ₱2.5 million in December 31, 2017 to ₱5.0 million as of December 31, 2018.

Investment in LTI
On April 30, 2018, ALI and POPI executed a Deed of Exchange where ALI will subscribe to 1,225,370,620 common shares of POPI for an aggregate subscription price of ₱3.0 billion in exchange for its 30,186 common shares of LTI equivalent to 75% ownership.

In December 2018, ALI acquired 8,051 common shares of LTI for ₱800.0 million which is equivalent to a 20% ownership.

In February 2019, the Executive Committee of ALI approved the purchase of a 20% equity interest owned by Mitsubishi Corporation in LTI, which was subsequently exchanged for additional shares of stock in ALLHC, equivalent to 323,886,640 common shares for a consideration of ₱800.0 million. (See Investment in ALLHC.)

Investment in ALI-ETON Property Development Corporation
ALI-ETON Property Development Corporation was incorporated on March 13, 2016. The company is a joint venture between Ayala Land, Inc. and LT Parent Company, Inc. The ALI and LT Parent Company, Inc. entered into an agreement on January 21, 2016 to jointly develop a project along the C5 corridor. The project is envisioned to be a township development that spans portions of Pasig City and Quezon City.

In 2019 and 2018, ALI made additional infusions amounting to ₱1,195.0 million and ₱1,534.0 million, respectively. The Parent Company's investment amounted to ₱3,371.0 million and ₱2,176.0 million as of December 31, 2019 and 2018.

Investment in AKL
In 2018, the Parent Company invested ₱1,959.7 million in AKL, which is a 50:50 joint venture between Ayala Land, Inc. and Royal Asia Land, Inc., and is organized primarily for future mixed-use development in South Luzon area.

In 2019, the Parent Company made additional infusion amounting to ₱334.7 million increasing its investment which amounted to ₱2,294.4 million as of December 31, 2019.

Investment in ECHI, BHI and BLC
The Parent Company's 5.3% direct investment in BLC is accounted for using the equity method because the Parent Company has significant influence over BLC. As disclosed in Note 3, the Parent Company has significant influence over BLC because it has board representation which allows them to participate in the financial and operating policy decisions but is not control or joint control of those policies.

Investment in CDPEI
Cebu District Property Enterprise, Inc. (CDPEI) was incorporated on February 20, 2014 and is a 50:50 joint venture between the Parent Company and Aboitiz Land, Inc. CDPEI's main purpose is to create a mixed-use commercial and residential district with the 15.4 hectare property in Subangdaku, Mandaue.

As of December 31, 2019 and 2018, the Parent Company's interest in CDPEI amounted to ₱1,050.0 million.

Investment in LDC
In 2016, the Parent Company redeemed ₱7.2 million of investment in LDC decreasing the total cost of investment amounting to ₱37.05 million as of December 31, 2019 and 2018.

11. Investment Properties

The rollforward analysis of this account follows:

2019

	Land	**Buildings**	**Construction in Progress**	**Total**
Cost				
Balance at beginning of year	**₱49,369,131,575**	**₱33,082,823,892**	**₱18,011,617,054**	**₱100,463,572,521**
Additions	**4,697,839,320**	**202,179,828**	**3,380,993,019**	**8,281,012,167**
Transfers (Note 7)	**(3,440,901,808)**	**–**	**–**	**(3,440,901,808)**
Disposals	**(1,314,115,969)**	**(589,346,983)**	**(6,488,294,566)**	**(8,391,757,518)**
Balance at end of year	**₱49,311,953,118**	**₱32,695,656,737**	**₱14,904,315,507**	**₱96,911,925,362**
Accumulated depreciation				
Balance at beginning of year	**–**	**11,697,610,481**	**–**	**11,697,610,481**
Depreciation (Note 20)	**–**	**1,072,521,133**	**–**	**1,072,521,133**
Disposals	**–**	**(254,238,210)**	**–**	**(254,238,210)**
Balance at end of year	**–**	**12,515,893,404**	**–**	**12,515,893,404**
Accumulated impairment losses				
Balance at beginning and end of year	**102,825,482**	**–**	**–**	**102,825,482**
Net Book Value	**₱49,209,127,636**	**₱20,179,763,333**	**₱14,904,315,507**	**₱84,293,206,476**

2018

	Land	Buildings	Construction in Progress	Total
Cost				
Balance at beginning of year	₱53,404,379,135	₱31,179,084,229	₱12,843,281,476	₱97,426,744,840
Additions	3,941,489,863	1,825,785,453	12,622,417,748	18,389,693,064
Transfers (Note 7)	(6,865,915,301)	77,954,210	(77,576,360)	(6,865,537,451)
Disposals	(1,110,822,122)	–	(7,376,505,810)	(8,487,327,932)
Balance at end of year	49,369,131,575	33,082,823,892	18,011,617,054	100,463,572,521
Accumulated depreciation				
Balance at beginning of year	–	10,673,185,915	–	10,673,185,915
Depreciation (Note 20)	–	1,024,424,566	–	1,024,424,566
Balance at end of year	–	11,697,610,481	–	11,697,610,481
Accumulated impairment losses				
Balance at beginning and end of year	102,825,482	–	–	102,825,482
Net Book Value	₱49,266,306,093	₱21,385,213,411	₱18,011,617,054	₱88,663,136,558

Certain parcels of land are leased to several individuals and corporations. Some of the lease contracts provide, among others, that within a certain period from the expiration of the contracts, the lessee will have to demolish and remove any and all improvements (such as buildings) introduced or built within the leased properties. Otherwise, the lessor will cause the demolition and removal thereof and charge the cost to the lessee unless the lessor occupies and appropriates the same for its use and benefit.

Construction in progress (CIP) pertain to buildings under construction to be leased as retail and office spaces upon completion.

On April 28, 2019, the Parent Company sold to AyalaLand Estates, Inc. (ALEI), its development project, Vermosa Midtown Commercial Lots which is a campus-type commercial district with a lifestyle mall. Total saleable area of the project is 58,457 square meters. The carrying value of the project amounted to ₱1,286.8 million.

On September 24, 2019, the Parent Company sold to Manila Jockey Club, Inc. (MJCI) its office units and parking lots in Vertex One Building located in Sta. Cruz, Manila with a total leasable area of 13,517 square meters and book value of ₱335.1 million. The property was purchased for ₱511.7 million resulting to a gain on sale amounting to ₱176.5 million.

On November 13, 2019, the Parent Company sold at cost to Bay Area Hotel Ventures, Inc., a subsidiary of AyalaLand Hotels and Resorts Corp. (AHRC), the Seda Manila Bay which is a 11 storey hotel building located at Aseana City, Paranaque.The carrying value of the property amounted to ₱596.3 million.

On October 5, 2018, the Parent Company sold at cost to One Dela Rosa Properties, Inc. (ODRPI), a wholly-owned subsidiary, the Ayala North Exchange BPO and Mall which is still under construction located along Ayala Avenue, Makati City. The carrying value of the parcels of land and buildings amounted to ₱6,012.8 million.

The aggregate fair value of the Parent Company's investment properties amounted to ₱241,836.2 million and ₱217,179.8 million as of December 31, 2019, and 2018, respectively**.**

The fair value of the investment properties was determined by independent professionally qualified appraisers.

The following table provides the fair value hierarchy of the Parent Company's investment properties as of December 31, 2019 and 2018:

2019

			Fair value measurement using		
	Date of Valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Land properties	**Various**	**₱195,456,707,810**	**₱–**	**₱–**	**₱195,456,707,810**
Office properties	**Various**	**28,075,064,402**	**–**	**–**	**28,075,064,402**
Retail properties	**Various**	**18,304,439,585**	**–**	**–**	**18,304,439,585**

2018

			Fair value measurement using		
	Date of Valuation	Total	Quoted prices in active Markets (Level 1)	Significant observable Inputs (Level 2)	Significant unobservable Inputs (Level 3)
Land properties	Various	₱186,380,399,739	₱–	₱–	₱186,380,399,739
Retail properties	Various	19,187,659,074	–	–	19,187,659,074
Office properties	Various	11,611,761,976	–	–	11,611,761,976

The values of the land were arrived using the Market Data Approach. Market Data Approach provides an indication of value by comparing the subject asset with identical or similar assets for which price information is available. This approach was used for the land as it is commonly used in the property market since inputs and data for this approach are available. For Market Data Approach, the higher the price per sqm., the higher the fair value.

The values of the buildings were arrived using the Income Approach. Income Approach provides an indication of value by converting future cash flow to a single current value. Under the income approach, the value of an asset is determined by reference to the value of income, cash flow or cost saving generated by the asset.

The significant unobservable inputs to valuation of investment properties ranges from ₱5,782 to ₱67,000 per sqm.

Rental income from investment properties amounted to ₱4,106.9 million and ₱4,061.9 million in 2019 and 2018, respectively (see Note 19). Direct operating expenses arising from the investment properties amounted to ₱2,460.4 million and ₱2,687.5 million in 2019 and 2018, respectively (see Note 20).

Depreciation expense pertaining to investment properties amounted to ₱1,072.5 million and ₱1,024.4 million in 2019 and 2018, respectively (see Note 20).

In 2019, the gain on sale of investment properties amounted to ₱176.5 million (nil in 2018) which is included under “Other income” in the parent company statements of income (see Note 20).

12. Property and Equipment

The rollforward analysis of this account as of December 31 follows:

2019

	Land, Buildings and Improvements	**Furniture, Fixtures and Office Equipment**	**Transportation Equipment**	**Total**
Cost				
Balance at beginning of year	**₱1,043,337,654**	**₱1,706,847,378**	**₱482,753,804**	**₱3,232,938,836**
Additions	**469,961,954**	**122,323,853**	**54,875,646**	**647,161,453**
Disposals	**(25,012)**	**–**	**(13,444,697)**	**(13,469,709)**
Balance at end of year	**1,513,274,596**	**1,829,171,231**	**524,184,753**	**3,866,630,580**
Accumulated depreciation				
Balance at beginning of year	**492,593,208**	**1,319,852,176**	**353,498,740**	**2,165,944,124**
Depreciation (Note 20)	**53,463,560**	**85,982,807**	**64,259,924**	**203,706,291**
Disposals	**(25,012)**	**–**	**(10,288,193)**	**(10,313,205)**
Balance at end of year	**546,031,756**	**1,405,834,983**	**407,470,471**	**2,359,337,210**
Net Book Value	**₱967,242,840**	**₱423,336,248**	**₱116,714,282**	**₱1,507,293,370**

2018

	Land, Buildings and Improvements	Furniture, Fixtures and Office Equipment	Transportation Equipment	Total
Cost				
Balance at beginning of year	₱840,752,086	₱1,538,492,793	₱448,527,120	₱2,827,771,999
Additions	202,585,568	168,597,398	61,163,714	432,346,680
Disposals	–	(242,813)	(26,937,030)	(27,179,843)
Balance at end of year	1,043,337,654	1,706,847,378	482,753,804	3,232,938,836
Accumulated depreciation				
Balance at beginning of year	442,773,659	1,249,345,816	306,663,357	1,998,782,832
Depreciation (Note 20)	49,819,549	74,536,788	65,620,712	189,977,049
Disposals	–	(4,030,428)	(18,785,329)	(22,815,757)
Balance at end of year	492,593,208	1,319,852,176	353,498,740	2,165,944,124
Net Book Value	₱550,744,446	₱386,995,202	₱129,255,064	₱1,066,994,712

In 2019 and 2018, the gain on sale of Property plant and equipment amounted to ₱9.2 million and ₱20.3 million, respectively, included under “Other income” in the parent company statements of income (see Note 20).

Depreciation of property and equipment included in the general and administrative expenses amounted to ₱203.7 million and ₱190.0 million in 2019 and 2018, respectively (see Note 20). No interest was capitalized in 2019 and 2018.

13. **Other Noncurrent Assets**

This account consists of:

	2019	2018
Advances to contractors and supplies	**₱1,710,843,616**	₱1,411,252,859
Deposit on land purchases	**946,399,671**	946,399,671
Deferred charges	**681,567,475**	253,175,293
Recoverable deposits	**189,868,668**	209,404,293
Project costs	**96,350,653**	59,226,375
Other assets	**278,695,956**	1,323,357,791
	₱3,903,726,039	₱4,202,816,282

Advances to contractors and supplies represents prepayments for the construction of investment property.

Deferred charges and project costs consist of project costs incurred for unlaunched projects of the Parent Company, advance rental payments, and noncurrent prepaid management fees. This also includes the noncurrent portion of cost to obtain contracts which includes prepaid commissions amounted to ₱422.2 million and ₱261.0 million as of December 31, 2019 and 2018, respectively.

Recoverable deposits pertain to various utility deposits and security deposits for leases.

Other assets pertain to prepayments for expenses that is amortized for more than one year and unamortized VAT portion from purchases of capital goods.

14. **Accounts and Other Payables**

This account consists of:

	2019	2018
Accounts payable	**₱35,082,619,623**	₱49,904,374,467
Payable to related parties (Note 22)	**23,918,841,408**	17,629,693,407
Accrued expenses		
Salaries and employee benefits	**4,860,452,757**	4,522,149,050
Project costs	**2,093,087,691**	2,606,919,785
Commissions	**1,135,307,449**	1,047,140,810
Advertising and promotions	**1,020,514,536**	902,238,760
Professional and management fees	**983,331,768**	936,518,992
Utilities	**940,658,389**	1,107,954,717
Representation	**382,143,930**	386,138,282
Repairs and maintenance	**339,916,562**	457,157,967
Rentals	**83,402,518**	124,712,711
Others	**157,414,323**	314,853,194
Taxes payable	**10,212,732,121**	8,543,051,783
Interest payable	**1,764,269,702**	1,540,004,242
Retentions payable	**501,483,465**	456,490,469
Liability for purchased land	**297,800,142**	190,882,505
	₱83,773,976,384	₱90,670,281,141

Accounts payable and accrued expenses are noninterest-bearing and are normally settled within 15-60 days. Other payables are noninterest-bearing and are normally settled within one year.

Accrued project costs are billings not yet received from suppliers for direct materials, and services from subcontractors. These are accruals of project costs such as equipment charges, materials, labor, overhead, and provision for repairs and maintenance. Other accrued expenses consist mainly of transportation and travel, janitorial and security, postal and communication, insurance and supplies.

Taxes payable pertain to statutory liabilities for expanded withholding tax, withholding tax on compensation, final tax and fringe benefit tax.

Retentions payable pertains to the amount withheld by the Parent Company on contractor's billings to be released after the guarantee period, usually one (1) year after the completion of the project or upon demand. The retention serves as a security from the contractor should there be defects in the project.

Liability for purchased land pertains to the current portion of unpaid unsubdivided land acquired payable during the year. These are normally payable in quarterly or annual installment payments or upon demand.

15. Short-term and Long-term Debt

The short-term debt of ₱15,708.0 million and ₱13,500.9 million as of December 31, 2019 and 2018, respectively, represents peso-denominated bank loans. Peso-denominated short term loans had a weighted average cost of 5.0% and 3.7% per annum in 2019 and 2018.

In compliance with BSP rules on directors, officers, stockholders and related interests, certain short-term and long-term debt with a carrying value of ₱9,585.7 million and ₱4,998.0 million as of December 31, 2019 and 2018 are secured by a real estate mortgages dated September 2, 2014 and March 14, 2016 covering both land and building of the Greenbelt Mall. Net book value of the property amounted to ₱2,451.2 million and ₱2,618.9 million as of December 31, 2019 and 2018, respectively which is accounted as part of the "Investment properties" account. The remaining balance of ₱169,696.7 million and ₱152,121.1 million as of December 31, 2019 and 2018, respectively, are unsecured.

Long-term debt consists of:

	2019	2018
Bonds:		
Due 2019	**₱–**	₱12,332,530,000
Due 2020	**4,000,000,000**	4,000,000,000
Due 2021	**9,000,000,000**	
Due 2022	**12,650,000,000**	12,650,000,000
Due 2023	**15,000,000,000**	15,000,000,000
Due 2024	**18,000,000,000**	15,000,000,000
Due 2025	**15,000,000,000**	15,000,000,000
Due 2026	**16,000,000,000**	8,000,000,000
Due 2027	**8,000,000,000**	7,000,000,000
Due 2028	**10,000,000,000**	10,000,000,000
Due 2033	**2,000,000,000**	2,000,000,000
Short-dated notes	**–**	7,400,000,000

(Forward)

	2019	2018
Fixed rate corporate notes (FXCNs)	**₱5,710,000,000**	₱5,770,000,000
Php - denominated long term loan	**41,885,093,750**	29,465,676,562
US Dollar - denominated long term loan	**6,329,375,000**	–
	163,574,468,750	143,618,206,562
Less unamortized transaction costs	**895,383,685**	703,758,912
	162,679,085,065	142,914,447,650
Less current portion	**7,188,254,688**	20,255,266,261
	₱155,490,830,377	₱122,659,181,389

Below is the summary of the outstanding Peso bonds issued by the Parent Company:

Year Issued	Term (Years)	Interest rate	Principal Amount	Carrying Value 2019	Carrying Value 2018	Features
2012	7.0	5.6250%	₱9,350,000,000	**₱–**	₱9,341,196,000	Fixed rate bond due 2019
2012	10.0	6.0000%	5,650,000,000	**5,645,303,849**	5,644,680,000	Fixed rate bond due 2022
2013	7.0	4.6250%	4,000,000,000	**3,995,320,903**	3,989,546,000	Fixed rate bond due 2020
2013	20.0	6.0000%	2,000,000,000	**1,985,275,846**	1,984,613,000	Fixed rate bond due 2033
2013	10.5	5.0000%	15,000,000,000	**14,936,647,278**	14,923,051,000	Fixed rate bond due 2024
2014	11.0	5.6250%	8,000,000,000	**7,952,879,530**	7,945,703,000	Fixed rate bond due 2025
2015	7.0	4.5000%	7,000,000,000	**6,968,807,211**	6,960,744,000	Fixed rate bond due 2022
2016	9.5	4.7500%	7,000,000,000	**6,955,764,739**	6,949,421,000	Fixed rate bond due 2025
2016	10.0	4.8500%	8,000,000,000	**7,946,612,317**	7,939,468,000	Fixed rate bond due 2026
2016	3.0	3.0000%	2,982,530,000	**–**	2,971,976,000	Homestarter Bond due 2019
2016	7.0	3.8915%	7,000,000,000	**6,961,630,823**	6,952,613,000	Fixed rate bond due 2023
2017	10.0	5.2624%	7,000,000,000	**6,972,611,037**	6,969,630,000	Fixed rate bond due 2027
2018	10.0	5.9023%	10,000,000,000	**9,896,154,193**	9,886,828,000	Fixed rate bond due 2028
2018	5.0	7.0239%	8,000,000,000	**7,925,898,274**	7,909,305,000	Fixed rate bond due 2023

(Forward)

Year Issued	Term (Years)	Interest rate	Principal Amount	Carrying Value 2019	Carrying Value 2018	Features
2019	7.0	6.3690%	₱8,000,000,000	**₱7,909,801,618**	₱–	Fixed rate bond due 2026
2019	5.0	4.7580%	3,000,000,000	**2,979,163,972**	–	Fixed rate bond due 2024
2019	2.0	4.2463%	9,000,000,000	**8,937,450,478**	–	Fixed rate bond due 2021
2019	7.25	4.9899%	1,000,000,000	**952,029,044**	–	Fixed rate bond due 2027
Total				**₱108,921,351,112**	₱100,368,774,000	

Philippine Rating Services Corporation (PhilRatings) rated the Parent Company's 2019 bond issue "PRS Aaa" with a stable outlook, and maintained the "PRS Aaa" rating with a stable outlook for all other outstanding bonds. PRS Aaa is the highest rating assigned by PhilRatings, indicating that obligor's capacity to meet its financial commitment on the obligation is extremely strong and that that it has the smallest degree of investment risk. On the other hand, an Outlook is an indication as to the possible direction of any rating change within a one year period and serves as a further refinement to the assigned credit rating for the guidance of investors, regulators, and the general public. A Stable Outlook indicates that the rating is likely to be maintained or to remain unchanged in the next twelve months.

Philippine Peso 7-Year and 10-year Bonds due 2019 and 2022

In April 2012, the Parent Company issued a total of ₱15,000.0 million bonds, broken down into a ₱9,350.0 million bond due 2019 at a fixed rate equivalent to 5.6% p.a. and a ₱5,650.0 million bond due 2022 at a fixed rate equivalent to 6.0% p.a. PhilRatings assigned a PRS Aaa rating on the bonds indicating that it has the smallest degree of investment risk. Interest payments are protected by a large or by an exceptionally stable margin and principal is assured. While the various protective elements are likely to change, such changes as can be visualized are most unlikely to impair the fundamentally strong position of such issues. PRS Aaa is the highest credit rating possible on PhilRatings' rating scales for long-term issuances. The Parent Company fully paid the ₱9,350.0 million bond in April 2019.

Philippine Peso 5-year and 10-year and 6-month Bonds due 2024

In July 2013, the Parent Company issued a total of ₱15,000.0 million bonds due 2024 at a fixed rate equivalent to 5.0% p.a. Credit Rating and Investors Services Philippines, Inc. (CRISP) assigned a "AAA" on the bonds indicating that it has a minimal credit risk owing to the Company’s capacity to repay its debt obligations. AAA is the highest rating assigned by CRISP. In 2019, the Parent Company issued a total of ₱3,000.0 million bonds due 2024 at a fixed rate equivalent to 4.758% p.a. under its new shelf registration. PhilRatings assigned a PRS Aaa rating on the bonds.

Philippine Peso 7-Year and 20-year Bonds due 2020 and 2033
In October 2013, the Parent Company issued a total of ₱6,000.0 million bonds, broken down into a ₱4,000.0 million bond due 2020 at a fixed rate equivalent to 4.6% p.a. and a ₱2,000.0 million bond due 2033 at a fixed rate equivalent to 6.0% p.a. CRISP assigned a "AAA" rating on the bonds indicating that it has a minimal credit risk owing to the Parent Company’s capacity to repay its debt obligations. AAA is the highest rating assigned by CRISP.

Philippine Peso 11-year Bonds due 2025
In April 2014, the Parent Company issued a total of ₱8,000.0 million bonds due 2025 at a fixed rate equivalent to 5.6% p.a. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook, by PhilRatings.

Philippine Peso 7.0 Billion Fixed Rate Bonds due 2022
In April 2015, the Parent Company issued a total of ₱7,000.0 million bonds due 2022 at a fixed rate equivalent to 4.5% p.a. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook, by PhilRatings.

Philippine Peso 9-year and 6-month Bonds due 2025
In April 2016, the Parent Company issued a total of ₱7,000.0 million bonds due 2025 at a fixed rate equivalent to 4.75% p.a. The Bonds is the second tranche of the Fixed-rate Bonds Series under the Parent Company's ₱50,000.0 million Debt Securities Program registered in the SEC. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook, by PhilRatings.

Philippine Peso 7-year and 10-year Bonds due 2026
In March 2016, the Parent Company issued a total of ₱8,000.0 million bonds due 2026 at a fixed rate equivalent to 4.85% p.a. The Bonds is the first tranche of the Fixed-rate Bonds Series under the Parent Company's ₱50,000 million Debt Securities Program registered in the SEC. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook, by PhilRatings. In May 2019, the Parent Company issued an ₱8,000.0 million fixed rate bond due 2026 at a rate equivalent to 6.369% p.a. The Bonds represent the first tranche of debt securities issued under the Parent Company's new ₱50,000.0 million Debt Securities Program registered with the SEC, and listed on the PDEx. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 3-Year Homestarter Bond due 2019 and 7-year Bonds due 2023
In October 2016, the Parent Company issued a total of ₱10,000.0 million bonds, broken down into a ₱3,000.0 million Homestarter bond due 2019 at a fixed rate of 3.0% p.a. and a ₱7,000.0 million fixed rate bond due 2023 at a rate equivalent to 3.8915% p.a. The Bonds represent the first tranche of Homestarter Bonds series and the third tranche of the Fixed-rate Bonds Series issued under the Parent Company's ₱50,000.0 million Debt Securities Program registered with the SEC, and listed in the PDEx. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings. In 2017, the Parent Company paid ₱9.1 million as an early down payment of the outstanding 3-Year Homestarter Bond. In 2018, the Parent Company paid ₱8.4 million as an early down payment of the outstanding 3-Year Homestarter Bond. The Parent Company fully paid the remaining Homestarter Bond on October 21 and December 23, 2019.

Philippine Peso 7-year and 3-month and 10-year Bonds due 2027
In May 2017, the Parent Company issued a ₱7,000.0 million fixed rate bond due 2027 at a rate equivalent to 5.2624% p.a. The Bonds represent the fourth tranche of the Fixed-rate Bonds Series issued under the Parent Company's ₱50,000.0 million Debt Securities Program registered with the SEC, and listed in PDEx. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings.

In November 2019, the Parent Company issued a ₱1,000.0 million fixed rate bond due 2027 at a rate equivalent to 4.9899 % p.a. This was the third tranche of bonds issued under the new ₱50,000.0 million shelf registration of the Parent Company. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 10-year Bonds due 2028
In April 2018, the Parent Company issued a ₱10,000.0 million fixed rate bond due 2028 at a rate equivalent to 5.9203% p.a. and subject to repricing on 27 April 2023, the fifth anniversary of the Issue

Date, at the higher of 5.9203% or the prevailing 5-year benchmark plus 75 bps. The Bonds represent the fifth tranche of the Fixed-rate Bonds Series issued under the Parent Company's ₱50,000.0 million Debt Securities Program registered with the SEC,and listed in the PDEx. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 5-year Bonds due 2023
In October 2018, the Parent Company issued a ₱8,000.0 million fixed rate bond due 2023 at a rate equivalent to 7.0239% p.a. The Bonds represent the sixth and final tranche of the Fixed-rate Bonds Series issued under the Parent Company's ₱50,000.0 million Debt Securities Program registered with the SEC and listed on the PDEx. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 2-year Bonds due 2021
In November 2019, the Parent Company issued a ₱9,000.0 million fixed rate bond due 2021 at a rate equivalent to 4.2463% p.a. The Bonds form part of the third tranche of debt securities issued under the Parent Company's new ₱50,000.0 million Debt Securities Program registered with the SEC, and listed on the PDEx. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 21-month Note due 2019
In July 2017, the Parent Company issued and listed on the PDEx a ₱4,300.0 million Corporate Note. This Note issue is an SEC-registration exempt transaction under Section 10.1(l) of the Securities Regulation Code (SRC) and Section 10.1.3 of the 2015 Implementing Rules and Regulations of the SRC. Thus, the Note was offered on a limited basis to juridical persons or entities who, at the point of offer or sale, were Qualified Buyers. The Notes bear a fixed interest rate of 2.75% p.a. The Parent Company fully paid the matured Corporate Notes in April 2019.

Philippine Peso 15-month Note due 2019
In November 2017, the Parent Company issued and listed on the PDEx Corp. a ₱3,100.0 million Corporate Note. This Note issue is an SEC-registration exempt transaction under Section 10.1(l) of the Securities Regulation Code (SRC) and Section 10.1.3 of the 2015 Implementing Rules and Regulations of the SRC. Thus, the Note was offered on a limited basis to juridical persons or entities who, at the point of offer or sale, were Qualified Buyers. The Notes bear a fixed interest rate of 3.25% p.a. The Parent Company fully paid the matured Corporate Notes in February 2019.

Philippine Peso 5-, 10-, 15-Year FXCN due on 2016, 2021 and 2026
In January 2011, the Parent Company issued ₱10,000.0 million FXCNs to various financial institutions and retail investors. The notes will mature on various dates up to 2026. The FXCNs bear fixed interest rates ranging from 5.6% to 7.5% p.a. depending on the term of the notes. The Company prepaid ₱1,950.0 million of notes due in 2016 on January 19, 2013. In 2014, the Parent Company paid ₱43.0 million for the matured portion of the loan. In January 2016, the Parent Company paid ₱3,750 million notes for the matured portion of the loan. In 2017, the Parent Company paid ₱43.0 million for the matured portion of the loan. In 2018, the Company prepaid ₱3,234.0 million notes and paid ₱10.0 million for the matured portion of the loan. In 2019, the Parent Company paid ₱10.0 million for the matured portion of the loan. As of December 31, 2019 and 2018, the remaining balance of the FXCN amounted to ₱960.0 million and ₱970.0 million, respectively.

Philippine Peso 10-year Note due 2023
In December 2012, the Parent Company executed a ₱5,000.0 million committed Corporate Note facility with a local bank, of which an initial ₱3,500.0 million was drawn in 2012. The balance of ₱1,500.0 million was subsequently drawn in January 2013. Notes currently bear a fixed interest rate of 4.5%. The Corporate Notes will mature on the third month succeeding the tenth anniversary of the initial drawdown date. In 2015, ₱50.0 million was prepaid by the Company. In 2016, another ₱50.0 million worth of amortization was paid by the Parent Company. In 2017, the Parent Company paid another amortization in the amount of ₱50.0 million. In 2018, another ₱50.0 million worth of amortization was paid by the Company. In 2019, the Parent Company paid another amortization in the amount of ₱50.0 million. As of December 31, 2019 and 2018, the remaining balance of the note amounted to ₱4,750.0 million and ₱4,800.0 million, respectively.

Peso-denominated Long-term Loans
In August to September 2015, the Parent Company assumed an aggregate of ₱15,526.9 million various long-term facilities of some subsidiaries from various banks. The loans bear fixed interest rates ranging from 4.5% to 4.7% p.a. and terms ranging from 4.4 years to 10.5 years. As of December 31, 2019 and 2018, the remaining balance of the assumed long-term facilities amounted to ₱14,107.8 million and ₱14,503.2 million respectively.

In March 2017, the Parent Company executed a ₱10,000.0 million long-term facility with a domestic bank, of which the Company had simultaneously drawn an initial ₱5,000.0 million. The loan carries a fixed interest rate of 4.949% p.a. and a term of 10 years. The balance of facility of ₱5,000.0 million was drawn in April 2017.
In March 2018, the Parent Company executed a ₱5,000.0 million long-term facility with a domestic bank, of which the Company had simultaneously drawn the entire facility amount.

In March 2019, the Parent Company executed a ₱13,000.0 million long-term facility with a domestic bank, of which the Company had simultaneously drawn an initial ₱6,500.0 million. The loan carries a fixed interest rate of 6.272% p.a. and a term of 10 years. The ₱6,500.0 million balance was drawn in April 2019 at an interest rate of 6.307% per annum.

As of December 31, 2019 and 2018, remaining aggregate balance of the Peso-denominated long-term loans amounted to ₱41,885.1 million and ₱29,465.7 million, respectively.

US Dollar-denominated Long-term Loans
In October 2012, the Parent Company executed and had fully drawn a US$58.5 million long-term facility. The loan bears a floating interest rate based on a credit spread over the three-month US Dollar London Interbank Offered Rate (LIBOR), repriceable quarterly. The loan will mature on the third month succeeding the tenth anniversary of the initial drawdown date. In January 2014 and October 2015, the Company made partial prepayments on the loan in the amount of US$5.8 million and US$12.8 million, respectively.

Subsequently in March 2016, a US$30.0 million long-term facility was assigned by ALI Makati Hotel Property, Inc. to the Parent Company. The assigned loan bears a floating interest rate based on a credit spread over the three-month US Dollar London Interbank Offered Rate (LIBOR), repriceable quarterly and had a remaining term of 3 years and 4 months from the time of assignment. The Parent Company fully paid the remaining dollar-denominated loans on December 20, 2018

In November 2019, the Parent Company executed and had simultaneously drawn a US$125.0 million long-term facility. The loan bears a floating interest rate based on a credit spread over the three-month US Dollar London Interbank Offered Rate (LIBOR), repriceable quarterly. The proceeds were onlent to MCT to refinance its existing loans. The loan will mature on the fifth anniversary of the initial drawdown date.

As of December 31, 2019 and 2018, the remaining aggregate balance of US Dollar-denominated long term loans amounted to ₱6,329.4 million and nil, respectively.

The loan agreements contain some or all of the following restrictions: material changes in nature of business; maintenance of debt-to-equity ratio; payment of dividends and additional loans maturing beyond a year which will result in a violation of the required debt-to-equity ratios; merger or consolidation where the Parent Company/subsidiary is not the surviving corporation; guarantees or advances; encumbrance for borrowed money; and sale of substantially all assets. These restrictions and requirements were complied with by the Parent Company as of December 31, 2018 and 2017.

Transaction costs capitalized amounted to ₱333.8 million and ₱251.4 million in 2019 and 2018, respectively. Amortization amounted to ₱142.2 million and ₱149.5 million in 2019 and 2018, respectively, and included under "Interest and other financing charges" (see Note 20).

16. Deposits and Other Current Liabilities

This account consists of:

	2019	2018
Deposits	**₱8,455,354,937**	₱1,998,803,799
Current portion of customers' deposits	**4,183,219,230**	10,476,250,868
Unearned income	**614,038,062**	597,702,508
	₱13,252,612,229	₱13,072,757,175

Deposits are equivalent to to three (3) to six (6) months' rent of tenants with cancellable lease contracts and whose lease term will end in the succeeding year. This will be refunded to the lessees at the end of the lease term or be applied to the last months' rentals on the related contracts.

Customers' deposits consist of collections from real estate customers which have not reached the 10% threshold to qualify for revenue recognition and excess of collections over the recognized receivables based on percentage of completion. The amount of revenue recognized from amounts included in customers' deposits at the beginning of the year amounted to ₱10,476.3 million and ₱3,924.4 million in 2019 and 2018, respectively.

Unearned income pertains to rents and other charges paid in advance by the tenants and are being deferred monthly.

17. Deposits and Other Noncurrent Liabilities

This account consists of:

	2019	2018
Customers' deposits – noncurrent portion	**₱3,012,224,882**	₱3,143,547,293
Liability for purchased land	**1,900,518,567**	2,102,023,959
Deposits	**1,851,985,938**	1,777,573,330
Subscriptions payable	**25,875,052**	25,875,052
Retentions payable	**9,516,739**	33,479,744
Others	**85,479,988**	87,670,552
	₱6,885,601,166	₱7,170,169,930

Customers' deposits consist of excess of collections over the recognized receivables based on percentage of completion.

Liability for purchased land pertains to the portion of unpaid investment in land acquired during the year. It is payable in annual installment payments within five (5) years.

Deposits include security deposits from tenants of retail and office spaces and deferred credits arising from sale of real estate properties. Security deposits are equivalent to three (3) to six (6) months' rent of long-term tenants with noncancellable leases. This will be refunded to the lessees at the end of the lease term or be applied to the last months' rentals on the related contracts. Deferred credits pertain to advances from buyers of real estate properties to cover various processing fees including, but not limited to, fees related to transfer of title such as registration fees, documentary taxes and transfer taxes. Payments made by the Parent Company for the processing of title are charged to this account.

Retentions payable pertain to retentions from the contractors' progress billings which will be released after the guarantee period, usually one (1) year after the completion of the project or upon demand. The retention serves as a security from the contractor should there be defects in the project.

Subscription payable mainly pertains to the Parent Company's subscription payable to its subsidiaries and associates. The outstanding balance pertains to subscriptions to Batangas Asset Corp., Crimson Field Enterprises, Regent Time and Las Lucas Development Corp.

Others pertain to non-trade payables which are expected to be paid beyond 12 months.

18. Equity

The details of the number of shares follow:

December 31, 2019

	Number of Shares		**Amount**	
	Preferred	**Common**	**Preferred**	**Common**
Authorized	**15,000,000,000**	**20,000,000,000**	**₱15,000,000,000**	**₱20,000,000,000**
Issued	**13,066,494,760**	**14,632,062,456**	**₱1,306,649,476**	**₱14,632,062,456**
Subscribed	**–**	**113,272,391**	**–**	**113,272,391**
Treasury	**–**	**(25,372,746)**	**–**	**(25,372,746)**
Outstanding	**13,066,494,760**	**14,719,962,101**	**₱1,306,649,476**	**₱14,719,962,101**

December 31, 2018

	Number of Shares		Amount	
	Preferred	Common	Preferred	Common
Authorized	15,000,000,000	20,000,000,000	₱1,500,000,000	₱20,000,000,000
Issued	13,066,494,760	14,614,387,486	₱1,306,649,476	₱14,614,387,486
Subscribed	–	120,493,595	–	120,493,595
Outstanding	13,066,494,760	14,734,881,081	₱1,306,649,476	₱14,734,881,081

The additional paid-in capital amounted to ₱48,598.6 million and ₱47,986.0 million as of December 31, 2019 and 2018, respectively.

Preferred Shares (₱0.10 par value per share)
The Parent Company's preferred shares prior to 2012 were subscribed and issued through a stock rights offer with the following features: (a) non-voting; (b) dividend rate of 4.6% p.a., payable annually, noncumulative; (c) nonparticipating; (d) convertible at the option of the holder at a ratio of one (1) preferred share to one (1) common share commencing on the 10th year from issue date at an exercise price equivalent to the higher of (i) the 30-day average closing price or (ii) closing price of common shares immediately preceding the exercise date, less the par value of the preferred shares; (e) no pre-emptive rights; (f) non-redeemable; (g) non-listed; and, (h) preferred in liquidation to the extent of par value.

The dividends for preferred shares are declared upon the sole discretion of the Parent Company's BOD.

On February 20, 2012, the BOD approved the following restructuring exercise in order to comply with the regulatory requirement on Filipino-ownership following the Supreme Court's ruling that nonvoting shares do not count as equity when computing for a company's Filipino-ownership level:

a. Redemption and retirement of the 13.0 billion outstanding preferred shares with par value of ₱0.10.
b. Reclassification of the 1,970.0 million unissued preferred shares to voting preferred shares through an amendment of Article Seventh of the Articles of Incorporation.
c. Increase in authorized capital stock by ₱1,300.0 million creating new voting preferred shares and a stock rights offer of 1,300 million voting preferred shares from the increase in the authorized capital stock.

On April 18, 2012, the stockholders ratified the BOD resolution on the capital restructuring. The voting preferred shares shall have the following features, rights, and privileges (a) voting; (b) dividend rate of 4.75% per annum, equivalent to 90% of the 10-year PDST R2 (repriced every ten (10) years from issue date), payable annually, non-cumulative; (c) convertible at the option of the holder at a ratio of one (1) voting preferred share to one (1) common share commencing on the 10th year from issue date at an exercise price equivalent to the higher of (i) the 30-day average closing price or (ii) closing price of common shares immediately preceding the exercise date, less the par value of the preferred shares; (d) no pre-emptive rights; (e) redeemable at par at the sole option of the corporation; (f) non-listed; and (g) preferred in liquidation to the extent of par value.

The SEC approved on January 31, 2013 the following:

a. The decrease in authorized capital stock by ₱1,303.5 million, the aggregate par value of the 13,034.6 preferred shares which have been redeemed and retired, from ₱22,803.5 million to ₱21,500.0 million, and

b. The amendments to Articles of Incorporation reflecting the decrease in capital stock.

As of December 31, 2019 and 2018, the Parent Company's authorized and outstanding preferred shares amounted to ₱1,500.0 million and ₱1,306.6 million, respectively.

Common Shares (₱1.00 par value per share)
On April 7, 2014, the stockholders resolved to approve the amendment of the Seventh Article of the Articles of Incorporation exempting from pre-emptive rights (1) the issuance of 1 billion common shares for properties or assets needed for the business of the Parent Company or for cash to acquire properties or assets needed for the business of the Parent Company or in payment of a debt contracted prior to the issuance of such shares, and (2) the issuance of common shares covered by the Parent Company's Stock Option Plans for members of the management committees of the Parent Company's subsidiaries or affiliates.

Likewise, the stockholders resolved to approve the amendment of the Stock Option Plan of the Parent Company to include the members of the Management Committees of the Parent Company's subsidiaries and affiliates as eligible grantees of stock options.

The rollforward of the outstanding number of common shares follows:

	Number of Shares		**Amount**	
	2019	2018	**2019**	2018
Issued capital stock				
At beginning of year	**14,614,387,486**	14,606,355,313	**₱14,614,387,486**	₱14,606,355,313
Issued shares	**17,674,970**	8,032,173	**17,674,970**	8,032,173
Treasury shares	**(25,372,746)**	–	**(1,104,352,627)**	–
At end of year	**14,606,689,710**	14,614,387,486	**13,527,709,829**	14,614,387,486

(Forward)

	Number of Shares		Amount	
	2019	2018	**2019**	2018
Subscribed capital stock				
At beginning of year	**120,493,595**	118,592,245	**₱120,493,595**	₱118,592,245
Issued shares	**(17,674,970)**	(8,032,173)	**(17,674,970)**	(8,032,173)
Additional subscriptions	**10,453,766**	9,933,523	**10,453,766**	9,933,523
At end of year	**113,272,391**	120,493,595	**113,272,391**	120,493,595
	14,719,962,101	14,734,881,081	**₱13,640,982,220**	₱14,734,881,081

No transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the books of the Parent Company.

On January 9, 2015, the Executive Committee of the Parent Company approved a top-up placement of 484,848,500 common shares of the Parent Company at a price of ₱33.00 per share. The placement was conducted via an accelerated book built offering structured as a top-up placement, whereby AC sold 484,848,500 listed common shares of stock to qualified third party buyers and subscribe to the same number of new shares from the Parent Company. The Parent Company completed the placement on January 12, 2015, raising an aggregate of ₱16,000.0 million in paid-up capital. The price was at 3.9% discount on the 5-day volume-weighted average price of ALI shares. Transaction cost charged to additional paid-in capital amounted to ₱194.0 million.

On April 13, 2013, the stockholders resolved to approve the amendment of the Seventh Article of the Parent Company's Articles of Incorporation for the purpose of excluding or exempting treasury shares from the pre-emptive rights of stockholders.

On March 6, 2013, the Parent Company's Board resolved to approve the placement made by AC of its existing 320,000,000 listed common shares of the Parent Company to certain qualified third-party buyers or investors at ₱30.50 per share. The Parent Company completed the top-up placement, raising an aggregate of ₱12,200.0 million in paid up capital. The price was at 3.6% discount on the 5-day volume-weighted average price of ALI shares. Transaction cost charged to additional paid-in capital amounted to ₱162.4 million.

On July 10, 2012, the Parent Company's executive committee approved the placement of 680 million listed common shares of stock with par value of ₱1.00 per share, at a price of ₱20 per share, and the issuance of equal number of new shares of the Parent Company, at the same price of ₱20 per share, with AC as the seller of the placement tranche and subscriber of the subscription tranche. The Parent Company completed the top-up placement, raising an aggregate of ₱13,600 million in paid up capital. The price was at 5.0% discount to the closing price. Transaction cost charged to additional paid-in capital amounted to ₱200.0 million.

On April 2, 2008, the Parent Company's stockholders approved the allotment and subsequent issuance of the shares for the above-mentioned purposes and for the further amendment of the Amended Articles of Incorporation of the Parent Company to exclude the issuance of shares from the pre-emptive rights of the stockholders pursuant to Section 39 of the Philippine Corporation Code.

On February 12, 2008, the BOD approved the allotment and subsequent issuance of up to 1.0 billion common shares of stock of the Parent Company with an aggregate par value of ₱1,000 million for the purpose of exchanging such shares for properties or assets and/or to raise funds to acquire properties or assets needed for the business of the Parent Company via issuance of equity or equity-linked instruments, the price and the terms and conditions of which shall be determined by the BOD based on prevailing market conditions or on agreements negotiated.

On July 5, 1991, the Parent Company launched its Initial Public Offering where a total of 400 million common shares were offered at an offering price of ₱26 per share. The registration statement was approved on July 20, 1992. The Parent Company has 9,102 and 9,209 existing certified shareholders as of December 31, 2018 and 2017, respectively.

Subscription receivable amounted to ₱1,878.2 million and ₱1,676.6 million as of December 31, 2019 and 2018, and presented as a reduction in paid-in capital.

Treasury Shares
On March 5, 2019, the Company purchased a total of 10,372,746 of its common shares at ₱43.20 per share through open market purchases using the trading facilities of the Philippine Stock Exchange for a total purchase price of ₱448.1 million in relation to its share buyback program. On November 26, 2019, the Company also acquired a total of 15,000,000 of its common shares at ₱43.75 per share for a total purchase price of ₱656.3 million.

The amendment of the Articles of Incorporation on April 17, 2013 allows the re-selling of the 79,528,299 listed common shares as part of the top-up placement transaction completed in July 2013. Treasury common shares were sold at ₱30.5 per share resulting to additional paid-in capital of ₱1,601.6 million.

On July 16, 2012, the Parent Company redeemed the 13.0 billion outstanding non-voting preferred shares through payment of the redemption price of ₱0.10 per share. As of December 31, 2012, the redeemed preferred shares were treated as treasury shares and was subsequently retired upon approval of the Parent Company's SEC application for the decrease in authorized capital stock on January 31, 2013.

On August 12, 2008, the BOD approved the creation of a share buyback program. It is part of the Parent Company's financial position management program and aims to: (i) improve the Parent Company's financial position structure and capital efficiency; and (ii) enhance shareholder value through the repurchase of shares whenever the stock is trading at a price discount perceived by the Parent Company as not reflective of its fair corporate value.

In 2008, the Parent Company repurchased a total of 79,528,228 of its common shares through open market purchases using the trading facilities of the Philippine Stock Exchange for a total purchase price of ₱823.9 million in relation to its share buyback program.

Retained Earnings
The BOD approved the declaration and payment from unappropriated retained earnings of cash dividends of ₱0.52 and ₱0.51 per share in 2019 and 2018, respectively, to all issued and outstanding shares.

On February 27, 2019, the BOD approved the declaration of cash dividends amounting to ₱0.26 per outstanding common share and was paid on March 29, 2019 to the shareholders on record as of March 13, 2019.

On May 27, 2019, the BOD declared annual cash dividends of 4.7% per year or ₱0.0047 per share to all shareholders of the Parent Company's unlisted voting preferred shares. These were paid on June 21, 2019 to the shareholders on record as of June 7, 2019.

On October 31, 2019, the BOD approved the declaration of cash dividends amounting to ₱0.26 per outstanding common share and was paid on November 29, 2019 to the shareholders on record as of November 15, 2019.

On February 20, 2018, the BOD approved the declaration of cash dividends amounting to ₱0.252 per outstanding common share and was paid out on April 3, 2018 to the shareholders on record as of March 12, 2018. Further, on the same date, the BOD declared annual cash dividends of 4.8% per year or ₱0.0047 per share to all shareholders of the Parent Company's unlisted voting preferred shares. These were paid on June 29, 2018 to the shareholders on record as of June 15, 2018.

On August 17, 2018, the BOD approved the declaration and payment from unappropriated retained earnings of cash dividends of ₱0.252 per share. The cash dividend was paid out on October 2, 2018 to stockholders of common shares on record as of September 6, 2018.

Total dividends for common shares declared for 2019 and 2018 amounted to ₱7,659.5 million and ₱7,423.9 million, respectively.

Retained earnings of ₱8,000.0 million are appropriated for future expansion. The increase of ₱2,000.0 million in 2016 represents a continuing appropriation for land banking activities and planned building construction projects. Each year, the Parent Company incurs capital expenditures for property development which include among others land banking and building construction projects. The appropriation is being fully utilized to cover part of the annual expenditure requirement of the Parent Company.

The Parent Company has earmarked additional funds for expansion projects in the residential, shopping centers, office and hotel business segments, as well as various infrastructure projects for the Parent Company's mixed-use developments.

The following are among the major capital expenditures of the Parent Company which were approved by the BOD:

a) Ayala Triangle Garden 2 with product offering for a Triple A HQ Office Building, a 5-Star Hotel and 3-level Retail Podium with gardens and civic spaces which was approved by the Board on May 29, 2015. The project was launched in June 2015 and expected to be completed in 2020.
b) Ayala Center Redevelopment which will offer intermodal transport facility, a 5-storey regional mall, 2 BPO towers, a SEDA hotel and a 300-units residential for lease was approved by the Board on November 27, 2015. The project was launched in January 2016 and expected to be completed in 2021.

In accordance with SEC Memorandum Circular No. 11 issued in December 2008, the Parent Company's retained earnings, after reconciling items, available for dividend declaration as of December 31, 2019 and 2018 amounted to ₱58,147.6 million and ₱52,672.3 million, respectively.

Retained earnings are further restricted for the payment of dividends to the extent of the cost of treasury shares.

Capital Management

The primary objective of the Parent Company's capital management policy is to ensure that debt and equity capital are mobilized efficiently to support business objectives and maximize shareholder value. The Parent Company establishes the appropriate capital structure for each business line that properly reflects its premier credit rating and allows it the financial flexibility, while providing it sufficient cushion to absorb cyclical industry risks.

The Parent Company considers debt as a stable source of funding. The Parent Company lengthened the maturity profile of its debt portfolio and makes it a point to spread out its debt maturities by not having a significant percentage of its total debt maturing in a single year.

The Parent Company manages its capital structure and makes adjustments to it, in the light of changes in economic conditions. It monitors capital using leverage ratios on both gross debt and net debt basis. As of December 31, 2019, and 2018, the Parent Company had the following ratios:

	2019	2018
Debt to equity	**1.363:1**	1.238:1
Net debt to equity	**1.349:1**	1.229:1

Debt consists of short-term and long-term debts. Net debt includes short-term and long-term debt less cash and cash equivalents and financial assets at FVPL. Equity, which the Parent Company considers as capital, pertains to the total equity. The Parent Company excludes the "Fair value reserve of financial assets at FVOCI" in computing the debt to equity ratio.

The Parent Company is not subject to externally imposed capital requirements due to loan covenants (see Note 15). No changes were made in the objectives, policies or processes for managing capital during the years ended December 31, 2019 and 2018.

Financial risk assessment
The Parent Company's financial condition and operating results would not be materially affected by the current changes in interest, currency, credit, liquidity and market conditions.

Exposure to changes in interest rates is reduced by a debt portfolio mix of both fixed and floating interest rates. The Parent Company's ratio of fixed to floating rate debt stood at 91:9 as of December 31, 2019, and 2018, respectively. As a result, any adverse movement in interest rates is mitigated.

Exposure to foreign currency holdings is at US$124.0 million and US$0.4 million as of December 31, 2019 and 2018, respectively.

Credit risks continue to be managed through defined credit policies and continuing monitoring of exposure to credit risks. The Parent Company's base of counterparties remains diverse. As such, it is not exposed to large concentration of credit risk.

Liquidity risk is addressed with long-term funding already locked in, while funds are placed on cash equivalents and financial assets at FVPL.

19. Revenue

This account consists of:

	2019	2018
Revenue from contracts with customer		
Residential development	**₱30,221,976,167**	₱34,169,017,010
Interest income from real estate sales (Note 6)	**3,413,181,338**	1,701,410,613
Management and marketing fees	**2,310,585,410**	2,707,735,466
Rental income (Note 11)	**4,106,863,462**	4,061,915,660
	₱40,052,606,377	₱42,640,078,749

The Parent Company's disaggregation of each sources of revenue from contracts with customers are presented below:

Residential development

	2019	2018
Type of Product		
Condominium	**₱22,244,900,616**	₱20,555,866,948
House and lot	**10,353,694,773**	14,002,831,485
Lot only	**1,036,562,116**	1,311,729,190
	₱33,635,157,505	₱35,870,427,623

All of the Parent Company's real estate sales from residential development are revenue from contracts with customers recognized over time.

Management and marketing fees

	2019	2018
Segment		
Property development	**₱1,449,456,895**	₱1,965,960,813
Shopping centers	**624,556,188**	504,821,488
Offices	**236,572,327**	236,953,165
	₱2,310,585,410	₱2,707,735,466

Set-out below is the reconciliation of contracts with customers with the amounts disclosed in segment information (in millions):

	2019				
	Property Development	Shopping Centers	Offices	Property Management and Others	Total
Sales to external customers	₱28,205	₱625	₱237	₱3,466	₱32,533
Interest income from real estate sales	3,413	–	–	–	3,413
Total revenue from contracts with customers	₱31,618	₱625	₱237	₱3,466	₱35,946

	2018				
	Property Development	Shopping Centers	Offices	Property Management and Others	Total
Sales to external customers	₱32,192	₱505	₱237	₱3,943	₱36,877
Interest income from real estate sales	1,701	–	–	–	1,701
Total revenue from contracts with customers	₱33,893	₱505	₱237	₱3,943	₱38,578

20. Costs and Expenses and Other Income (Charges)

Real estate costs and expenses consist of:

	2019	2018
Cost of real estate sales (Note 7)	**₱16,080,241,727**	₱20,065,424,978
Marketing and management fees	**2,771,991,590**	3,876,840,445
Depreciation (Notes 11 and 29)	**1,128,499,319**	1,024,424,566
Manpower costs	**187,205,553**	261,012,975
Rental	**159,393,984**	274,075,041
Direct operating expenses		
Commissions	**1,034,193,740**	1,145,995,148
Taxes and licenses	**728,735,771**	670,987,949
Security	**366,343,395**	441,168,172
Repairs and maintenance	**126,337,696**	86,638,174
Transportation and travel	**37,916,535**	37,167,702
Supplies	**5,071,905**	8,792,980
Others	**1,041,660,059**	692,848,045
	₱23,667,591,274	₱28,585,376,175

General and administrative expenses consist of:

	2019	2018
Manpower costs (Note 23)	**₱1,273,838,545**	₱1,224,725,271
Professional fees	**236,228,993**	408,404,622
Depreciation (Note 12)	**203,706,291**	189,977,049
Repairs and maintenance	**65,026,456**	57,817,433
Advertising	**52,476,523**	81,919,922
Donations and contribution	**43,702,302**	70,643,570
Utilities	**28,309,421**	35,253,703
Transportation and travel	**27,069,472**	33,882,774
Entertainment, amusement and recreation	**20,534,114**	25,492,552
Security and janitorial	**14,386,073**	15,497,593
Supplies	**9,076,119**	12,559,089
Rentals	**1,680,220**	23,297,294
Others	**46,552,345**	87,967,511
	₱2,022,586,874	₱2,267,438,383

Depreciation expense included in the parent company statements of income follow:

	2019	2018
Included in:		
Real estate costs and expenses (Note 11)	**₱1,072,521,133**	₱1,024,424,566
Amortization of right-of-use asset (Note 29)	**55,978,186**	–
General and administrative expenses (Note 12)	**203,706,291**	189,977,049
	₱1,332,205,610	₱1,214,401,615

Interest expense and other financing charges consist of:

	2019	2018
Interest expense on:		
Long-term debt	**₱7,754,961,311**	₱6,647,234,838
Short-term debt	**891,705,161**	612,065,190
Intercompany loans	**439,080,586**	34,872,454
Accretion of interest from lease liabilities (Note 29)	**27,316,431**	–
Other financing charges	**1,232,690,327**	873,182,203
	₱10,345,753,816	₱8,167,354,685

Other financing charges pertain mainly to transaction costs from availment of short-term loans, availment of intercompany loans and bank charges.

Other charges consist of net realized/unrealized loss on foreign exchange transactions amounting to ₱92.8 million for 2018 (nil for 2019).

Other expenses consists of provision for impairment loss and write-off of receivables amounting to ₱43.4 million and ₱2.0 million for 2019 and 2018, respectively (Note 6).

Other income consists of:

	2019	2018
Unrealized gain on foreign exchange	**₱198,797,594**	₱–
Gain on sale of investment property (Note 11)	**176,544,327**	–
Gain on sale of investment in subsidiaries, associates and joint ventures (Note 10)	**49,300,386**	3,072,132,224
Gain on sale of property and equipment (Note 12)	**9,233,657**	20,261,459
Unrealized gain on financial assets at FVPL (Note 5)	**85,779**	50,463
Others	**493,561,652**	593,552,591
	₱927,523,395	₱3,685,996,737

21. Income Tax

The components of net deferred tax assets are as follows:

	2019	2018
Deferred tax assets on:		
Difference between tax and book basis of accounting for real estate transactions	**₱680,069,461**	₱2,074,436,786
Allowance for probable losses	**530,278,353**	530,278,353
Employee benefits	**471,558,634**	344,661,740
Lease liability	**85,629,024**	–
Allowance for impairment losses	**64,205,426**	51,199,371
	1,831,740,898	3,000,576,250
Deferred tax liabilities on:		
Deferred tax liabilities on capitalized interest	**(431,100,156)**	(434,022,823)
Right-of-use assets	**(104,108,018)**	–
Unrealized foreign exchange gain	**(56,562,357)**	(4,184,475)
	(591,770,531)	(438,207,298)
	₱1,239,970,367	₱2,562,368,952

There are no income tax consequences for the payment of dividends by the Parent Company to its shareholders.

Provision for income tax consists of:

	2019	2018
Deferred	**₱1,419,905,391**	(₱407,096,763)
Current	**185,352,099**	1,687,765,787
Final	**13,474,077**	17,133,821
	₱1,618,731,567	₱1,297,802,845

Reconciliation between the statutory and the effective income tax rates follows:

	2019	2018
Statutory income tax rate	**30.00%**	30.00%
Tax effects of:		
Interest income and capital gains taxed at lower rates	**0.03**	0.05
Dividend income	**(19.02)**	(15.68)
Others – net	**(0.10)**	(6.50)
Effective income tax rate	**10.91%**	7.87%

Deferred tax related to remeasurement gain (loss) on defined benefit plans recognized in OCI amounted to (₱108.4 million) and ₱26.0 million in 2019 and 2018, respectively.

Republic Act (RA) No.10963 or the Tax Reform for Acceleration and Inclusion Act (TRAIN) was signed into law on December 19, 2017 and took effect January 1, 2018, making the new tax law enacted as of the reporting date. Although the TRAIN changes existing tax law and includes several provisions that will generally affect businesses on a prospective basis, the management assessed that the same will not have any significant impact on the financial statement balances as of the reporting date.

22. **Related Party Transactions**

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

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

Terms and Conditions of Transactions with Related Parties
Transactions with related parties are made at normal market prices. Outstanding balances at year end are unsecured, interest free and settlement occurs generally in cash, except otherwise indicated. There have been no guarantees provided or received for any related party receivables or payables. The Parent Company does not provide any allowance relating to receivable from related parties.

This assessment is undertaken each financial year through examining the financial position of the related parties and the markets in which the related parties operate.

The Related Party Transaction Review Committee shall approve all material related party transactions before their commencement. Material related party transactions shall be identified taking into account the related party registry. Transactions amounting to ten percent (10%) or more of the total assets of the corporation that were entered into with an unrelated party that subsequently becomes a related party may be excluded from the limits and approval process requirement.

The following tables provide the total amount of transactions that have been entered into with related parties for the relevant financial year:

a. Transactions with Bank of the Philippine Islands (BPI), an associate of AC*:*

   i. As of December 31, 2019 and 2018, the Parent Company maintains current and savings account, money market placements, UITF investments, short-term debt and long-term debt payable with BPI broken down as follows:

	2019	2018
Cash in bank	**₱875,073,965**	₱188,135,123
Financial assets at FVPL	**2,054,808**	1,969,029
Short-term debt	**9,081,000,000**	4,467,000,000
Long-term debt	**504,743,750**	531,026,562

   Interest income earned amounted to ₱0.01 million and ₱0.11 million in 2019 and 2018, respectively.

As of December 31, 2019 and 2018, the Parent Company has an outstanding trust account contribution under BPI Asset Management and Trust Parent Company amounting to ₱1,422.15 million and ₱1,315.4 million, respectively.

ii. As of December 31, 2019 and 2018, the parent company has outstanding interest payable to BPI amounting to ₱18.7 million and ₱6.6 million, respectively.

iii. Income earned and expenses incurred with BPI are as follows:

	2019	2018
Interest income	**₱14,972**	₱106,539
Interest expense	**266,726,230**	170,587,705

b. Outstanding balances with AC, subsidiaries, associates, joint ventures and other related parties (entities under common control).

Receivables from/payables to related parties pertain mostly to development and management fees, advances and reimbursements of operating expenses related to development cost, working capital requirements and land acquisitions which are due and demandable.

Receivables from related parties follow:

2019

	Current	**Noncurrent**	**Total**
AC	**₱143,285,872**	**₱–**	**₱143,285,872**
Subsidiaries	**54,306,287,966**	**–**	**54,306,287,966**
Associates	**311,437,944**	**–**	**311,437,944**
Joint Ventures	**94,698,021**	**–**	**94,698,021**
Other related parties	**213,022,028**	**–**	**213,022,028**
	₱55,068,731,831	**₱–**	**₱55,068,731,831**

2018

	Current	Noncurrent	Total
AC	₱138,955,030	₱–	₱138,955,030
Subsidiaries	36,981,628,844	–	36,981,628,844
Associates	293,131,978	–	293,131,978
Joint Ventures	44,341,308	–	44,341,308
Other related parties	234,176,131	–	234,176,131
	₱37,692,233,291	₱–	₱37,692,233,291

Payable to related parties follow:

2019

	Current	**Noncurrent**	**Total**
AC	**₱86,247,149**	**₱–**	**₱86,247,149**
Subsidiaries	**23,279,888,416**	**100,936,299**	**23,380,824,715**
Associates	**211,491,745**	**–**	**211,491,745**
Joint Ventures	**3,941,600**	**–**	**3,941,600**
Other related parties	**337,272,498**	**–**	**337,272,498**
	₱23,918,841,408	**₱100,936,299**	**₱24,019,777,707**

2018

	Current	Noncurrent	Total
AC	₱85,183,067	₱–	₱85,183,067
Subsidiaries	17,012,300,743	100,936,299	17,113,237,042
Associates	211,322,930	–	211,322,930
Joint Ventures	69,318	–	69,318
Other related parties	320,817,349	–	320,817,349
	₱17,629,693,407	₱100,936,299	₱17,730,629,706

During 2019 and 2018, payables to related parties include a noncurrent liability pertaining to advances from Allysonia International, Inc amounting to ₱100.9 million.

c. Revenue and expenses from related parties

The revenue from parent company, subsidiaries, associates, joint ventures and other related parties pertains mostly to income from leasing and development projects, dividend income, marketing and management fees, while expenses composed of marketing and management fees, commission, and training expenses. Transactions are settled within one year, except as otherwise stated.

Revenue and expenses from related parties follow:

Revenue

2019

	Dividend Income	Management and Marketing Income	Rental Income	Interest Income	Total
AC	**₱–**	**₱–**	**₱140,201**	**₱–**	**₱140,201**
Subsidiaries	**9,067,834,357**	**2,013,160,004**	**1,444,523,547**	**481,148,465**	**13,006,666,373**
Joint Ventures	**250,000,000**	**137,178,255**	**–**	**–**	**387,178,255**
Associates	**95,629,843**	**155,752,357**	**–**	**–**	**251,382,200**
Other Related Parties	**–**	**4,494,794**	**102,483,456**	**–**	**106,978,250**
Total	**₱9,413,464,200**	**₱2,310,585,410**	**₱1,547,147,204**	**₱481,148,465**	**₱13,752,345,279**

2018

	Dividend Income	Management and Marketing Income	Rental Income	Interest Income	Total
AC	₱–	₱–	₱17,130,282	₱–	₱17,130,282
Subsidiaries	8,289,145,990	2,352,422,837	1,285,365,024	440,065,447	12,366,999,298
Joint Ventures	260,000,000	52,371,411	–	–	312,371,411
Associates	71,461,080	240,042,137	–	–	311,503,217
Other Related Parties	–	62,899,081	95,051,133	–	157,950,214
Total	₱8,620,607,070	₱2,707,735,466	₱1,397,546,439	₱440,065,447	₱13,165,954,422

Costs and expenses

2019

	Rental Expenses	Management and Marketing Fees	Commission Expenses	Interest Expense	Total
AC	**₱30,000**	**₱2,520,000**	**₱–**	**₱–**	**₱2,550,000**
Subsidiaries	**35,304,206**	**2,647,787,719**	**620,936,016**	**439,080,586**	**3,743,108,527**
Joint Ventures	**5,681,941**	**–**	**–**	**–**	**5,681,941**
Associates	**19,264,094**	**4,821**	**–**	**–**	**19,268,915**
Other Related Parties	**4,606,066**	**103,519**	**–**	**–**	**4,709,585**
Total	**₱64,886,307**	**₱2,650,416,059**	**₱620,936,016**	**₱439,080,586**	**₱3,775,318,968**

2018

	Rental Expenses	Management and Marketing Fees	Commission Expenses	Interest Expense	Total
AC	₱–	₱–	₱–	₱–	₱–
Subsidiaries	23,997,913	2,450,261,698	413,666,253	34,872,454	2,922,798,318
Joint Ventures	7,847,870	–	–	–	7,847,870
Associates	14,520,878	–	–	–	14,520,878
Other Related Parties	3,367,951	11,172	–	–	3,379,123
Total	₱49,734,612	₱2,450,272,870	₱413,666,253	₱34,872,454	₱2,948,546,189

The following describes the nature of the material transactions of the Parent Company with related parties as of December 31, 2019, and 2018:

i. During the year, Parent Company lent to and borrowed funds from various subsidiaries and affiliates on an interest bearing basis. Outstanding intercompany peso-denominated loans of the Parent Company to subsidiaries and affiliates amounted to ₱7,099.1 million, and ₱2,415.2 million as of December 31, 2019 and 2018, respectively. Interest rates ranges from 3.89% to 4.63% and 2.50% to 7.00% per annum for 2019 and 2018, respectively, with terms of 1 day up to 90 days.

ii. On April 28, 2019, the Parent Company sold to AyalaLand Estates, Inc. (ALEI), its development project, Vermosa Midtown Commercial Lots which is a campus-type commercial district with a lifestyle mall. Total saleable area of the project is 58,457 square meters. The carrying value of the project amounted to ₱1,286.8 million.

iii. On June 2019, Parent Company sold its 20% ownership from Laguna Technopark, Inc. to AyalaLand Logistics Holdings, a total of 8,015 shares @ ₱99,366.54/share amounting to ₱800 million.

iv. On November 13, 2019, the Parent Company sold at cost to Bay Area Hotel Ventures, Inc., a subsidiary of AyalaLand Hotels and Resorts Corp. (AHRC), the Seda Manila Bay which is a 11 storey hotel building located at Aseana City, Paranaque.The carrying value of the property amounted to ₱596.3 million

v. The Parent Company sold residential receivables on a without recourse basis to BPI Family Savings Bank, Inc., a related party, amounting to ₱5,075.09 Million in 2019. Proceeds of receivables sold to BPI amounted to ₱4,692.89 Million. The Group recognized loss on sale (under “Other charges”) amounting to ₱385.99 million.

vi. Receivables from/payables to MDC pertain to advances and retentions in relation to construction contracts involving the Parent Company’s real estate projects, with MDC being the primary contractor.

vii. Transaction with APMC pertain to agreements to administer properties of the Parent Company for stipulated fees. Under this agreement, APMC shall manage, maintain, preserve and provide services for the efficient use of such properties. Further, APMC leases its carpark facilities (Ayala Center Carparks and Central Business District Carparks) under lease agreements with the Parent Company. These leases generally provide for either (a) fixed monthly rent, or (b) minimum rent or a certain percentage of net operating income, whichever is higher. The lease agreements are renewed annually upon mutual agreement of the parties. Aside from the property management services provided by APMC and the leases discussed above, transactions with the Parent Company include noninterest-bearing advances and reimbursements of expenses incurred in connection with the maintenance of the administered properties.

viii. Receivable from ALISI pertains to lease agreement with the Parent Company for office and parking spaces.

ix. Receivables from Alveo pertain mostly to advances and reimbursement of operating expenses related to development cost and land acquisitions. These are generally trade related.

x. On January 1, 2015, the Parent Company and ACCI entered into a lease contract for the lease of parcels of land and buildings within the Greenbelt and Glorietta development located at the Ayala Center, Makati City. The lease shall be for a period of two years from January 1, 2015 until December 31, 2016, renewable for another two years upon the written agreement of both parties. The lease generally provides for a fixed monthly rent and a certain percentage of gross rental revenue per month.

   In consideration of the lease, the Parent Company and ACCI executed a Deed of Assignment wherein, the Parent Company assigned to ACCI contracts of lease, security deposits, construction bonds and trade receivables with merchants occupying said development. ACCI assumed all rights and obligations under the contracts of lease, other contracts, permits and licenses, trade receivables, security deposits and construction bonds.

   The lease contract between ACCI and Parent Company has been renewed for five (5) years covering the period January 1, 2017 to December 31, 2021. (see Note 29).

xi. On January 1, 2017, the Parent Company and NECC entered into a lease contract for the lease of a parcel of land with an area of 19,988 sq.m., three office towers and a common retail podium mixed-use commercial building. The lease shall be for a period of 40 years which commenced on January 1, 2017. The commencement of the lease period for the buildings are by phase, Phase 1 started on January 18, 2017, Phase 2 on April 1, 2017, Phase 3 on October 1, 2017 and Phase 4 shall start on October 1, 2018. The lease on the buildings is co-terminous with the land lease. The lease is renewable for another 40 years upon mutual agreement of both parties. The lease generally provide for a fixed monthly rent and a certain percentage of gross rental revenue per month. (see Note 29)

xii. On September 2017, the Parent Company signed a Lease Agreement with AyalaLand Estates, Inc. (ALEI) for the lease of a 4.3-hectare portion of land located in Vermosa, Pasong Buaya I, Imus City, Province of Cavite. The term of the lease shall ten (10) years commencing from September 2017 to August 2027.

xiii. On December 27, 2017, the Parent Company sold at cost to MCLC buildings under construction located at Ayala Triangle Gardens and Sta. Ana Park, A.P. Reyes Ave., Brgy. Carmona, Makati City. Subsequently, the Parent Company signed a lease agreement with MCLC for the lease on the parcels of land it owns where the buildings were constructed. (see Notes 11 and 29)

xiv. On December 28, 2017, the Parent Company sold at cost to ASCVC, the Arca South BPO and Mall which is still under construction. Subsequently, the Parent Company signed a lease agreement with ASCVC for the lease on the parcels of land it owns where the buildings were constructed. (see Notes 11 and 29)

xv. During 2017, the Parent Company and NECC entered into a lease contract for the lease of a 24-storey building with a total construction floor area of 146,830 sq. m. located at 30 Meralco Ave., Pasig City. The lease shall be for a period of 40 years which commenced on February 1, 2016 for Phase 1 and August 1, 2017 for Phase 2. The lease is renewable for another 40 years upon mutual agreement of both parties. The lease generally provide for a fixed monthly rent and a certain percentage of gross rental revenue per month. (see Notes 11 and 29)

xvi. On October 5, 2018, the Parent Company sold at cost to One Dela Rosa Properties, Inc. (ODRPI), a wholly-owned subsidiary, the Ayala North Exchange BPO and Mall which is still under construction located along Ayala Avenue, Makati City. The carrying value of the parcels of land and buildings amounted to ₱6,012.8 million.

d. Notes receivable pertains to housing, car, salary and other loans granted to the Parent Company's officers and employees which are collectible through salary deduction, bears 6% interest p.a. and have various maturity dates ranging from 2015 to 2032 (see Note 6).

e. Compensation of key management personnel by benefit type follows:

	2019	2018
Short-term employee benefits	**₱185,540,295**	₱156,677,620
Post-employment benefits (Note 23)	**11,622,450**	15,496,600
	₱197,162,745	₱172,174,220

23. **Retirement Plan**

The Parent Company has funded, noncontributory tax-qualified defined benefit type of retirement plan (the Plan) covering substantially all of its employees. The benefits are based on a defined benefit formula.

The Plan aims to maintain a full funding, i.e., the Plan's assets fully covered the Plan's liabilities, as measured through generally accepted actuarial methodologies. Such will provide a higher level of assurance that all promised benefits can be paid from existing assets and expected investment returns. The target funded status is within the range of 80% to 100%.

The Parent Company's fund is in the form of a trust fund being maintained by BPI Asset Management and Trust Parent Company (the "Retirement Fund"). The primary objective of the Retirement Fund is to achieve the highest total rate of return possible, consistent with a prudent level of risk. The investment strategy articulated in the asset allocation policy has been developed in the context of long-term capital market expectations, as well as multi-year projections of actuarial liabilities. Accordingly, the investment objectives and strategies emphasize a long-term outlook, and interim performance fluctuations will be viewed with the corresponding perspective.

The components of pension expense (included in "Manpower costs" under "General and administrative expenses") in the parent company statements of income follow:

	2019	2018
Current service cost	**₱155,791,100**	₱174,652,400
Net interest cost on benefit obligation	**88,561,200**	68,262,800
Total pension expense	**₱244,352,300**	₱242,915,200

The remeasurement effects recognized in other comprehensive income (loss) in the parent company statements of comprehensive income follow:

	2019	2018
Loss (return) on plan assets (excluding amount included in net interest)	**(₱10,787,800)**	₱110,057,000
Actuarial loss (gain) due to liability experience	**28,563,500**	36,780,900
Actuarial loss (gain) due to liability assumption changes – economic	**343,666,900**	(233,669,800)
Remeasurements in other comprehensive income	**₱361,442,600**	(₱86,831,900)

The funded status and amounts recognized in the parent company statements of financial position for the pension plan as of December 31, 2019, and 2018 follow:

	2019	2018
Benefit obligation	**₱3,025,381,692**	₱2,513,859,792
Plan assets	**(1,398,540,889)**	(1,299,055,989)
Net pension liability	**₱1,626,840,803**	₱1,214,803,803

Changes in net pension liability are as follows:

		Net benefit cost in parent company statement of income				**Remeasurements in other comprehensive income**						
	January 1, 2019	**Current service cost**	**Net interest**	**Subtotal**	**Benefits paid**	**Return on plan assets***	**Actuarial (gain) loss due to liability experience**	**Actuarial (gain) loss due to liability assumption changes**	**Net remeasurement loss/ (gain)**	**Contribution by employer**	**Transfer in /(out)**	**December 31, 2019**
Present value of defined benefit obligation	**₱2,513,859,792**	**₱155,791,100**	**₱175,714,900**	**₱331,506,000**	**(₱192,214,500)**	**₱–**	**₱28,563,500**	**₱343,666,900**	**₱372,230,400**	**₱–**	**₱–**	**₱3,025,381,692**
Fair value of plan assets	**(1,299,055,989)**	**–**	**(87,153,700)**	**(87,153,700)**	**192,214,500**	**(10,787,800)**	**–**	**–**	**(10,787,800)**	**(193,757,900)**	**–**	**(1,398,540,889)**
Net defined benefit liability (asset)	**₱1,214,803,803**	**₱155,791,100**	**₱88,561,200**	**₱244,352,300**	**₱–**	**(₱10,787,800)**	**₱28,563,500**	**₱343,666,900**	**₱361,442,600**	**(₱193,757,900)**	**₱–**	**₱1,626,840,803**

**excluding amount included in net interest*

Changes in net pension liability in 2018 are as follows:

		Net benefit cost in parent company statement of income				Remeasurements in other comprehensive income						
	January 1, 2018	Current service cost	Net interest	Subtotal	Benefits paid	Return on plan assets*	Actuarial (gain) loss due to liability experience	Actuarial (gain) loss due to liability assumption changes - economic	Net remeasurement loss/ (gain)	Contribution by employer	Transfer in /(out)	December 31, 2018
Present value of defined benefit obligation	₱2,557,704,592	₱174,652,400	₱144,900,100	₱319,552,500	(₱158,302,600)	₱–	₱36,780,900	(₱233,669,800)	(₱196,888,900)	₱–	(₱8,205,800)	₱2,513,859,792
Fair value of plan assets	(1,345,210,989)	–	(76,637,300)	(76,637,300)	158,302,600	110,057,000	–	–	110,057,000	(153,773,100)	8,205,800	(1,299,055,989)
Net defined benefit liability (asset)	₱1,212,493,603	₱174,652,400	₱68,262,800	₱242,915,200	₱–	₱110,057,000	₱36,780,900	(₱233,669,800)	(₱86,831,900)	(₱153,773,100)	₱–	₱1,214,803,803

**excluding amount included in net interest*

The maximum economic benefit available is a combination of expected refunds from the plan and reductions in future contributions.

All equity and debt instruments held have quoted prices in an active market. The remaining plan assets do not have quoted market prices in an active market.

The plan assets have diverse investments and do not have any concentration risk.

The fair value of plan assets by each class as at the end of the reporting period are as follows:

	December 31	
	2019	2018
Cash and cash equivalents	**₱14,809,693**	₱20,187,737
Equity investments		
Unit investment trust funds	**238,689,488**	108,844,472
Holding firms	**120,571,059**	74,498,317
Financials	**72,099,574**	50,757,420
Property	**84,648,767**	54,757,594
Industrials	**13,980,164**	12,838,440
Services	**15,694,970**	3,989,749
Mining and Oil	**–**	–
	545,684,022	305,685,992
Debt investments		
Government securities	**177,970,758**	170,095,456
AAA rated debt securities	**322,463,250**	353,412,913
Not rated debt securities	**–**	–
Others	**337,613,166**	449,157,162
	838,047,174	972,665,531
Other assets	**–**	516,729
	₱1,398,540,889	₱1,299,055,989

The Retirement Fund's investments will be appropriately diversified to control overall risk and will exhibit portfolio characteristics similar to the set benchmark for each asset class. In case of securities, the aggregate holdings of any security may not exceed 10% of the Plan assets. The criteria for including an asset class in the strategic policy include: (a) wide recognition and acceptance among institutional investors; (b) low correlation with other accepted asset classes; and (c) a meaningful performance history. The Parent Company expects to make contributions of ₱600.6 million to its retirement fund in 2020.

The allocation of the fair value of plan assets follows:

	2019	2018
Investments in debt securities	**59.92%**	74.87%
Investments in equity securities	**39.02%**	23.53%
Others	**1.06%**	1.60%

Funds invested in debt securities include government securities, corporate notes and bonds, and special deposit accounts. Investments in equity securities consist of investments in PSE-listed stocks and equity securities held by unit investment trust funds. Others were in the form of cash and cash equivalents.

The Parent Company's transactions with the Fund mainly pertain to contributions, benefit payments and settlements.

As of December 31, 2019 and 2018, the funds include investment in securities of its related parties. Details of the investment per type of security are as follows:

	December 31, 2019			December 31, 2018
	Carrying Value	**Fair Value**	**Unrealized (Gain) Loss**	Fair Value
		(In Thousands)		
Investments in debt securities	**₱826,887**	**₱838,047**	**(₱11,160)**	₱972,666
Investments in equity securities	**545,684**	**545,684**	**–**	305,686
Others	**14,810**	**14,810**	**–**	20,704
	₱1,387,381	**₱1,398,541**	**(₱11,160)**	₱1,299,056

The plan assets include shares of stock of the Parent Company with fair value amounting to ₱38.6 million and ₱27.7 million as of December 31, 2019 and 2018, respectively. It also includes shares of stocks of related parties within the AC Group with fair value amounting to ₱58.7 million and ₱42.2 million as of December 31, 2019 and 2018, respectively. The Parent Company gives the trustee bank the discretion to exercise voting rights over the shares. The plan assets include debt securities of the Parent Company amounting to ₱66.8 million and ₱62.9 million as of December 31, 2019, and 2018, respectively. The fund incurred no loss in 2019 and a ₱1.1 million loss in 2018 arising from investments in debt and equity securities of the Parent Company.

The cost of defined benefit pension plans and other post-employment medical benefits as well as the present value of the pension liabilities are determined using actuarial valuations. The actuarial valuation involves making various assumptions. The principal assumptions used in determining pension and post-employment medical benefit obligations for the defined benefit plans are shown below:

	2019	2018
Discount rate	**4.75%**	7.00%
Future salary increases	**6.00%**	6.00%

The sensitivity analysis below has been determined based on reasonably possible changes of each significant assumption on the defined benefit obligation as of the end of the reporting period, assuming all other assumptions were held constant:

2019

	Effect on Defined Benefit Obligation Increase (decrease)	
Change in basis points	**+ 100 basis points**	**- 100 basis Points**
Discount rate	**(₱155,807,157)**	**₱174,867,062**
Salary increase rate	**171,539,142**	**(155,807,157)**

2018

	Effect on Defined Benefit Obligation Increase (decrease)	
Change in basis points	+ 100 basis points	- 100 basis Points
Discount rate	(₱125,692,990)	₱140,273,376
Salary increase rate	140,524,752	(128,206,849)

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

Year ending:	**2019**	2018
1 year and less	**₱600,571,900**	₱396,308,800
More than 1 year to 5 years	**1,463,316,700**	1,630,312,500
More than 5 years to 10 years	**1,550,836,700**	1,387,325,200

The average duration of the defined benefit obligation as at December 31, 2019 and 2018 is 9.0 years and 5.3 years, respectively.

24. Earnings Per Share

The following tables present information necessary to compute EPS:

	2019	2018
Net income	**₱13,225,107,412**	₱15,198,950,784
Less: dividends on preferred stock	**(62,037,888)**	(62,037,888)
Net income	**₱13,163,069,524**	₱15,136,912,896
Weighted average number of common shares for basic EPS	**14,732,795,752**	14,730,049,087
Add: dilutive shares arising from stock options	**344,196**	966,403
Adjusted weighted average number of common shares for diluted EPS	**14,733,139,948**	14,731,015,490
Basic and diluted EPS	**₱0.89**	₱1.03

Basic EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year adjusted for any subsequent stock dividends declared.

Diluted EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year plus the weighted average number of common shares that would be issued on conversion of all the dilutive potential common shares into common shares. The calculation of diluted earnings per share does not assume conversion, exercise, or other issue of potential common shares that would have an antidilutive effect on earnings per share.

The convertibility of the preferred shares will start on the 10^{th} year from the issue date which was in 2012. This has an antidilutive effect on the computation of diluted EPS.

25. Stock Options and Ownership Plans

The Parent Company has stock option plans for key employees covering 2.5% of the Parent Company's authorized capital stock. The grantee is selected based on certain criteria like outstanding performance over a three-year period.

ESOP

The ESOP grantees may exercise in whole or in part the vested allocation in accordance with the vesting percentage and vesting schedule stated in the ESOP. Also, the grantee must be an employee of the Parent Company or any of its subsidiaries during the 10-year option period. In case the grantee retires, he is given 3 years to exercise his vested and unvested options. In case the grantee resigns, he is given 90 days to exercise his vested options.

The Parent Company has no ESOP grant and availment during 2019 and 2018.

ESOWN

In November 2001, the Parent Company offered all its ESOWN subscribers with outstanding ESOWN subscriptions the option to cancel the subscriptions within the 5-year holding period. In December 2001, the program for ESOWN was indefinitely suspended.

In 2005, the Parent Company introduced a revised ESOWN Plan (the Plan) wherein grantees may subscribe in whole or in part to the shares awarded to them based on a discounted market price that was determined by the Compensation Committee as the offer price set at grant date. The grantees paid for the shares subscribed through installments over a maximum period of ten (10) years. The subscription is subject to a holding period stated in the plan. To subscribe, the grantee must be an employee of the Parent Company or any of its subsidiaries during the ten (10)-year payment period. In case the grantee resigns, unsubscribed shares are cancelled, while the subscription may be paid up to the percent of holding period completed and payments may be converted into the equivalent number of shares. In case the grantee is separated, not for cause, but through retrenchment and redundancy, subscribed shares may be paid in full, unsubscribed shares may be subscribed, or payments may be converted into the equivalent number of shares. In case the grantee retires, the grantee may subscribe to the unsubscribed shares anytime within the ten (10)-year period. The plan does not allow sale or assignment of the shares. All shares acquired through the Plan are subject to the Parent Company's right to repurchase.

The subscribed shares are effectively treated as options exercisable within a given period which is the same time as the grantee's payment schedule. The fair values of stock options granted are estimated on the date of grant using the Black-Scholes Merton (BSM) Formula and Binomial Tree Model (BTM), taking into account the terms and conditions upon which the options were granted. The BSM Formula and BTM Model requires six inputs to produce an option stock value namely; market value of the share, book value of the share, time to maturity, volatility rate, dividend yield, and risk free rate. The expected volatility was determined based on an independent valuation.

Movements in the number of options outstanding and weighted average exercise prices (WAEP) under ESOWN follow:

	2019	**WAEP**	2018	WAEP
At January 1	**5,601,470**	**₱32.71**	5,150,628	₱19.31
Granted	**11,610,720**		10,384,365	
Subscribed	**(10,453,766)**	**43.70**	(9,933,523)	41.14
Availment	**487,585**		96,516	
Cancelled	**(6,940,594)**		(96,516)	
At December 31	**305,415**	**₱35.94**	5,601,470	₱32.71

The fair value of stock options granted under ESOWN at grant date and the assumptions used to determine the fair value of the stock options follow:

	Grant Date							
	March 21, 2019	March 28, 2018	March 01, 2017	April 05, 2016	March 20, 2015	March 20, 2014	March 18, 2013	March 13, 2012
Number of unsubscribed shares	–	–	–	181,304	–	1,369,887	1,713,868	3,967,302
Fair value of each option (BTM)	₱–	₱–	₱8.48	₱13.61	₱16.03	₱12.60	₱16.05	₱9.48
Fair value of each option (BSM)	₱17.13	₱12.71	₱–	₱18.21	₱20.63	₱12.16	₱11.85	₱6.23
Weighted average share price	₱44.70	₱41.02	₱39.72	₱35.58	₱36.53	₱31.46	₱30.00	₱21.98
Exercise price	₱44.49	₱45.07	₱35.81	₱26.27	₱29.58	₱22.55	₱21.45	₱14.69
Expected volatility	31.48%	34.04%	30.95%	32.03%	31.99%	33.50%	36.25%	33.00%
Dividend yield	1.16%	1.22%	1.34%	1.27%	1.02%	1.42%	1.93%	0.9%
Interest rate	5.57%	4.14%	4.41%	4.75%	4.11%	3.13%	2.78%	5.70%

Total expense (included under "General and administrative expenses") recognized in 2019 and 2018 in the parent company statements of income arising from share-based payments amounted to ₱142.9 million and ₱98.5 million, respectively (see Note 20).

26. **Financial Assets and Liabilities**

Fair Value Information

The following tables set forth the carrying values and estimated fair values of the Parent Company's financial assets and liabilities recognized as of December 31, 2019 and 2018:

	2019		2018	
	Carrying Value	**Fair Value**	Carrying Value	Fair Value
Financial Assets at FVPL	**₱2,054,808**	**₱2,054,808**	₱1,969,029	₱1,969,029
Financial Assets at FVOCI				
Unquoted equity securities	**106,577,497**	**106,577,497**	178,327,497	178,327,497
Quoted equity securities	**151,300,000**	**151,300,000**	69,073,950	69,073,950
	257,877,497	**257,877,497**	247,401,447	247,401,447
	₱259,932,305	**₱259,932,305**	₱249,370,476	₱249,370,476
Financial assets at amortized cost				
Trade residential development	**₱14,803,725,695**	**₱17,919,104,955**	₱8,496,126,790	₱9,182,960,816
Receivable from employees	**145,838,714**	**147,874,973**	120,777,701	126,111,437
	₱14,949,564,409	**₱18,066,979,928**	₱8,616,904,491	₱9,309,072,253
Other Financial Liabilities				
Long-term debt	**₱162,679,085,065**	**₱163,919,747,576**	₱142,914,447,650	₱126,995,645,286
Deposits and other noncurrent liabilities	**5,879,290,899**	**5,850,823,968**	3,658,235,592	3,629,768,661
	₱168,558,375,964	**₱169,770,571,544**	₱146,572,683,242	₱130,625,413,947

The methods and assumptions used by the Parent Company in estimating the fair value of the financial instruments are as follows:

Cash and cash equivalents, current receivables, accounts and other payables, current payables and short term debt - Carrying amounts approximate fair values due to the relatively short-term maturities of these financial instruments.

Financial assets at FVPL - These are investments in UITF. Fair value is based on net asset values as of reporting dates.

Noncurrent accounts receivable - The fair values of residential accounts receivable, and receivable from employees, are based on the discounted value of future cash flows using the applicable rates for similar types of instruments. The discount rates used for residential accounts receivable ranged from 6.25% to 12.50% as of December 31, 2019. The discount rates used for receivable from employees ranged from 6.00% to 12.00% as of December 31, 2019 and 2018.

Financial assets at FVOCI - Fair values are based on quoted prices published in markets.

Financial assets at FVOCI unquoted equity securities - Fair values are based on the latest selling price available.

Liabilities - The fair value of noncurrent unquoted instruments are estimated using the discounted cash flow methodology using the Parent Company's current incremental borrowing rates for similar borrowings with maturities consistent with those remaining for the liability being valued. The discount rates used ranged from 3.18% to 7.50% and 7.28% to 8.79% as of December 31, 2019, and 2018, respectively. The fair value of noncurrent unquoted debt instruments with floating rates are estimated using discounted cash flow - last repricing method.

Fair Value Hierarchy

The Parent Company uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation technique:

Level 1: quoted (unadjusted prices) in active markets for identical assets and liabilities

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable in the market, either directly or indirectly

Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data

The Parent Company categorizes trade receivable, receivable from employees, long-term debt and deposits and other noncurrent liabilities under Level 3. The fair value of these financial instruments is determined by discounting future cash flows using the applicable rates of similar types of instruments plus a certain spread. This spread is the unobservable input and the effect of changes to this is that the higher the spread, the lower the fair value.

Quoted FVOCI amounting to ₱151.3 million and ₱69.0 million as of December 31, 2019 and 2018, respectively, were classified under the Level 1 category (see Note 9).

Unquoted FVOCI financial assets amounting to ₱106.6 million as of December 31, 2019 were classified under Level 3 (see Note 9).

Investment in UITF amounting to ₱2.1 million and ₱2.0 million as of December 31, 2019, and 2018, respectively were classified under Level 2 (see Note 5).

There have been no reclassifications from Level 1 to Level 2 categories in 2019 and 2018.

Financial Risk Management Objectives and Policies
The Parent Company's principal financial instruments comprise cash and cash equivalents, financial assets at FVPL, AFS quoted and unquoted equity securities, bank loans, corporate notes and bonds. The financial debt instruments were issued primarily to raise financing for the Parent Company's operations. The Parent Company has various financial assets such trade receivables and trade payables which arise directly from the conduct of its operations.

Exposure to liquidity, credit, interest rate, foreign currency risks and equity price arise in the normal course of the Parent Company's business activities. The main objectives of the Parent Company's financial risk management are as follows:
- to identify and monitor such risks on an ongoing basis;
- to minimize and mitigate such risks; and
- to provide a degree of certainty about costs.

The use of derivative financial instruments, if any, is solely for management of the Parent Company's financial risk exposures. It is the Parent Company's policy not to enter into derivative transactions for speculative purposes.

The Parent Company's financing and treasury function operates as a centralized service for managing financial risks and activities as well as providing optimum investment yield and cost-efficient funding for the Parent Company.

There were no changes in the Parent Company's financial risk management objectives and policies in 2019 and 2018.

Liquidity risk
Liquidity risk is defined by the Parent Company as the risk of losses arising from funding difficulties due to deterioration in market conditions and/or the financial position of the Parent Company that make it difficult for the Parent Company to raise the necessary funds or that forces the Parent Company to raise funds at significantly higher interest rates than usual.

This is also the possibility of experiencing losses due to the inability to sell or convert marketable securities into cash immediately or in instances where conversion to cash is possible but at loss due to wider than normal bid-offer spreads.

The Parent Company employs scenario analysis and contingency planning to actively manage its liquidity position and guarantee that all operating, investing and financing needs are met. The Parent Company has come up with a three-layered approach to liquidity through the prudent management of sufficient cash and cash equivalents, the potential sale of accounts receivables and the maintenance of short-term revolving credit facilities.

Cash and cash equivalents are maintained at a level that will enable it to fund its general and administrative expenses as well as to have additional funds as buffer for any opportunities or emergencies that may arise. Management develops viable funding alternatives through a continuous program for the sale of its receivables and ensures the availability of ample unused short-term revolving credit facilities from both local and foreign banks as back-up liquidity.

The Parent Company ascertains that its cash is invested in short-term bank placements and special deposit accounts, as well as in high-quality and marketable government and corporate securities.

The table summarizes the maturity profile of the Parent Company's financial liabilities at December 31, 2019 and 2018 based on contractual undiscounted payments:

December 31, 2019

	< 1 year	**1 to < 5 years**	**> 5 years**	**Total**
Accounts and other payables	**₱73,064,917,964**	**₱–**	**₱–**	**₱73,064,917,964**
Short-term debt	**15,708,000,000**	**–**	**–**	**15,708,000,000**
Long-term debt	**7,188,254,688**	**71,742,054,000**	**83,748,776,377**	**162,679,085,065**
Deposits and other current liabilities	**12,638,574,167**	**–**	**–**	**12,638,574,167**
Deposits and other noncurrent liabilities	**25,875,052**	**5,853,415,847**	**–**	**5,879,290,899**
	₱108,625,621,871	**₱77,595,469,847**	**₱83,748,776,377**	**₱269,969,868,095**
Interest payable*	**₱7,097,827,290**	**₱32,385,722,833**	**₱7,024,467,623**	**₱46,508,017,746**

**includes future interest payment*

December 31, 2018

	< 1 year	1 to < 5 years	> 5 years	Total
Accounts and other payables	₱80,587,225,116	₱–	₱–	₱80,587,225,116
Short-term debt	13,500,900,000	–	–	13,500,900,000
Long-term debt	20,255,266,261	59,370,346,135	63,288,835,254	142,914,447,650
Deposits and other current liabilities	1,998,803,799	–	–	1,998,803,799
Deposits and other noncurrent liabilities	25,875,052	3,632,360,540	–	3,658,235,592
	₱116,368,070,228	₱63,002,706,675	₱63,288,835,254	₱242,659,612,157
Interest payable*	₱5,584,269,409	₱23,624,390,149	₱11,541,745,071	₱40,750,404,629

**includes future interest payment*

Cash and cash equivalents and financial assets at FVPL are used for the Parent Company's liquidity requirements. Please refer to the terms and maturity profile of these financial statements under the maturity profile of the interest-bearing financial assets and liabilities disclosed in the interest rate risk section. There were no undrawn loan commitments from long-term credit facilities as of December 31, 2019 and 2018.

Credit risk

Credit risk is a risk that counterparty will not meet its obligation under its financial instrument or customer contract leading to a financial loss.

The Parent Company's credit risks are primarily attributable to installments receivable, rental receivables and other financial assets. To manage credit risks, the Parent Company maintains defined credit policies and monitors its exposure to credit risks on a continuous basis.

In respect to installments receivable from the sale of properties, credit risk is managed primarily through credit reviews and an analysis of receivables on a continuous basis. The Parent Company also undertakes supplemental credit review procedures for certain installment payment structures. The Parent Company's stringent customer requirements and policies in place contribute to lower customer default than its competitors. Customer payments are facilitated through various collection modes including the use of postdated checks and auto-debit arrangements. Exposure to bad debts is not significant as title to real estate properties are not transferred to the buyers until full payment has been made and the requirement for remedial procedures is minimal given the profile of buyers.

Credit risk arising from rental income from leasing properties is primarily managed through a tenant selection process. Prospective tenants are evaluated on the basis of payment track record and other credit information. In accordance with the provisions of the lease contracts, the lessees are required to deposit with the Parent Company security deposits and advance rentals which helps reduce the Parent Company's credit risk exposure in case of defaults by the tenants. For existing tenants, the Parent Company has put in place a monitoring and follow-up system. Receivables are aged and analyzed on a continuous basis to minimize credit risk. Regular meetings with tenants are also undertaken to provide opportunities for counseling and further assessment of paying capacity.

Other financial assets comprise cash and cash equivalents, excluding cash on hand, financial assets at FVPL and financial assets at FVOCI. The Parent Company adheres to fixed limits and guidelines in its dealings with counterparty banks and its investment in financial instruments. Bank limits are established on the basis of an internal rating system that principally covers the areas of liquidity, capital adequacy and financial stability. The rating system likewise makes use of available international credit ratings. Given the high credit standing of its accredited counterparty banks, management does not expect any of these financial institutions to fail in meeting their obligations. Nevertheless, the Parent Company closely monitors developments over counterparty banks and adjusts its exposure accordingly while adhering to pre-set limits.

The Parent Company's maximum exposure to credit risk as of December 31, 2019 and 2018 is equal to the carrying values of its financial assets.

Given the Parent Company's diverse base of counterparties, it is not exposed to large concentrations of credit risk.

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rate based on days past due of all customers as they have similar loss patterns. Generally, trade receivables are written off if past due for more than one year and are not subject to enforcement activity. The security deposits and advance rental are considered in the calculation of impairment as recoveries. As of December 31, 2019 and 2018, the exposure at default amounts to ₱1,1,942.1 million and ₱1,813.3 million, respectively. The expected credit loss rate is 0.4% that resulted in the ECL of ₱214.0 million and ₱170.7 million as of December 31, 2019 and December 31, 2018, respectively.

As of December 31, 2019 and 2018, the aging analysis of past due but not impaired trade receivables presented per class, is as follows:

2019

	Neither Past Due nor Impaired	Past Due but not Impaired						Impaired	Total
		30 days	30-60 days	60-90 days	90-120 days	120 days	Total		
Trade									
Residential, commercial and office development	**₱36,785,717,839**	**₱380,235,370**	**₱325,329,269**	**₱205,623,560**	**₱249,319,563**	**₱1,532,365,289**	**₱2,692,873,051**	**₱–**	**₱39,478,590,890**
Corporate business	**581,365,195**	**7,179,063**	**18,634,882**	**491,231**	**54,129,873**	**46,425,406**	**126,860,455**	**65,307,897**	**773,533,547**
Shopping centers	**207,592,797**	**14,099,576**	**7,568,378**	**51,291,757**	**4,579,300**	**55,319,709**	**132,858,720**	**148,710,191**	**489,161,708**
Others	**1,837,546,247**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**1,837,546,247**
Receivable from related parties	**55,068,731,831**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**55,068,731,831**
Advances to other companies	**12,956,085,671**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**12,956,085,671**
Dividends receivable	**1,819,517,787**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**1,819,517,787**
Receivable from employees	**167,019,787**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**167,019,787**
Interest receivable	**12,707,620**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**12,707,620**
	₱109,436,284,774	**₱401,514,009**	**₱351,532,529**	**₱257,406,548**	**₱308,028,736**	**₱1,634,110,404**	**₱2,952,592,226**	**₱214,018,088**	**₱112,602,895,088**

2018

	Neither Past Due nor Impaired	Past Due but not Impaired						Impaired	Total
		30 days	30-60 days	60-90 days	90-120 days	120 days	Total		
Trade									
Residential, commercial and office development	₱51,711,658,693	₱794,998,504	₱692,326,525	₱470,939,019	₱297,797,643	₱1,408,331,772	₱3,664,393,463	₱–	₱55,376,052,156
Corporate business	566,451,614	3,157,796	18,773,530	26,861,061	4,925,261	55,769,512	109,487,160	21,954,380	697,893,154
Shopping centers	357,028,358	5,018,140	2,221,089	2,841,605	2,364,043	44,102,885	56,547,762	148,710,191	562,286,311
Others	1,773,207,773	–	–	–	–	–	–	–	1,773,207,773
Receivable from related parties	37,692,233,291	–	–	–	–	–	–	–	37,692,233,291
Advances to other companies	10,752,450,763	–	–	–	–	–	–	–	10,752,450,763
Dividends receivable	1,984,062,467	–	–	–	–	–	–	–	1,984,062,467
Receivable from employees	227,170,279	–	–	–	–	–	–	–	227,170,279
Interest receivable	12,711,404	–	–	–	–	–	–	–	12,711,404
	₱105,076,974,642	₱803,174,440	₱713,321,144	₱500,641,685	₱305,086,947	₱1,508,204,169	₱3,830,428,385	₱170,664,571	₱109,078,067,598

The table below shows the credit quality of the Parent Company's financial assets as of December 31, 2019 and 2018:

December 31, 2019

	Neither Past Due nor Impaired					Past Due but		
	High Grade	Medium Grade	Low Grade	Unrated	Total	not Impaired	Impaired	Total
Cash and cash equivalents (excluding cash on hand)	₱1,845,768,870	₱–	₱–	₱–	₱1,845,768,870	₱–	₱–	₱1,845,768,870
Financial asset at FVPL	2,054,808	–	–	–	2,054,808	–	–	2,054,808
Accounts and notes receivables								
Trade								
Residential, commercial and office development	36,785,717,839	–	–	–	36,785,717,839	2,692,873,051	–	39,478,590,890
Corporate business	581,365,195	–	–	–	581,365,195	126,860,455	65,307,897	773,533,547
Shopping centers	163,714,327	43,878,470	–	–	207,592,797	132,858,720	148,710,191	489,161,708
Others	1,837,546,247	–	–	–	1,837,546,247	–	–	1,837,546,247
Receivable from related parties	55,068,731,831	–	–	–	55,068,731,831	–	–	55,068,731,831
Advances to other companies	12,956,085,671	–	–	–	12,956,085,671	–	–	12,956,085,671
Dividends receivable	1,819,517,787	–	–	–	1,819,517,787	–	–	1,819,517,787
Receivable from employees	167,019,787	–	–	–	167,019,787	–	–	167,019,787
Interest receivable	12,707,620	–	–	–	12,707,620	–	–	12,707,620
Financial Assets at Fair Value through OCI								
Unquoted	–	–	–	106,577,497	106,577,497	–	–	106,577,497
Quoted	151,300,000	–	–	–	151,300,000	–	–	151,300,000
	₱111,391,529,982	₱43,878,470	₱–	₱106,577,497	₱111,541,985,949	₱2,952,592,226	₱214,018,088	₱114,708,596,263

2018

	Neither Past Due nor Impaired					Past Due but		
	High Grade	Medium Grade	Low Grade	Unrated	Total	not Impaired	Impaired	Total
Cash and cash equivalents (excluding cash on hand)	₱1,122,562,869	₱–	₱–	₱–	₱1,122,562,869	₱–	₱–	₱1,122,562,869
Financial asset at FVPL	1,969,029	–	–	–	1,969,029	–	–	1,969,029
Accounts and notes receivables								
Trade								
Residential, commercial and office development	51,711,658,693			–	51,711,658,693	3,664,393,463	–	55,376,052,156
Corporate business	566,451,614	–	–	–	566,451,614	109,487,160	21,954,380	697,893,154
Shopping centers	336,304,738	20,723,620	–	–	357,028,358	56,547,762	148,710,191	562,286,311
Others	1,773,207,773	–	–	–	1,773,207,773	–	–	1,773,207,773
Receivable from related parties	37,692,233,291	–	–	–	37,692,233,291	–	–	37,692,233,291
Advances to other companies	10,752,450,763	–	–	–	10,752,450,763	–	–	10,752,450,763
Dividends receivable	1,984,062,467	–	–	–	1,984,062,467	–	–	1,984,062,467
Receivable from employees	227,170,279	–	–	–	227,170,279	–	–	227,170,279
Interest receivable	12,711,404	–	–	–	12,711,404	–	–	12,711,404
AFS financial assets								
Unquoted	–	–	–	178,327,497	178,327,497	–	–	178,327,497
Quoted	69,073,950	–	–	–	69,073,950	–	–	69,073,950
	₱106,249,856,870	₱20,723,620	₱–	₱178,327,497	₱106,448,907,987	₱3,830,428,385	₱170,664,571	₱110,450,000,943

The credit quality of the financial assets was determined as follows:

Cash and cash equivalents, financial assets at FVPL, financial assets at FVOCI and AFS quoted securities - based on the nature of the counterparty and the Parent Company's internal rating system.

Receivables - high grade pertains to receivables with no default in payment; medium grade pertains to receivables with up to three (3) defaults in payment in the past; and low grade pertains to receivables with more than three (3) defaults in payment.

The unquoted AFS financial assets and unquoted financial assets at FVOCI are unrated.

Interest rate risk
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Parent Company's interest rate risk management policy centers on reducing the overall interest expense and exposure to changes in interest rates. Changes in market interest rates relate primarily to the Parent Company's interest-bearing debt obligations with floating interest rate as it can cause a change in the amount of interest payments.

The Parent Company manages its interest rate risk by leveraging on its premier credit rating and increasing the fixed interest component of its debt portfolio. The Parent Company's ratio of fixed to floating rate debt stood at 91:9 as of December 31, 2019 and 2018.

The following tables demonstrate the sensitivity of the Parent Company's income before income tax and equity to a reasonably possible change in interest rates on December 31, 2019 and 2018, with all variables held constant, (through the impact of floating rate borrowings and changes in fair value of AFS financial assets):

2019

	Effect on income before income tax Change in basis points	
	+100 basis points	**-100 basis points**
Floating rate borrowings	**(₱157,080,000)**	**₱157,080,000**

2018

	Effect on income before income tax Change in basis points	
	+100 basis points	-100 basis points
Floating rate borrowings	(₱135,009,000)	₱135,009,000

The assumed change in rate is based on the currently observable market environment. There is no other impact on the Parent Company's equity other than those already affecting the net income.

The terms and maturity profile of the interest-bearing financial assets and liabilities, together with its corresponding nominal amounts and carrying values are shown in the following tables:

2019

	Interest terms (p.a.)	Rate Fixing Period	Nominal Amount	< 1 year	1 to 5 years	> 5 years	Carrying Value
Cash and cash equivalents							
(excluding cash on hand)	Fixed at the date of investment	Various	**₱1,845,768,870**	**₱1,845,768,870**	**₱–**	**₱–**	**₱1,845,768,870**
Accounts and notes							
receivable	Fixed at the date of sale	Date of sale	**167,019,787**	**21,181,073**	**145,838,714**	**–**	**167,019,787**
			₱2,012,788,657	**₱1,866,949,943**	**₱145,838,714**	**₱–**	**₱2,012,788,657**
Short-term debt							
Floating-Peso	Variable	Monthly	**₱15,708,000,000**	**₱15,708,000,000**	**₱–**	**₱–**	**₱15,708,000,000**
Long-term debt							
Fixed							
Peso	Fixed at 6.0000%	10 years	**5,650,000,000**	**–**	**5,645,303,849**	**–**	**5,645,303,849**
Peso	Fixed at 4.6250% to 6.0000%	7,10 and 20 years	**21,000,000,000**	**4,000,000,000**	**14,931,968,181**	**1,985,275,846**	**20,917,244,027**
Peso	Fixed at 5.6250%	11 years	**8,000,000,000**	**–**	**–**	**7,952,879,530**	**7,952,879,530**
Peso	Fixed at 4.5000%	7 years	**7,000,000,000**	**–**	**6,968,807,211**	**–**	**6,968,807,211**
Peso	Fixed at 5.6250% to 7.5%	5, 10 and 15 years	**960,000,000**	**10,000,000**	**39,763,544**	**905,696,499**	**955,460,043**
Peso	Fixed at 4.50 to 6.307%	Up to 10.5 years	**46,635,093,750**	**3,178,254,688**	**11,098,312,484**	**32,196,331,738**	**46,472,898,910**
Peso	Fixed at 3.8915 to 4.85%	7, 9.5 and 10 years	**22,000,000,000**	**–**	**6,961,630,823**	**14,902,377,056**	**21,864,007,879**
Peso	Fixed at 5.2624%	10 years	**7,000,000,000**	**–**	**–**	**6,972,611,037**	**6,972,611,037**
Peso	Fixed at 5.9203%	10 years	**10,000,000,000**	**–**	**–**	**9,896,154,193**	**9,896,154,193**
Peso	Fixed at 7.0239%	5 years	**8,000,000,000**	**–**	**7,925,898,274**	**–**	**7,925,898,274**
Peso	Fixed at 3.1764% to 3.187%	5 years	**6,329,375,000**	**–**	**6,329,375,000**	**–**	**6,329,375,000**
Peso	Fixed at 4.2463% to 6.369%	2, 5, 7 and 7.25 years	**21,000,000,000**	**–**	**11,840,994,634**	**8,937,450,478**	**20,778,445,112**
			₱179,282,468,750	**₱22,896,254,688**	**₱71,742,054,000**	**₱83,748,776,377**	**₱178,387,085,065**

2018

	Interest terms (p.a.)	Rate Fixing Period	Nominal Amount	< 1 year	1 to 5 years	> 5 years	Carrying Value
Cash and cash equivalents							
(excluding cash on hand)	Fixed at the date of investment	Various	₱1,122,562,869	₱1,122,562,869	₱–	₱–	₱1,122,562,869
Accounts and notes							
receivable	Fixed at the date of sale	Date of sale	227,170,279	106,392,578	120,777,701	–	227,170,279
			₱1,349,733,148	₱1,228,955,447	₱120,777,701	₱–	₱1,349,733,148
Short-term debt							
Floating-Peso	Variable	Monthly	₱13,500,900,000	₱13,500,900,000	₱–	₱–	₱13,500,900,000
Long-term debt							
Fixed							
Peso	Fixed at 5.6250% to 6.0000%	7 and 10 years	15,000,000,000	9,341,196,399	5,644,680,177	–	14,985,876,576
Peso	Fixed at 4.6250% to 6.0000%	7,10.5 and 20 years	21,000,000,000	–	18,989,546,159	1,907,664,328	20,897,210,487
Peso	Fixed at 5.6250%	11 years	8,000,000,000	–	–	7,945,703,284	7,945,703,284
Peso	Fixed at 4.5000%	7 years	7,000,000,000	–	6,960,744,471	–	6,960,744,471
Peso	Fixed at 3.8915% to 4.85%	7, 9.5 and 10 years	22,000,000,000	–	6,952,612,918	14,888,888,878	21,841,501,796
Peso	Fixed at 3.00%	3 years	2,982,530,000	2,971,976,035	–	–	2,971,976,035
Peso	Fixed at 5.2624%	10 years	7,000,000,000	–	–	6,969,629,781	6,969,629,781
Peso	Fixed at 5.9203% to 7.0239%	5 and 10 years	18,000,000,000	–	7,909,304,599	9,886,827,793	17,796,132,392
Peso	Fixed at 2.7500%	1.75 years	4,300,000,000	4,295,630,115	–	–	4,295,630,115
Peso	Fixed at 3.2500%	1.25 years	3,100,000,000	3,097,744,962	–	–	3,097,744,962
Peso	Fixed at 4.5000% to 7.8750%	5, 10 and 15 years	5,770,000,000	60,000,000	4,800,000,000	904,858,778	5,764,858,778
Peso	Fixed at 4.50% to 4.949%	Up to 10.5 years	29,465,676,562	488,718,750	8,113,457,812	20,785,262,411	29,387,438,973
Floating							
USD	Variable	3.4 and 10.3 years	–	–	–	–	–
			₱157,119,106,562	₱33,756,166,261	₱59,370,346,136	₱63,288,835,253	₱156,415,347,650

Foreign currency risk
Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

Financial assets and credit facilities of the Parent Company, as well as major contracts entered into for the purchase of raw materials, are mainly denominated in Philippine Peso. There are only minimal placements in foreign currencies. As such, the Parent Company's foreign currency risk is minimal.

The following table shows the Parent Company's foreign currency-denominated monetary assets and liabilities and their peso equivalents as of December 31, 2019 and 2018:

	2019		2018	
	US Dollar	**Php Equivalent**	US Dollar	Php Equivalent
Financial Assets				
Cash and cash equivalents	**$1,016,759**	**₱51,488,652**	$416,925	₱21,921,920
Financial Liabilities				
Short-term debt	**–**	**–**	–	–
Long-term debt	**125,000,000**	**6,330,000,000**	–	–
	$125,000,000	**₱6,330,000,000**	$–	₱–
Net foreign currency-denominated assets/(liabilities)	**($123,983,241)**	**(₱6,278,511,348)**	$416,925	₱21,921,920

In translating the foreign currency-denominated monetary assets in peso amounts, the exchange rate used were ₱50.64 to US$1.00 and ₱52.58 to US$1.00, the Philippine Peso - USD exchange rates as of December 31, 2019 and 2018, respectively.

The following table demonstrates the sensitivity to a reasonably possible change in the Philippine Peso - U.S. Dollar exchange rate, with all variables held constant, of the Parent Company's profit before tax (due to changes in the fair value of monetary assets and liabilities).

Increase (decrease)	Effect on profit before tax	
in exchange rate	**2019**	2018
₱1.00	**(123,983,241)**	416,925
(1.00)	**123,983,241**	(416,925)

There is no impact on the Parent Company's equity other than those already affecting net income.

Equity price risk
Quoted financial assets are acquired at a certain price in the market. Such investment securities are subject to price risk due to changes in market values of instruments arising either from factors specific to individual instruments or their issuers or factors affecting all instruments traded in the market. Depending on several factors such as interest rate movements, country's economic performance, political stability, domestic inflation rates, these prices change, reflecting how market participants view the developments.

The Parent Company's market risk policy requires it to manage such risks by setting and monitoring objectives and constraints on investments; diversification plan; limits on investment in each country, sector and market.

The analysis below demonstrates the sensitivity to a reasonably possible change of market index with all other variables held constant, of the Parent Company's equity.

	Effect on equity Increase (decrease)	
Change in PSEi index	**2019**	2018
+5%	**₱227,854**	₱287,990
-5%	**(227,854)**	(287,990)

Quoted financial assets at FVPL pertain to investment in UITF (Fund). The Fund, which is structured as a money market UITF, aims to generate liquidity and stable income by investing in a diversified portfolio of primarily short-term fixed income instruments.

As of December 31, 2019 and 2018, the Parent Company's investment in the fund where all other variables held constant, the fair value, net income and equity will increase (decrease) by: (i) BPI UITF ₱7,397 with a duration of 0.36 year and ₱8,073 with a duration of 0.41 year, respectively, for a 100 basis points decrease or increase, in interest rates.

27. Segment Information

The industry segments where the Parent Company operates follow:

Core business:

- Residential developments - sale of high-end and upper middle-income residential lots and units, and leisure community developments; lease of residential developments under joint venture; acquisition, development and sale of large-scale, mixed-use, master-planned communities; sale of override units or the Parent Company's share in properties made available to subsidiaries for development.
- Shopping centers - development of shopping centers and lease to third parties of retail space and land therein; operation of movie theaters, food courts, entertainment facilities and carparks in these shopping centers; management and operation of malls which are co-owned with partners
- Corporate business - development and lease of office buildings
- Corporate - company-wide activities not catering to specific business units

Support Business:

- Property management - facilities management of the Parent Company

Assets, liabilities, revenues and expenses of the Strategic Landbank Management and Visayas-Mindanao segment were reallocated to other business segments namely, shopping centers, corporate businesses and residential developments according to the nature of the products and services provided.

Management committee monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment.

For the years ended December 31, 2019 and 2018, there were no revenue transactions with a single external customer which accounted for 10% or more of the consolidated revenue from external customers.

Business segments
The following tables regarding business segments present assets and liabilities as of December 31 and revenue and profit information for the years ended December 31 (in millions):

2019

	Property Development	Shopping Centers	Offices	Property Management and Others	Corporate	Total
Revenue						
Revenues from contracts with customers	₱28,205	₱625	₱237	₱3,466	₱–	₱32,533
Interest income from real estate sales	3,413	–	–	–	–	3,413
Rental income	27	1,886	2,185	9	–	4,107
Total revenue	31,645	2,511	2,422	3,475	–	40,053
Real estate costs and expenses	(20,954)	(1,371)	(411)	(11)	(921)	(23,668)
Operating profit	10,691	1,140	2,011	3,464	(921)	16,385
General and administrative expenses	(582)	(462)	(177)	(58)	(744)	(2,023)
Interest expense and other financing charges	(393)	(47)	(232)	–	(9,674)	(10,346)
Interest income	3	–	5	–	522	530
Other income	362	139	177	–	250	928
Dividend income	–	–	–	–	9,413	9,413
Other charges and expenses	–	–	(43)	–	–	(43)
Provision for income tax	–	–	–	–	(1,619)	(1,619)
Net income	₱10,081	₱770	₱1,741	₱3,406	(₱2,773)	₱13,225
Other Information						
Segment assets	₱162,352	₱100,024	₱54,861	₱51,327	₱45,235	₱413,799
Deferred tax assets	–	–	–	–	1,240	1,240
Total assets	₱162,352	₱100,024	₱54,861	₱51,327	₱46,475	₱415,039
Segment liabilities	(₱59,111)	(₱84,433)	(₱35,978)	(₱74,771)	(₱29,918)	(₱284,211)
Segment additions to:						
Property and equipment	₱47	₱450	₱37	₱–	₱113	₱647
Investment properties	986	1,262	2,924	958	2,151	8,281
Depreciation and amortization	₱28	₱691	₱457	₱3	₱97	₱1,276
Non-cash expenses other than depreciation and amortization	₱–	₱–	₱–	₱–	₱–	₱–
Impairment losses	₱–	₱–	₱–	₱–	₱43	₱43

2018

	Property Development	Shopping Centers	Offices	Property Management and Others	Corporate	Total
Revenue						
Revenues from contracts with customers	₱32,192	₱505	₱237	₱3,943	₱ –	₱36,877
Interest income from real estate sales	1,701	–	–	–	–	1,701
Rental income	28	1,581	2,397	56	–	4,062
Total revenue	33,921	2,086	2,634	3,999	–	42,640
Real estate costs and expenses	(23,342)	(1,260)	(675)	(2,513)	(795)	(28,585)
Operating profit	10,579	826	1,959	1,486	(795)	14,055
General and administrative expenses	(507)	(454)	(179)	(100)	(1,028)	(2,268)
Interest expense and other financing charges	(424)	–	(1)	–	(7,742)	(8,167)
Interest income	3	2	1	179	480	665
Other income	277	328	–	–	3,081	3,686
Dividend income	–	–	–	–	8,621	8,621
Other charges and expenses	–	(2)	–	–	(93)	(95)
Provision for income tax	–	–	–	–	(1,298)	(1,298)
Net income	₱9,750	₱700	₱1,375	₱1,565	₱1,809	₱15,199
Other Information						
Segment assets	₱119,564	₱87,482	₱47,230	₱59,730	₱78,399	₱392,405
Deferred tax assets	–	–	–	–	2,562	2,562
Total assets	₱119,564	₱87,482	₱47,230	₱59,730	₱80,961	₱394,967
Segment liabilities	(₱69,936)	(₱65,187)	(₱30,723)	(₱82,014)	(₱20,683)	(₱268,543)
Segment additions to:						
Property and equipment	₱34	₱230	₱26	₱7	₱135	₱432
Investment properties	3,647	10,569	2,706	1,480	(₱12)	18,390
Depreciation and amortization	₱25	₱727	₱367	₱4	₱91	₱1,214
Non-cash expenses other than depreciation and amortization	₱–	₱–	₱–	₱–	₱–	₱–
Impairment losses	₱–	₱2	₱–	₱–	₱–	₱2

28. **Performance Obligations**

Information about the Parent Company's performance obligations are summarized below:

Real estate sales
The Parent Company entered into contracts to sell with one identified performance obligation which is the sale of the real estate unit together with the services to transfer the title to the buyer upon full payment of contract price. The amount of consideration indicated in the contract to sell is fixed and has no variable consideration.

The sale of real estate unit may cover the contract for either the (i) serviced lot; (ii) service lot and house, and (ii) condominium unit and the Parent Company concluded that there is one performance obligation in each of these contracts. The Parent Company recognizes revenue from the sale of these real estate projects under pre-completed contract over time during the course of the construction.

Payment commences upon signing of the contract to sell and the consideration is payable in cash or under various financing schemes entered with the customer. The financing scheme would include payment of 10% of the contract price spread over a certain period (e.g., one to two years) at a fixed monthly payment with the remaining balance payable (a) in full at the end of the period either through cash or external financing; or (b) through in-house financing which ranges from two (2) to ten (10) years with fixed monthly payment. The amount due for collection under the amortization schedule for each of the customer does not necessarily coincide with the progress of construction, which results to either an unbilled receivable or customers' deposit.

After the delivery of the completed real estate unit, the Parent Company provides one year warranty to repair minor defects on the delivered serviced lot and house and condominium unit. This is assessed by the Parent Company as a quality assurance warranty and not treated as a separate performance obligation.

The transaction price allocated to the remaining performance obligations (unsatisfied or partially satisfied) as at December 31, 2019 and 2018 are as follows:

	2019	2018
Within one year	**₱17,391,697,928**	₱19,606,414,936
More than one year	**17,198,973,898**	22,347,460,487
	₱34,590,671,826	₱41,953,875,423

The remaining performance obligations expected to be recognized within one year and in more than one year relate to the continuous development of the Parent Company's real estate projects. The Parent Company's condominium units are completed within three to five years, respectively, from start of construction while serviced lots and serviced lots and house are expected to be completed within two to three years from start of development.

29. **Leases**

Operating Leases - Parent Company as Lessor
The Parent Company entered into lease agreements with third parties covering its investment property portfolio. These leases generally provide for either (a) fixed monthly rent, or (b) minimum rent or a certain percentage of gross revenue, whichever is higher.

Future minimum rentals receivable under noncancellable operating leases of the Parent Company are as follows:

	2019	2018
Within one year	**₱2,440,384,881**	₱1,877,760,950
After one year but not more than five years	**9,999,754,692**	8,791,627,257
More than five years	**7,396,124,375**	9,080,452,413
	₱19,836,263,948	₱19,749,840,620

On January 1, 2015, the Parent Company and ACCI entered into a lease contract for the lease of parcels of land and buildings within the Greenbelt and Glorietta development located at the Ayala Center, Makati City. The lease shall be for a period of two years from January 1, 2015 until December 31, 2016, renewable for another two years upon the written agreement of both parties. The lease generally provide for a fixed monthly rent and a certain percentage of gross rental revenue per month. The lease was renewed from January 1, 2017 to December 31, 2021 under the same terms and conditions stated in the original contract of lease.

On January 1, 2017, the Parent Company and NECC entered into a lease contract for the lease of a parcel of land with an area of 19,988 sq.m., three office towers and a common retail podium mixed-use commercial building located at the Vertis North estate. The lease of land shall be for a period of 40 years which commenced on January 1, 2017. The commencement of the lease period for the buildings are by phase, Phase 1 started on January 18, 2017, Phase 2 on April 1, 2017, Phase 3 on October 1, 2017 and Phase 4 shall start on October 1, 2018. The lease on the buildings is co-terminous with the land lease. The lease is renewable for another 40 years upon mutual agreement of both parties. The lease generally provide for a fixed monthly rent and a certain percentage of gross rental revenue per month.

In 2017, the Parent Company and ATI entered into a lease contract for the lease of a 24-storey building with a total construction floor area of 146,830 sq. m. located at 30 Meralco Ave., Pasig City. The lease shall be for a period of 40 years which commenced on February 1, 2016 for Phase 1 and August 1, 2017 for Phase 2. The lease is renewable for another 40 years upon mutual agreement of both parties. The lease generally provide for a fixed monthly rent and a certain percentage of gross rental revenue per month.

On December 27, 2017, the Parent Company signed a lease agreement with MCLC for the lease on the parcels of land it owns where the buildings bought by MCLC were constructed. Please refer to Notes 11 and 22.

On December 28, 2017, the Parent Company signed a lease agreement with ASCVC for the lease on the parcels of land it owns where the Arca South BPO and Mall were constructed. Please refer to Notes 11 and 22.

<u>Operating Leases - Parent Company as Lessee</u>
Future minimum rentals payable under noncancellable operating leases of the Parent Company follows:

	2019	2018
Within one year	**₱38,770,466**	₱108,471,353
After one year but not more than five years	**174,496,456**	166,496,169
More than five years	**294,580,636**	341,717,110
	₱507,847,558	₱616,684,632

Set out below are the carrying amounts of right-of-use assets recognized and the movements in 2019:

Cost	
At January 1, as previously reported	₱–
Effect of adoption of standard	488,925,517
At January 1, as restated, and December 31	488,925,517
Accumulated Depreciation and Amortization	
At January 1	–
Effect of adoption of standard	85,920,603
At January 1, as restated	85,920,603
Depreciation	55,978,186
At December 31	141,898,789
Net Book Value	₱347,026,728

The rollforward analysis of lease liabilities follows:

	2019
As at January 1, 2019, as previously reported	₱–
Effect of adoption of standard	366,585,002
At January 1, 2019, as restated	366,585,002
Interest expense	27,316,431
Payments	(108,471,353)
As at December 31, 2019	₱285,430,080
Current lease liabilities	16,187,902
Noncurrent lease liabilities	269,242,178

The following are the amounts recognized in the parent company statement of income:

Depreciation expense of right-of-use assets	₱55,978,186
Interest expense on lease liabilities	27,316,431
Rent expense - variable lease payments	161,074,204
Total amounts recognized in the parent company statement of income	₱244,368,821

The Parent Company has lease contracts for land that contains variable payments based on a certain percentage of gross rental income of the commercial centers. These terms are negotiated by management for certain commercial spaces without steady customer demand. Management's objective is to align the lease expense with the revenue earned. The following provides information on the Parent Company's variable lease payments, including the magnitude in relation to fixed payments:

	Fixed Payments	Variable Payments	Total
Fixed	₱108,471,353	₱–	₱108,471,353
Variable rent only	–	161,074,204	161,074,204
At December 31	₱108,471,353	₱161,074,204	₱269,545,557

The significant leases entered into by the Parent Company are as follows:

On September 2018, the Parent Company signed a Lease Agreement with Manila Seedling Bank Foundation, Inc. (MSBFI) for the lease of a 4.5-hectare portion of land located at the corner of EDSA and Quezon Avenue, Diliman, Quezon City. The term of the lease shall be coterminous with the Lessor's usufruct over the Leased Premises, or until September 20, 2027.

On September 2017, the Parent Company signed a Lease Agreement with AyalaLand Estates, Inc. (ALEI) for the lease of a 4.3-hectare portion of land located in Vermosa, Pasong Buaya I, Imus City, Province of Cavite. The term of the lease shall ten (10) years commencing from September 2017 to August 2027.

On January 2017, the Parent Company signed a Lease Agreement with Philippine Racing Club, Inc. for the lease of land located in Circuit Makati, Brgy. Carmona, Makati City with an aggregate area of 12,793 sqm. The term of the lease shall be twenty-three years and three months commencing from Delivery Date. The Lessee shall have the option to renew the lease under the same terms and conditions for another period of five years, provided that renewal period shall be mutually agreed by the Parties. For the period commencing from delivery date until sixty-three (63) months thereafter, the Lessee shall pay the Lessor the rent amounting to ₱100.00 million. Commencing on the sixty fourth month from execution of the contract until the end of the lease term, the Lessee shall pay the Lessor the rent equal to fifty percent (50%) of the Gross Income of the Lessee.

30. Long-term Commitments and Contingencies

Commitments

a. On December 8, 2017, ALI assigned to NTDCC development rights on certain portions of the North Triangle lot pads covered by a Deed of Assignment and Encroachment Settlement Agreement amounting to ₱631.2 million.

b. On January 12, 2016, the Parent Company has entered into a partnership with Manila Water Philippine Ventures, Inc, a wholly owned subsidiary of Manila Water Company, Inc, for the waterworks of Parent Company's projects nationwide. The Memorandum of Agreement (MOA) was signed by Parent Company and its subsidiaries and affiliates, Cebu Holdings, Inc. and Cebu Property Ventures and Development Corp. Total expenses amounted to ₱0.2 million.

c. ALI and LT Group, Inc. (LTG) entered into an agreement on January 21, 2016 to jointly develop a project along the C5 corridor. The project is envisioned to be an estate development that spans portions of Pasig City and Quezon City. A new company named, ALI-ETON Property Development Corporation, was incorporated on March 13, 2016.

   On January 15, 2018, the estate, named Parklinks was launched and is the greenest urban estate of ALI in partnership with Eton Properties Inc. The first residential project of Ayala Land Premier, Parklinks North Tower was launched on the same year, while the Parklinks lifestyle mall broke ground as well, expected to provide a new destination for residents and office workers within the area when it opens in 2023. With the brisk residential sales of ALP's first project, the Parklinks South tower was launched in 2019, together with Alveo's first residential development "The Lattice".

   Also set to rise within the estate will be an iconic bridge that will conveniently connect the QC and Pasig parcels, offering a new route that can help ease vehicular traffic in the north eastern and eastern portions of Metro Manila. The bridge is expected to be completed by early 2021.

d. On August 11, 2015, the Parent Company won the bid for the Integrated Transport System Project-South Terminal ("ITS South Project"). The Parent Company was awarded by the Department of Transportation and Communications ("DOTC") with a 35-year concession agreement to build and operate the ITS South Project and will likewise have the right to develop and operate commercial leasing facilities on the same 5.57 hectare former Food Terminal Inc. property on which the future transport terminal will be built. The site of the ITS South Project is right next to ARCA South, where the Parent Company is developing an integrated mixed-use estate. It is estimated that up to 4,000 buses and 160,000 passengers will feed into ITS South from SLEX every day. Full blast construction of the terminal to start by 2H 2018 and targeted to be operational by 1H 2020.

e. On June 30, 2015, the Parent Company, through SM-ALI Group Consortium (the Consortium), participated and won in the bidding for Lot No. 8-B-1, containing an area of 263,384 sqm, which is portion of Cebu City-owned lot located at the South Road Properties, Cebu City covered by Transfer Certificate of Title No. 107-2011000963. The Consortium is a consortium among SMPHI, the Parent Company and CHI (together with the Parent Company collectively referred to as the "ALI Group"). Consistent with the agreed payment schedule in the Deed of Absolute Sale, as of August 1, 2018, the Parent Company has fully paid Php 4.56 billion, excluding taxes. The SM-ALI Group has finished with the joint masterplan and has secured the development permit last November 2019 from the Cebu City Council.

f. On May 12, 2014, ALI has signed the terms of reference with Sureste Properties, Inc. (SPI), a wholly owned subsidiary of Bloomberry Resorts Corp. (BLOOM) for the retail area to be opened in the new Phase 1-A of Solaire Resort & Casino. The Parent Company will be the leasing and marketing agent of the said area with gross leasable area of more than 5,000 sqm.

Contingencies
The Parent Company has various contingent liabilities arising in the ordinary conduct of business including a case related to property restriction violation. The estimate of the probable cost for the resolution of this claim has been developed in consultation with outside counsel handling the defense in this matter and is based upon an analysis of potential results. In the opinion of management and its legal counsel the eventual liability under these lawsuits or claims, if any, will not have a material or adverse effect on the Parent Company's financial position and results of operations. Accordingly, no provision for any liability has been made in the parent company financial statements.

Disclosures required by PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, were not provided as it may prejudice the Parent Company's position in ongoing claims and it can jeopardize the outcome of the claims and contingencies.

31. Notes to Statements of Cash Flows

Disclosed below is the roll forward of liabilities under financing activities:

2019

	January 1, 2019	Cash flows	Non-cash changes	Foreign exchange movement	December 31, 2019
Short-term debt	**₱13,500,900,000**	**₱2,207,100,000**	**₱–**	**₱–**	**₱15,708,000,000**
Current long-term debt	**20,255,266,261**	**(20,255,266,261)**	**7,188,254,688**	**–**	**7,188,254,688**
Non-current long-term debt	**122,659,181,389**	**39,816,778,903**	**(6,996,629,915)**	**11,500,000**	**155,490,830,377**
Lease liability	**–**	**(108,471,353)**	**393,901,433**	**–**	**285,430,080**
Dividends payable	**–**	**(7,721,500,201)**	**7,721,500,201**	**–**	**–**
Deposits and other noncurrent liabilities	**7,170,169,930**	**(83,063,372)**	**(201,505,392)**	**–**	**6,885,601,166**
Total liabilities from financing activities	**₱163,585,517,580**	**₱13,855,577,716**	**₱8,105,521,015**	**₱11,500,000**	**₱185,558,116,311**

2018

	January 1, 2018	Cash flows	Non-cash changes	Foreign exchange movement	December 31, 2018
Short-term debt	₱16,991,350,000	(₱3,490,450,000)	₱–	₱–	₱13,500,900,000
Current long-term debt	971,190,276	(1,063,975,325)	20,255,266,261	92,785,049	20,255,266,261
Non-current long-term debt	124,271,705,905	18,642,741,745	(20,255,266,261)	–	122,659,181,389
Dividends payable	–	(7,485,914,705)	7,485,914,705	–	–
Deposits and other noncurrent liabilities	7,727,724,424	(3,701,101,787)	–	–	4,026,622,637
Total liabilities from financing activities	₱149,961,970,605	₱2,901,299,928	₱7,485,914,705	₱92,785,049	₱160,441,970,287

The noncash activities of the Parent Company pertain to the following:

2019

- Transfer from investment properties to inventory amounted to ₱3,542.17 million
- Liability for purchased land amounted to ₱201.51 million

2018

- Transfer from investment properties to inventory amounted to ₱6,865.9 million
- Transfer from inventory to investment properties amounted to ₱0.4 million
- Liability for purchased land amounted to ₱2,277.06 millionon

32. **Events After the Reporting Date**

On February 20, 2020, the BOD approved the declaration of cash dividends amounting to 0.268 per outstanding common share. This reflects a 3% increase from the cash dividends declared in the first half of 2019 amounting to 0.26 per share. These will be paid on March 20, 2020 to shareholders on record as of March 6, 2020.

On the same date, the BOD approved the raising of up to 10 billion through the issuance of retail bonds under its current Shelf Registration program and will be listed on the Philippine Dealing and Exchange Corporation (PDEx) to partially finance general corporate requirements and to refinance maturing loans.

The BOD also approved the increase of additional 25 billion to the Parent Company's current share buyback program bringing the available balance to 26.1 billion. The program will be implemented through open market purchases executed via the trading facilities of the Philippine Stock Exchange.

33. **Supplementary Information Required Under Revenue Regulations 15-2010**

In compliance with the requirements set forth by Revenue Regulations 15-2010 hereunder are the information on taxes, duties and license fees paid or accrued during the taxable year.

Value-Added Tax (VAT)
The Parent Company is a VAT-registered company with VAT output tax declaration as follows:

	Net Sales/ Receipts	Output VAT
Taxable sales on:		
Sale of goods	₱28,195,060,619	₱3,383,407,274
Leasing income	2,701,432,732	324,171,928
Sales to Government	170,689,992	20,482,799
Others	6,041,862,831	725,023,540
Zero-Rated Sales	1,381,886,739	–
	₱38,490,932,913	₱4,453,085,541

The sale of goods is recorded under Land and residential sales account while leasing income is recorded under Rental income. The amount of VAT Input taxes claimed are broken down as follows:

Balance at beginning of year (net Input VAT position)	₱953,034,592
Current year's purchases:	
Capital goods subject to amortization	8,593,310
Goods other than capital goods	31,589,221
Services lodged under other accounts	3,376,180,541
Services rendered by non-residents	811,649
Importation of Goods	1,578,030
Apportionment of input tax reclass to expense	11,881,166
Input VAT applied during the year	(4,352,962,017)
Balance at end of year	₱30,706,492

Documentary Stamp Tax (DST)
The DST paid or accrued on the following transactions are:

Transaction	Amount	DST
Interest expense and other financing charges		
DST on loans	₱235,115,832,411	₱112,233,198
DST on Intercompany loan	205,334,145,933	102,154,474
Issuance of PDTC bonds	10,000,000,000	75,000,000
DST on original issue of shares of stock	10,453,766	104,538
Shares of stock not traded in stock exchange	10,453,766	78,404
DST on leases and other hiring agreements	94,730,147	230,642
Direct Operating Expenses		
DST on leases and other hiring agreements	158,009,144	336,889
General and administrative expenses		
DST on original issue of shares of stock	1,104,983,000	9,049,830
DST on leases and other hiring agreements	5,990,529	17,445
Capitalized DST		
DST on promissory note	184,245,579	1,381,842
DST on transfer of real property	2,161,503,962	32,422,560
	₱454,180,348,237	₱333,009,822

Taxes and Licenses
The following are the taxes, licenses and permit fees in 2019 excluding DST:

	Direct Operating Expenses	General and Administrative Expenses	Total
Local			
Real property tax	₱436,870,338	₱97,710	₱436,968,048
License and permit fees	284,744,205	62,221	284,806,426
Inspection fees	3,102,777	4,608	3,107,385
Motor vehicle registration fees	–	577,722	577,722
Professional tax	–	51,830	51,830
Community tax	–	11,110	11,110
Transfer Tax	161,524	–	161,524
Others	3,520,038	200,783	3,720,821
	728,398,882	**1,005,984**	**729,404,866**
National			
Fringe benefits tax	₱–	₱98,843,795	₱98,843,795
Annual registration	–	1,627	1,627
	–	98,845,422	98,845,422
	₱728,398,882	₱99,851,406	₱828,250,288

Withholding Taxes
Details of withholding taxes for the year are as follows:

Final withholding taxes	₱1,593,803,987
Expanded withholding taxes	1,491,749,413
Withholding taxes on compensation and benefits	465,438,035
Balance at December 31	₱3,550,991,435

Tax Assessments and Cases
The Parent Company has no deficiency tax assessments whether protested or not. The Parent Company has not been involved in any tax cases under preliminary investigation, litigation, and/or prosecution in courts or bodies outside the BIR.

SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

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Fax: (632) 819 0872
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BOA/PRC Reg. No. 0001,
October 4, 2018, valid until August 24, 2021
SEC Accreditation No. 0012-FR-5 (Group A),
November 6, 2018, valid until November 5, 2021

INDEPENDENT AUDITOR'S REPORT
ON SUPPLEMENTARY SCHEDULE

The Stockholders and the Board of Directors
Ayala Land, Inc.
31st Floor, Tower One and Exchange Plaza, Ayala Triangle
Ayala Avenue, Makati City

We have audited in accordance with Philippine Standards on Auditing, the financial statements of Ayala Land, Inc. (the Parent Company) as at December 31, 2019 and 2018, and have issued our report thereon dated February 20, 2020. Our audits were made for the purpose of forming an opinion on the basic parent company financial statements taken as a whole. The accompanying Schedule of Reconciliation of Retained Earnings Available for Dividend Declaration is the responsibility of the Parent Company's management. This schedule is presented for purposes of complying with the Revised Securities Regulation Code Rule 68, and is not part of the basic parent company financial statements. This has been subjected to the auditing procedures applied in the audit of the basic parent company financial statements and, in our opinion, fairly state, in all material respects, the financial information required to be set forth therein in relation to the basic parent company financial statements taken as a whole.

Michael C. Sabado
Partner
CPA Certificate No. 89336
SEC Accreditation No. 0664-AR-4 (Group A),
November 11, 2019, valid until November 10, 2022
Tax Identification No. 160-302-865
BIR Accreditation No. 08-001998-73-2018,
February 26, 2018, valid until February 25, 2021
PTR No. 8125294, January 7, 2020, Makati City

February 20, 2020

COVER SHEET
for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

1	5	2	7	4	7					

COMPANY NAME

AYALA LAND, INC. AND SUBSIDIARIES

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

31st Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City

Form Type	Department requiring the report	Secondary License Type, If Applicable
AAFS		

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number	Mobile Number
iru@ayalaland.com.ph	7 908-3677	

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
11,862	04/22	12/31

CONTACT PERSON INFORMATION

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

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
Ma. Luisa D. Chiong	chiong.malou@ayalaland.com.ph	7 908-3681	

CONTACT PERSON's ADDRESS

30th Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City

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

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

SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

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Fax: (632) 8819 0872
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BOA/PRC Reg. No. 0001,
October 4, 2018, valid until August 24, 2021
SEC Accreditation No. 0012-FR-5 (Group A),
November 6, 2018, valid until November 5, 2021

INDEPENDENT AUDITOR'S REPORT

The Stockholders and the Board of Directors
Ayala Land, Inc.
31st Floor, Tower One and Exchange Plaza, Ayala Triangle
Ayala Avenue, Makati City

Opinion

We have audited the accompanying consolidated financial statements of Ayala Land, Inc. and its subsidiaries (the Group), which comprise the consolidated statements of financial position as at December 31, 2020 and 2019, 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, 2020, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2020 and 2019, and its consolidated financial performance and its consolidated cash flows for each of the three years in the period ended December 31, 2020 in accordance with Philippine Financial Reporting Standards (PFRSs).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSAs). Our responsibilities under those standards are further described in the *Auditor's 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 audit of the consolidated financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Real Estate Revenue Recognition

The Group's revenue recognition process, policies and procedures are significant to our audit because these involve application of significant judgment and estimation: (1) assessment of the probability that the entity will collect the consideration from the buyer; (2) application of the output method as the measure of progress in determining real estate revenue; (3) determination of the actual costs incurred as cost of sales; and (4) recognition of cost to obtain a contract.

In evaluating whether collectability of the amount of consideration is probable, the Group considers the significance of the buyer's initial payments (buyer's equity) in relation to the total contract price. Collectability is also assessed by considering factors such as past history with buyers, age of residential and office development receivables and pricing of the property. Management regularly evaluates the historical sales cancellations and back-outs, after considering the impact of coronavirus pandemic, if it would still support its current threshold of buyers' equity before commencing revenue recognition.

In measuring the progress of its performance obligation over time, the Group uses the output method. This method measures progress based on physical proportion of work done on the real estate project which requires technical determination by the Group's specialists (project engineers). This is based on the monthly project accomplishment report prepared by the third party surveyor as approved by the construction manager which integrates the surveys of performance to date of the construction activities for both sub-contracted and those that are fulfilled by the Group itself.

In determining the actual costs incurred to be recognized as cost of sales, the Group estimates costs incurred on materials, labor and overhead which have not yet been billed by the contractor.

The Group identifies sales commission after contract inception as the cost of obtaining the contract. For contracts which qualified for revenue recognition, the Group capitalizes the total sales commission due to sales agent as cost to obtain contract and recognizes the related commission payable. The Group uses percentage of completion (POC) method in amortizing sales commission consistent with the Group's revenue recognition policy.

The disclosures related to real estate revenue are included in Notes 2 and 3 to the consolidated financial statements.

Audit Response

We obtained an understanding of the Group's revenue recognition process.

For the buyers' equity, we evaluated management's basis of the buyer's equity by comparing this to the historical analysis of sales cancellations from buyers with accumulated payments above the collection threshold. We also considered the impact of the coronavirus pandemic to the level of cancellations during the year. We traced the analysis to supporting documents such as deed of cancellations.

For the application of the output method, in determining real estate revenue, we obtained an understanding of the Group's processes for determining the POC, and performed tests of the relevant controls. We obtained the certified POC reports prepared by the project engineers and assessed their competence and objectivity by reference to their qualifications, experience and reporting responsibilities. For selected projects, we conducted ocular inspections, made relevant inquiries, including inquiries on how the coronavirus pandemic affected the POC during the period and obtained the supporting details of POC reports showing the completion of the major activities of project construction.

For the cost of sales, we obtained an understanding of the Group's cost accumulation process and performed tests of the relevant controls. For selected projects, we traced costs accumulated, including those incurred but not yet billed costs, to supporting documents such as invoices and accomplishment reports from the contractors and official receipts.

For the recognition of cost to obtain a contract, we obtained an understanding of the sales commission process. For selected contracts, we agreed the basis for calculating the sales commission capitalized and the portion recognized in profit or loss, particularly: (a) the percentage of commission due against contracts with sales agents, (b) the total commissionable amount (i.e., net contract price) against the related contract to sell, and, (c) the POC against the POC used in recognizing the related revenue from real estate sales.

Accounting for Lease Concessions

In line with the rental relief framework implemented by the government to support businesses and the broader economy due to the impact of Covid-19, the Group waived its right to collect rent and other charges as part of various lease concessions it granted to lessees such as lease payment holidays or lease payment reductions. The Group assessed that the lease concessions it granted to lessees do not qualify as lease modifications since the terms and conditions under the corresponding lease contracts have not been modified by the waiver. The Group accounted for the lease concessions in the form of negative variable rent which the Group recorded when the concession is granted regardless of the period to which the concession pertains. The Group's accounting for lease concession under PFRS 16 is significant to our audit because there were numerous lease concessions granted to lessees during the period; the recorded amounts are material to the consolidated financial statements; and accounting for lease concession involves the application of significant judgment in determining whether or not the lease concession is a lease modification.

The disclosures related to the lease concession granted by the Group are included in Notes 3 and 33 to the consolidated financial statements.

Audit Response

We determined the population of lease contracts and obtained an understanding of the type, extent and periods covered under the various lease concessions granted by the Group to the lessees during the year.

On a sample basis, we tested the population of lease agreements covered by the lease concessions by comparing the lease contracts under the operations report against lease contract database which include contract number, contract name, contract type and rental rate, among others.

On a test basis, we obtained and inspected the communications of the Group to the lessees and traced the relevant information to the schedule of calculation of the amounts of lease concession. On a sample basis, we test computed the amounts of lease concessions. We obtained management's assessment supporting the conclusion that the lease concessions granted by the Group to the lessees do not qualify as lease modifications. We reviewed the legal opinion issued by the Group's external legal counsel to support the Group's assessment and conclusion about the waiver of its right to collect rent and other charges from lessees. We involved our internal specialist in evaluating the legal basis supporting management assessment. We also reviewed the disclosures relating to the lease concessions.

Impairment Testing of Property and Equipment and Right-of-Use Assets of Hotels and Resorts Segment

In view of the continuing community quarantines and restricted travel, the Group's hotels and resorts segment continues to be adversely affected by the lower number of guests and reduced room rates, both of which have significantly impacted the revenues reported for this segment. Also, many restaurants remain closed or allowed limited operations which impacted the food and beverage revenues of the segment. These events and conditions are impairment indicators requiring the assessment of the recoverable amount of the property and equipment and right-of-use assets, which involves significant judgment, estimation and assumptions about occupancy rates, average room rates, gross margin, as well as external inputs such as discount rates. In addition, because of the coronavirus pandemic, there is the heightened level of uncertainty on the future economic outlook and market forecast. Accordingly, such impairment assessment and testing is a key audit matter in our audit.

The disclosures in relation to property and equipment and right-of-use assets are included in Note 3 to the consolidated financial statements.

Audit Response

We involved our internal specialist in evaluating the methodologies and the assumptions used in estimating the recoverable amount. These assumptions include occupancy rates, average room rates, gross margin as well as external inputs such as discount rate. We compared the key assumptions used such as occupancy rates, average room rates and gross margin against industry forecasts and with historical information, adjusted to take into consideration the impact associated with the coronavirus pandemic. We tested the discount rate by comparing against market data. We also reviewed the Group's disclosures about these assumptions to which the outcome of the impairment test is most sensitive; specifically, those that have the most significant effect on the determination of the recoverable amount of property and equipment and right-of-use assets.

Consolidation Process

The consolidated financial statements of the Group represents the consolidation of the financial statements of Ayala Land, Inc. and its various direct and indirect subsidiaries. We consider the Group's consolidation process as a key audit matter because of the complexity arising from the numerous component entities within the Group requiring layers of consolidation, voluminous intercompany transactions within the Group that require elimination, monitoring of fair value adjustments arising from business combinations, and adjustments to non-controlling interests. Note 1 to the consolidated financial statements provides the relevant information on the Group's subsidiaries.

Audit Response

We obtained an understanding of the Group's consolidation process and the Group's process for identifying related parties and related party transactions and the reconciliation of intercompany balances. We tested significant consolidation adjustments, including elimination, deferral and realization of profit or recoveries from intercompany transactions and balances, amortization/depreciation/reversal of fair value adjustments arising from business combinations, the currency translation adjustments, movements in non-controlling interests and other equity adjustments. We evaluated whether the accounting policies of the Group has been consistently applied.

Other Information

Management is responsible for the other information. The other information comprises the information included in the SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2020, but does not include the consolidated financial statements and our auditor's report thereon. The SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2020 are expected to be made available to us after the date of this auditor's 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 PFRSs, 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.

Auditor's 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 auditor's 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 PSAs 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 PSAs, 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 auditor's 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 auditor's 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 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 to 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 auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Michael C. Sabado.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
CPA Certificate No. 89336
SEC Accreditation No. 0664-AR-4 (Group A),
November 11, 2019, valid until November 10, 2022
Tax Identification No. 160-302-865
BIR Accreditation No. 08-001998-073-2020,
December 3, 2020, valid until December 2, 2023
PTR No. 8534357, January 4, 2021, Makati City

February 23, 2021

AYALA LAND, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(Amounts in Thousands)

	December 31	
	2020	2019
ASSETS		
Current Assets		
Cash and cash equivalents (Notes 4 and 29)	**₱17,037,347**	₱20,413,041
Short-term investments (Notes 5 and 29)	**358,120**	617,149
Financial assets at fair value through profit or loss (Notes 6 and 29)	**965,171**	485,436
Accounts and notes receivable (Notes 7 and 29)	**101,145,909**	105,039,306
Inventories (Note 8)	**146,743,592**	120,287,686
Other current assets (Note 9)	**58,020,962**	48,591,632
Total Current Assets	**324,271,101**	295,434,250
Noncurrent Assets		
Noncurrent accounts and notes receivable (Notes 7 and 29)	**46,021,255**	45,563,869
Financial assets at fair value through other comprehensive income (FVOCI) (Notes 10 and 29)	**1,511,443**	1,529,179
Investments in associates and joint ventures (Note 11)	**26,601,254**	25,317,581
Right-of-use assets (Note 33)	**13,008,175**	13,564,472
Investment properties (Note 12)	**222,684,850**	243,043,448
Property and equipment (Note 13)	**43,446,968**	43,062,357
Deferred tax assets - net (Note 23)	**12,121,515**	11,527,645
Other noncurrent assets (Notes 14 and 26)	**31,827,813**	34,880,477
Total Noncurrent Assets	**397,223,273**	418,489,028
	₱721,494,374	₱713,923,278
LIABILITIES AND EQUITY		
Current Liabilities		
Short-term debt (Notes 16 and 29)	**₱9,131,325**	₱18,032,830
Accounts and other payables (Notes 15 and 29)	**144,625,922**	162,979,169
Income tax payable	**1,455,612**	2,123,379
Current portion of lease liabilities (Note 33)	**466,801**	724,859
Current portion of long-term debt (Notes 16 and 29)	**18,732,401**	17,250,706
Deposits and other current liabilities (Note 17)	**25,317,246**	25,472,581
Total Current Liabilities	**199,729,307**	226,583,524
Noncurrent Liabilities		
Long-term debt - net of current portion (Notes 16 and 29)	**184,087,192**	175,813,345
Pension liabilities (Note 26)	**3,020,797**	1,987,605
Lease liabilities - net of current portion (Note 33)	**17,289,042**	16,738,846
Deferred tax liabilities - net (Note 23)	**7,148,534**	6,090,754
Deposits and other noncurrent liabilities (Notes 18 and 29)	**50,040,170**	44,003,636
Total Noncurrent Liabilities	**261,585,735**	244,634,186
Total Liabilities	**461,315,042**	471,217,710

(Forward)

	December 31	
	2020	2019
Equity (Note 19)		
Equity attributable to equity holders of Ayala Land, Inc.		
Paid-in capital	**₱62,953,585**	₱62,772,446
Retained earnings	**161,660,724**	156,940,236
Stock options outstanding (Note 28)	**–**	42,279
Remeasurement loss on defined benefit plans (Note 26)	**(818,101)**	(337,210)
Fair value reserve of financial assets at FVOCI (Note 10)	**(748,220)**	(457,358)
Cumulative translation adjustments	**167,395**	250,440
Equity reserves (Note 1)	**585,256**	(7,056,459)
Treasury stock	**(1,260,780)**	(1,104,353)
	222,539,859	211,050,021
Non-controlling interests (Note 19)	**37,639,473**	31,655,547
Total Equity	**260,179,332**	242,705,568
	₱721,494,374	₱713,923,278

See accompanying Notes to Consolidated Financial Statements.

AYALA LAND, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF INCOME

(Amounts in Thousands, Except Earnings Per Share Figures)

	Years Ended December 31		
	2020	2019	2018
REVENUE (Note 20)			
Real estate sales (Notes 20 and 30)	**₱85,965,453**	₱157,848,573	₱155,954,816
Interest income from real estate sales (Notes 7 and 20)	**8,602,775**	7,890,972	7,042,078
Equity in net earnings of associates and joint ventures (Notes 11 and 20)	**586,502**	965,787	749,924
	95,154,730	166,705,332	163,746,818
Interest and investment income (Notes 6, 21 and 25)	**394,701**	930,445	958,236
Other income (Notes 21 and 24)	**723,268**	1,157,935	1,540,717
	1,117,969	2,088,380	2,498,953
	96,272,699	168,793,712	166,245,771
COSTS AND EXPENSES			
Cost of real estate sales (Note 22)	**56,673,184**	94,751,939	101,079,130
General and administrative expenses (Notes 22, 26 and 28)	**8,011,813**	9,367,359	9,101,328
Interest and other financing charges (Note 22)	**12,745,720**	12,199,758	9,594,003
Other expenses (Note 22)	**3,788,771**	1,644,982	1,270,281
	81,219,488	117,964,038	121,044,742
INCOME BEFORE INCOME TAX	**15,053,211**	50,829,674	45,201,029
PROVISION FOR INCOME TAX (Note 23)			
Current	**4,687,956**	12,455,010	13,390,637
Deferred	**(628,983)**	859,633	(1,406,197)
	4,058,973	13,314,643	11,984,440
NET INCOME	**₱10,994,238**	₱37,515,031	₱33,216,589
Net income attributable to:			
Equity holders of Ayala Land, Inc. (Note 27)	**₱8,727,155**	₱33,188,399	₱29,240,880
Non-controlling interests	**2,267,083**	4,326,632	3,975,709
	₱10,994,238	₱37,515,031	₱33,216,589
Earnings Per Share (Note 27)			
Net income attributable to equity holders of Ayala Land, Inc.:			
Basic and diluted	**₱0.59**	₱2.25	₱1.98

See accompanying Notes to Consolidated Financial Statements.

AYALA LAND, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(Amounts in Thousands)

	Years Ended December 31		
	2020	2019	2018
NET INCOME	**₱10,994,238**	₱37,515,031	₱33,216,589
Other comprehensive income (loss)			
Item that may be reclassified to profit or loss in subsequent years:			
Cumulative translation adjustment	**(237,531)**	(617,831)	451,195
Items that will not be reclassified to profit or loss in subsequent years:			
Fair value reserve of financial assets at FVOCI (Note 10)	**(426,088)**	(3,220)	71,938
Remeasurement gain on pension liabilities (Note 26)	**(686,987)**	(167,754)	(85,381)
Income tax effect	**206,096**	50,326	25,614
	(1,144,510)	(738,479)	463,366
TOTAL COMPREHENSIVE INCOME	**₱9,849,728**	₱36,776,552	₱33,679,955
Total comprehensive income attributable to:			
Equity holders of of Ayala Land, Inc.	**₱7,872,357**	₱32,449,920	₱29,701,637
Non-controlling interests	**1,977,371**	4,326,632	3,978,318
	₱9,849,728	₱36,776,552	₱33,679,955

See accompanying Notes to Consolidated Financial Statements.

AYALA LAND, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

(Amounts in Thousands)

				Attributable to equity holders of Ayala Land, Inc.										
	Capital Stock (Note 19)	Additional Paid-in Capital (Note 19)	Subscriptions Receivable	Appropriated Retained Earnings (Note 19)	Unappropriated Retained Earnings (Note 19)	Stock Options Outstanding	Remeasurement Gain (Loss) on Defined Benefit Plans (Note 26)	Fair value reserve of financial assets at FVOCI (Note 10)	Cumulative Translation Adjustments (Note 19)	Equity Reserves (Note 19)	Treasury Stocks (Note 19)	Total	Non-Controlling Interests	Total Equity
As of January 1, 2020	**₱16,051,984**	**₱48,598,641**	**(₱1,878,179)**	**₱8,000,000**	**₱148,940,236**	**₱42,279**	**(₱337,210)**	**(₱457,358)**	**₱250,440**	**(₱7,056,459)**	**(₱1,104,353)**	**₱211,050,021**	**₱31,655,547**	**₱242,705,568**
Net income	**–**	**–**	**–**	**–**	**8,727,155**	**–**	**–**	**–**	**–**	**–**	**–**	**8,727,155**	**2,267,083**	**10,994,238**
Other comprehensive loss	**–**	**–**	**–**	**–**	**–**	**–**	**(480,891)**	**(290,862)**	**(83,045)**	**–**	**–**	**(854,798)**	**(289,712)**	**(1,144,510)**
Total comprehensive income	**–**	**–**	**–**	**–**	**8,727,155**	**–**	**(480,891)**	**(290,862)**	**(83,045)**	**–**	**–**	**7,872,357**	**1,977,371**	**9,849,728**
Cost of stock options	**–**	**154,199**	**–**	**–**	**–**	**(42,279)**	**–**	**–**	**–**	**–**	**–**	**111,920**	**–**	**111,920**
Collection of subscription receivable	**–**	**–**	**26,940**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**26,940**	**–**	**26,940**
Stock options exercised	**14,845**	**396,672**	**(411,517)**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Acquisition of treasury shares	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**(156,427)**	**(156,427)**	**–**	**(156,427)**
Disposal of non-controlling interest	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**7,641,715**	**–**	**7,641,715**	**–**	**7,641,715**
Increase in non-controlling interests	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**4,937,740**	**4,937,740**
Cash dividends declared	**–**	**–**	**–**	**–**	**(4,006,667)**	**–**	**–**	**–**	**–**	**–**	**–**	**(4,006,667)**	**(931,185)**	**(4,937,852)**
As of December 31, 2020	**₱16,066,829**	**₱49,149,512**	**(₱2,262,756)**	**₱8,000,000**	**₱153,660,724**	**₱–**	**(₱818,101)**	**(₱748,220)**	**₱167,395**	**₱585,256**	**(₱1,260,780)**	**₱222,539,859**	**₱37,639,473**	**₱260,179,332**
As of January 1, 2019, as previously reported	₱16,041,530	₱47,985,990	(₱1,676,556)	₱8,000,000	₱124,090,020	₱65,462	(₱219,782)	(₱454,138)	₱868,271	(₱7,400,945)	₱–	₱187,299,852	₱32,921,345	₱220,221,197
Effect of adoption of PFRS 16, *Leases*	–	–	–	–	(616,823)	–	–	–	–	–	–	(616,683)	(299,348)	(916,031)
Balances at January 1, 2019, as restated	16,041,530	47,985,990	(1,676,556)	8,000,000	123,473,337	65,462	(219,782)	(454,138)	868,271	(7,400,945)	–	186,683,169	32,621,997	219,305,166
Net income	–	–	–	–	33,188,399	–	–	–	–	–	–	33,188,399	4,326,632	37,515,031
Other comprehensive loss	–	–	–	–	–	–	(117,428)	(3,220)	(617,831)	–	–	(738,479)	–	(738,479)
Total comprehensive income	–	–	–	–	33,188,399	–	(117,428)	(3,220)	(617,831)	–	–	32,449,920	4,326,632	36,776,552
Cost of stock options	–	166,039	–	–	–	(23,183)	–	–	–	–	–	142,856	–	142,856
Collection of subscription receivable	–	–	255,443	–	–	–	–	–	–	–	–	255,443	–	255,443
Stock options exercised	10,454	446,612	(457,066)	–	–	–	–	–	–	–	–	–	–	–
Acquisition of treasury shares	–	–	–	–	–	–	–	–	–	–	(1,104,353)	(1,104,353)	–	(1,104,353)
Acquisition of non-controlling interests	–	–	–	–	–	–	–	–	–	344,486	–	344,486	(3,991,324)	(3,646,838)
Cash dividends declared	–	–	–	–	(7,721,500)	–	–	–	–	–	–	(7,721,500)	(1,301,758)	(9,023,258)
As of December 31, 2019	₱16,051,984	₱48,598,641	(₱1,878,179)	₱8,000,000	₱148,940,236	₱42,279	(₱337,210)	(₱457,358)	₱250,440	(₱7,056,459)	(₱1,104,353)	₱211,050,021	₱31,655,547	₱242,705,568

	Capital Stock (Note 19)	Additional Paid-in Capital (Note 19)	Subscriptions Receivable	Attributable to equity holders of Ayala Land, Inc. Appropriated Retained Earnings (Note 19)	Unappropriated Retained Earnings (Note 19)	Stock Options Outstanding	Remeasurement Gain (Loss) on Defined Benefit Plans (Note 26)	Fair value reserve of financial assets at FVOCI (Note 10)	Cumulative Translation Adjustments (Note 19)	Equity Reserves (Note 19)	Treasury Stocks (Note 19)	Total	Non-Controlling Interests	Total Equity
As of January 1, 2018, as previously reported	₱16,031,596	₱47,454,241	(₱1,537,126)	₱8,000,000	₱101,976,450	₱99,064	(₱160,015)	₱40,530	₱1,001,986	(₱6,152,115)	₱–	₱166,754,611	₱25,508,747	₱192,263,358
Effect of adoption of new accounting standards	–	–	–	–	358,605	–	–	(563,997)	–	–	–	(205,392)	205,392	–
Balances at January 1, 2018, as restated	16,031,596	47,454,241	(1,537,126)	8,000,000	102,335,055	99,064	(160,015)	(523,467)	1,001,986	(6,152,115)	–	166,549,219	25,714,139	192,263,358
Net income	–	–	–	–	29,240,880	–	–	–	–	–	–	29,240,880	3,975,709	33,216,589
Other comprehensive income (loss)	–	–	–	–	–	–	(59,767)	69,329	451,195	–	–	460,757	2,609	463,366
Total comprehensive income	–	–	–	–	29,240,880	–	(59,767)	69,329	451,195	–	–	29,701,637	3,978,318	33,679,955
Cost of stock options	–	132,121	–	–	–	(33,602)	–	–	–	–	–	98,519	–	98,519
Collection of subscription receivable	–	–	270,132	–	–	–	–	–	–	–	–	270,132	–	270,132
Stock options exercised	9,934	399,628	(409,562)	–	–	–	–	–	–	–	–	–	–	–
Acquisition of control on previously held interest	–	–	–	–	–	–	–	–	(584,910)	–	–	(584,910)	4,773,524	4,188,614
Acquisition of non-controlling interests	–	–	–	–	–	–	–	–	–	(1,248,830)	–	(1,248,830)	(509,596)	(1,758,426)
Cash dividends declared	–	–	–	–	(7,485,915)	–	–	–	–	–	–	(7,485,915)	(1,035,040)	(8,520,955)
As of December 31, 2018	₱16,041,530	₱47,985,990	(₱1,676,556)	₱8,000,000	₱124,090,020	₱65,462	(₱219,782)	(₱454,138)	₱868,271	(₱7,400,945)	₱–	₱187,299,852	₱32,921,345	₱220,221,197

See accompanying Notes to Consolidated Financial Statements.

AYALA LAND, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

(Amounts in Thousands)

	Years Ended December 31		
	2020	2019	2018
CASH FLOWS FROM OPERATING ACTIVITIES			
Income before income tax	**₱15,053,211**	₱50,829,674	₱45,201,029
Adjustments for:			
Interest and other financing charges (Note 22)	**12,745,720**	12,199,758	9,594,003
Depreciation and amortization (Notes 12, 13, 14, 22 and 33)	**9,572,572**	9,058,710	6,318,929
Dividends received from investees (Note 11)	**758,714**	386,241	331,461
Provision for impairment losses (Note 22)	**977,849**	568,775	146,974
Cost of share-based payments (Note 28)	**111,920**	142,856	98,519
Unrealized (gain) loss on financial assets at fair value through profit or loss (Note 6)	**40,116**	1,965	(4,633)
Gain on sale of property and equipment (Note 21)	**(23,265)**	(40,870)	(46,570)
Equity in net earnings of associates and joint ventures (Note 11)	**(586,502)**	(965,787)	(749,924)
Gain on sale of investment in associates and jointly controlled entities	**–**	–	(588)
Gain on business combination (Note 21)	**–**	–	(59,475)
Interest income	**(8,971,289)**	(8,780,320)	(7,952,628)
Operating income before changes in working capital	**29,679,046**	63,401,002	52,877,097
Changes in operating assets and liabilities:			
Decrease (increase) in:			
Accounts and notes receivable – trade	**683,154**	14,849,682	(83,557,042)
Inventories (Note 8)	**(10,253,170)**	(5,315,783)	12,136,508
Other current assets (Note 9)	**(8,477,188)**	(4,520,502)	3,629,678
Increase (decrease) in:			
Accounts and other payables	**(16,164,090)**	(15,725,408)	25,998,377
Deposits and other current liabilities (Note 17)	**(155,341)**	(3,071,965)	15,430,961
Pension liabilities (Note 26)	**346,206**	319,979	(45,240)
Cash generated from operations	**(4,341,383)**	49,937,005	26,470,339
Interest received	**8,925,394**	8,768,302	7,940,610
Income tax paid	**(5,355,723)**	(11,683,232)	(12,832,593)
Interest paid	**(11,735,785)**	(11,009,836)	(9,810,439)
Net cash provided by (used in) operating activities	**(12,507,497)**	36,012,239	11,767,917
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from:			
Sale/redemption of short-term investments	**397,875**	2,490,543	2,519,341
Sale/redemption of financial assets at FVTPL	**1,917,237**	765,763	71,690
Sale of investments in FVOCI (Note 10)	**21,112**	56,858	51,384
Disposal of property and equipment (Note 13)	**161,997**	124,832	3,744,743
Disposal of investment properties (Note 12)	**2,203,774**	3,669,275	1,722,933
Disposal of investments in associates and jointly controlled entities	**326,602**	–	83,957

(Forward)

	Years Ended December 31		
	2020	2019	2018
Additions to:			
Short-term investments	**(₱138,846)**	(₱22,293)	(₱865,006)
Financial assets at fair value through profit or loss	**(2,437,088)**	(776,919)	(2,696)
Financial assets at FVOCI (Note 10)	**(98,951)**	(93,463)	–
Investments in associates and joint ventures (Note 11)	**(1,837,901)**	(1,529,688)	(3,724,958)
Investment properties (Note 12)	**(5,544,790)**	(29,215,224)	(32,803,016)
Property and equipment (Note 13)	**(3,098,436)**	(10,519,576)	(2,842,787)
Net decrease (increase) in:			
Accounts and notes receivable - nontrade (Note 7)	**2,046,114**	(564,222)	41,657,193
Other noncurrent assets (Note 14)	**2,865,904**	(6,957,950)	(7,906,689)
Net decrease in cash from business combination (Note 24)	**–**	–	(4,684,335)
Net cash used in investing activities	**(3,215,397)**	(42,572,063)	(2,978,246)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from short and long-term debt (Note 16)	**226,900,910**	165,401,684	128,994,834
Payments of short and long-term debt (Note 16)	**(225,720,204)**	(140,675,538)	(119,970,061)
Payments of principal portion of lease liability (Note 33)	**(1,334,674)**	(1,179,645)	–
Increase (decrease) in deposits and other noncurrent liabilities	**5,706,022**	(6,241,773)	(5,584,237)
Acquisition of non-controlling interest (Note 19)	**–**	(3,646,838)	(1,758,426)
Increase in non-controlling interests	**235,994**	–	–
Proceeds from IPO sponsorship (Note 19)	**12,343,461**	–	–
Proceeds from capital stock subscriptions (Note 19)	**26,940**	255,443	270,132
Acquisition of treasury shares (Note 19)	**(156,427)**	(1,104,353)	–
Dividends paid to non-controlling interests	**(931,185)**	(1,301,758)	(1,035,040)
Dividends paid to equity holders of Ayala Land, Inc. (Note 19)	**(4,397,061)**	(7,754,047)	(7,181,498)
Net cash provided by (used in) financing activities	**12,673,776**	3,753,175	(6,264,296)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	**(3,049,118)**	(2,806,649)	2,525,375
EFFECT OF CHANGES IN FOREIGN CURRENCY	**(326,576)**	(776,880)	473,106
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	**20,413,041**	23,996,570	20,998,089
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 4)	**₱17,037,347**	₱20,413,041	₱23,996,570

See accompanying Notes to Consolidated Financial Statements.

1. **Corporate Information**

Ayala Land, Inc. (the Parent Company or ALI) is domiciled and was incorporated on June 30, 1988 in the Republic of the Philippines with corporate life of fifty years. The Parent Company's parent is Ayala Corporation (AC). AC is a publicly listed company which is 47.28%-owned by Mermac, Inc. and the rest by the public as of December 31, 2020. The Parent Company's registered office and principal place of business is 31st Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City.

The Parent Company and its Subsidiaries (the Group) are incorporated to hold, develop, manage, administer, sell, convey, encumber, purchase, acquire, rent or otherwise deal in and dispose of, for itself or for others, residential including, but not limited to, all kinds of housing projects, commercial, industrial, urban or other kinds of real property; to acquire, purchase, hold, manage, develop and sell subdivision lots, with or without buildings or improvements; to erect, construct, alter, manage, operate, lease, in whole or in part, buildings and tenements of the Group or of other persons; and to engage or act as real estate broker. The Group is also involved in hotels and resorts operations.

The consolidated financial statements of Ayala Land, Inc. and Subsidiaries as of December 31, 2020 and 2019, and for each of the three years in the period ended December 31, 2020 were endorsed for approval by the Audit Committee on February 16, 2021 and were approved and authorized for issue by the Board of Directors (BOD) on February 23, 2021.

The consolidated financial statements represent the consolidation of the financial statements of the Parent Company and the following domestic and foreign subsidiaries:

	December 31	
	2020*	2019*
Real Estate:		
Alveo Land Corporation (Alveo)	100%	100%
Serendra, Inc.	39	39
Solinea, Inc. (Solinea)	65	65
BGSouth Properties, Inc. (BGS)	50	50
Portico Land Corp. (Portico)	60	60
Serendra, Inc.	28	28
Amorsedia Development Corporation (ADC)	100	100
OLC Development Corporation and Subsidiary	100	100
HLC Development Corporation	100	100
Allysonia International Ltd.	100	100
Avida Land Corporation (Avida)	100	100
Buklod Bahayan Realty and Development Corp.	100	100
Avida Sales Corp.	100	100
Amicassa Process Solutions, Inc.	100	100
Avencosouth Corp. (Avencosouth)	70	70
BGNorth Properties, Inc. (BGN)	50	50
Amaia Land Co. (Amaia)	100	100
Amaia Southern Properties, Inc. (ASPI)	65	65
AyalaLand Premier, Inc.	100	100
Ayala Land International Sales, Inc. (ALISI)	100	100
Ayala Land International Marketing, Inc. (AIMI)	100	100
Ayala Land International (Singapore) Pte. Ltd	100	100
Ayala Land International Marketing (Hong Kong) Ltd	100	100
Ayala Land International Marketing, SRL (ALIM SRL)	100	100

	December 31	
	2020*	2019*
Ayala Land International Marketing London	100%	100%
Ayala Land Sales, Inc.	100	100
Southportal Properties, Inc. (Southportal)	65	65
Buendia Landholdings, Inc.	100	100
Crans Montana Holdings, Inc.	100	100
Crimson Field Enterprises, Inc.	100	100
Ecoholdings Company, Inc. (ECI)	100	100
NorthBeacon Commercial Corporation (NBCC)	100	100
Red Creek Properties, Inc.	100	100
Regent Time International, Limited (Regent Time) (British Virgin Islands)	100	100
North Eastern Commercial Corp. (NECC)	100	100
Westview Commercial Ventures Corp. (Westview)	100	100
North Ventures Commercial Corporation	100	100
Hillsford Property Corporation (Hillsford)	100	100
Primavera Towncentre, Inc. (PTI)	100	100
Summerhill E-Office Corporation (Summerhill)	100	100
Sunnyfield E-Office Corporation (Sunnyfield)	100	100
Subic Bay Town Centre, Inc. (SBTCI)	100	100
Regent Wise Investments Limited (Regent Wise) (Hongkong company)	100	100
AyalaLand Real Estate Investments Inc. (Canada)	100	100
AyalaLand Advisory Broadway Inc. (Canada)	100	100
AyalaLand Development (Canada) Inc.	100	100
AyalaLand OpenAsia Holdings PTE, Ltd (Singapore)	100	100
Blue Horizons Holdings PTE, Ltd (Singapore)	100	100
Modular Construction Technology (MCT) Bhd. (Malaysia)	66	66
AREIT Fund Manager, Inc. (formerly AyalaLand Commercial REIT, Inc. (ALCRI))	100	100
Arvo Commercial Corporation (Arvo)	100	100
BellaVita Land Corporation (BellaVita)	100	100
Nuevo Centro, Inc. (Nuevo Centro)	54	54
Alviera Country Club, Inc. (Alviera)	50	50
Cavite Commercial Town Center, Inc. (CCTCI)	100	100
AREIT, Inc. (formerly One Dela Rosa Property Development, Inc.)	54	100
AyalaLand Offices, Inc. (ALO)	100	100
First Gateway Real Estate Corp.	100	100
Glensworth Development, Inc. (Glensworth)	100	100
UP North Property Holdings, Inc.	100	100
ALO Prime Realty Corporation	100	100
Makati Cornerstone Leasing Corp. (MCLC)	100	100
Arca South Commercial Ventures Corp.	100	100
Capitol Central Commercial Ventures Corp.	100	100
Bay City Commercial Venture Corp. (BCCVC)	100	100
Aurora Properties Incorporated	81	81
Soltea Commercial Corp.	16	16
Vesta Property Holdings, Inc. (VPHI)	78	78
Altaraza Prime Realty Corporation	100	100
Altaraza Development Corporation	51	–
Prow Holdings, Inc.	55	55
Station Square East Commercial Corporation (SSECC)	69	69

	December 31	
	2020*	2019*
AREIT Property Managers, Inc. (formerly Next Urban Alliance Development Corp.)	100%	100%
Accendo Commercial Corp. (Accendo)	67	67
Avencosouth Corp.	20	20
Aviana Development Corporation	7	7
Aviana Development Corporation	50	50
Cagayan de Oro Gateway Corp. (CDOGC)	70	70
Ceci Realty, Inc. (Ceci)	60	60
Soltea Commercial Corp.	12	12
Soltea Commercial Corp.	60	60
CMPI Holdings, Inc.	60	60
CMPI Land, Inc.	36	36
ALI-CII Development Corporation (ALI-CII)	50	50
Roxas Land Corporation (RLC)	50	50
Adauge Commercial Corporation (Adauge)	60	60
AyalaLand Estates, Inc	100	100
Ayalaland MetroNorth, Inc. (AMNI)	100	100
Verde Golf Development Corp.	100	100
North Triangle Depot Commercial Corporation (NTDCC)	73	73
BGWest Properties, Inc. (BGW)	50	50
Lagdigan Land Corp. (Lagdigan)	60	60
Central Block Developers, Inc. (CBDI)	45	45
Central Bloc Hotel Ventures, Inc.	45	45
Cebu Holdings, Inc. (CHI)	71	71
Cebu Leisure Company, Inc.	71	71
CBP Theatre Management Inc.	71	71
Taft Punta Engaño Property Inc. (TPEPI)	39	39
Cebu Insular Hotel Company, Inc. (CIHCI)	26	26
Solinea, Inc.	25	25
Amaia Southern Properties, Inc. (ASPI)	25	25
Southportal Properties, Inc. (Southportal)	25	25
Central Block Developers, Inc. (CBDI)	39	39
Asian I-Office Properties. Inc. (AIOPI)	71	71
Alabang Commercial Corporation (ACC)	50	50
South Innovative Theater Management (SITMI)	50	50
ALI Commercial Center, Inc.	100	100
AMC Japan Concepts, Inc.	75	75
AyalaLand Logistics Holdings Corp. (ALLHC) (formerly Prime Orion Philippines, Inc.)	71	71
Orion Solutions, Inc.	71	71
Orion I Holdings Philippines, Inc.	71	71
OE Holdings, Inc.	71	71
Orion Land, Inc.	71	71
Lepanto Ceramics, Inc.	71	71
Laguna Technopark, Inc. and Subsidiary	68	68
Unity Realty & Development Corp. (URDC)	71	71
FLT Prime Insurance Corporation	56	56
Ayalaland Malls Synergies, Inc.	100	100
Ayalaland Malls, Inc. (formerly Solerte, Inc.)	100	100
Ayalaland Malls Vismin, Inc.	100	100
Ayalaland Malls NorthEast, Inc.	100	100

	December 31	
	2020*	2019*
Construction:		
Makati Development Corporation (MDC)	100%	100%
MDC Subic, Inc.	100	100
MDC Build Plus, Inc.	100	100
MDC Conqrete, Inc. (MCI)	100	100
MDC Equipment Solutions, Inc. (MESI)	100	100
MDBI Construction Corp.	67	67
Hotels and Resorts:		
Ayala Hotels, Inc. (AHI)	50	50
AyalaLand Hotels and Resorts Corporation (AHRC) and Subsidiaries	100	100
ALI Makati Hotel & Residences, Inc.	80	80
ALI Makati Hotel Property, Inc.	80	80
Regent Horizons Conservation Company, Inc.	100	100
Enjay Hotels, Inc. (Enjay)	100	100
Greenhaven Property Venture, Inc. (GPVI)	100	100
Cebu Insular Hotel Company, Inc. (CIHCI)	63	63
Bonifacio Hotel Ventures, Inc.	100	100
Southcrest Hotel Ventures, Inc.	67	67
Northgate Hotel Ventures, Inc.	70	70
North Triangle Hotel Ventures, Inc.	100	100
Ecosouth Hotel Ventures, Inc.	100	100
Sentera Hotel Ventures, Inc.	100	100
Econorth Resorts Ventures, Inc.	100	100
ALI Triangle Hotel Ventures, Inc.	100	100
Circuit Makati Hotel Ventures, Inc.	100	100
Capitol Central Hotel Ventures, Inc.	100	100
Arca South Hotel Ventures, Inc.	100	100
Sicogon Town Hotel, Inc.	100	100
Bay Area Hotel Ventures, Inc.	100	100
Makati North Hotel Ventures, Inc. (MNHVI)	100	100
One Makati Hotel Ventures, Inc. (OMHVI)	100	100
Sicogon Island Tourism Estate Corp. (SITE Corp.)	100	100
Asiatown Hotel Ventures, Inc.	100	100
One Makati Residential Ventures, Inc.	100	100
ALI Makati Hotels & Residences, Inc.	20	20
ALI Makati Hotel Property, Inc.	20	20
Ten Knots Phils., Inc. (TKPI)	60	60
Bacuit Bay Development Corporation	60	60
Lio Resort Ventures, Inc.	60	60
North Liberty Resort Ventures, Inc.	60	60
Paragua Eco-Resort Ventures, Inc.	60	60
Lio Tourism Estate Management Corporation	60	60
Ten Knots Development, Corp. (TKDC)	60	60
Chirica Resorts Corp.	60	60
Kingfisher Capital Resources Corp.	60	60
Pangulasian Island Resort Corporation	60	60
Integrated Eco-resort Inc.	100	100
Property Management:		
Ayala Property Management Corporation (APMC)	100	100
Prime Support Services, Inc.	100	100
Ayala Theatres Management, Inc. (ATMI) and Subsidiaries	100	100
DirectPower Services, Inc. (DirectPower)	100	100
Philippine Integrated Energy Solutions, Inc. (PhilEnergy)	100	100

	December 31	
	2020*	2019*
Entertainment:		
Five Star Cinema, Inc.	100%	100%
Leisure and Allied Industries Philippines, Inc. (LAIP)	50	50
Others:		
ALInet.com, Inc. (ALInet)	100	100
First Longfield Investments Limited (First Longfield) (Hongkong Company)	100	100
Green Horizons Holdings Limited and Subsidiaries	100	100
Aprisa Business Process Solutions, Inc. (Aprisa)	100	100
AyalaLand Club Management, Inc.	100	100
ALI Capital Corp. (formerly Varejo Corp.) (ALICap)	100	100
Airswift Transport, Inc. (formerly Island Transvoyager, Inc.) (Airswift)	100	100
Swift Aerodrome Services, Inc. (SASI)	100	–
Integrated Eco-resort, Inc.	100	100
Arca South Integrated Terminal, Inc. (ASITI)	100	100
Whiteknight Holdings, Inc.	100	100
Ayalaland Medical Facilities Leasing, Inc.	100	100
Anvaya Cove Beach and Nature Club, Inc. (Anvaya Cove Beach)	73	73
Anvaya Cove Golf and Sports Club, Inc. (Anvaya Cove Golf)	76	76

*represents the Group's percentage and effective ownership

The above companies are domiciled in the Philippines except for the foreign entities which are domiciled and incorporated in the country as mentioned above.

AC owns the other 50.0% of AHI. The Parent Company exercises control over AHI. Likewise, the Parent Company, through its 50.0% effective ownership and by virtue of a management contract or shareholders' agreement, exercises control over the operations and management of ACC, BGWest, BGNorth, BGSouth, RLC, ALI-CII and LAIP. Accordingly, the accounts of AHI, ACC, BGWest, BGNorth, BGSouth, RLC, ALI-CII and LAIP are consolidated to the accounts of the Parent Company (see Note 3).

<u>The following were the changes in the group structure during 2020:</u>

AREIT, Inc. (formerly One Dela Rosa Property Development, Inc.) was incorporated in September 4, 2006. As of December 31, 2020, the company is 45.04% owned by ALI, 9.39% owned by AyalaLand Offices, Inc. (ALOI), a wholly-owned entity of ALI, and 45.57% public after the company was listed in the Philippine Stock Exchange on August 13, 2020. Effectively, ALI's effective ownership is now at 54.43% from 100.00% as a result of public offering. The company was organized primarily as a real estate investment trust, as provided under Republic Act No. 9856 (the Real Estate Investment Trust Act of 2009), including its implementing rules and regulations and other applicable laws.

Swift Aerodrome Services, Inc. was incorporated on January 20, 2020 and is 100% owned by ALI Capital Corporation (ALICAP), a wholly owned subsidiary of ALI. The company was organized primarily to manage and operate airports owned by ALI.

Altaraza Development Corporation was incorporated on May 27, 2020 and is 51% owned subsidiary of ALI and 49% owned by Gregorio Araneta, Inc. and Araza Resources, Inc. ("Araneta Group"). The company was organized primarily to acquire and develop or hold land for investments in Altaraza Estate in Bulacan.

2. **Summary of Significant Accounting Policies**

Basis of Preparation
The consolidated financial statements of the Group have been prepared using the historical cost basis, except for financial assets at fair value through profit or loss (FVPL) and financial assets at fair value through other comprehensive income (FVOCI) that have been measured at fair value. The consolidated financial statements are presented in Philippine Peso (₱), which is also the Parent Company's functional currency and all values are rounded to the nearest thousand (₱000), except when otherwise indicated.

The consolidated financial statements provide comparative information in respect of the previous period. While there are recent signs of increased market activity with the easing of quarantine measures in key areas in the Philippines, management believes that the impact of COVID-19 situation remains fluid and evolving and the pace of recovery remains uncertain.

Statement of Compliance
The consolidated financial statements of the Group have been prepared in compliance with Philippine Financial Reporting Standards (PFRSs), which include the availment of the relief granted by the SEC under Memorandum Circular (MC) Nos. 14-2018 and 3-2019, that deferred the implementation of the following accounting pronouncements until December 31, 2020. These accounting pronouncements address the issues of PFRS 15, *Revenue from Contracts with Customers affecting the real estate industry.*

Deferral of the following provisions of Philippine Interpretations Committee (PIC) Q&A 2018-12, PFRS 15 Implementation Issues Affecting the Real Estate Industry

a. Treatment of land in the determination of the percentage-of-completion (POC)
b. Assessing if the transaction price includes a significant financing component (as amended by PIC Q&A 2020-04)
c. Treatment of uninstalled materials in the determination of the POC (as amended by PIC Q&A 2020-02); and
d. Accounting to Common Usage Service Area (CUSA) Charges

Deferral of the adoption of PIC Q&A 2018-14: Accounting for Cancellation of Real Estate Sales (as amended by PIC Q&A 2020-05)

The Group did not avail the relief under SEC MC No. 4-2020 to defer the adoption of IFRIC Agenda Decision on Over Time Transfers of Constructed Goods under PAS 23, *Borrowing Cost* (the IFRIC Agenda Decision on Borrowing Cost) and is already in full compliance with the requirements of the IFRIC Agenda Decision.

In December 2020, the SEC issued MC No. 34-2020, allowing the further deferral of the adoption of provisions (a) and (b) above of PIC Q&A 2018-12 and the IFRIC Agenda Decision on Borrowing Cost, for another (three) 3 years or until December 31, 2023.

The details and the impact of the adoption of the above financial reporting reliefs are discussed in the Adoption of New and Amended Accounting Standards and Interpretations section of Note 2.

PFRSs include Philippine Financial Reporting Standards, Philippine Accounting Standards and Interpretations issued by the Philippine Interpretations Committee (PIC).

Basis of Consolidation
The consolidated financial statements comprise the financial statements of the Group as of December 31, 2020 and 2019 and for each of the three years in the period ended December 31, 2020.

Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect that return through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee),
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns.

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included or excluded in the consolidated financial statements from the date the Group gains control or until the date the Group ceases to control the subsidiary.

The financial statements of the subsidiaries are prepared for the same reporting period as the Parent Company, using consistent accounting policies. All intra-group balances, transactions, unrealized gains and losses resulting from intra-group transactions and dividends are eliminated in full.

Non-controlling interests pertain to the equity in a subsidiary not attributable, directly or indirectly to the Parent Company. Any equity instruments issued by a subsidiary that are not owned by the Parent Company are non-controlling interests including preferred shares and options under share-based transactions. The portion of profit or loss and net assets in subsidiaries not wholly-owned are presented separately in the consolidated statement of income, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of financial position, separately from the Parent Company's equity. Non-controlling interests are net of any outstanding subscription receivable.

A change in the ownership interest of a subsidiary, without loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognizes the assets (including goodwill) and liabilities of the subsidiary, the carrying amount of any non-controlling interest and the cumulative translation differences recorded in equity.
- Recognizes the fair value of the consideration received, the fair value of any investment retained and any surplus or deficit in profit or loss.
- Reclassifies the parent's share of components previously recognized in other comprehensive income to profit or loss or retained earnings, as appropriate.

<u>Adoption of New and Amended Accounting Standards and Interpretations</u>
The accounting policies adopted in the preparation of the Group's consolidated financial statements are consistent with those of the previous financial year except for the adoption of the following new accounting pronouncements which became effective January 1, 2020. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

- Amendments to PFRS 3*, Definition of a Business*

  The amendments to PFRS 3 clarifies that to be considered a business, an integrated set of activities and assets must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create output. Furthermore, it clarifies that a business can exist without including all of the inputs and processes needed to create outputs. These amendments may impact future periods should the Group enter into any business combinations.

These amendments will apply on future business combinations of the Group.

- Amendments to PFRS 7, *Financial Instruments: Disclosures* and PFRS 9, *Financial Instruments, Interest Rate Benchmark Reform*

  The amendments to PFRS 9 provide a number of reliefs, which apply to all hedging relationships that are directly affected by the interest rate benchmark reform. A hedging relationship is affected if the reform gives rise to uncertainties about the timing and or amount of benchmark-based cash flows of the hedged item or the hedging instrument.

  These amendments do not have a significant impact on the Group.

- Amendments to PAS 1, *Presentation of Financial Statements*, and PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors, Definition of Material*

  The amendments provide a new definition of material that states "information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity."

  The amendments clarify that materiality will depend on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements. A misstatement of information is material if it could reasonably be expected to influence decisions made by the primary users.

  These amendments do not have a significant impact on the Group.

- Conceptual Framework for Financial Reporting issued on March 29, 2018

  The Conceptual Framework is not a standard, and none of the concepts contained therein override the concepts or requirements in any standard. The purpose of the Conceptual Framework is to assist the standard-setters in developing standards, to help preparers develop consistent accounting policies where there is no applicable standard in place and to assist all parties to understand and interpret the standards.

  The revised Conceptual Framework includes new concepts, provides updated definitions and recognition criteria for assets and liabilities and clarifies some important concepts.

- Amendments to PFRS 16, *COVID-19-related Rent Concessions*

  The amendments provide relief to lessees from applying the PFRS 16 requirement on lease modifications to rent concessions arising as a direct consequence of the COVID-19 pandemic. A lessee may elect not to assess whether a rent concession from a lessor is a lease modification if it meets all of the following criteria:
  - The rent concession is a direct consequence of COVID-19;
  - The change in lease payments results in a revised lease consideration that is substantially the same as, or less than, the lease consideration immediately preceding the change;
  - Any reduction in lease payments affects only payments originally due on or before June 30, 2021; and
  - There is no substantive change to other terms and conditions of the lease.

A lessee that applies this practical expedient will account for any change in lease payments resulting from the COVID-19 related rent concession in the same way it would account for a change that is not a lease modification, i.e., as a variable lease payment.

The amendments are effective for annual reporting periods beginning on or after June 1, 2020. Early adoption is permitted.

This amendment is not applicable to the Group as there are no rent concessions granted to the Group as a lessee.

- Adoption of PIC Q&A 2020-03, Q&A No. 2018-12-D: STEP 3- *On the accounting of the difference when the percentage of completion is ahead of the buyer's payment*

  PIC Q&A 2020-03 was issued by the PIC on September 30, 2020. The latter aims to provide an additional option to the preparers of financial statements to present as receivables, the difference between the POC and the buyer's payment, with the POC being ahead. This PIC Q&A is consistent with the PIC guidance issued to the real estate industry in September 2019.

  The adoption of this PIC Q&A did not impact the consolidated financial statements of the Group since it has previously adopted the additional guidance issued by the PIC in September 2019.

Standards Issued but not yet Effective
Pronouncements issued but not yet effective are listed below. Unless otherwise indicated, the Group does not expect that the future adoption of the said pronouncements will have a significant impact on its consolidated financial statements. The Group intends to adopt the following pronouncements when they become effective.

Effective beginning on or after January 1, 2021

- Amendments to PFRS 9, PFRS 7, PFRS 4 and PFRS 16, *Interest Rate Benchmark Reform – Phase 2*
  The amendments provide the following temporary reliefs which address the financial reporting effects when an interbank offered rate (IBOR) is replaced with an alternative nearly risk-free interest rate (RFR):
  - Practical expedient for changes in the basis for determining the contractual cash flows as a result of IBOR reform
  - Relief from discontinuing hedging relationships
  - Relief from the separately identifiable requirement when an RFR instrument is designated as a hedge of a risk component

  The Group shall also disclose information about:
  - The about the nature and extent of risks to which the entity is exposed arising from financial instruments subject to IBOR reform, and how the entity manages those risks; and
  - Their progress in completing the transition to alternative benchmark rates, and how the entity is managing that transition

  The amendments are effective for annual reporting periods beginning on or after January 1, 2021 and must be applied retrospectively.

Effective beginning on or after January 1, 2022

- Amendments to PFRS 3, *Reference to the Conceptual Framework*
  The amendments are intended to replace a reference to the Framework for the Preparation and Presentation of Financial Statements, issued in 1989, with a reference to the Conceptual Framework for Financial Reporting issued in March 2018 without significantly changing its requirements. The amendments added an exception to the recognition principle of PFRS 3,

Business Combinations to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of PAS 37, *Provisions, Contingent Liabilities and Contingent Assets* or Philippine-IFRIC 21, *Levies*, if incurred separately.

At the same time, the amendments add a new paragraph to PFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

The amendments are effective for annual reporting periods beginning on or after January 1, 2022 and apply prospectively.

- Amendments to PAS 16 , *Plant and Equipment: Proceeds before Intended Use*
  The amendments prohibit entities deducting from the cost of an item of property, plant and equipment, any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the costs of producing those items, in profit or loss.

  The amendment is effective for annual reporting periods beginning on or after January 1, 2022 and must be applied retrospectively to items of property, plant and equipment made available for use on or after the beginning of the earliest period presented when the entity first applies the amendment.

  The amendments are not expected to have a material impact on the Group.

- Amendments to PAS 37, *Onerous Contracts – Costs of Fulfilling a Contract*
  The amendments specify which costs an entity needs to include when assessing whether a contract is onerous or loss-making. The amendments apply a "directly related cost approach". The costs that relate directly to a contract to provide goods or services include both incremental costs and an allocation of costs directly related to contract activities. General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

  The amendments are effective for annual reporting periods beginning on or after January 1, 2022. The Group will apply these amendments to contracts for which it has not yet fulfilled all its obligations at the beginning of the annual reporting period in which it first applies the amendments.

- *Annual Improvements* to PFRSs 2018-2020 Cycle
  - Amendments to PFRS 1, *First-time Adoption of Philippines Financial Reporting Standards, Subsidiary as a first-time adopter*

    The amendment permits a subsidiary that elects to apply paragraph D16(a) of PFRS 1 to measure cumulative translation differences using the amounts reported by the parent, based on the parent's date of transition to PFRS. This amendment is also applied to an associate or joint venture that elects to apply paragraph D16(a) of PFRS 1.

    The amendment is effective for annual reporting periods beginning on or after January 1, 2022 with earlier adoption permitted. The amendments are not expected to have a material impact on the Group.

  - Amendments to PFRS 9, *Financial Instruments, Fees in the '10 per cent' test for derecognition of financial liabilities*

    The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. An entity applies the amendment to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment.

The amendment is effective for annual reporting periods beginning on or after January 1, 2022 with earlier adoption permitted. The Group will apply the amendments to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment. The amendments are not expected to have a material impact on the Group.

- Amendments to PAS 41, *Agriculture, Taxation in fair value measurements*

  The amendment removes the requirement in paragraph 22 of PAS 41 that entities exclude cash flows for taxation when measuring the fair value of assets within the scope of PAS 41.

  An entity applies the amendment prospectively to fair value measurements on or after the beginning of the first annual reporting period beginning on or after January 1, 2022 with earlier adoption permitted. The amendments are not expected to have a material impact on the Group.

Effective beginning on or after January 1, 2023

- Amendments to PAS 1, *Classification of Liabilities as Current or Non-current*
  The amendments clarify paragraphs 69 to 76 of PAS 1, *Presentation of Financial Statements*, to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:
  - What is meant by a right to defer settlement
  - That a right to defer must exist at the end of the reporting period
  - That classification is unaffected by the likelihood that an entity will exercise its deferral right
  - That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

  The amendments are effective for annual reporting periods beginning on or after January 1, 2023 and must be applied retrospectively. The Group is currently assessing the impact the amendments will have on current practice and whether existing loan agreements may require renegotiation.

- PFRS 17, *Insurance Contracts*
  PFRS 17 is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, PFRS 17 will replace PFRS 4, *Insurance Contracts*. This new standard on insurance contracts applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply.

  The overall objective of PFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in PFRS 4, which are largely based on grandfathering previous local accounting policies, PFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of PFRS 17 is the general model, supplemented by:

  - A specific adaptation for contracts with direct participation features (the variable fee approach)
  - A simplified approach (the premium allocation approach) mainly for short-duration contracts

PFRS 17 is effective for reporting periods beginning on or after January 1, 2023, with comparative figures required. Early application is permitted.

The new standard is not applicable to the Group since none of the entities within the Group have activities that are predominantly connected with insurance or issue insurance contracts.

Deferred Effectivity

- Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*
  The amendments address the conflict between PFRS 10 and PAS 28 in dealing with the loss of control of a subsidiary that is sold or contributed to an associate or joint venture. The amendments clarify that a full gain or loss is recognized when a transfer to an associate or joint venture involves a business as defined in PFRS 3. Any gain or loss resulting from the sale or contribution of assets that does not constitute a business, however, is recognized only to the extent of unrelated investors' interests in the associate or joint venture.

  On January 13, 2016, the Financial Reporting Standards Council deferred the original effective date of January 1, 2016 of the said amendments until the International Accounting Standards Board (IASB) completes its broader review of the research project on equity accounting that may result in the simplification of accounting for such transactions and of other aspects of accounting for associates and joint ventures.

  The Group is currently assessing the impact of adopting these amendments.

- Deferral of Certain Provisions of PIC Q&A 2018-12, PFRS 15 Implementation Issues Affecting the Real Estate Industry (as amended by PIC Q&As 2020-02 and 2020-04)

  On February 14, 2018, the PIC issued PIC Q&A 2018-12 which provides guidance on some PFRS 15 implementation issues affecting the real estate industry. On October 25, 2018 and February 08, 2019, the Philippine Securities and Exchange Commission (SEC) issued SEC MC No. 14-2018 and SEC MC No. 3-2019, respectively, providing relief to the real estate industry by deferring the application of certain provisions of this PIC Q&A for a period of three years until December 31, 2020. On December 15, 2020, the Philippine SEC issued SEC MC No. 34-2020 which further extended the deferral of certain provisions of this PIC Q&A until December 31, 2023. A summary of the PIC Q&A provisions covered by the SEC deferral and the related deferral period follows:

		Deferral Period
a.	Assessing if the transaction price includes a significant financing component as discussed in PIC Q&A 2018-12-D (as amended by PIC Q&A 2020-04)	Until December 31, 2023
b.	Treatment of land in the determination of the POC discussed in PIC Q&A 2018-12-E	Until December 31, 2023
c.	Treatment of uninstalled materials in the determination of the POC discussed in PIC Q&A 2018-12-E (as amended by PIC Q&A 2020-02)	Until December 31, 2020
d.	Accounting for CUSA Charges discussed in PIC Q&A No. 2018-12-H	Until December 31, 2020

  The SEC Memorandum Circulars also provided the mandatory disclosure requirements should an entity decide to avail of any relief. Disclosures should include:
  a. The accounting policies applied.
  b. Discussion of the deferral of the subject implementation issues in the PIC Q&A.
  c. Qualitative discussion of the impact on the financial statements had the concerned application guidelines in the PIC Q&A been adopted.
  d. Should any of the deferral options result into a change in accounting policy (e.g., when an entity excludes land and/or uninstalled materials in the POC calculation under the previous standard but opted to include such components under the relief provided by the circular),

such accounting change will have to be accounted for under PAS 8, i.e., retrospectively, together with the corresponding required quantitative disclosures.

In November 2020, the PIC issued the following Q&As which provide additional guidance on the real estate industry issues covered by the above SEC deferrals:
- PIC Q&A 2020-04, which provides additional guidance on determining whether the transaction price includes a significant financing component
- PIC Q&A 2020-02, which provides additional guidance on determining which uninstalled materials should not be included in calculating the POC

  The Group has adopted PIC Q&A 2020-02 and has included the uninstalled customized materials in the measurement of progress. This is consistent with the Group's policy.

After the deferral period, real estate companies would have to adopt PIC Q&A No. 2018-12 and any subsequent amendments thereto retrospectively or as the SEC will later prescribe.

The Group availed of the SEC reliefs to defer the above specific provisions of PIC Q&A No. 2018-12. Had these provisions been adopted, the Group assessed that the impact would have been as follows:

a. The mismatch between the POC of the real estate projects and right to an amount of consideration based on the schedule of payments provided for in the contract to sell might constitute a significant financing component. In case of the presence of significant financing component, the guidance should have been applied retrospectively and would have resulted in restatement of prior year financial statements. Adoption of this guidance would have impacted interest income, interest expense, revenue from real estate sales, installment contracts receivable, provision for deferred income tax, deferred tax asset or liability for all years presented, and the opening balance of retained earnings. The Group believes that the the mismatch for its contract to sell does not constitute a significant financing component based on the examples provided in the PIC letter dated November 11, 2020.

b. The exclusion of land in the determination of POC would have reduced the percentage of completion of real estate projects. Adoption of this guidance would have reduced revenue from real estate sales, cost of sales and installment contracts receivable; increased real estate inventories and would have impacted deferred tax asset or liability and provision for deferred income tax for all years presented, and the opening balance of retained earnings.

c. Had the Group accounted for the revenue from air-conditioning services, CUSA and handling services as principal, this would have resulted in the gross presentation of the related revenue, costs and expenses. The Group opts to use alternative presentation of CUSA as other income as the gross amount of revenue and related costs and expenses are not individually material. There is no impact on opening retained earnings, income and expense and the related balance sheet accounts.

The above would have impacted the cash flows from operations and cash flows from financing activities for all years presented.

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

a. The financial statements are not considered to be in accordance with PFRS and should specify in the *"Basis of Preparation of the Financial Statements"* section of the financial statements that the accounting framework is:

PFRS, as modified by the application of the following financial reporting reliefs issued and approved by the Securities and Exchange Commission in response to the COVID-19 pandemic:
1) Treatment of land in the determination of the percentage-of-completion; and
2) Assessing if the transaction price includes a significant financing component (as amended by PIC Q&A 2020-04)

b. The Auditor's report will:
   i. reflect in the Opinion paragraph that the financial statements are prepared in accordance with the compliance framework described in the notes to the financial statements; and
   ii. include an Emphasis of Matter paragraph to draw attention to the basis of accounting that has been used in the preparation of the financial statements.

Upon full adoption of the above deferred guidance, the accounting policies will have to be applied using full retrospective approach following the guidance under PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors.*

- Deferral of PIC Q&A 2018-14, *Accounting for Cancellation of Real Estate Sales* (as amended by PIC Q&A 2020-05)

  On June 27, 2018, PIC Q&A 2018-14 was issued providing guidance on accounting for cancellation of real estate sales. Under SEC MC No. 3-2019, the adoption of PIC Q&A No. 2018-14 was deferred until December 31, 2020. After the deferral period, real estate companies will adopt PIC Q&A No. 2018-14 and any subsequent amendments thereto retrospectively or as the SEC will later prescribe.

  On November 11, 2020, PIC Q&A 2020-05 was issued which supersedes PIC Q&A 2018-14. This PIC Q&A adds a new approach where the cancellation is accounted for as a modification of the contract (i.e., from non-cancellable to being cancellable). Under this approach, revenues and related costs previously recognized shall be reversed in the period of cancellation and the inventory shall be reinstated at cost. PIC Q&A 2020-05 will have to be applied prospectively from approval date of the Financial Reporting Standards Council which was November 11, 2020.

  The Group availed of the SEC relief to defer of adoption of this PIC Q&A until December 31, 2020. Currently, the Group records the repossessed inventory at cost. The Group has opted to implement approach 3 in its accounting for sales cancellation.

Current and Noncurrent Classification
The Group presents assets and liabilities in the consolidated statement of financial position based on current/noncurrent classification. An asset is current when:

(a) Expected to be realized or intended to be sold or consumed in normal operating cycle;
(b) Held primarily for the purpose of trading;
(c) Expected to be realized within 12 months after reporting date; or
(d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after reporting date.

All other assets are classified as noncurrent.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within 12 months after reporting date; or
- There is no unconditional right to defer the settlement of the liability for at least 12 months after reporting date.

The Group classifies all other liabilities as noncurrent.

Deferred tax assets and liabilities are classified as noncurrent assets and liabilities, respectively.

Fair Value Measurement
Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:
- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

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

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

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

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

All assets for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:
- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

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

External valuers are involved for valuation of significant assets, such as investment properties. Involvement of external valuers is decided upon annually by corporate finance after discussion with and approval by the Parent Company’s audit committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

The Group, in conjunction with the external valuers, also compares each of the changes in the fair value of each asset with relevant external sources to determine whether the change is reasonable.

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

Cash and Cash Equivalents
Cash includes cash on hand and in banks. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three (3) months or less from dates of placement and that are subject to an insignificant risk of change in value.

Financial Instruments

Date of recognition

The Group recognizes a financial asset or a financial liability in the consolidated statement of financial position when it becomes a party to the contractual provisions of the instrument. Purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace are recognized on the settlement date.

a. *Financial assets*

Initial recognition of financial instruments

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

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. The Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables, except for contracts with customers in residential, commercial and office development receivables, are measured at the transaction price determined under PFRS 15. Refer to the accounting policies on Revenue from contracts with customers.

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

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

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

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

Financial assets at amortized cost

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

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

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

The Group’s financial assets at amortized cost includes cash and cash equivalents, short-term investments and accounts and notes receivables.

Disposal of financial assets at amortized cost
When financial assets at amortized cost are disposed, these are assessed whether the Group is consistent with its objective of collecting contractual cash flows until maturity. In the event that disposals have been concluded as infrequent and insignificant, the financial assets continue to be accounted at amortized cost (see Note 7).

Financial assets at fair value through OCI (debt instruments)
The Group measures debt instruments at fair value through OCI if both of the following conditions are met:
- The financial asset is held within a business model with the objective of both holding to collect contractual cash flows and selling; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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

This category includes investment in bonds classified as financial assets at fair value through OCI.

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

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

The Group’s financial assets at fair value through OCI includes investments in quoted and unquoted equity instruments.

Financial assets at fair value through profit or loss
Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortised cost or at fair value through OCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at fair value through profit or loss are carried in the consolidated statement of financial position at fair value with net changes in fair value recognized in the consolidated statement of income.

Investments in Unit Investment Trust Fund (UITF), treasury bills and investment in ARCH Capital Asian Partners L.P. (ARCH Capital Fund) are held for trading and classified as financial assets at FVPL.

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

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

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

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

Modification of financial assets
The Group derecognizes a financial asset when the terms and conditions have been renegotiated to the extent that, substantially, it becomes a new asset, with the difference between its carrying amount and the fair value of the new asset recognized as a derecognition gain or loss in profit or loss, to the extent that an impairment loss has not already been recorded.

When the contractual cash flows of a financial asset are renegotiated or otherwise modified and the renegotiation or modification does not result in the derecognition of that financial asset, the Group recalculates the gross carrying amount of the financial asset as the present value of the renegotiated or modified contractual cash flows discounted at the original EIR (or credit-adjusted EIR for purchased or originated credit-impaired financial assets) and recognizes a modification gain or loss in the consolidated statement of income.

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

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, 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 has established a provision matrix for trade receivables and a vintage analysis for residential, commercial and office development receivables that is based on historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For other financial assets such as accrued receivable, receivable from related parties and advances to other companies, ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For cash and cash equivalents and short-term investments, the Group applies the low credit risk simplification. The probability of default and loss given defaults are publicly available and are considered to be low credit risk investments. It is the Group's policy to measure ECLs on such instruments on a 12-month basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL. The Group uses the ratings from Standard and Poor's (S&P), Moody's and Fitch to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.

The Group considers a debt investment security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of 'investment grade'.

The key inputs in the model include the Group's definition of default and historical data of three years for the origination, maturity date and default date. The Group considers trade receivables in default when contractual payments are 90 days past due, except for certain circumstances when the reason for being past due is due to reconciliation with customers of payment records which are administrative in nature which may extend the definition of default to 90 days and beyond. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group.

Determining the stage for impairment
At each reporting date, the Group assesses whether there has been a significant increase in credit risk for financial assets since initial recognition by comparing the risk of default occurring over the expected life between the reporting date and the date of initial recognition. The Group considers reasonable and supportable information that is relevant and available without undue cost or effort for this purpose. This includes quantitative and qualitative information and forward-looking analysis.

The Group considers that there has been a significant increase in credit risk when contractual payments are more than 90 days past due.

An exposure will migrate through the ECL stages as asset quality deteriorates. If, in a subsequent period, asset quality improves and also reverses any previously assessed significant increase in credit risk since origination, then the loss allowance measurement reverts from lifetime ECL to 12-months ECL.

b. Financial liabilities

Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Directly attributable transaction costs are documentary stamp tax, underwriting and selling fees, regulatory filing fees and other fees.

The Group's financial liabilities include "Accounts and other payables" (other than "Taxes payable" which is covered by another accounting standard), "Short-term and long-term debts", "Deposits and Other Liabilities" and "Lease liabilities".

Subsequent measurement
The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss
Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by PFRS 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the consolidated statement of income.

Only if the criteria in PFRS 9 are satisfied, the designation of financial liabilities at fair value through profit or loss at the initial date of recognition is allowed. The Group has not designated any financial liability as at fair value through profit or loss.

Loans and borrowings
This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit or loss.

This category generally applies to short term and long term debt.

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

c. Offsetting Financial Instruments

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statement of financial position, if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Derivatives
The Group uses derivative financial instruments, such as non-deliverable forwards, cross currency swaps, interest rate swaps and principal only swaps contracts to hedge its foreign currency risks and interest rate risks. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Refundable Deposits
Refundable deposits are measured initially at fair value. After initial recognition, refundable deposits are subsequently measured at amortized cost using the effective interest method.

The difference between the cash received and its fair value is deferred and amortized using the straight-line method under the “Real estate revenue” account in the consolidated statement of income.

Non-refundable deposits that are applicable against costs of services incurred or goods delivered are measured at fair value.

Concession Receivable
The Group accounts for its concession arrangement with the DOTr under the Financial Asset model as it has an unconditional contractual right to receive cash or other financial asset for its construction services from or at the direction of the grantor. Under the concession arrangement, the Group is awarded the right to build and operate an integrated transport terminal for Metro Manila and its adjacent provinces. The legal title to these assets shall be transferred to the government at the end of the concession period.

The “Concession Financial Receivable” (shown as part of “Other Noncurrent Assets”) pertains to the fair value of the Annual Grantor Payment related to the operating and maintenance services and recovery of construction costs of the terminal facility. These are amortized using the effective interest rate over the life of the related concession.

In addition, the Group recognizes and measures construction revenues and costs in accordance with ‘percentage of completion method’. Contract revenue and costs from construction works are recognized as “Construction Revenue” and “Construction Costs”, respectively, in profit or loss in the period in which the work is performed.

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

Cost includes:
- Land cost
- Land improvement cost
- Amounts paid to contractors for construction and development
- Planning and design costs, costs of site preparation, professional fees, property transfer taxes, construction overheads and other related costs.

Inventories that are leased out at market rates to earn revenues to partly cover for expenses on the condition that the intent to sell in the ordinary course of business has not changed are accounted and presented as inventory. The rent income from inventories that are leased out is included in other income in the consolidated statement of comprehensive income.

NRV is the estimated selling price in the ordinary course of the business, based on market prices at the reporting date, less estimated costs of completion and the estimated costs of sale.

Prepaid Expenses
Prepaid expenses are carried at cost less the amortized portion. These typically comprise prepayments for commissions, marketing fees, advertising and promotions, taxes and licenses, and insurance.

With the exception of commission which is amortized using percentage of completion, other prepaid expenses are amortized as incurred.

Input Value-Added Tax (VAT)
Input VAT arises from the purchase of goods and services. These are applied against output VAT. The remaining balance is recoverable in future periods. These are carried at cost less allowance for impairment loss, if any. Impairment loss is recognized when input VAT can no longer be recovered.

Materials, Parts and Supplies
Materials, parts and supplies are valued at the lower of cost or NRV. Cost is determined using the moving average method. NRV is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

An allowance for inventory losses is provided for slow-moving, obsolete and defective materials, parts and supplies based on management's physical inspection and evaluation. When inventories are sold, the cost and related allowance is removed from the account and the difference is charged against operations.

Advances to Other Companies and Advances to Contractors and Suppliers
Advances to other companies and advances to contractors and suppliers are carried at cost less impairment losses, if any.

Investments in Associates and Joint Ventures
Investments in associates and joint ventures (investee companies) are accounted for under the equity method of accounting. An associate is an entity in which the Group has significant influence and which is neither a subsidiary nor a joint venture. A joint arrangement is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control, and a joint venture is a joint arrangement that involves the establishment of a separate entity in which each venturer has an interest.

An investment is accounted for using the equity method from the day it becomes an associate or joint venture. On acquisition of investment, the excess of the cost of investment over the investor's share in the net fair value of the investee's identifiable assets, liabilities and contingent liabilities is accounted for as subsumed goodwill and included in the carrying amount of the investment and not amortized. Any excess of the investor's share of the net fair value of the investee's identifiable assets, liabilities and contingent liabilities over the cost of the investment is excluded from the carrying amount of the investment, and instead included in the determination of the share in the earnings of the investees.

Under the equity method, the investments in the investee companies are carried in the consolidated statement of financial position at cost plus post-acquisition changes in the Group's share in the net assets of the investee companies, less any impairment in values. The consolidated statement of income reflects the share of the results of the operations of the investee companies. The Group's share of post-acquisition movements in the investee's equity reserves is recognized directly in equity. Profits and losses resulting from transactions between the Group and the investee companies are eliminated to the extent of the interest in the investee companies and for unrealized losses to the extent that there is no evidence of impairment of the asset transferred. Dividends received are treated as a reduction of the carrying value of the investment.

The Group discontinues applying the equity method when their investments in investee companies are reduced to zero. Unless otherwise, additional losses are not recognized when the Group has guaranteed certain obligations of the investee companies. When the investee companies subsequently report net income, the Group will resume applying the equity method but only after its share of that net income equals the share of net losses not recognized during the period the equity method was suspended.

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

Upon loss of significant influence over the investee companies, the Group measures and recognizes any retaining investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retaining investment and proceeds from disposal is recognized in the consolidated statement of income.

Interest in Joint Operation

Makati Development Corporation (MDC), a subsidiary of the Parent Company, has an interest in joint arrangement, whereby the parties have a contractual arrangement that establishes joint control. MDC recognizes its share of jointly held assets, liabilities, income and expenses of the joint operation with similar items, line by line, in its financial statements.

The financial statements of the joint operation are prepared for the same reporting period as the Group. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

Investment Properties

Investment properties comprise completed property and property under construction or under re-development that are held to earn rentals or capital appreciation or both and that are not occupied by the companies in the Group.

The Group uses the cost model in measuring investment properties since this represents the historical value of the properties subsequent to initial recognition. Investment properties, except for land, are carried at cost less accumulated depreciation and amortization and any impairment in residual value. Land is carried at cost less any impairment in value.

Expenditures incurred after the investment property has been put in operation, such as repairs and maintenance costs, are normally charged against income in the period in which the costs are incurred.

Assets that are under construction are carried at cost and transferred to the related investment property account when the construction and related activities to prepare the property for its intended use are complete, and the property is ready for occupation or under the condition as intended by the Group.

Depreciation of investment properties are computed using the straight-line method over the estimated useful lives of the assets. The estimated useful lives and the depreciation method are reviewed periodically to ensure that the period and method of depreciation are consistent with the expected pattern of economic benefits from items of investment properties.

The estimated useful lives of investment properties which comprised of buildings, range from 20-40 years.

Investment properties are derecognized when either they have been disposed of, or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the retirement or disposal of an investment property is recognized in the consolidated statement of income in the year of retirement or disposal.

A transfer is made to investment property when there is a change in use, evidenced by ending of owner-occupation, commencement of an operating lease to another party or ending of construction or development. A transfer is made from investment property when and only when there is a change in use, evidenced by commencement of owner-occupation or commencement of development with a view to sale. A transfer between investment property, owner-occupied property and inventory does not change the carrying amount of the property transferred nor does it change the cost of that property for measurement or disclosure purposes.

The Group discloses the fair values of its investment properties in accordance with PAS 40. The Group engages independent valuation specialist to assess the fair values as at December 31, 2020 and 2019. The Group's investment properties consist of land and building pertaining to land properties, retail (malls) and office properties. These are valued by reference to market-based evidence using comparable prices adjusted for specific market factors such as nature, location and condition of the property and income approach by reference to the value of income, cash flow or cost saving generated by the asset.

Property and Equipment
Property and equipment, except for land, are carried at cost less accumulated depreciation and amortization and any impairment in value. Land is carried at cost less any impairment in value. The initial cost of property and equipment comprises its construction cost or purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

Major repairs are capitalized as part of property and equipment only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the items can be measured reliably. All other repairs and maintenance are charged against current operations as incurred.

Depreciation and amortization of property and equipment commences once the property and equipment are available for use and are computed on a straight-line basis over the estimated useful lives of the property and equipment as follows:

	Years
Buildings and improvements	20-40
Machinery and construction equipment	5
Furniture, fixtures and equipment	3-10
Transportation equipment	3-5
Hotel property and equipment	20-50

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

When property and equipment items are retired or otherwise disposed of, the cost and the related accumulated depreciation and amortization and accumulated provision for impairment losses, if any, are removed from the accounts and any resulting gain or loss is credited to or charged against current operations.

Intangible Assets
Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is its fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the consolidated statement of income in the year in which the expenditure is incurred.

Leasehold rights with finite lives are amortized using the straight-line method over the estimated useful life of 20 to 23 years and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the consolidated statement of income in the expense category consistent with the function of the intangible assets.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the consolidated statement of income.

As of December 31, 2020 and 2019 intangible asset pertaining to leasehold right is included under "Other noncurrent assets".

Buildings Classified as Held for Sale

Buildings classified as held for sale are stated at the lower of its carrying amount and fair value less costs to sell. These are classified as held for sale if their carrying amounts will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset or disposal group is available for immediate sale in its present condition. The Group must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Business Combinations and Goodwill

Business combinations are accounted for using the acquisition method which involves recognizing and measuring the identifiable assets acquired, the liabilities assumed and any non-controlling interests in the acquiree. The identifiable assets acquired and liabilities assumed of the acquiree are recognized as of the acquisition date and measured at fair value as at that date. For each business combination, the acquirer measures the non-controlling interest in the acquiree at fair value of the acquiree's identifiable net assets. Acquisition related costs are expensed in the period which the costs are incurred and included in administrative expenses.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through profit or loss.

Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability will be recognized in accordance with PFRS 9 either in profit or loss or as a change to other comprehensive income. If the contingent consideration is classified as equity, it should not be remeasured until it is finally settled within equity.

Goodwill is initially measured at cost being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interest over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognized in profit or loss as bargain purchase gain. The Group reassesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure amounts to be recognized at the acquisition date.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative values of the operation disposed of and the portion of the cash-generating unit retained.

If the initial accounting for a business combination can be determined only provisionally by the end of the period in which the combination is effected because either the fair values to be assigned to the acquiree's identifiable assets, liabilities or contingent liabilities or the cost of the combination can be determined only provisionally, the acquirer shall account for the combination using those provisional values. The acquirer shall recognize any adjustments to those provisional values as a result of completing the initial accounting within twelve (12) months of the acquisition date as follows: (i) the carrying amount of the identifiable asset, liability or contingent liability that is recognized or adjusted as a result of completing the initial accounting shall be calculated as if its fair value at the acquisition date had been recognized from that date; (ii) goodwill or any gain recognized shall be adjusted by an amount equal to the adjustment to the fair value at the acquisition date of the identifiable asset, liability or contingent liability being recognized or adjusted; and (iii) comparative information presented for the period before the initial accounting for the combination is complete shall be presented as if the initial accounting has been completed from the acquisition date.

Combinations of entities under common control
Business combinations of entities under common control are accounted for using the pooling of interests method. The pooling of interests method is generally considered to involve the following:

- The assets and liabilities of the combining entities are reflected in the consolidated financial statements at their carrying amounts. No adjustments are made to reflect fair values, or recognize any new assets or liabilities, at the date of the combination. The only adjustments that are made are those adjustments to harmonize accounting policies.
- No new goodwill is recognized as a result of the combination. The only goodwill that is recognized is any existing goodwill relating to either of the combining entities. Any difference between the consideration paid or transferred and the equity acquired is reflected within equity.
- The consolidated statement of income reflects the results of the combining entities for the full year, irrespective of when the combination took place.
- Comparatives are presented as if the entities had always been combined.

The effects of intercompany transactions on current assets, current liabilities, revenues, and cost of sales for the current period presented and on retained earnings at the beginning of the current period presented are eliminated to the extent possible.

Asset Acquisitions
If the assets acquired and liabilities assumed in an acquisition transaction do not constitute a business as defined under PFRS 3, the transaction is accounted for as an asset acquisition. The Group identifies and recognizes the individual identifiable assets acquired (including those assets that meet the definition of, and recognition criteria for, intangible assets) and liabilities assumed. The acquisition cost is allocated to the individual identifiable assets and liabilities on the basis of their relative fair values at the date of purchase. Such transaction or event does not give rise to goodwill. Where the Group acquires a controlling interest in an entity that is not a business, but obtains less than 100% of the entity, after it has allocated the cost to the individual assets acquired, it notionally grosses up those assets and recognizes the difference as non-controlling interests.

Impairment of Nonfinancial Assets
The Group assesses at each reporting date whether there is an indication that an asset may be impaired (e.g. investments in associates and joint ventures, investment properties, property and equipment and right-of-use assets). If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to

their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses of continuing operations are recognized in the consolidated statement of income in those expense categories consistent with the function of the impaired asset.

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

The following criteria are also applied in assessing impairment of specific assets:

Investments in associates and joint ventures
After application of the equity method, the Group determines whether it is necessary to recognize any additional impairment loss with respect to the Group's net investment in the investee companies. The Group determines at each reporting date whether there is any objective evidence that the investment in associates or joint ventures is impaired. If this is the case, the Group calculates the amount of impairment as being the difference between the recoverable amount and the carrying value of the investee company and recognizes the difference in the consolidated statement of income.

Provisions
Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Where the Group expects a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as interest expense. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

Pension Cost
Pension cost is actuarially determined using the projected unit credit method. This method reflects services rendered by employees up to the date of valuation and incorporates assumptions concerning employees' projected salaries. Actuarial valuations are conducted with sufficient regularity, with option to accelerate when significant changes to underlying assumptions occur. Pension cost includes: a) service costs comprising current service costs, past-service costs, b) gains and losses on curtailments and non-routine settlements, and c) net interest cost on benefit obligation.

Remeasurements, comprising of actuarial gains or losses, the effect of the asset ceiling, excluding net interest cost and the return on plan assets (excluding net interest), are recognized immediately in the consolidated statement of financial position with a corresponding debit or credit to OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

The liability recognized in the consolidated statement of financial position in respect of defined benefit pension plans is the present value of the defined benefit obligation at the reporting date less fair value of the plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by using risk-free interest rates of long-term government bonds that have terms to maturity approximating the terms of the related pension liabilities or applying a single weighted average discount rate that reflects the estimated timing and amount of benefit payments.

Share-based Payments
The Group has equity-settled, share-based compensation plans with its employees.

PFRS 2 Options
For options granted after November 7, 2002 that have not vested on or before January 1, 2005, the cost of equity-settled transactions with employees is measured by reference to the fair value at the date on which they are granted. The fair value is determined using the Black-Scholes model, further details of which are given in Note 28.

The cost of equity-settled transactions is recognized, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (vesting date). The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instrument that will ultimately vest. The income or expense for a period represents the movement in cumulative expense recognized as at the beginning and end of that period.

No expense is recognized for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition, which are treated as vesting irrespective of whether or not the market condition is satisfied, provided that all other performance conditions are satisfied.

Where the terms of an equity-settled award are modified, as a minimum, an expense is recognized. In addition, an expense is recognized for any increase in the value of the transaction as a result of the modification, as measured at the date of modification. Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognized for the award is recognized immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

Pre-PFRS 2 Options
For options granted before November 7, 2002 that has vested before January 1, 2005, the intrinsic value of stock options determined as of grant date is recognized as expense over the vesting period.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share (see Note 28).

Employee Stock Ownership Plan
The Parent Company has an employee stock ownership plan (ESOWN) which allows the grantees to purchase the Parent Company's shares. The Parent Company recognizes stock compensation expense over the holding period. The Parent Company treats its ESOWN plan as option exercisable within a given period. These are accounted for similar to the PFRS 2 options. Dividends paid on the awards that have vested are deducted from equity and those paid on awards that are unvested are charged to profit or loss. For the unsubscribed shares where the employees still have the option to subscribe in the future, these are accounted for as options.

Equity
When the shares are sold at a premium, the difference between the proceeds and the par value is credited to "Additional paid-in capital" account. Direct costs incurred related to equity issuance are chargeable to "Additional paid-in capital" account. If additional paid-in capital is not sufficient, the excess is charged against retained earnings. When the Group issues more than one class of stock, a separate account is maintained for each class of stock and the number of shares issued.

Subscriptions receivable pertains to the uncollected portion of the subscribed shares.

Retained earnings represent accumulated earnings of the Group less dividends declared.

Equity reserves pertain to the excess of the cost of business combinations over the net carrying amounts of the assets and liabilities of the acquired companies. Changes in a parent's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions (i.e., transactions with owners in their capacity as owners). In such circumstances, the carrying amounts of the controlling and non-controlling interests shall be adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid shall be recognized directly in equity and included under "Equity reserves" account in the equity section of the consolidated statement of financial position.

Own equity instruments which are reacquired (treasury shares) are recognized at cost and deducted from equity. No gain or loss is recognized in the profit or loss on the purchase, sale, issue or cancellation of the Parent Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognized in additional paid-in capital. Voting rights related to treasury shares are nullified for the Group and no dividends are allocated to them respectively. When the shares are retired, the capital stock account is reduced by its par value and the excess of cost over par value upon retirement is debited to additional paid-in capital when the shares were issued and to retained earnings for the remaining balance.

Revenue from Contract with Customers
The Group primarily derives its real estate revenue from the sale of vertical and horizontal real estate projects. Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. Except for the provisioning of water, electricity, air-conditioning and common use service area in its mall retail spaces, wherein it is acting as agent, the Group has generally concluded that it is the principal in its revenue arrangements.

The disclosures of significant accounting judgments, estimates and assumptions relating to revenue from contracts with customers are provided in Note 3.

Real estate sales
The Group derives its real estate revenue from sale of lots, house and lot and condominium units. Revenue from the sale of these real estate projects under pre-completion stage are recognized over time during the construction period (or percentage of completion) since based on the terms and conditions of its contract with the buyers, the Group's performance does not create an asset with an alternative use and the Group has an enforceable right to payment for performance completed to date.

In measuring the progress of its performance obligation over time, the Group uses the output method. The Group recognizes revenue and the related trade receivables on the basis of direct measurements of the value to customers of the goods or services transferred to date, relative to the remaining goods or services promised under the contract. Progress is measured using survey of performance completed to date. This is based on the monthly project accomplishment report prepared by the third party surveyor as approved by the construction manager which integrates the surveys of performance to date of the construction activities for both sub-contracted and those that are fulfilled by the developer itself.

Any excess of progress of work over the right to an amount of consideration that is unconditional, is recognized as trade receivables under residential and office development receivables account. Any excess of collections over the total of recognized trade receivables is included in the "customer's deposit" account in the liabilities section of the consolidated statement of financial position. The impact of the significant financing component on the transaction price has not been considered since the Group availed the relief granted by the SEC under Memorandum Circular Nos. 14-2018 as of

2018 for the implementation issues of PFRS 15 affecting the real estate industry. Under the SEC Memorandum Circular No. 34, the relief has been extended until December 31, 2023.

Cost recognition
The Group recognizes costs relating to satisfied performance obligations as these are incurred taking into consideration the contract fulfillment assets such as connection fees. These include costs of land, land development costs, building costs, professional fees, depreciation, permits and licenses. These costs are allocated to the saleable area, with the portion allocable to the sold area being recognized as costs of sales while the portion allocable to the unsold area being recognized as part of real estate inventories.

Contract costs include all direct materials and labor costs and those indirect costs related to contract performance. Expected losses on contracts are recognized immediately when it is probable that the total contract costs will exceed total contract revenue. Changes in contract performance, contract conditions and estimated profitability, including those arising from contract penalty provisions, and final contract settlements which may result in revisions to estimated costs and gross margins are recognized in the year in which the changes are determined.

Marketing fees, management fees from administration and property management are recognized as expense when services are incurred.

Hotel and resorts revenue (part of real estate sales in the consolidated statement of income)
The Group recognizes room accommodation services over time since the guest simultaneously receives and consumes the services provided by the Group. The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. Revenue from banquets and other special events are recognized when the events take place.

Cost of hotel operations (part of cost of real estate sales in the consolidated statement of income)
Cost of hotel operations pertains to expenses incurred in relation to sale of goods and rendering of services. These are recognized when a decrease in future economic benefits related to a decrease in an asset or an increase of a liability has arisen than can be measured reliably. These are recognized when incurred and measured at the amount paid or payable.

Construction revenue (part of real estate sales in the consolidated statement of income) and cost
Revenue from fixed price construction contracts are recognized overtime using the milestone-based revenue recognition which is in reference to the output method. The output method is determined based on the start and completion of a task of the contract work inclusive of uninstalled goods and materials delivered to the site.

Contract costs include all direct materials and labor costs and those indirect costs related to contract performance. Expected losses on contracts are recognized immediately when it is probable that the total contract costs will exceed total contract revenue. Changes in contract performance, contract conditions and estimated profitability, including those arising from contract penalty provisions, and final contract settlements which may result in revisions to estimated costs and gross margins are recognized in the year in which the changes are determined.

Rental income (part of real estate sales in the consolidated statement of income)
Rental income under noncancellable and cancellable leases on investment properties is recognized in the consolidated statement of income on a straight-line basis over the lease term and the terms of the lease, respectively, and/or based on a certain percentage of the gross revenue of the tenants, as provided under the terms of the lease contract.

No rental income is recognized when the Group waives its right to collect rent and other charges. This is recognized as a rent concession and reported as a variable payment (see Note 33).

Rooms revenue from hotel and resort operations is recognized when the services are rendered.

Revenue from banquets and other special events are recognized when the events take place.

Interest income is recognized as it accrues using the effective interest method.

Dividend income is recognized when the Group's right to receive the payment is established.

Customers' deposit
Customers' deposit is a contract liability which is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a customers' deposit is recognized when the payment is made or the payment is due (whichever is earlier). Customers' deposit are recognized as revenue when the control of the goods or services are transferred to the customers by the Group which is essentially fulfillment of its performance obligation under the contract.

Customers' deposit also include payments received by the Group from the customers for which revenue recognition has not yet commenced.

<u>Costs to obtain contract</u>
The incremental costs of obtaining a contract with a customer are recognized as an asset if the Group expects to recover them. The Group has determined that commissions paid to brokers and marketing agents on the sale of pre-completed real estate units are deferred when recovery is reasonably expected and are charged to expense in the period in which the related revenue is recognized as earned. Commission expense is included in the "Real estate costs and expenses" account in the consolidated statement of income.

Costs incurred prior to obtaining contract with customer are not capitalized but are expensed as incurred.

Amortization, de-recognition and impairment of capitalized costs to obtain a contract
Following the pattern of real estate revenue recognition, the Group amortizes capitalized costs to obtain a contract to cost of sales over the expected construction period using percentage of completion. The amortization is included within cost of sales.

A capitalized cost to obtain a contract is derecognized either when it is disposed of or when no further economic benefits are expected to flow from its use or disposal.

At each reporting date, the Group determines whether there is an indication that cost to obtain a contract maybe impaired. If such indication exists, the Group makes an estimate by comparing the carrying amount of the assets to the remaining amount of consideration that the Group expects to receive less the costs that relate to providing services under the relevant contract. In determining the estimated amount of consideration, the Group uses the same principles as it does to determine the contract transaction price, except that any constraints used to reduce the transaction price is removed for the impairment test.

Where the relevant costs or specific performance obligations are demonstrating marginal profitability or other indicators of impairment, judgement is required in ascertaining whether or not the future economic benefits from these contracts are sufficient to recover these assets. In performing this impairment assessment, management is required to make an assessment of the costs to complete the contract. The ability to accurately forecast such costs involves estimates around cost savings to be achieved over time, anticipated profitability of the contract, as well as future performance against any contract-specific performance indicators that could trigger variable consideration, or service credits. Where a contract is anticipated to make a loss, these judgements are also relevant in determining whether or not an onerous contract provision is required and how this is to be measured.

Expense Recognition
Expenses are recognized in the consolidated statement of income when decrease in future economic benefit related to a decrease in an asset or an increase in a liability has arisen that can be measured reliably.

Expenses are recognized in the consolidated statement of income as follow:
- On the basis of a direct association between the costs incurred and the earning of specific items of income;
- On the basis of systematic and rational allocation procedures when economic benefits are expected to arise over several accounting periods and the association can only be broadly or indirectly determined; or
- Immediately when expenditure has been assessed as no future economic benefits or when, and to the extent that future economic benefits do not qualify or cease to qualify, for recognition in the consolidated statement of financial position as an asset.

Direct operating expenses and general and administrative expenses are recognized as they are incurred.

Borrowing Costs
All borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Leases effective January 1, 2019
The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee
Except for short-term leases and leases of low-value assets, the Group applies a single recognition and measurement approach for all leases. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets
The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received and estimate of cost to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

	Years
Building	20-40
Aircraft	10
Others	5

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in Impairment of nonfinancial assets section.

ii) Lease liabilities
At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short-term leases
The Group applies the short-term lease recognition exemption to its short-term leases of office space (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

Group as a lessor
Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

<u>Leases prior to January 1, 2019</u>
The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at inception date whether the fulfillment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset. A reassessment is made after inception of the lease only if one of the following applies:

(a) There is a change in contractual terms, other than a renewal or extension of the arrangement;
(b) A renewal option is exercised or extension granted, unless the term of the renewal or extension was initially included in the lease term;
(c) There is a change in the determination of whether fulfillment is dependent on a specified asset; or
(d) There is substantial change to the asset.

Where a reassessment is made, lease accounting shall commence or cease from the date when the change in circumstances gave rise to the reassessment for scenarios (a), (c), or (d) and at the date of renewal or extension period for scenario (b).

Group as lessee
Leases where the lessor retains substantially all the risks and benefits of ownership of the asset are classified as operating leases. Fixed lease payments are recognized as an expense in the consolidated statement of income on a straight-line basis while the variable rent is recognized as an expense based on terms of the lease contract.

Group as lessor
Leases where the Group does not transfer substantially all the risk and benefits of ownership of the assets are classified as operating leases. Lease payments received are recognized as an income in the consolidated statement of income on a straight-line basis over the lease term. Initial direct costs incurred in negotiating operating leases are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as the rental income. Contingent rents are recognized as revenue in the period in which they are earned.

Current Tax
Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the tax authority. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted as at the end of the reporting period.

Deferred Tax
Deferred tax is provided, using the liability method, on all temporary differences, with certain exceptions, at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences, with certain exceptions. Deferred tax assets are recognized for all deductible temporary differences, carryforward benefits of unused tax credits from excess of minimum corporate income tax (MCIT) over the regular corporate income tax and unused net operating loss carryover (NOLCO), to the extent that it is probable that taxable income will be available against which the deductible temporary differences and carryforward benefits of unused tax credits and NOLCO can be utilized.

Deferred tax liabilities are not provided on nontaxable temporary differences associated with investments in domestic associates and interests in joint ventures.

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

Deferred tax assets and liabilities are measured at the tax rate that is expected to apply to the period when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date. Movements in the deferred income tax assets and liabilities arising from changes in tax rates are charged against or credited to income for the period.

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

Foreign Currency Transactions
Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. Transactions in foreign currencies are initially recorded using the exchange rate at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are restated using the closing exchange rate prevailing at the reporting date. Exchange gains or losses arising from foreign exchange transactions are credited to or charged against operations for the year.

As at reporting date, the assets and liabilities of subsidiaries whose functional currency is not the Philippines Peso are translated into the presentation currency of the Parent Company (the Philippine Peso) at the closing rate as at the reporting date, and the consolidated statement of income accounts are translated at monthly weighted average exchange rate. The exchange differences arising on the translation are taken directly to a separate component of equity under “Cumulative translation adjustments” account. Upon disposal of a foreign subsidiary, the deferred cumulative amount recognized in other comprehensive income relating to that particular foreign operation is recognized in the consolidated statement of income.

Investments in foreign associates are translated to Philippine Peso using the closing exchange rate prevailing at reporting date. The Group’s share in the results of operations of the foreign investee is translated using the exchange rate at the dates of the transactions or, where practicable, the rate that approximates the exchange rates at the dates of the transactions, such as the average rate for the period. Any resulting exchange difference is recognized as a separate component of equity.

Earnings Per Share (EPS)
Basic EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year adjusted for any subsequent stock dividends declared. Diluted EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year plus the weighted average number of common shares that would be issued on conversion of all the dilutive potential common shares into common shares. Calculation of dilutive EPS considers the potential ordinary shares of subsidiaries, associates and joint ventures that have dilutive effect on the basic EPS of the Parent Company. The calculation of diluted earnings per share does not assume conversion, exercise, or other issue of potential common shares that would have an antidilutive effect on earnings per share.

Segment Reporting
The Group’s operating businesses are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. Financial information on business segments is presented in Note 30 of the consolidated financial statements.

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

Events after the Reporting Period
Post year-end events that provide additional information about the Group’s position at the reporting date (adjusting events) are reflected in the consolidated financial statements. Post year-end events that are not adjusting events are disclosed in the consolidated financial statements when material.

3. Significant Accounting Judgments and Estimates

The preparation of the accompanying consolidated financial statements in conformity with PFRSs requires management to make estimates and assumptions that affect the amounts reported in the consolidated financial statements and accompanying notes. The estimates and assumptions used in the accompanying consolidated financial statements are based upon management’s evaluation of relevant facts and circumstances as of the date of the consolidated financial statements. Actual results could differ from such estimates.

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

Existence of a contract
The Group's primary document for a contract with a customer is a signed contract to sell. It has determined, however, that in cases wherein contract to sell are not signed by both parties, the combination of its other duly executed and signed documentation such as reservation agreement, official receipts, buyers' computation sheets and invoices, would contain all the criteria to qualify as contract with the customer under PFRS 15.

In addition, part of the assessment process of the Group before revenue recognition is to assess the probability that the Group will collect the consideration to which it will be entitled in exchange for the real estate property that will be transferred to the customer. In evaluating whether collectability of an amount of consideration is probable, an entity considers the significance of the customer's initial payments in relation to the total contract price. Collectability is also assessed by considering factors such as past history with the customer, age and pricing of the property. Management regularly evaluates the historical cancellations and back-outs if it would still support its current threshold of customers' equity before commencing revenue recognition.

Revenue recognition method and measure of progress
The Group concluded that revenue for real estate sales is to be recognized over time because: (a) the Group's performance does not create an asset with an alternative use and; (b) the Group has an enforceable right for performance completed to date. The promised property is specifically identified in the contract and the contractual restriction on the Group's ability to direct the promised property for another use is substantive. This is because the property promised to the customer is not interchangeable with other properties without breaching the contract and without incurring significant costs that otherwise would not have been incurred in relation to that contract. In addition, under the current legal framework, the customer is contractually obliged to make payments to the developer up to the performance completed to date. In addition, the Group requires a certain percentage of buyer's payments of total selling price (buyer's equity), to be collected as one of the criteria in order to initiate revenue recognition. Reaching this level of collection is an indication of buyer's continuing commitment and the probability that economic benefits will flow to the Group. The Group considers that the initial and continuing investments by the buyer of about 10% would demonstrate the buyer's commitment to pay.

The Group has determined that the output method used in measuring the progress of the performance obligation (i.e. percentage of completion) faithfully depicts the Group's performance in transferring control of real estate development to the customers.

Distinction of land between real estate inventories and investment properties
The Group determines whether a property will be classified as real estate inventories or investment properties. In making this judgment, the Group considers whether the property will be sold in the normal operating cycle (real estate inventories) and even if the real estate inventories are leased out, the classification remains on the condition that the intent to sell remains. All other properties that are not yet determined to be sold in the normal operating cycle are classified as investment properties.

Consolidation of entities in which the Group holds only 50% or less than majority of voting rights
The Group considers that it controls the following entities even though it owns 50% or less than majority of the voting rights. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect that return through its power over the investee.

ACC
For ACC, ALI holds 50% of the voting rights, and is also the single largest shareholder and the remaining 50% of the equity shares are held by several shareholders. The second largest stockholder of ACC holds 8.3% share while the other shareholders' equity interest ranges from 2.1% to 8.3%. In addition, ALI has an existing management services agreement with ACC which gives ALI the exclusive control and decision over the relevant activities of ACC.

BG Entities (BGWest, BGNorth and BGSouth)
For the BG entities, wherein ALI and the other shareholder each own 50% of the voting rights, ALI controls the investee through exercise of its exclusive project development and marketing agreement as well as the ability to decide on the financing, operating and strategic policies of the investees. This enabled ALI to conclude that it has control.

AHI, RLC, ALI-CII and LAIP
ALI has an existing management services agreement with AHI, RLC, ALI-CII and LAIP which gives ALI the exclusive control and decision over the relevant activities of AHI, RLC, ALI-CII and LAIP.

Service concession agreement
The Group has made a judgment that the concession agreement with DOTr qualifies under Philippine Interpretation IFRIC 12, *Service Concession Arrangements* (see Note 36). Management has assessed that DOTr controls and regulates the service, determines to whom this service will be provided and controls the price. In addition, management has also determined that the DOTr has the significant control over the residual interest of the Terminal at the end of the term. Management has also made a judgment that the Terminal and commercial assets (mall facilities) are physically separable and are capable of being operated independently.

Management has further assessed that said concession agreement qualifies under the Financial Asset model as it has an unconditional contractual right to receive cash or other financial assets (i.e. the Annual Grantor Payment) for its construction, operating and maintenance services directly from DOTr.

Contingencies
The Group is currently involved in various legal proceedings. The estimate of the probable costs for the resolution of these claims has been developed in consultation with outside counsel handling the defense of these matters and is based upon an analysis of potential results. The Group currently does not believe that these proceedings will have a material effect on the Group's consolidated financial statements (see Note 35).

Sale of real estate receivables
The Group has entered into arrangements with banks wherein it discounted its real estate receivables without recourse. The Group believes that the sales transactions are not more than infrequent and that the receivables discounted is insignificant in value both individually and in aggregate. Accordingly, the Group continues to present trade receivables at amortized cost as it remains to hold trade receivables with the objective of collecting contractual cash flows until maturity.

Definition of default and credit-impaired financial assets
The Group defines a financial instrument as in default, which is fully aligned with the definition of credit-impaired, when it meets one or more of the following criteria:

Quantitative criteria – for residential, commercial and office development receivables, the customer receives a notice of cancellation and does not continue the payments.

Qualitative criteria
The customer meets unlikeliness to pay criteria, which indicates the customer is in significant financial difficulty. These are instances where:
a. The customer is experiencing financial difficulty or is insolvent
b. The customer is in breach of financial covenant(s)

c. An active market for that financial assets has disappeared because of financial difficulties
d. Concessions or deferrals have been granted by the Group, for economic or contractual reasons relating to the customer's financial difficulty (e.g. Bayanihan Acts I and II considerations)
e. It is becoming probable that the customer will enter bankruptcy or other financial reorganization

The criteria above have been applied to the financial instruments held by the Group and are consistent with the definition of default used for internal credit risk management purposes. The default definition has been applied consistently to model the Probability of Default (PD), Loss Given Default (LGD) and Exposure at Default (EAD) throughout the Group's expected loss calculation.

Incorporation of forward-looking information
The Group incorporates forward-looking information into both its assessment of whether the credit risk of an instrument has increased significantly since its initial recognition and its measurement of ECL.

To do this, the Group considers a range of relevant forward-looking macro-economic assumptions for the determination of unbiased general industry adjustments and any related specific industry adjustments that support the calculation of ECLs. Based on the Group's evaluation and assessment and after taking into consideration external actual and forecast information, the Group formulates a 'base case' view of the future direction of relevant economic variables as well as a representative range of other possible forecast scenarios. This process involves developing two or more additional economic scenarios and considering the relative probabilities of each outcome. External information includes economic data and forecasts published by governmental bodies, monetary authorities and selected private-sector and academic institutions.

The base case represents a most-likely outcome and is aligned with information used by the Group for other purposes such as strategic planning and budgeting. The other scenarios represent more optimistic and more pessimistic outcomes. Periodically, the Group carries out stress testing of more extreme shocks to calibrate its determination of these other representative scenarios.

The Group has identified and documented key drivers of credit risk and credit losses of each portfolio of financial instruments and, using an analysis of historical data, has estimated relationships between macro-economic variables and credit risk and credit losses.

Determination of lease term of contracts with renewal and termination options – Group as a lessee
The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has several lease contracts that include extension and termination options. The Group applies judgment in evaluating whether the provisions to renew or terminate the lease is enforceable. For leases where the Group has the unilateral option to renew or terminate, it then applies judgment on whether it is reasonably certain or not to exercise the option. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset).

Assessment on whether lease concessions granted constitute a lease modification
In line with the rental relief framework implemented by the government to support businesses and the broader economy due to the impact of COVID-19, the Group waived its right to collect rent and other charges as part of various lease concessions it granted to lessees such as lease payment holidays or lease payment reductions.

The Group applies judgment when assessing whether the rent concessions granted is considered a lease modification under PFRS 16.

In making this judgment, the Group determines whether the rent concessions granted has changed the scope of the lease, or the consideration thereof, that was not part of the original terms and conditions of the lease. The Group assessed that the lease concessions it granted to lessees do not qualify as lease modifications since the terms and conditions under the corresponding lease contracts have not been modified by the waiver and therefore, is not a lease modification under PFRS 16.

The rent concessions granted by the Group for the year ended December 31, 2020 amounted to ₱6.15 billion.

Judgements made in determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates applying paragraph 122 of PAS 1, Presentation of Financial Statements
Upon adoption of the Interpretation, the Group has assessed whether it has any uncertain tax position. The Group applies significant judgement in identifying uncertainties over its income tax treatments. The Group determined, based on its assessment, in consultation with its tax counsel, that it is probable that its uncertain income tax treatments (including those for the subsidiaries) will be accepted by the taxation authorities.

Management's Use of Estimates
The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Revenue recognition on real estate projects
The Group's revenue recognition policy requires management to make use of estimates and assumptions that may affect the reported amounts of revenues. The Group's revenue from real estate is recognized based on the percentage of completion and this is measured principally on the basis of the estimated completion of a physical proportion of the contract work. Apart from involving significant estimates in determining the quanitity of imports such as materials, labor and equipment needed, the assessment process for the POC is complex and the estimated project development costs requires technical determination by management's specialists (project engineers). The Group also includes land in the calculation of POC since the Group availed the relief granted by the SEC under Memorandum Circular Nos. 14-2018 as of 2018 for the implementation issues of PFRS 15 affecting the real estate industry. See Notes 20 and 22 for the related balances.

Following the pattern of real estate revenue recognition, the cost to obtain a contract (e.g. commission), is determined using the percentage of completion. In view of the continuing community quarantines and restricted mobility, the progress of the Group's performance obligation is adversely affected which resulted to lower percentage-of-completion in 2020.

Evaluation of net realizable value of real estate inventories
The Group adjusts the cost of its real estate inventories to net realizable value based on its assessment of the recoverability of the inventories. NRV for completed real estate inventories is assessed with reference to market conditions and prices existing at the reporting date and is determined by the Group in the light of recent market transactions. NRV in respect of real estate inventories under construction is assessed with reference to market prices at the reporting date for similar completed property, less estimated costs to complete construction and less estimated costs to sell. The amount and timing of recorded expenses for any period would differ if different judgments were made or different estimates were utilized. In line with the impact of COVID-19, the Group experienced limited selling activities that resulted to lower sales in 2020. In evaluating NRV, recent market conditions and current market prices have been considered. See Note 8 for the related balances.

Share-based payments
The expected life of the options is based on the expected exercise behavior of the stock option holders and is not necessarily indicative of the exercise patterns that may occur. The volatility is based on the average historical price volatility which may be different from the expected volatility of the shares of stock of the Group. See Note 28 for the related balances.

Estimating pension liabilities and other retirement benefits
The determination of the Group's obligation and cost for pension and other retirement benefits is dependent on selection of certain assumptions used by actuaries in calculating such amounts. These include the determination of the discount rates, future salary increases, mortality rates and future pension increases. Significant assumptions are disclosed in Note 26 and include among others, discount rate and salary increase rate.

In determining the appropriate discount rate, management considers the interest rates of government bonds that are denominated in the currency in which the benefits will be paid, with extrapolated maturities corresponding to the expected duration of the defined benefit obligation.

The mortality rate is based on 1994 Group Annuity Mortality Table and is modified accordingly with estimates of mortality improvements. Future salary increases and pension increases are based on expected future inflation rates.

While the Group believes that the assumptions are reasonable and appropriate, significant differences in actual experience or significant changes in assumptions could materially affect retirement obligations. See Note 26 for the related balances.

Fair value of financial instruments
When the fair values of financial assets and financial liabilities recorded or disclosed in the consolidated statement of financial position cannot be derived from active markets, they are determined using internal valuation techniques using generally accepted market valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimates are used in establishing fair values. These estimates may include considerations of liquidity, volatility and correlation. Certain financial assets and liabilities were initially recorded at their fair values by using the discounted cash flow methodology. See Note 29 for the related balances.

Provision for expected credit losses of trade receivables
The Group uses a provision matrix to calculate ECLs for trade receivables other than residential, commercial and office development receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns.

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information such as inflation and GDP growth rates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

The Group uses vintage analysis approach to calculate ECLs for residential, commercial and office development receivables. The vintage analysis accounts for expected losses by calculating the cumulative loss rates of a given loan pool. It derives the probability of default from the historical data of a homogenous portfolio that share the same origination period. The information on the number of defaults during fixed time intervals of the accounts is utilized to create the PD model. It allows the evaluation of the loan activity from its origination period until the end of the contract period.

The assessment of the correlation between historical observed default rates, forecast economic conditions (inflation and interest rates) and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

The Group has considered impact of COVID-19 pandemic and revised its assumptions in determining the macroeconomic variables and loss rates in the computation of ECL. The changes in the gross carrying amount of receivables from sale of real estate during the year and impact of COVID-19 pandemic did not materially affect the allowance for ECLs.

The information about the ECLs on the Group's trade receivables is disclosed in Notes 7 and 29.

Estimating the incremental borrowing rate for leases
The Group uses its incremental borrowing rate (IBR) to measure lease liabilities because the interest rate implicit in the lease is not readily determinable. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group 'would have to pay', which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) or when they need to be adjusted to reflect the terms and conditions of the lease (for example, when leases are not in the subsidiary's functional currency). The Group estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the subsidiary's stand-alone credit rating).

The Group's lease liabilities as of December 31, 2020 and 2019 amounted to ₱17,755.8 million and ₱17,463.7 million, respectively (see Note 33).

Evaluation of impairment of nonfinancial assets
The Group assesses whether there are any indicators of impairment for all nonfinancial assets (i.e., property and equipment, investment properties, right of use assets and other current assets) at each financial reporting date. These nonfinancial assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable.

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

In view of the continuing community quarantines and restricted travel, the Group's hotels and resorts segment continues to be adversely affected by the lower number of guests and reduced room rates, both of which have significantly impacted the revenues reported for this segment. Also, many restaurants remain closed or allowed limited operations which impacted the food and beverage revenues of the segment. In addition, because of the coronavirus pandemic, there is the heightened level of uncertainty on the future economic outlook and market forecast. These events and conditions are impairment indicators requiring the assessment of the recoverable amount of the property and equipment and right-of-use assets.

The carrying value of the property and equipment and right-of-use assets of the hotels and resorts segment amounted to ₱21,527.0 million and ₱198.2 million, respectively, as of December 31, 2020.

The Group estimates the recoverable amount through value in use. In determining the present value of estimated future cash flows expected to be generated from the continued use of these assets of the hotels and resorts segment, the Group is required to make estimates and assumptions that may affect the nonfinancial assets. The significant assumptions used in the valuation are discount rates of 7.00% to 12.00% with an average growth rate of 3.00%. The Group also considered in its assumptions the impact of the pandemic on the occupancy rate and room rates which are not expected to normalize until 2024. No impairment loss was recognized in 2020.

4. **Cash and Cash Equivalents**

This account consists of:

	2020	2019
	(In Thousands)	
Cash on hand	**₱64,303**	₱73,215
Cash in banks	**13,678,488**	14,555,033
Cash equivalents	**3,294,556**	5,784,793
	₱17,037,347	₱20,413,041

Cash in banks earn interest at the respective bank deposit rates. Cash equivalents are short-term, highly liquid investments that are made for varying periods of up to three (3) months depending on the immediate cash requirements of the Group, and earn interest at the respective short-term rates.

The annual interest rates of the cash equivalents are as follows:

	2020	2019
Philippine Peso	**0.5% to 1.8%**	2.8% to 4.0%
US Dollar	**0.1% to 0.25%**	1.1% to 1.8%

There is no restriction on the Group's cash and cash equivalents balances as of December 31, 2020 and 2019.

5. **Short-term Investments**

Short-term investments consist of money market placements made for varying periods of more than three (3) months and up to one (1) year and earn interest at the respective short-term investment rates.

The annual interest rates of the short-term investments are as follows:

	2020	2019
Philippine Peso	**0.75%**	3.0%
US Dollar	**0.05% to 0.10%**	1.8% to 2.0%

6. **Financial Assets at FVTPL**

This account consists of:

	2020	2019
	(In Thousands)	
Investment in Unit Investment Trust Funds (UITF)	**₱378,066**	₱96,405
Investment in ARCH Capital Fund	**327,953**	389,031
Investment in Treasury Bills	**259,152**	–
	₱965,171	₱485,436

The Group invests in money market UITF which aims to generate liquidity and stable income by investing in a diversified portfolio of primarily short-term fixed income instruments and with no minimum holding period requirement.

Investment in ARCH Capital Fund pertains to monetary interest in a fund in which the management takes the view that these are held for trading and it is a portfolio of identified property funds invested and managed by professional managers.

In 2020, the Group also invested in Treasury Bills which are short-term secure investments issued by the Philippine government through the Bureau of Treasury (BTr) and these are held for trading.

The Group's investment in UITF includes investment in BPI. As of December 31, 2020, the Group invested in UITF with a fair value of ₱209 million for BPI Money Market Fund and ₱95 million for BPI USD Short Term Funds. The Funds' Net Asset Value (NAV) was at ₱61,961.9 million with duration of 255 days and ₱41,101.9 million with duration of 307 days, respectively.

As of December 31, 2019, the Group invested in BPI MMF with a fair value of ₱80.9 million. The BPI MMF's NAV was at ₱23,980.6 million with duration of 131 days.

The following table provides the fair value hierarchy of the Group's financial assets at FVTPL which are measured at fair value as of December 31, 2020 and 2019:

2020

			Fair value measurement using		
	Date of Valuation	**Total**	**Quoted prices in active markets (Level 1)**	**Significant observable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**
			(In Thousands)		
Investment in Unit Investment Trust Fund (UITF)	**December 31, 2020**	**₱378,066**	**₱–**	**₱378,066**	**₱–**
Investment in ARCH Capital Fund	**December 31, 2020**	**327,953**	**–**	**–**	**327,953**
Investment in Treasury Bills	**December 31, 2020**	**259,152**	**–**	**259,152**	**–**

2019

			Fair value measurement using		
	Date of Valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
			(In Thousands)		
Investment in Unit Investment Trust Fund (UITF)	December 31, 2019	₱96,405	₱–	₱96,405	₱–
Investment in ARCH Capital Fund	December 31, 2019	389,031	–	–	389,031

The fair value of the investment in UITF is based on net asset values as of reporting dates.

The fair value of the investment in ARCH Capital Fund is determined using the discounted cash flow (DCF) method. Under the DCF method in fund fair valuation, it is estimated using assumptions regarding the benefits and liabilities of ownership over the underlying asset's life including an exit or terminal value. This method involves the projection of a series of cash flows on a real property interest. To this projected cash flow series, a market-derived discount rate is applied to establish the present value of the income stream, associated with the underlying asset. The exit yield is normally separately determined and differs from the discount rate. Significant inputs considered were rental, growth and discount rates. The higher the rental and growth rates, the higher the fair value. The higher the discount rates, the lower the fair value.

The fair value of investment in treasury bills is based on BVAL reference rates on government securities. For the year ended December 31, 2020, the BVAL reference rates range from 1.002% to 3.953%.

Reconciliation of fair value measurement of Investment in ARCH Fund is shown below:

	2020	2019
	(In Thousands)	
Balance at beginning of year	**₱389,031**	₱390,521
Redemptions	**(12,478)**	(24,387)
Additions	**–**	30,145
Unrealized loss	**(48,600)**	(7,248)
Balance at end of year	**₱327,953**	₱389,031

Reconciliation of fair value measurement of Investment in UITF is shown below:

	2020	2019
	(In Thousands)	
Balance at beginning of year	**₱96,405**	₱85,724
Redemptions	**(1,904,759)**	(741,376)
Additions	**2,177,936**	746,774
Unrealized gains included under "Other income"	**8,484**	5,283
Balance at end of year	**₱378,066**	₱96,405

7. **Accounts and Notes Receivable**

Accounts and notes receivable account consists of:

	2020	2019
	(In Thousands)	
Trade:		
Residential, commercial and office development	**₱101,328,095**	₱104,260,962
Shopping centers	**5,414,606**	3,684,650
Corporate business	**3,948,672**	3,828,160
Construction contracts	**1,774,741**	1,553,320
Management fees	**124,553**	99,263
Others	**4,717,601**	4,558,543
Advances to other companies	**17,686,292**	18,984,210
Accrued receivables	**7,786,399**	7,788,796
Receivables from related parties (Note 25)	**5,489,159**	6,130,303
Receivables from employees	**842,506**	901,261
	149,112,624	151,789,468
Less allowance for impairment losses	**1,945,460**	1,186,293
	147,167,164	150,603,175
Less noncurrent portion	**46,021,255**	45,563,869
	₱101,145,909	₱105,039,306

The classes of trade receivables of the Group are as follows:
- Residential, commercial and office development - pertain to receivables from the sale of high-end, upper middle-income and affordable residential lots and units; economic and socialized housing units and sale of commercial lots; sale of office units; and leisure community developments.
- Shopping centers - pertain to lease receivables from retail spaces
- Corporate business - pertain to lease receivables from office and factory buildings and receivables from sale of industrial lots
- Construction contracts - pertain to receivables from third party construction projects
- Management fees - pertain to receivables from facilities management services
- Others - pertain to receivables from hotel operations and other support services

Residential, commercial and office development receivables are collectible in monthly installments over a period of one (1) to ten (10) years. These are carried at amortized cost using the effective interest rate method with annual interest rates ranging from 5.75% to 16.00%. Titles to real estate properties are transferred to the buyers only once full payment has been made.

Corporate business receivables are collectible on a monthly or quarterly basis depending on the terms of the lease contracts.

Receivables from shopping centers, construction contracts and management fees are due within 30 days upon billing.

Receivables from hotel operations and other support services included under other trade receivables are normally due within 30 to 90 days upon billing.

Advances to other companies includes advances made to joint venture partners that have been made in consideration of project costs and purchases of land that are still subject to completion. The documentation for these advances provides that these will be payable over a fixed term or on demand in order to allow for repayment of the advances when closing does not occur or not settled. The advances are liquidated when proceeds from the sale of the related projects are applied.

Advances to other companies also includes receivables from MRT Development Corporation (MRTDC) shareholders which pertains to interest-bearing advances made by NTDCC to MRTDC equivalent to the Pre-2006 Development Rights Payment (DRP) Payables and the Residual Depot DRP which is due more than one year, in relation to the funding and repayment agreement. As of December 31, 2020 and 2019, receivables including interest from MRTDC shareholders amounted to ₱441.1 million and ₱422.3 million, respectively.

On December 17, 2014, NTDCC and MRTDC shareholders executed a “funding and repayment agreement” wherein the latter agrees to repay NTDCC, for the account of MRTDC, its respective pro rata share in the Total Depot DRP Advances (the Pre-2006 DRP Payables and the Residual Depot DRP, including 15% interest rate accrued on such DRP payables).

Commencing on January 1, 2015, the MRTDC Shareholders shall effect the repayment of their respective pro rata share in the Total Depot DRP Payables, through a set-off against their respective share in the commercial center royalties to be received from the Group.

Set off shall be effective as of the beginning of every calendar month, commencing January 30, 2015 and shall result in the settlement of the portion of the Total DRP Payables to the extent of the amount of the commercial center royalties then the balance will fall due to the relevant MRTDC Shareholders.

Accrued receivables and receivables from related parties are due and demandable. Receivables from employees pertain to housing, car, salary and other loans granted to the Group’s employees which are collectible through salary deduction, are interest-bearing (6.0% per annum) and payable on various maturity dates.

Receivables amounting to ₱1,945.5 million and ₱1,186.3 million as of December 31, 2020 and 2019, respectively, were impaired and fully provided for. Movements in the allowance for impairment losses follow:

2020

	Trade							
	Residential and office Development	Shopping Centers	Construction Contracts	Corporate Business	Management Fees	Others	Advances to Other Companies	Total
				(In Thousands)				
Balance at beginning of year	**₱13,555**	**₱772,513**	**₱37,778**	**₱182,208**	**₱6,678**	**₱110,409**	**₱63,152**	**₱1,186,293**
Provisions during the year (Note 22)	**40,665**	**298,587**	**–**	**338,870**	**–**	**69,520**	**58,165**	**805,807**
Reversal (Note 22)	**(3,453)**	**(11,043)**	**–**	**(7,962)**	**–**	**(30,683)**	**(25)**	**(53,166)**
Accounts written off	**–**	**–**	**–**	**(2,116)**	**–**	**–**	**–**	**(2,116)**
Translation adjustment	**–**	**–**	**–**	**8,642**	**–**	**–**	**–**	**8,642**
Balance at end of year	**₱50,767**	**₱1,060,057**	**₱37,778**	**₱519,642**	**₱6,678**	**₱149,246**	**₱121,292**	**₱1,945,460**

2019

	Trade							
	Residential and office Development	Shopping Centers	Construction Contracts	Corporate Business	Management Fees	Others	Advances to Other Companies	Total
	(In Thousands)							
Balance at beginning of year	₱13,555	₱558,059	₱26,547	₱86,663	₱5,948	₱175,596	₱5,900	₱872,268
Provisions during the year (Note 22)	–	269,619	11,231	128,692	730	12,310	253,341	675,923
Reversal (Note 22)	–	(13,599)	–	(16,192)	–	(76,319)	(1,038)	(107,148)
Accounts written off	–	(41,314)	–	(16,955)	–	(1,178)	(195,051)	(254,498)
Translation adjustment	–	(252)	–	–	–	–	–	(252)
Balance at end of year	₱13,555	₱772,513	₱37,778	₱182,208	₱6,678	₱110,409	₱63,152	₱1,186,293

On March 25, 2020, Republic Act No. 11469, otherwise known as the Bayanihan to Heal as One Act ("Bayanihan 1 Act") was enacted. Bayanihan 1 Act provides that all covered institutions shall implement a 30-day grace period for all loans with principal and/or interest and lease amortization falling due within the ECQ Period without incurring interest on interest, penalties, fees and other charges. Subsequently, on September 11, 2020, Republic Act No. 11494, otherwise known as the Bayanihan to Recover as One Act ("Bayanihan 2 Act"), was enacted. Under Bayanihan 2 Act, a one-time sixty (60)-day grace period is granted for the payment of all existing, current and outstanding loans falling due, or any part thereof, on or before December 31, 2020, without incurring interest on interests, penalties, fees, or other charges and thereby extending the maturity of the said loans. Furthermore, a minimum 30-day grace period shall also be granted by covered institutions to all payments due within the period of community quarantine on rent and utility-related expenditures without incurring penalties, interest and other charges.

In 2020, the Group, provided reliefs under Bayanihan 1 Act and Bayanihan 2 Act, which offered financial reliefs to its borrowers/counterparties as a response to the effect of the COVID-19 pandemic. These relief measures included the restructuring of existing receivables including extension of payment terms.

Based on the Group's assessment, the modifications in the contractual cash flows as a result of the above reliefs are not substantial and therefore do not result in the derecognition of the affected financial assets.

As of December 31, 2020 and 2019, nominal amounts of trade receivables from residential, commercial and office development totaling ₱115,407.8 million and ₱122,258.0 million, respectively, were recorded initially at fair value. The fair values of the receivables were obtained by discounting future cash flows using the applicable rates of similar types of instruments.

Movements in the unamortized discount of the Group's receivables as of December 31, 2020 and 2019 follow:

	2020	2019
	(In Thousands)	
Balance at beginning of year	**₱17,997,007**	₱17,427,468
Additions during the year	**4,685,456**	8,460,511
Accretion for the year (Note 20)	**(8,602,775)**	(7,890,972)
Balance at end of year	**₱14,079,688**	₱17,997,007

The Group entered into agreements with BPI Asset Management and Trust Corporation in 2019 for the assignment of interest-bearing employee receivables amounting to ₱108.9 million (nil in 2020). The transactions were without recourse and did not result to any gain or loss.

The Group sold residential receivables on a without recourse basis to partner mortgage banks, which include BPI Family Savings Bank, a related party, amounting to ₱20,458.0 million in 2020 and ₱9,976.3 million in 2019. These were sold at a discount with total proceeds of ₱18,431.9 million and ₱9,281.2 million, respectively. The Group recognized loss on sale (under "Other expenses") amounting to ₱2,064.0 million and ₱775.2 million in 2020 and 2019, respectively (see Note 22).

8. Inventories

This account consists of:

	2020	2019
	(In Thousands)	
Real estate - at cost		
Residential and condominium units	**₱84,011,309**	₱65,659,786
Residential and commercial lots	**61,137,607**	52,363,671
Offices - at cost	**1,594,676**	2,264,229
	₱146,743,592	₱120,287,686

A summary of the movements in inventories is set out below:

2020

	Residential and commercial lots	**Residential and condominium units**	**Offices**	**Total**
		(In Thousands)		
Balances at beginning of year	**₱52,363,671**	**₱65,659,786**	**₱2,264,229**	**₱120,287,686**
Land acquired during the year	**3,269,732**	**17,744,257**	**–**	**21,013,989**
Construction/development costs incurred	**7,148,687**	**14,786,408**	**220,314**	**22,155,409**
Disposals (recognized as cost of real estate sales) (Note 22)	**(15,932,741)**	**(16,093,619)**	**(889,867)**	**(32,916,227)**
Transfers from (to) investment properties (Notes 12 and 37)	**14,288,258**	**1,914,477**	**–**	**16,202,735**
Balances at end of year	**₱61,137,607**	**₱84,011,309**	**₱1,594,676**	**₱146,743,592**

2019

	Residential and commercial lots	Residential and condominium units	Offices	Total
		(In Thousands)		
Balances at beginning of year	₱52,116,837	₱49,675,074	₱2,579,700	₱104,371,611
Land acquired during the year	7,598,083	–	–	7,598,083
Construction/development costs incurred	7,160,927	42,984,189	6,248,089	56,393,205
Borrowing costs capitalized	–	122,682	–	122,682
Disposals (recognized as cost of real estate sales) (Note 22)	(15,772,399)	(37,211,541)	(6,369,061)	(59,353,001)
Transfers from (to) investment properties (Notes 12 and 37)	1,260,223	10,089,382	(194,499)	11,155,106
Balances at end of year	₱52,363,671	₱65,659,786	₱2,264,229	₱120,287,686

The Group has no purchase commitments pertaining to its inventories as of December 31, 2020 and 2019.

There are no liens and encumbrances on the Group's real estate inventories.

9. Other Current Assets

This account consists of:

	2020	2019
	(In Thousands)	
Advances to contractors and suppliers	**₱18,139,411**	₱11,014,287
Prepaid expenses	**16,756,037**	16,401,610
Value-added input tax	**12,575,713**	14,515,697
Creditable withholding taxes	**8,321,770**	4,710,840
Buildings classified as held for sale (Notes 12 and 13)	**952,142**	–
Materials, parts and supplies - at cost	**732,881**	999,883
Others	**543,008**	949,315
	₱58,020,962	₱48,591,632

Advances to contractors and suppliers represents prepayments for the construction of inventories. These are recouped from billings which are expected to occur in a short period of time.

Prepaid expenses consist of prepayments for commissions, marketing fees, advertising and promotions, taxes and licenses, rentals and insurance. The cost to obtain contracts which includes prepaid commissions and advances to brokers amounted to ₱3,281.1 million and ₱2,876.2 million in 2020 and 2019, respectively. In line with the Group's accounting policy, as set out in Note 2, if a contract or specific performance obligation exhibited marginal profitability or other indicators of impairment, judgment was applied to ascertain whether or not the future economic benefits from these contracts were sufficient to recover these assets. In performing this impairment assessment, management is required to make an assessment of the costs to complete the contract. The ability to accurately forecast such costs involves estimates around cost savings to be achieved over time, anticipated profitability of the contract, as well as future performance against any contract-specific key performance indicators that could trigger variable consideration, or service credits (Note 14).

Value-added input tax is applied against value-added output tax. The remaining balance is recoverable in future periods.

Creditable withholding taxes are applied against income tax payable.

Buildings classified as held for sale include Qualimed Hospitals in Iloilo City, Santa Rosa and San Jose del Monte City which are being sold within the first quarter of 2021 in a move to transfer healthcare-related properties to AC Healthcare Holdings, Inc.

Materials, parts and supplies pertain to inventories to be used in the construction and maintenance of projects.

Others include deferred charges and letters of credit. Deferred charges pertain to project-related costs already paid but not yet consumed in the actual construction activities.

10. Financial Assets at Fair Value through OCI

This account consists of:

	2020	2019
	(in Thousands)	
Shares of stock:		
Quoted	**₱1,578,590**	₱1,478,444
Unquoted	**483,177**	505,484
	2,061,767	1,983,928
Net unrealized loss	**(550,324)**	(454,749)
	₱1,511,443	₱1,529,179

Investments in quoted shares of stock include shares held for clubs wherein the Group does not exercise control or demonstrate significant influence.

Investments in unquoted shares of stock include unlisted shares of public utility companies which the Group will continue to carry as part of the infrastructure that it provides to its real estate projects.

The Group made additional investments in equity instruments amounting to ₱99.0 million and ₱93.5 million in 2020 and 2019, respectively. The Group also disposed investments amounting to ₱21.1 million and ₱56.9 million in 2020 and 2019, respectively. No gain or loss was recognized from the disposal.

Movements in the reserves for financial assets at FVOCI as of December 31, 2020 and 2019 are as follows:

	2020	2019
	(In Thousands)	
Balance at beginning of year	**(₱454,749)**	(₱451,529)
Fair value changes during the year	**(426,088)**	(3,220)
Balance at end of year	**(₱880,837)**	(₱454,749)

The Group entered into and designated interest rate swaps as hedging instruments as a cashflow hedge from loans bearing interest at floating rate. The fair value of the interest rate swap is estimated using valuation techniques with observable inputs, which uses present value calculations and incorporate various input including interest rate curves. Total fair value amounted to ₱330 million.

As of December 31, 2020 and 2019 reserves for financial assets at FVOCI attributable to non-controlling interests amounted to ₱132.6 million and ₱2.6 million, respectively.

The following table provides the fair value hierarchy of the Group's financial assets at fair value through OCI which are measured at fair value as of December 31, 2020 and 2019 (in thousands):

December 31, 2020

			Fair value measurement using		
	Date of Valuation	**Total**	**Quoted prices in active markets (Level 1)**	**Significant observable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**
Shares of stock:					
Quoted					
Real estate	**December 31, 2020**	**₱484,705**	**₱484,705**	**₱–**	**₱–**
Tourism and leisure	**December 31, 2020**	**263,041**	**263,041**	**–**	**–**
Retail	**December 31, 2020**	**54,980**	**54,980**	**–**	**–**
Utilities and energy	**December 31, 2020**	**34,300**	**34,300**	**–**	**–**
Telecommunication	**December 31, 2020**	**6,929**	**6,929**	**–**	**–**
Financial asset management	**December 31, 2020**	**500**	**500**	**–**	**–**
Unquoted					
Tourism and leisure	**Various**	**556,260**	**–**	**–**	**556,260**
Financial asset management	**Various**	**82,599**	**–**	**–**	**82,599**
Utilities and energy	**Various**	**19,787**	**–**	**–**	**19,787**
Real estate	**Various**	**7,468**	**–**	**–**	**7,468**
Telecommunication	**Various**	**874**	**–**	**–**	**874**
		₱1,511,443	**₱844,455**	**₱–**	**₱666,988**

December 31, 2019

			Fair value measurement using		
	Date of Valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Shares of stock:					
Quoted					
Real estate	December 31, 2019	₱525,541	₱525,541	₱–	₱–
Tourism and leisure	December 31, 2019	282,927	282,927	–	–
Financial asset management	December 31, 2019	81,622	81,622	–	–
Retail	December 31, 2019	54,658	54,658	–	–
Utilities and energy	December 31, 2019	15,965	15,965	–	–
Telecommunication	December 31, 2019	2,816	2,816	–	–

(Forward)

			Fair value measurement using		
	Date of Valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Shares of stock:					
Unquoted					
Tourism and leisure	Various	₱533,101	₱–	₱–	₱533,101
Utilities and energy	Various	19,787	–	–	19,787
Real estate	Various	11,888	–	–	11,888
Telecommunication	Various	874	–	–	874
		₱1,529,179	₱963,529	₱–	₱565,650

11. **Investments in Associates and Joint Ventures**

This account consists of:

	2020	2019
	(In Thousands)	
Investment in stocks – cost		
Balance at beginning of year	**₱21,022,390**	₱19,492,702
Additions	**1,837,901**	1,529,688
Redemption	**(326,602)**	–
Balance at end of year	**22,533,689**	21,022,390
Accumulated equity in net earnings:		
Balance at beginning of year	**₱4,366,651**	₱3,787,105
Equity in net earnings	**586,502**	965,787
Dividends received	**(758,714)**	(386,241)
Balance at end of year	**4,194,439**	4,366,651
Subtotal	**26,728,128**	25,389,041
Equity share in cumulative translation adjustment	**(126,874)**	(71,460)
	₱26,601,254	₱25,317,581

The equity share in cumulative translation adjustments represents exchange differences arising from the translation of financial statements of the foreign operations, whose functional currency is other than Philippine Peso.

Details of the Group's investments in associates and joint ventures and the related percentages of ownership are shown below:

	Percentages of Ownership		**Carrying Amounts**	
	2020	2019	**2020**	2019
			(In Thousands)	
Joint ventures:				
Emerging City Holdings, Inc. (ECHI)	50%	50%	**₱3,886,019**	₱4,075,620
ALI-ETON Property Development Corporation (ALI ETON)	50	50	**4,498,958**	3,294,858
AKL Properties, Inc. (AKL)	50	50	**3,034,209**	2,274,254
Berkshires Holdings, Inc. (BHI)	50	50	**1,920,659**	2,002,726
Cebu District Property Enterprise, Inc. (CDPEI)	35	35	**1,426,339**	1,443,220
Alveo-Federal Land Communities, Inc.	50	50	**928,621**	904,452
AyaGold Retailers, Inc. (AyaGold)	50	50	**161,407**	160,429
BYMCW, Inc.	30	30	**51,732**	55,500
SIAL Specialty Retailers, Inc. (SIAL Specialty)	50	50	**26,461**	31,744
			15,934,405	14,242,803

(Forward)

	Percentages of Ownership		Carrying Amounts	
	2020	2019	**2020**	2019
			(In Thousands)	
Associates:				
OCLP Holdings, Inc.(OHI)	21	21	**₱8,676,598**	₱8,540,155
Bonifacio Land Corp. (BLC)	10	10	**1,405,759**	1,479,284
Rize-Ayalaland (Kingsway) GP, Inc. (Rize-Ayalaland)	49	49	**401,194**	448,613
Tianjin Eco-City Ayala Land Development Co., Ltd (Tianjin Eco-City)	40	40	**153,982**	474,486
Lagoon Development Corporation	30	30	**29,316**	35,689
Mercado General Hospital, Inc. (MGHI)	33	33	**–**	96,551
			10,666,849	11,074,778
			₱26,601,254	₱25,317,581

The Parent Company considers an associate and a joint venture with material interest if its net assets exceed 5% of its total consolidated net assets of the Group as of reporting period and considers the relevance of the nature of activities of the associate and joint venture compared to other operations of the Group. The financial information on the Parent Company's significant associates and joint ventures with material interest follows:

Financial information of the associate with material interest

OHI

Consistent with its thrust of expanding its operations to other areas within and outside of Metro Manila through partnerships, ALI acquired a 21.1% stake in OHI. The acquisition was made possible via the purchase of shares from existing OHI shareholders. OHI owns 99.5% interest in Ortigas & Company Limited Partnership (OCLP), an entity engaged in real estate development and leasing businesses.

Set out below is the summarized financial information for OHI:

	2020	2019
	(In Thousands)	
Current assets	**₱17,440,519**	₱20,459,694
Noncurrent assets	**22,507,390**	19,563,645
Current liabilities	**(11,410,775)**	(13,360,788)
Noncurrent liabilities	**(18,597,214)**	(17,374,206)
Equity	**9,939,920**	9,288,345
Proportion of Group's ownership	**21.1%**	21.1%
Group's share in identifiable net assets	**2,097,323**	1,959,841
Carrying amount of the investment	**8,676,598**	8,540,155
Fair value adjustments	**6,589,215**	6,580,314
Negative Goodwill	**₱148,046**	₱148,046
Dividends received	**₱33,558**	₱36,555

Net assets attributable to the equity holders of OHI amounted to ₱9,939.9 million and ₱9,288.3 million as of December 31, 2020 and 2019, respectively.

	2020	2019
	(In Thousands)	
Revenue	**₱7,204,436**	₱12,214,233
Cost and expenses	**(6,398,747)**	(9,877,006)
Net income (continuing operations)	**805,689**	2,337,227
Group's share in net income for the year	**170,000**	493,155
Total comprehensive income	**805,689**	2,337,227
Group's share in total comprehensive income for the year	**170,000**	493,155

BLC

The Group has a 10% interest in BLC, which is involved in the purchase, subscription or otherwise disposal of real and personal properties. BLC is a private company incorporated on October 20, 1994 and there is no quoted market price available for its shares. Its registered office and principal place of business is Taguig City, Philippines.

Set out below is the summarized financial information for BLC:

	2020	2019
	(In Thousands)	
Current assets	**₱3,261,099**	₱10,996,893
Noncurrent assets	**38,420,664**	32,437,784
Current liabilities	**(2,534,735)**	(3,066,467)
Noncurrent liabilities	**(7,285,960)**	(7,175,865)
Equity	**31,861,068**	33,192,345
Less: noncontrolling interest	**14,292,676**	14,896,099
Equity attributable to Parent Company	**17,568,392**	18,296,246
Proportion of Group's ownership	**10.1%**	10.1%
Group's share in identifiable net assets	**1,774,408**	1,847,933
Carrying amount of the investment	**1,405,759**	1,479,284
Negative goodwill	**(₱368,649)**	(₱368,649)
Dividends received	**₱155,508**	₱80,836

Net assets attributable to the equity holders of BLC amounted to ₱17,568.4 million and ₱18,296.2 million as of December 31, 2020 and 2019, respectively.

	2020	2019
	(In Thousands)	
Revenue	**₱3,869,359**	₱5,790,288
Cost and expenses	**(2,466,924)**	(3,150,446)
Net income (continuing operations)	**1,402,435**	2,639,842
Net loss attributable to minority interest	**(590,732)**	(1,242,515)
Net income attributable to parent	**811,703**	1,397,327
Group's share in net income for the year	**81,982**	141,130
Total comprehensive income attributable to equity holders of the Parent Company	**811,703**	1,397,327
Group's share in total comprehensive income for the year	**81,982**	141,130

Aggregate financial information on the associates with immaterial interest (Rize-Ayalaland, Tianjin Eco-City, LDC and MGHI) follows:

	2020	2019
	(In Thousands)	
Carrying amount	**₱584,492**	₱1,055,339
Share in net loss from continuing operations	**(89,529)**	(231,629)
Share in total comprehensive loss	**(89,529)**	(231,629)

Financial information of joint ventures

ECHI

	2020	2019
	(In Thousands)	
Current assets	**₱11,741,302**	₱11,219,613
Noncurrent assets	**30,017,735**	32,437,964
Current liabilities	**(2,863,497)**	(3,395,804)
Noncurrent liabilities	**(7,285,960)**	(7,175,865)
Equity	**31,609,580**	33,085,908
Less: noncontrolling interest	**23,307,423**	24,244,695
Equity attributable to Parent Company	**8,302,157**	8,841,213
Proportion of Group's ownership	**50%**	50%
Group's share in identifiable net assets	**4,151,079**	4,420,607
Carrying amount of the investment	**3,886,019**	4,075,620
Dividends received	**₱397,854**	₱175,000

Net assets attributable to the equity holders of ECHI amounted to ₱8,302.2 million and ₱8,841.2 million as of December 31, 2020 and 2019, respectively.

	2020	2019
	(In Thousands)	
Revenue	**₱3,872,498**	₱5,795,508
Cost and expenses	**(2,475,532)**	(3,158,836)
Net income (continuing operations)	**1,396,966**	2,636,672
Net loss attributable to noncontrolling interest	**(980,460)**	(1,916,480)
Net income attributable to parent	**416,506**	720,192
Group's share in net income for the year	**208,253**	360,096
Total comprehensive income attributable to equity holders of the Parent Company	**416,506**	722,037
Group's share in total comprehensive income for the year	**208,253**	361,019

ALI Eton

	2020	2019
	(In Thousands)	
Current assets	**₱12,838,898**	₱12,416,374
Noncurrent assets	**3,985,368**	4,670,632
Current liabilities	**(8,394,044)**	(9,902,359)
Noncurrent liabilities	**(3,390,318)**	(2,949,942)
Equity	**5,039,904**	4,234,705
Proportion of Group's ownership	**50%**	50%
Group's share in identifiable net assets	**2,519,952**	2,117,353
Carrying amount of the investment	**4,498,958**	3,294,858

Net assets attributable to the equity holders of ALI Eton amounted to ₱5,039.9 million and ₱4,234.7 million as of December 31, 2020 and 2019, respectively.

	2020	2019
	(In Thousands)	
Revenue	**₱975,701**	₱1,143,940
Cost and expenses	**(734,502)**	(1,161,560)
Net income (continuing operations)	**241,199**	(17,620)
Group's share in net income for the year	**120,599**	(8,810)
Total comprehensive income attributable to equity holders of the Parent Company	**241,199**	(17,620)
Group's share in total comprehensive income for the year	**120,599**	(8,810)

Aggregate financial information on joint ventures with immaterial interest (BHI, CDPEI, Alveo-Federal, SIAL Specialty, AyaGold and BYMCW, Inc.) is as follows:

	2020	2019
	(In Thousands)	
Carrying amount	**₱7,549,428**	₱6,872,325
Share in net income from continuing operations	**95,197**	211,845
Share in total comprehensive income	**95,197**	211,845

The following are the significant transactions affecting the Group's investments in associates and joint ventures:

Investments in BLC, ECHI, and BHI
As of December 31, 2020 and 2019, the Group's effective interest in BLC is 45.1%. The Parent Company's 5.3% direct investment in BLC and 4.8% through Regent Time are accounted for using the equity method because the Parent Company has significant influence over BLC.

On April 17, 2003, the following transactions were consummated pursuant to the terms and conditions of the Assignment Agreement (Agreement), dated February 8, 2003, among the Parent Company, Evergreen Holdings, Inc. (EHI), Greenfield Development Corporation and Larouge, B.V. (Larouge), as amended, and the Agreement, dated November 23, 2002, among the Company, EHI and Neo Oracle Holdings, Inc. [formerly Metro Pacific Corporation (MPC)] as amended:

(a) The assignment to the Parent Company and EHI of the rights and obligations of Larouge under the loan agreement between Larouge and MPC, pursuant to which, Larouge extended MPC a loan in the principal amount of US$90.0 million, together with all the rights, title and interests of Larouge in the pledge constituted on 50.4% of the outstanding shares in BLC. The consideration paid by the Company and EHI for such assignment was approximately US$90.0 million, subject in part to foreign exchange adjustment.
(b) The assignment to the Parent Company and EHI, acting in this instance through the joint venture corporation, Columbus Holdings, Inc. (Columbus), of the controlling interest in BLC representing 50.4% of BLC's outstanding capital stock. This assignment was effected by MPC under a dacion en pago arrangement, and included an assignment of payables of BLC in the principal amount of ₱655.0 million together with its underlying security in the form of shares in Fort Bonifacio Development Corporation (FBDC) representing 5.6% of its outstanding capital stock.

The Agreement, as amended, also provides for the constitution of a pledge over 5.0% of BLC's unencumbered shares as security for contingent liabilities and breach of representation and warranties. The pledge lien over the 5.0% BLC shares shall continue to subsist until the third anniversary of the closing date.

The Parent Company and EHI jointly hold the 50.4% equity interest in BLC through ECHI and BHI. The Parent Company and EHI assigned the notes receivable from MPC to ECHI and BHI, which acquired the shares of stock of Columbus. Columbus directly owns the 50.4% interest in BLC. BLC owns 55.0% interest in FBDC, the primary developer of certain areas in Fort Bonifacio Global City for residential, commercial and business development. Columbus accounted for the acquisition of the 50.4% interest in BLC using the purchase method.

Subsequent to this, the Parent Company and EHI acquired additional shares of BLC through a combination of direct acquisition and through its associates at varying dates:

On July 31, 2008, the Group acquired, through the Parent Company, Regent Time and Columbus, additional 4,360,178 shares of BLC from FBDC amounting to ₱689.0 million, equivalent to 7.7% ownership in BLC. In January and October 2009, a total of 2,295,207 BLC shares were acquired from Development Bank of the Philippines and MPC, pertaining to the pledged shares, through Columbus amounting to ₱362.6 million. This resulted in an increase in Group's effective interest in BLC to 45.1% and unchanged thereafter.

Investment in Rize-Ayalaland
Rize-Ayalaland (Kingsway) GP, Inc. was incorporated on January 25, 2013 under the laws of British Columbia, Canada. The Company's effective ownership is 49.0% through its Vancouver-based subsidiary, AyalaLand Real Estate Investments, Inc.

Investment in Tianjin Eco-City
Tianjin Eco-City is a registered Sino-foreign equity joint venture between RWIL and Sino-Singapore Tianjin Eco-City Investment & Development Co. (SSTEC) under the law of of the People's Republic of China to operate for 50 years until 2060. The agreement was entered into to develop a 19-tower residential complex in China, marking its initially foray into the growing China market. It's principal activities include property development rental, management property and parking lot management.

In 2020, Tianjin Eco-City reduced its registered capital from RMB292.75 million to RMB176.25 million, with each shareholder getting back capital in proportion to its current share of ownership. After the capital reduction, the shareholders' share of ownership remain unchanged. The Group's share in the capital reduction amounted to ₱326.60 million.

Investment in Cebu District Property Enterprise, Inc.
Cebu District Property Enterprise, Inc. (CDPEI) was incorporated on February 20, 2014 and is a 50:50 joint venture between the Company and Aboitiz Land, Inc. CDPEI's main purpose is to create a mixed-use commercial and residential district with the 15.4 hectare property in Subangdaku, Mandaue.

Investment in Alveo-Federal Land Communities, Inc.
Alveo Land Corp. signed a Joint Venture Agreement (JVA) with Federal Land, Inc. last April 29, 2015 for equal ownership over AFLCI. The JV is for the development of Treveia Nuvali located in Laguna near Nuvali.

Investment in ALI-ETON Property Development Corporation
ALI-ETON Property Development Corporation was incorporated on March 13, 2016. The company is a joint venture between Ayala Land, Inc. and LT Group, Inc. ALI and LT Group, Inc. entered into an agreement on January 21, 2016 to jointly develop a project along the C5 corridor. The project is envisioned to be a township development that spans portions of Pasig City and Quezon City.

In 2020 and 2019, the Parent Company and LT Group, Inc. made additional equity infusions to ALI-Eton to fund the development requirements of Parklinks amounting to ₱1,083.5 million and ₱1,195.0 million as of December 31, 2020 and 2019 respectively.

Investment in BYMCW, Inc.
On August 2, 2017, Bouygues Travaux Publics Philippines Inc. (BYTPPI) incorporated BYMCW Inc. (BYMCW) to engage in general building and contracting business. BYMCW's registered office address is at 2nd floor, Welfare Building, LRTA Compound, Aurora Blvd., Barangay 189, Pasay City, Metro Manila.

On December 6, 2017, MDC acquired 30% ownership over BYMCW after buying fifty one (51) million shares held by BYTPPI.

Investment in AyaGold Retailers, Inc.
AyaGold Retailers, Inc., a joint venture between Entenso Equities Incorporated (EEI, a wholly owned subsidiary of Puregold Price Club, Inc.) and ALI Capital Corp. (a wholly owned subsidiary of the Company and the holding company for its retail-related initiatives), was incorporated on October 2, 2013. It is organized primarily to finance, build and operate mid-market supermarkets for some of Company's new integrated and mixed-use developments. The mid-market supermarkets will be carried under a new brand to be jointly developed by both ALI Capital Corp. and EEI. The partnership with EEI will enable the Company to support its mixed-use developments and, at the same time, grow its recurring income portfolio.

Investment in SIAL Specialty
SIAL Specialty was incorporated on September 27, 2012 as a joint venture between ALI Capital Corp. and Store Specialist, Inc. (SSI). ALICap is a wholly owned subsidiary of the Parent Company. SSI is one of the largest specialty retail companies in the Philippines with the exclusive distribution rights to za variety of brands from around the world.

The partnership, which combines the ALI Capital Corp.'s expertise in developing mixed-use developments and SSI's proven track record in retail, is aimed at pursuing retail solutions to address the growing and changing lifestyle needs of the market.

SIAL Specialty was organized primarily for the investment and operation of mid-market department stores and to pursue other investment opportunities in the Philippine retail sector.

Investment in MGHI
In July 2013, the Parent Company entered into an agreement with the Mercado Family to acquire Whiteknight Holdings, Inc. (WHI), a 33% equity stockholder of MGHI. Its acquisition of WHI will allow the Parent Company to build a strategic partnership with the Mercado Group and support MGHI's future growth. This partnership also enhances the potential of Ayala Land's development of mixed-use communities by offering the critical component of medical services to complement the residential, shopping centers, office and hotel developments therein.

Investment in AKL
In 2018, the Parent Company invested ₱1,959.7 million in AKL, which is a 50:50 joint venture between the Parent Company and Royal Asia Land, Inc. (RALI), and is organized primarily for future mixed-use development in South Luzon area.

On June 26, 2019, the Parent Company approved the equity call to fund the advance payment to Manila Jockey Club, Inc. (MJCI) upon signing the Memorandum of Agreement (MOA) for the 60 hectares. Property in Carmona, Cavite between AKL and MJCI. The Parent Company's share in the additional total capital requirement amounted to ₱250.0 million.

On September 12, 2019, the Parent Company approved the equity call for the minimum subscription to increase the Authorized Capital Stock (ACS) of AKL from ₱4,545.0 million to ₱7,250.0 million which was approved in the AKL board meeting on May 14, 2019. The increase in the ACS shall cover the land acquisition requirements in Carmona and Silang, Cavite for the next 3 years. The 50% share of the Parent Company in the minimum paid-up capital (25% of the minimum subscription) of the increase amounted to ₱84.7 million.

On July 13, 2020, the Parent Company paid the equity call for the existing subscription and for the additional subscription to AKL for a total of ₱508.4 million. The additional subscription will cover the scheduled infusion of the parcels for the first phase of Project Newton Residential as per joint venture agreement (JVA). RALI also entered with the same subscription agreement with AKL.

On December 7, 2020, the Parent Company entered into another subscription agreement with AKL amounting to ₱246.0 million which will cover the amount due for the DOAS of Dolfo and Ledesco parcels of land for the first phase of Project Newton Residential. RALI also entered with the same subscription agreement with AKL.

12. Investment Properties

The rollforward analysis of this account follows:

2020

	Land	Buildings	Construction in Progress	Total
		(In Thousands)		
Cost				
Balance at beginning of year	**₱87,592,430**	**₱127,132,394**	**₱64,013,813**	**₱278,738,637**
Additions	**1,523,773**	**2,010,308**	**2,081,919**	**5,616,000**
Disposals	**(562,236)**	**(1,812,086)**	**(157,541)**	**(2,531,863)**
Buildings classified as held for sale (Note 9)	**–**	**(1,080,859)**	**–**	**(1,080,859)**
Cumulative translation difference	**(150,753)**	**(61,320)**	**–**	**(212,073)**
Transfers (Notes 8,13, and 37)	**(17,638,674)**	**844,294**	**–**	**(16,794,380)**
Balance at end of year	**70,764,540**	**127,032,731**	**65,938,191**	**263,735,462**
Accumulated Depreciation				
Balance at beginning of year	**–**	**35,592,364**	**–**	**35,592,364**
Depreciation (Note 22)	**–**	**5,590,050**	**–**	**5,590,050**
Disposals	**–**	**(328,089)**	**–**	**(328,089)**
Buildings classified as held for sale	**–**	**(130,786)**	**–**	**(130,786)**
Cumulative translation difference	**–**	**(960)**	**–**	**(960)**
Balance at end of year	**–**	**40,722,579**	**–**	**40,722,579**
Accumulated impairment losses				
Balance at beginning of year	**102,825**	**–**	**–**	**102,825**
Impairment losses (Note 22)	**–**	**225,208**	**–**	**225,208**
Balance at the end of year	**102,825**	**225,208**	**–**	**328,033**
Net Book Value	**₱70,661,715**	**₱86,084,944**	**₱65,938,191**	**₱222,684,850**

2019

	Land	Buildings	Construction in Progress	Total
		(In Thousands)		
Cost				
Balance at beginning of year, as previously reported	₱83,523,538	₱117,553,349	₱55,359,319	₱256,436,206
Effect of adoption of PFRS 16	–	–	888,774	888,774
Balance at beginning of year, as restated	83,523,538	117,553,349	56,248,093	257,324,980
Additions	16,965,958	10,567,896	9,484,719	37,018,573
Disposals	(1,341,800)	(2,502,913)	(3,146)	(3,847,859)
Cumulative translation difference	(93,531)	(135,484)	–	(229,015)
Transfers (Notes 8,13, 33 and 37)	(11,461,735)	1,649,546	(1,715,853)	(11,528,042)
Balance at end of year	87,592,430	127,132,394	64,013,813	278,738,637
Accumulated Depreciation				
Balance at beginning of year	–	31,327,471	–	31,327,471
Depreciation (Note 22)	–	4,404,491	–	4,404,491
Disposals	–	(178,584)	–	(178,584)
Cumulative translation difference	–	(406)	–	(406)
Transfers	–	39,392	–	39,392
Balance at end of year	–	35,592,364	–	35,592,364
Accumulated impairment losses				
Balance at beginning and end of year	102,825	–	–	102,825
Net Book Value	₱87,489,605	₱91,540,030	₱64,013,813	₱243,043,448

Certain parcels of land are leased to several individuals and corporations. Some of the lease contracts provide, among others, that within a certain period from the expiration of the contracts, the lessee will have to demolish and remove any and all improvements (such as buildings) introduced or built within the leased properties. Otherwise, the lessor will cause the demolition and removal thereof and charge the cost to the lessee unless the lessor occupies and appropriates the same for its use and benefit.

Construction in progress pertain to buildings under construction to be leased as retail and office spaces upon completion. The development and construction period normally range from three years to five years and depends heavily on the size of the assets.

The aggregate fair value of the Group's investment properties amounted to ₱458,146.2 million and ₱495,845.1 million as of December 31, 2020 and 2019, respectively.

The fair values of the investment properties were determined by independent professionally qualified appraisers.

The following table provides the fair value hierarchy of the Group's investment properties as of December 31, 2020 and 2019:

2020

			Fair value measurement using		
	Date of Valuation	**Total**	**Quoted prices in active markets (Level 1)**	**Significant observable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**
			(In Thousands)		
Land properties	**Various**	**₱266,211,236**	**₱–**	**₱–**	**₱266,211,236**
Retail properties	**Various**	**84,187,480**	**–**	**–**	**84,187,480**
Office properties	**Various**	**106,441,044**	**–**	**–**	**106,441,044**
Hospital properties	**Various**	**1,306,435**	**–**	**–**	**1,306,435**

2019

			Fair value measurement using		
	Date of Valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
			(In Thousands)		
Land properties	Various	₱278,165,996	₱–	₱–	₱278,165,996
Retail properties	Various	109,835,314	–	–	109,835,314
Office properties	Various	106,628,343	–	–	106,628,343
Hospital properties	Various	1,215,483	–	–	1,215,483

The values of the land were arrived using the Market Data Approach. Market Data Approach provides an indication of value by comparing the subject asset with identical or similar assets for which price information is available. This approach was used for the land as it is commonly used in the property market since inputs and data for this approach are available. For Market Data Approach, the higher the price per sqm., the higher the fair value.

The values of the buildings (retail, office, hospital) were arrived using the Income Approach. Income Approach provides an indication of value by converting future cash flow to a single current value. Under the income approach, the value of an asset is determined by reference to the value of income, cash flow or cost saving generated by the asset.

The significant unobservable inputs to valuation of investment properties ranges from ₱1,500-₱278,000 per sqm.

Interest capitalized amounted to ₱40.1 million, ₱22.8 million and ₱19.0 million in 2020, 2019 and 2018, respectively. The capitalization rates are 2.63% - 5.18%, 4.41%-7.00% and 2.00%-7.65% in 2020, 2019 and 2018, respectively (see Note 16).

Consolidated rental income from investment properties amounted to ₱18,468.9 million, ₱31,687.1 million and ₱28,522.4 million in 2020, 2019 and 2018, respectively (see Note 20). Consolidated direct operating expenses arising from the investment properties in 2020, 2019 and 2018 amounted to ₱7,467.0 million, ₱6,822.3 million and ₱5,906.2 million, respectively (see Note 22).

Depreciation and amortization expense pertaining to investment properties amounted to ₱5,590.1 million, ₱4,404.5 million and ₱4,052.3 million in 2020, 2019 and 2018, respectively (see Note 22).

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

Certain short-term and long-term debt are secured by real estate mortgages dated September 2, 2014 and March 14, 2016 covering both land and building of the Greenbelt Mall. Net book value of the investment property amounted to ₱2,288.3 million and ₱2,451.2 million as of December 31, 2020 and 2019, respectively (see Note 16).

13. Property and Equipment

The rollforward analysis of this account as of December 31 follow:

2020

	Land, Buildings and Improvements	**Machinery and Construction Equipment**	**Furniture, Fixtures and Equipment**	**Transportation Equipment**	**Hotel Property and Equipment**	**Total**
			(In Thousands)			
Cost						
Balance at beginning of year	**₱14,515,989**	**₱14,435,222**	**₱8,645,130**	**₱3,462,991**	**₱24,049,471**	**₱65,108,803**
Additions	**863,343**	**454,190**	**850,886**	**46,325**	**883,692**	**3,098,436**
Disposals	**(67,608)**	**(293,624)**	**(212,201)**	**(150,638)**	**–**	**(724,071)**
Foreign currency exchange difference	**(87,818)**	**(262,678)**	**(4,531)**	**(1,757)**	**–**	**(356,784)**
Building held for sale (Note 9)	**(2,442)**	**–**	**–**	**–**	**–**	**(2,442)**
Transfers (Notes 12 and 37)	**591,645**	**–**	**–**	**–**	**–**	**591,645**
Balance at end of year	**15,813,109**	**14,333,110**	**9,279,284**	**3,356,921**	**24,933,163**	**67,715,587**
Accumulated Depreciation and Amortization						
Balance at beginning of year	**₱4,208,323**	**₱8,864,301**	**₱4,687,040**	**₱1,446,549**	**₱2,840,233**	**₱22,046,446**
Depreciation and amortization (Note 22)	**787,280**	**961,935**	**430,778**	**304,116**	**565,920**	**3,050,029**
Disposals	**(37,863)**	**(269,194)**	**(209,348)**	**(68,934)**	**–**	**(585,339)**
Foreign currency exchange difference	**(8,333)**	**(229,061)**	**(3,204)**	**(1,546)**	**–**	**(242,144)**
Building held for sale (Note 9)	**(373)**	**–**	**–**	**–**	**–**	**(373)**
Balance at end of year	**4,949,034**	**9,327,981**	**4,905,266**	**1,680,185**	**3,406,153**	**24,268,619**
Net Book Value	**₱10,864,075**	**₱5,005,129**	**₱4,374,018**	**₱1,676,736**	**₱21,527,010**	**43,446,968**

2019

	Land, Buildings and Improvements	Machinery and Construction Equipment	Furniture, Fixtures and Equipment	Transportation Equipment	Hotel Property and Equipment	Total
			(In Thousands)			
Cost						
Balance at beginning of year	₱11,822,391	₱14,042,526	₱6,657,181	₱3,331,104	₱18,927,960	₱54,781,162
Additions	2,880,599	948,850	1,999,517	165,395	4,525,214	10,519,575
Disposals	(16,107)	(502,089)	(7,578)	(31,885)	–	(557,659)
Foreign currency exchange difference	(46,248)	(54,065)	(3,990)	(1,623)	–	(105,926)
Transfers (Notes 12 and 37)	(124,646)	–	–	–	596,297	471,651
Balance at end of year	14,515,989	14,435,222	8,645,130	3,462,991	24,049,471	65,108,803

(Forward)

	Land, Buildings and Improvements	Machinery and Construction Equipment	Furniture, Fixtures and Equipment	Transportation Equipment	Hotel Property and Equipment	Total
			(In Thousands)			
Accumulated Depreciation and Amortization						
Balance at beginning of year	₱3,546,838	₱7,741,047	₱4,174,491	₱1,206,464	₱2,363,122	₱19,031,962
Depreciation and amortization (Note 22)	954,929	1,553,999	550,519	275,265	516,270	3,850,982
Disposals	(20,903)	(421,333)	(9,090)	(22,371)	–	(473,697)
Foreign currency exchange difference	(30,535)	896	9,247	4,873		(15,519)
Transfers	(39,392)	–	–	–	–	(39,392)
Others	(202,614)	(10,308)	(38,127)	(17,682)	(39,159)	(307,890)
Balance at end of year	4,208,323	8,864,301	4,687,040	1,446,549	2,840,233	22,046,446
Net Book Value	₱10,307,666	₱5,570,921	₱3,958,090	₱2,016,442	₱21,209,238	₱43,062,357

The depreciation and amortization of property and equipment (included under various consolidated statements of income accounts) amounted to ₱3,050.0 million, ₱3,851.0 million and ₱1,882.6 million in 2020, 2019 and 2018, respectively. No interest was capitalized in 2020 and 2019 (see Note 16).

The Group has no restrictions on its property and equipment and none of these have been pledged as security for its obligations. Capital expenditures for hotel buildings in the course of construction amounted to ₱6,775.47 million and ₱5,915.92 as of December 31, 2020 and 2019, respectively, and are included in property and equipment. The total contractual commitments arising from awarded contracts for the acquisition, development and construction of property and equipment amounted to ₱368.71 million.

The Group performed impairment testing on its hotel property and equipment with a carrying value of ₱21,527.0 million as of December 31, 2020, by assessing its recoverable amount through estimation of its value in use (VIU). VIU is the present value of the future cash flows expected to be derived from an asset. The significant assumptions used in the valuation are discount rates of 7.00% to 12.00% with an average growth rate of 3.00%. The Group also considered in its assumptions the impact of the pandemic on the occupancy rate and room rates which are not expected to normalize until 2024. Based on the impairment testing, there is no impairment loss on the Group's hotel property and equipment (see Note 3).

14. **Other Noncurrent Assets**

This account consists of:

	2020	2019
	(In Thousands)	
Prepaid expenses	**₱10,544,253**	₱10,667,666
Advances to contractors and suppliers	**9,387,018**	13,664,137
Leasehold rights	**3,506,816**	3,684,840
Deferred input VAT	**2,918,601**	1,676,155
Deposits – others	**2,339,575**	2,452,299
Investment in bonds	**2,309,440**	2,309,867
Net pension assets (Note 26)	**12,220**	74,332
Development rights	**49,791**	63,314
Others	**760,099**	287,867
	₱31,827,813	₱34,880,477

Prepaid expenses consist of project costs incurred for unlaunched projects of the Group, advance rental payments and noncurrent prepaid management fees. This also includes the noncurrent portion of cost to obtain contracts (see Note 9) which includes prepaid commissions and advances to brokers, which amounted to ₱914.8 million and ₱442.4 million in 2020 and 2019, respectively.

Advances to contractors and suppliers represents prepayments for the construction of investment properties and property and equipment.

Leasehold rights consist of the following:

- Through the acquisition of ALLHC, ALI acquired leasehold rights arising from their lease agreement with Philippine National Railways (PNR) which amounted to ₱2,905.15 million and ₱3,062.19 million as of December 31, 2020 and 2019, respectively (see Note 33).
- TKPI's leasehold rights pertains to the right to use the property in Apulit Island located in Taytay, Palawan expiring on December 31, 2029 which amounted to ₱60.09 million and ₱66.76 million as of December 31, 2020 and 2019, respectively.
- NTDCC's leasehold rights refer to development rights on an 8.3-hectare portion of the MRT Development Corporation, which is located on the North Triangle property, and enabled the Group to develop and construct a commercial center which amounted to ₱541.58 million and ₱555.89 million as of December 31, 2020 and 2019, respectively.

Movements of leasehold rights follow:

	2020	2019
	(In Thousands)	
As of January 1, 2020	**₱3,684,840**	₱3,868,532
Additions	**8,736**	–
Amortizations	**(186,760)**	(183,692)
Balance at end of year	**₱3,506,816**	₱3,684,840

Deposits - others pertain to various utility deposits and security deposits for leases.

Investment in bonds pertain to non-interest bearing bonds with a term of 36-months. The Group recorded the investment as financial asset at fair value through other comprehensive income. The fair value of the investment in bonds is determined using the binomial lattice approach. The fair value of the investment is categorized under Level 3.

Deferred input VAT pertains to unamortized VAT portion from purchases of capital goods.

Development rights pertain to the saleable and non-saleable development rights acquired by the Parent Company. The non-saleable portion is allocated to the gross floor area of a structure in a particular lot that can be developed in the future. The amortization of development rights are capitalized as additional cost of the structure once the development commences.

Others pertain to prepayments for expenses that is amortized for more than one year.

15. Accounts and Other Payables

This account consists of:

	2020	2019
	(In Thousands)	
Accounts payable	**₱77,332,265**	₱84,659,801
Taxes payable	**19,215,550**	22,488,327
Accrued project costs	**18,220,433**	18,269,215
Liability for purchased land	**9,316,978**	9,936,887
Accrued salaries and employee benefits	**5,669,563**	5,792,122
Retentions payable	**4,131,302**	4,094,175
Accrued professional and management fees	**2,448,396**	3,837,477

(Forward)

	2020	2019
	(In Thousands)	
Interest payable	**₱1,775,627**	₱2,156,213
Accrued repairs and maintenance	**1,634,398**	1,902,797
Payable to related parties (Note 25)	**1,128,192**	1,034,283
Accrued advertising and promotions	**968,291**	1,317,500
Accrued utilities	**697,231**	2,334,623
Accrued rentals	**369,960**	1,082,496
Dividends payable	**241,604**	632,000
Other accrued expenses	**1,476,132**	3,441,253
	₱144,625,922	₱162,979,169

Accounts payable and accrued expenses are noninterest-bearing and are normally settled on 30- to 60-day terms.

Taxes payable pertains to the Group's output VAT, expanded withholding tax, capital gains tax and fringe benefit tax.

Accrued project costs are billings not yet received from suppliers for direct materials, and services from subcontractors. These are accruals of project costs such as equipment charges, materials, labor, overhead, and provision for repairs and maintenance.

Liability for purchased land pertains to the current portion of unpaid unsubdivided land acquired payable during the year. These are normally payable in quarterly or annual installment payments or upon demand.

Retentions payable pertains to the amount withheld by the Group on contractor's billings to be released after the guarantee period, usually one (1) year after the completion of the project or upon demand. The retention serves as a security from the contractor should there be defects in the project.

Other accrued expenses consist mainly of accruals from commissions, royalty, transportation and travel, janitorial and security, postal and communication and other expenses.

16. Short-term and Long-term Debts

The short-term debt amounting to ₱9,131.3 million and ₱18,032.8 million as of December 31, 2020 and 2019, respectively, represents both peso and foreign currency-denominated bank loans. Peso-denominated short-term loans had a weighted average cost of 4.0% and 4.98%per annum in 2020 and 2019, respectively.

In compliance with BSP rules on directors, officers, stockholders and related interests, certain short-term and long-term debt with a carrying value of ₱13,231.3 million and ₱24,416.9 million as of December 31, 2020 and 2019 are secured by real estate mortgages dated September 2, 2014 and March 14, 2016 covering both land and building of the Greenbelt Mall. Net book value of the property amounted to ₱2,288.3 million and ₱2,451.2 million as of December 31, 2020 and 2019, respectively, which is accounted as part of the "Investment properties" account.

Long-term debt consists of:

	2020	2019
	(In Thousands)	
Parent Company:		
Bonds:		
Due 2020	**₱–**	₱4,000,000
Due 2021	**9,000,000**	9,000,000
Due 2022	**22,650,000**	12,650,000
Due 2023	**15,000,000**	15,000,000
Due 2024	**18,000,000**	18,000,000
Due 2025	**21,250,000**	15,000,000
Due 2026	**16,000,000**	16,000,000
Due 2027	**8,000,000**	8,000,000
Due 2028	**10,000,000**	10,000,000
Due 2033	**2,000,000**	2,000,000
Fixed rate corporate notes (FXCNs)	**5,650,000**	5,710,000
Php - denominated long-term loan	**41,230,039**	41,885,094
US Dollar - denominated long-term loan	**6,002,875**	6,329,375
	174,782,914	163,574,469
Subsidiaries:		
Bonds	**5,000,000**	5,000,000
Bank loans - Philippine Peso	**24,152,698**	24,046,410
Bank loans - Malaysian Ringgit	**1,749**	4,875
Fixed rate corporate notes	**–**	1,350,000
	29,154,447	30,401,285
	203,937,361	193,975,754
Less unamortized transaction costs	**1,117,768**	911,703
	202,819,593	193,064,051
Less current portion	**18,732,401**	17,250,706
	₱184,087,192	₱175,813,345

ALI Parent
Below is the summary of the outstanding Peso bonds issued by the Parent Company:

Year Issued	Term (Years)	Interest rate	Principal Amount (In thousands)	Carrying Value (In thousands) 2020	2019	Features
2012	10.0	6.0000%	5,650,000	**₱5,650,000**	₱5,645,304	Fixed rate bond due 2022
2013	7.0	4.6250%	4,000,000	**–**	3,995,321	Fixed rate bond due 2020
2013	20.0	6.0000%	2,000,000	**1,986,730**	1,985,276	Fixed rate bond due 2033
2013	10.5	5.0000%	15,000,000	**14,966,062**	14,936,647	Fixed rate bond due 2024
2014	11.0	5.6250%	8,000,000	**7,968,512**	7,952,880	Fixed rate bond due 2025
2015	7.0	4.5000%	7,000,000	**6,987,688**	6,968,807	Fixed rate bond due 2022
2016	9.5	4.7500%	7,000,000	**6,969,407**	6,955,765	Fixed rate bond due 2025
2016	10.0	4.8500%	8,000,000	**7,961,918**	7,946,612	Fixed rate bond due 2026
2016	7.0	3.8915%	7,000,000	**6,980,787**	6,961,631	Fixed rate bond due 2023
2017	10.0	5.2624%	7,000,000	**6,979,065**	6,972,611	Fixed rate bond due 2027
2018	10.0	5.9203%	10,000,000	**9,916,583**	9,896,154	Fixed rate bond due 2028
2018	5.0	7.0239%	8,000,000	**7,962,717**	7,925,898	Fixed rate bond due 2023
2019	7.0	6.3690%	8,000,000	**7,934,304**	7,909,802	Fixed rate bond due 2026
2019	5.0	4.7580%	3,000,000	**2,978,436**	2,979,164	Fixed rate bond due 2024
2019	2.0	4.2463%	9,000,000	**8,781,628**	8,937,450	Fixed rate bond due 2021
2019	7.25	4.9899%	1,000,000	**963,622**	952,029	Fixed rate bond due 2027
2020	2.0	3.0000%	10,000,000	**9,970,491**	–	Fixed rate bond due 2022
2020	5.0	3.8620%	6,250,000	**6,192,684**	–	Fixed rate bond due 2025
Total				**₱121,150,634**	₱108,921,351	

Philippine Rating Services Corporation (PhilRatings) rated the Parent Company's 2020 bond issue "PRS Aaa" with a stable outlook, and maintained the "PRS Aaa" rating with a stable outlook for all other outstanding bonds. PRS Aaa is the highest rating assigned by PhilRatings, indicating that obligor’s capacity to meet its financial commitment on the obligation is extremely strong and that it has the smallest degree of investment risk. On the other hand, an Outlook is an indication as to the possible direction of any rating change within a one year period and serves as a further refinement to the assigned credit rating for the guidance of investors, regulators, and the general public. A Stable Outlook indicates that the rating is likely to be maintained or to remain unchanged in the next twelve months

Philippine Peso 10-year Bonds due 2022
In April 2012, the Parent Company issued a ₱5,650.0 million bond due 2022 at a fixed rate equivalent to 6.0% p.a. PhilRatings assigned a PRS Aaa rating on the bonds indicating that it has the smallest degree of investment risk. Interest payments are protected by a large or by an exceptionally stable margin and principal is assured. While the various protective elements are likely to change, such changes as can be visualized are most unlikely to impair the fundamentally strong position of such issues. PRS Aaa is the highest credit rating possible on PhilRatings’ rating scales for long-term issuances.

Philippine Peso 5-year and 10-year and 6-month Bonds due 2024
In July 2013, the Parent Company issued a total of ₱15,000.0 million bonds due 2024 at a fixed rate equivalent to 5.0% p.a. Credit Rating and Investors Services Philippines, Inc. (CRISP) assigned a "AAA" on the bonds indicating that it has a minimal credit risk owing to the Company’s capacity to repay its debt obligations. AAA is the highest rating assigned by CRISP. In 2019, the Parent Company issued a total of ₱3,000.0 million bonds due 2024 at a fixed rate equivalent to 4.758% p.a. under its new shelf registration. PhilRatings assigned a PRS Aaa rating on the bonds.

Philippine Peso 7-Year and 20-year Bonds due 2020 and 2033
In October 2013, the Parent Company issued a total of ₱6,000.0 million bonds, broken down into a ₱4,000.0 million bond due 2020 at a fixed rate equivalent to 4.6% p.a. and a ₱2,000.0 million bond due 2033 at a fixed rate equivalent to 6.0% p.a. CRISP assigned a "AAA" rating on the bonds indicating that it has a minimal credit risk owing to the Parent Company’s capacity to repay its debt obligations. AAA is the highest rating assigned by CRISP.

Philippine Peso 11-year Bonds due 2025
In April 2014, the Parent Company issued a total of ₱8,000.0 million bonds due 2025 at a fixed rate equivalent to 5.6% p.a. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook, by PhilRatings.

Philippine Peso 7.0 Billion Fixed Rate Bonds due 2022
In April 2015, the Parent Company issued a total of ₱7,000.0 million bonds due 2022 at a fixed rate equivalent to 4.5% p.a. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook, by PhilRatings.

Philippine Peso 9-year and 6-month Bonds due 2025
In April 2016, the Parent Company issued a total of ₱7,000.0 million bonds due 2025 at a fixed rate equivalent to 4.75% p.a. The Bonds is the second tranche of the Fixed-rate Bonds Series under the Parent Company's ₱50,000.0 million Debt Securities Program registered in the SEC. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook, by PhilRatings.

Philippine Peso 7-year and 10-year Bonds due 2026
In March 2016, the Parent Company issued a total of ₱8,000.0 million bonds due 2026 at a fixed rate equivalent to 4.85% p.a. The Bonds is the first tranche of the Fixed-rate Bonds Series under the Parent Company's ₱50,000 million Debt Securities Program registered in the SEC. The Bonds were assigned an issue credit rating of PRS Aaa, with a Stable Outlook, by PhilRatings. In May 2019, the Parent Company issued an ₱8,000.0 million fixed rate bond due 2026 at a rate equivalent to 6.369% p.a. The Bonds represent the first tranche of debt securities issued under the Parent Company's new ₱50,000.0 million Debt Securities Program registered with the SEC, and listed on the PDEx. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 7-year Bonds due 2023
In October 2016, the Parent Company issued a ₱7,000.0 million fixed rate bond due 2023 at a rate equivalent to 3.8915% p.a. The Bonds represent the third tranche of the Fixed-rate Bonds Series issued under the Parent Company's ₱50,000.0 million Debt Securities Program registered with the SEC, and listed in the PDEx. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 7-year and 3-month and 10-year Bonds due 2027
In May 2017, the Parent Company issued a ₱7,000.0 million fixed rate bond due 2027 at a rate equivalent to 5.2624% p.a. The Bonds represent the fourth tranche of the Fixed-rate Bonds Series issued under the Parent Company's ₱50,000.0 million Debt Securities Program registered with the SEC, and listed in PDEx. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings. In November 2019, the Parent Company issued a ₱1,000.0 million fixed rate bond due 2027 at a rate equivalent to 4.9899 % p.a. This was the third tranche of bonds issued under the new ₱50,000.0 million shelf registration of the Parent Company. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 10-year Bonds due 2028
In April 2018, the Parent Company issued a ₱10,000.0 million fixed rate bond due 2028 at a rate equivalent to 5.9203% p.a. and subject to repricing on 27 April 2023, the fifth anniversary of the Issue Date, at the higher of 5.9203% or the prevailing 5-year benchmark plus 75 bps. The Bonds represent the fifth tranche of the Fixed-rate Bonds Series issued under the Parent Company's ₱50,000.0 million Debt Securities Program registered with the SEC,and listed in the PDEx. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 5-year Bonds due 2023
In October 2018, the Parent Company issued a ₱8,000.0 million fixed rate bond due 2023 at a rate equivalent to 7.0239% p.a. The Bonds represent the sixth and final tranche of the Fixed-rate Bonds Series issued under the Parent Company's ₱50,000.0 million Debt Securities Program registered with the SEC, and listed on the PDEx. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 2-year Bonds due 2021
In November 2019, the Parent Company issued a ₱9,000.0 million fixed rate bond due 2021 at a rate equivalent to 4.2463% p.a. The Bonds form part of the third tranche of debt securities issued under the Parent Company's new ₱50,000.0 million Debt Securities Program registered with the SEC, and listed on the PDEx. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings.

Philippine Peso 2-year Bonds due 2022
In June 2020, the Parent Company issued a ₱10,000.0 million fixed rate bond due 2022 at a rate equivalent to 3.00% p.a. The Bonds form part of the fourth tranche of debt securities issued under the Parent Company's new ₱50,000.0 million Debt Securities Program registered with the SEC, and the first issuer to hold a virtual listing ceremony on the PDEx. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings and the first corporate bond to bookbuild, price, and issue within the community quarantine period.

Philippine Peso 5-year Bonds due 2025
In September 2020, the Parent Company issued a ₱6,250.0 million fixed rate bond due 2025 at a rate equivalent to 3.862% p.a. The Bonds represent the fifth tranche of debt securities issued under the Parent Company's new ₱50,000.0 million Debt Securities Program registered with the SEC and listed on the PDEx. The Bonds have been rated PRS Aaa with a Stable Outlook by PhilRatings and the largest 5-year bond issuance during the quarantine period.

Philippine Peso 5-, 10-, 15-Year FXCN due on 2016, 2021 and 2026
In January 2011, the Parent Company issued ₱10,000.0 million FXCNs to various financial institutions and retail investors. The notes will mature on various dates up to 2026. The FXCNs bear fixed interest rates ranging from 5.6% to 7.5% p.a. depending on the term of the notes.

The Parent Company prepaid ₱1,950.0 million of notes due in 2016 on January 19, 2013. Thereafter, the Parent Company either prepaid the loans before its maturity or paid the loans upon maturity. From 2014 until 2020, the Parent Company paid a total of ₱7,100.0 million, in which ₱10.0 million were each paid in 2020 and 2019. As of December 31, 2020 and 2019, the remaining balance of the FXCN amounted to ₱950.0 million and ₱960.0 million, respectively.

Philippine Peso 10-year Note due 2023
In December 2012, the Parent Company executed a ₱5,000.0 million committed Corporate Note facility with a local bank, of which an initial ₱3,500.0 million was drawn in 2012. The balance of ₱1,500.0 million was subsequently drawn in January 2013. Notes currently bear a fixed interest rate of 4.5% p.a. The Corporate Notes will mature on the third month succeeding the tenth anniversary of the initial drawdown date. In 2015, ₱50.0 million was prepaid by the Company. Thereafter, the Parent Company paid the ₱50.0 million loan amortizations until 2020. From 2016 until 2020, the Parent Company paid a total of ₱250.0 million, in which ₱50.0 million amortizations were each paid in 2020 and 2019. As of December 31, 2020 and 2019, the remaining balance of the note amounted to ₱4,700.0 million and ₱4,750.0 million, respectively.

Peso-denominated Long-term Loans
In August to September 2015, the Parent Company assumed an aggregate of ₱15,526.9 million various long-term facilities of some subsidiaries from various banks. The loans bear fixed interest rates ranging from 4.5% to 4.7% p.a. and terms ranging from 4.4 years to 10.5 years. As of December 31, 2020 and 2019, the remaining balance of the assumed long-term facilities amounted to ₱11,592.5 million and ₱14,107.8 million respectively.

In March 2017, the Parent Company executed a ₱10,000.0 million long-term facility with a domestic bank, in which the Parent Company had simultaneously drawn an initial ₱5,000.0 million. The loan carries a fixed interest rate of 4.949% p.a. and a term of 10 years. The balance under the long-term facility of ₱5,000.0 million was drawn in April 2017.

In March 2018, the Parent Company executed a ₱5,000.0 million long-term facility with a domestic bank, in which the Parent Company had simultaneously drawn the entire facility amount.

In March 2019, the Parent Company executed a ₱13,000.0 million long-term facility with a domestic bank, in which the Parent Company had simultaneously drawn an initial ₱6,500.0 million. The loan carries a fixed interest rate of 6.272% p.a. and a term of 10 years. The ₱6,500.0 million balance was drawn in April 2019 at an interest rate of 6.307% per annum. In June 2020, the Parent Company prepaid the remaining long-term balance of ₱12,662.0 million with a pre-termination fee of ₱126.6 million recorded under interest expense and other financing charges account.

In January 2020, the Parent Company executed and availed a ₱5,000.0 million 10-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 4.500% p.a. for the initial 5 years. In December 2020, the Parent Company also executed and availed a ₱10,000.0 million 10-year long-term facility with a domestic bank. The loan carries a fixed interest rate of 4.000% p.a. for the first 7 years. Both loans will be repriced on the 5th and 7th anniversary, respectively.

As of December 31, 2020 and 2019, remaining aggregate balance of the Peso-denominated long-term loans amounted to ₱41,230.0 million and ₱41,885.1 million, respectively.

US Dollar-denominated Long-term Loans
In November 2019, the Parent Company executed and had simultaneously drawn a US$125.0 million long-term facility. The loan bears a floating interest rate based on a credit spread over the three-month US Dollar London Interbank Offered Rate (LIBOR), repriceable quarterly. All proceeds were onlent to MCT to refinance its existing loans. The loan will mature on the fifth anniversary of the initial drawdown date.

As of December 31, 2020 and 2019, the remaining aggregate balance of US Dollar-denominated long term loans amounted to ₱6,002.9 million and ₱6,329.4 million, respectively.

Subsidiaries

The subsidiaries' loans will mature on various dates up to 2030. Peso-denominated loans bear various floating interest rates at 60 bps to 80 bps spread over the benchmark 91-day PDST-R2 or and fixed interest rates ranging from 3.89% to 3.92% p.a. Certain loans which are subject to floating interest rates are subject to floor floating interest rates equivalent to (i) 95.0% or par of the Overnight Reverse Repurchase Agreement Rate of the Bangko Sentral ng Pilipinas (BSP Overnight Rate) or (ii) the BSP Overnight Rate plus a spread of 20 bps to 75 bps p.a. or (iii) the average of the Bangko Sentral ng Pilipinas Overnight Deposit Rate and Term Deposit Facility with a term closed to the 90-day interest period.

In 2020 and 2019, the subsidiaries made a total bank loan availment of ₱9,600.0 million and ₱6,083.0 million, respectively. In 2019, the subsidiaries made a total bank loan payment of ₱5,943.96 million. In 2020, the subsidiaries paid a total bank loan of ₱9,496.67 million and another ₱1,350.0 million for the matured fixed rate corporate notes. The total outstanding balance of the subsidiaries' loans as of December 31, 2020 and 2019 amounted to ₱24,154.45 million and ₱25,401.29 million loans, respectively.

Philippine Peso 5.0 Billion Fixed Rate Bonds due 2021

In June 2014, Cebu Holdings, Inc. issued a total of ₱5,000.0 million bonds due 2021 at a fixed rate equivalent to 5.3% p.a. The Bonds have been rated PRS Aaa by PhilRatings, indicating that obligor's capacity to meet its financial commitment on the obligation is extremely strong.

The loan agreements contain some or all of the following restrictions: material changes in nature of business; maintenance of debt-to-equity ratio; payment of dividends and additional loans maturing beyond a year which will result to non-compliance of the required debt-to-equity ratios; merger or consolidation where the Company/subsidiary is not the surviving corporation; guarantees or advances; encumbrance for borrowed money; and sale of substantially all assets. These restrictions and requirements were complied with by the Group as of December 31, 2020 and 2019.

Interest capitalized amounted to ₱40.1 million, ₱145.5 million, ₱196.2 million in 2020, 2019 and 2018 respectively. The capitalization rates are 2.63% - 5.18% in 2020, 4.41%-7.01% in 2019 and 2%-7.65% in 2018 (see Note 8 and 12).

Transaction costs capitalized amounted to ₱423.0 million, ₱333.8 million, ₱251.4 million in 2020, 2019 and 2018, respectively. Amortization amounted to ₱216.93 million, ₱151.9 million and ₱178.2 million in 2020, 2019 and 2018, respectively, and included under "Interest and other financing charges" (see Note 22).

17. Deposits and Other Current Liabilities

This account consists of:

	2020	2019
	(In Thousands)	
Current portion of customers' deposits	**₱19,760,584**	₱20,487,113
Security deposits	**5,311,506**	4,642,202
Others	**245,156**	343,266
	₱25,317,246	₱25,472,581

Customers' deposits consist of collections from real estate customers which have not reached the 10% threshold to qualify for revenue recognition and excess of collections over the recognized receivables based on percentage of completion.

The amount of revenue recognized from amounts included in customers' deposits at the beginning of the year amounted to ₱21,087.9 million, ₱22,826.6 million and ₱11,479.4 million in 2020, 2019 and 2018, respectively.

Security deposits are equivalent to three (3) to six (6) months' rent of tenants with cancellable lease contracts and whose lease term will end in the succeeding year. This will be refunded to the lessees at the end of the lease term or be applied to the last months' rentals on the related contracts.

Other current liabilities mostly pertain to estimated liability on property development and unearned income.

18. **Deposits and Other Noncurrent Liabilities**

This account consists of:

	2020	2019
	(In Thousands)	
Deposits	**₱19,712,684**	₱13,646,810
Customers' deposit - noncurrent portion	**13,708,188**	8,809,357
Retentions payable	**6,058,579**	6,752,120
Contractors payable	**5,711,140**	6,595,611
Liability for purchased land	**2,111,165**	5,341,766
Deferred output VAT	**1,457,411**	1,721,402
Subscriptions payable	**498,175**	498,175
Other liabilities	**782,828**	638,395
	₱50,040,170	₱44,003,636

Deposits include security deposits from tenants of retail and office spaces and deferred credits arising from sale of real estate properties. Security deposits are equivalent to three (3) to six (6) months' rent of long-term tenants with noncancellable leases. This will be refunded to the lessees at the end of the lease term or applied to the last months' rentals on the related contracts. Deferred credits pertain to advances from buyers of real estate properties to cover various processing fees including, but not limited to, fees related to transfer of title such as registration fees, documentary taxes and transfer taxes. Payments made by the Group for the processing of title are charged to this account.

Customers' deposits consist of collections from real estate customers which have not reached the 10% threshold to qualify for revenue recognition and excess of collections over the recognized receivables based on percentage of completion.

Retentions payable pertains to the amount withheld by the Group on contractor's billings to be released after the guarantee period, usually one (1) year after the completion of the project or upon demand. The retention serves as a security from the contractor when there are claims for defects in projects requiring rework.

Contractors payable represents accrued costs incurred for property development that are not yet billed.

Liability for purchased land pertains to the portion of unpaid unsubdivided land acquired during the year. These are normally payable in quarterly or annual installment payments within three (3) or five (5) years.

Deferred output VAT pertains to output VAT on receivables for which sales recognition has been deferred based on sales collection threshold for VAT recognition purposes.

The Group's subscription payable pertains to ALLHC's investment in Cyber Bay.

On April 25, 1995, Central Bay, a wholly owned subsidiary of Cyber Bay, entered into a Joint Venture Agreement with the Philippine Reclamation Authority (PRA; formerly Public Estates Authority) for the complete and entire reclamation and horizontal development of a portion of the Manila-Cavite Coastal Road and Reclamation Project (the Project) consisting of three partially reclaimed and substantially eroded islands (the Three Islands) along Emilio Aguinaldo Boulevard in Parañaque and Las Piñas, Metro Manila with a combined total area of 157.8 hectares, another area of 242.2 hectares contiguous to the Three Islands and, at Central Bay's option as approved by the PRA, an additional 350 hectares more or less to regularize the configuration of the reclaimed area.

On March 30, 1999, the PRA and Central Bay executed an Amended Joint Venture Agreement (AJVA) to enhance the Philippine Government's share and benefits from the Project which was approved by the Office of the President of the Philippines on May 28, 1999.

On July 9, 2002, the Supreme Court (SC) (in the case entitled "Francisco Chavez vs. Amari Coastal Bay and Reclamation Corp.") issued a ruling declaring the AJVA null and void. Accordingly, PRA and Central Bay were permanently enjoined from implementing the AJVA.

On July 26, 2002, Central Bay filed a Motion for Reconsideration (MR) of said SC decision. On May 6, 2003, the SC En Banc denied with finality Central Bay's MR. On May 15, 2003, Central Bay filed a Motion for Leave to Admit Second MR. In an En Banc Resolution of the SC dated July 8, 2003, the SC resolved to admit the Second MR of Central Bay.

On November 11, 2003, the SC rendered a 7-7 split decision on Central Bay's Second MR. Because of the new issues raised in the SC's latest resolution that were never tried or heard in the case, Central Bay was constrained to file on December 5, 2003 a Motion for Re-deliberation of the SC's latest resolution which motion was denied with finality by the SC.

With the nullification of the AJVA, Central Bay has suspended all Project operations. On August 10, 2007, in view of the failure by the PRA to comply with its obligations and representations under the AJVA, Cyber Bay and Central Bay have filed their claims for reimbursement of Project expenses in the amount of ₱10,200.0 million with the PRA. Cyber Bay and Central Bay provided the PRA with the summary and details of their claims on September 5, 2007. On July 15, 2008, Cyber Bay sent a follow-up letter to the PRA. The PRA, in its letter dated July 18, 2008, informed Cyber Bay that its claim is still being evaluated by the PRA.

As at December 31, 2020 and 2019, the Group has unpaid subscription in Cyber Bay amounting to ₱481.7 million. The investment in Cyber Bay under "financial assets through FVOCI" amounted to ₱472.0 million and ₱513.6 million as of December 31, 2020 and 2019, respectively (see Note 10).

Other liabilities include nontrade payables, accrued payables and warranty payables.

19. Equity

The details of the number of shares follow:

December 31, 2020

	Number of Shares		Amount	
	Preferred	**Common**	**Preferred**	**Common**
		(In Thousands)		
Authorized	**15,000,000**	**20,000,000**	**₱1,500,000**	**₱20,000,000**
Issued*	**13,066,495**	**14,635,298**	**₱1,306,649**	**₱14,635,298**
Subscribed	**–**	**124,882**	**–**	**124,882**
	13,066,495	**14,760,180**	**₱1,306,649**	**₱14,760,180**

*Out of the total issued shares, 29,785 shares or ₱1,260,780 as of December 31, 2020 pertain to Treasury shares

December 31, 2019

	Number of Shares		Amount	
	Preferred	Common	Preferred	Common
	(In Thousands)			
Authorized	15,000,000	20,000,000	₱1,500,000	₱20,000,000
Issued*	13,066,495	14,632,062	₱1,306,649	₱14,632,062
Subscribed	–	113,273	–	113,273
	13,066,495	14,745,335	₱1,306,649	₱14,745,335

*Out of the total issued shares, 25,373 shares or ₱1,104,353 as of December 31, 2019 pertain to Treasury shares

Preferred Shares (₱0.10 par value per share)
The Parent Company's preferred shares prior to 2012 were subscribed and issued through a stock rights offer with the following features: (a) non-voting; (b) dividend rate of 4.6% p.a., payable annually, noncumulative; (c) nonparticipating; (d) convertible at the option of the holder at a ratio of one (1) preferred share to one (1) common share commencing on the 10th year from issue date at an exercise price equivalent to the higher of (i) the 30-day average closing price or (ii) closing price of common shares immediately preceding the exercise date, less the par value of the preferred shares; (e) no pre-emptive rights; (f) non-redeemable; (g) non-listed; and, (h) preferred in liquidation to the extent of par value.

The dividends for preferred shares are declared upon the sole discretion of the Parent Company's BOD.

On February 20, 2012, the BOD approved the following restructuring exercise in order to comply with the regulatory requirement on Filipino-ownership following the Supreme Court's ruling that nonvoting shares do not count as equity when computing for a Parent Company's Filipino-ownership level:

a. Redemption and retirement of the 13.0 billion outstanding preferred shares with par value of ₱0.10.
b. Reclassification of the 1,970.0 million unissued preferred shares to voting preferred shares through an amendment of Article Seventh of the Articles of Incorporation.
c. Increase in authorized capital stock by ₱1,300.0 million creating new voting preferred shares and a stock rights offer of 13,000 million voting preferred shares from the increase in the authorized capital stock.

On April 18, 2012, the stockholders ratified the BOD resolution on the capital restructuring. The voting preferred shares shall have the following features, rights, and privileges: (a) voting; (b) dividend rate of 4.7% per annum, equivalent to 90.0% of the 10-year PDST R2 (repriced every ten (10) years from issue date), payable annually, non-cumulative; (c) convertible at the option of the holder at a ratio of one (1) voting preferred share to one (1) common share commencing on the 10th year from issue date at an exercise price equivalent to the higher of (i) the 30-day average closing price or (ii) closing price of common shares immediately preceding the exercise date, less the par value of the preferred shares; (d) no pre-emptive rights; (e) redeemable at par at the sole option of the corporation; (f) non-listed; and, (g) preferred in liquidation to the extent of par value.

The SEC approved on January 31, 2013 the following:

a. The decrease in authorized capital stock by ₱1,303.5 million, the aggregate par value of the 13,034.6 million preferred shares which have been redeemed and retired, from ₱22,803.5 million to ₱21,500.0 million, and

b. The amendments to Articles of Incorporation reflecting the decrease in capital stock.

As of December 31, 2020 and 2019, the Parent Company's authorized and outstanding preferred shares amounted to ₱1,500.0 million and ₱1,306.6 million, respectively at ₱0.10 par value per share.

Common Shares (₱1.00 par value per share)
On April 7, 2014, the stockholders resolved to approve the amendment of the Seventh Article of the Articles of Incorporation exempting from pre-emptive rights (1) the issuance of 1 billion common shares for properties or assets needed for the business of the Parent Company or for cash to acquire properties or assets needed for the business of the Parent Company or in payment of a debt contracted prior to the issuance of such shares, and (2) the issuance of common shares covered by the Parent Company's Stock Option Plans for members of the management committees of the Parent Company's subsidiaries or affiliates.

Likewise, the stockholders resolved to approve the amendment of the Stock Option Plan of the Parent Company to include the members of the Management Committees of the Parent Company's subsidiaries and affiliates as eligible grantees of stock options.

The rollforward analysis of the common shares follows:

	Number of Shares		Amount	
	2020	2019	**2020**	2019
		(In Thousands)		
Issued capital stock*				
At beginning of year	**14,632,062**	14,614,387	**₱14,632,062**	₱14,614,387
Issued shares	**3,236**	17,675	**3,236**	17,675
At end of year	**14,635,298**	14,632,062	**14,635,298**	14,632,062
Subscribed capital stock				
At beginning of year	**113,273**	120,494	**113,273**	120,494
Issued shares	**(3,236)**	(17,675)	**(3,236)**	(17,675)
Additional subscriptions	**14,845**	10,454	**14,845**	10,454
At end of year	**124,882**	113,273	**124,882**	113,273
	14,760,180	14,745,335	**₱14,760,180**	₱14,745,335

*Out of the total issued shares, 29,785 shares or ₱1,260,780 as of December 31, 2020 and 25,373 shares or ₱1,104,353 as of December 31, 2019 pertain to Treasury shares

No transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the books of the Parent Company.

The Parent Company's track record of capital stock is as follows:

Type of Shares	Number of shares registered	Issue/ Offer price	Date of approval	Number of holders of securities as of 2020	Number of holders of securities as of 2019
Class B shares	800,000,000	Par Value - P1.00 /Issue Price P26.00	April 18, 1991	8,985	9,009
Class B shares	400,000,000	Par Value - P1.00*	July 06, 1992		
Class A shares	900,000,000	Par Value - P1.00**	July 05, 1993		
Class B shares	600,000,000	Par Value - P1.00**	July 05, 1993		

Note: Class A Shares and Class B Shares were declassified into one type of Common Shares on September 12, 1997.
**increase in authorized capital stock, registered to cover the shares held by the directors and 20% stock dividend amounting to P108,662,000.00*
***increase in authorized capital stock, registered to cover the 20% stock dividend amounting to P391,240,953.00*

On January 9, 2015, the Executive Committee of the Parent Company approved a top-up placement of 484,848,500 common shares of the Parent Company at a price of ₱33.00 per share. The placement was conducted via an accelerated bookbuilt offering structured as a top-up placement, whereby AC sold 484,848,500 listed common shares of stock to qualified third party buyers and subscribe to the same number of new shares from the Parent Company. The Parent Company completed the placement on January 12, 2015, raising an aggregate of ₱16,000.0 million in paid-up capital. The price was at 3.9% discount on the 5-day volume-weighted average price of ALI shares. Transaction cost charged to additional paid-in capital amounted to ₱194.0 million.

On April 13, 2013, the stockholders resolved to approve the amendment of the Seventh Article of the Company's Articles of Incorporation for the purpose of excluding or exempting treasury shares from the pre-emptive rights of stockholders.

On March 6, 2013, the Parent Company's Board resolved to approve the placement made by AC of its existing 320,000,000 listed common shares of the Company to certain qualified third party buyers or investors at ₱30.50 per share. The Parent Company completed the top-up placement, raising an aggregate of ₱12,200.0 million in paid up capital. The price was at 3.6% discount on the 5-day volume-weighted average price of ALI shares. Transaction cost charged to additional paid-in capital amounted to ₱162.4 million.

On July 10, 2012, the Parent Company's executive committee approved the placement of 680 million listed common shares of stock with par value of ₱1.00 per share, at a price of ₱20.00 per share, and the issuance of equal number of new shares of the Parent Company, at the same price of ₱20.00 per share, with AC as the seller of the placement tranche and subscriber of the subscription tranche. The Parent Company completed the top-up placement, raising an aggregate of ₱13,600 million in paid up capital. The price was at 5.0% discount to the closing price. Transaction cost charged to additional paid-in capital amounted to ₱200.0 million.

On April 2, 2008, the Parent Company's stockholders approved the allotment and subsequent issuance of the shares for the above-mentioned purposes and for the further amendment of the Amended Articles of Incorporation of the Parent Company to exclude the issuance of shares from the pre-emptive rights of the stockholders pursuant to Section 39 of the Philippine Corporation Code.

On February 12, 2008, the BOD approved the allotment and subsequent issuance of up to 1 billion common shares of stock with an aggregate par value of ₱1,000.0 million for the purpose of exchanging such shares for properties or assets and/or to raise funds to acquire properties or assets needed for the business of the Parent Company via issuance of equity or equity-linked instruments, the price and the terms and conditions of which shall be determined by the BOD based on prevailing market conditions or on agreements negotiated.

On July 5, 1991, the Parent Company launched its initial public offering where a total of 400 million common shares were offered at an offering price of ₱26.00 per share. The registration statement was approved on July 20, 1992. The Parent Company has 8,985 and 9,009 existing shareholders as of December 31, 2020 and 2019, respectively.

<u>Treasury Shares</u>

On February 28, March 11, March 12, and March 16, 2020, Ayala Land, Inc. purchased a total of 4,412,000 common shares at an average price of ₱35.67 per share for a total consideration of ₱156.4 million, pursuant to its share buyback program.

On February 21, 2020, the Board of Directors of Ayala Land, Inc. at its regular meeting approved the increase of an additional ₱25 billion to the Company's current share buyback program bringing the available balance to ₱26.1 billion. The program will be implemented through open market purchases executed via the trading facilities of the Philippine Stock Exchange.

On March 5, 2019, the Parent Company purchased a total of 10,372,746 of its common shares at ₱43.20 per share through open market purchases using the trading facilities of the Philippine Stock Exchange for a total purchase price of ₱448.10 million in relation to its share buyback program. On November 26, 2019, the Parent Company also acquired a total of 15,000,000 of its common shares at ₱43.75 per share for a total purchase price of ₱656.25 million.

The amendment of the Articles of Incorporation on April 17, 2013 allowed the re-selling of the 79,528,299 listed common shares as part of the top-up placement transaction completed in July 2013. Treasury common shares were sold at ₱30.50 per share resulting to additional paid-in capital of ₱1,601.6 million.

On August 12, 2008, the BOD approved a share buyback program. It is part of the Parent Company's balance sheet management program and aims to (i) improve the Parent Company's balance sheet structure and capital efficiency and (ii) enhance shareholder value through the repurchase of shares whenever the stock is trading at a price discount perceived by the Parent Company as not reflective of its fair corporate value.

In 2008, the Parent Company repurchased a total of 79,528,228 of its common shares through open market purchases using the trading facilities of the Philippine Stock Exchange for a total purchase price of ₱823.9 million in relation to its share buyback program. These have been reported as treasury shares.

Retained Earnings

The BOD approved the declaration and payment from unappropriated retained earnings of cash dividends of ₱0.27, ₱0.52 and ₱0.51 per share in 2020, 2019 and 2018, respectively, to all issued and outstanding shares.

On February 20, 2020, the BOD during its meeting approved the declaration of cash dividends of ₱0.27 per outstanding common share. The cash dividend was paid on March 20, 2020 to stockholders of common shares as of record date March 6, 2020.

On May 26, 2020, the BOD during its meeting approved the declaration of cash dividends of ₱0.00474786 per outstanding preferred share. The cash dividend was paid on June 25, 2020 to stockholders of preferred shares as of record date June 9, 2020.

On February 27, 2019, the BOD approved the declaration of cash dividends amounting to ₱0.26 per outstanding common share and was paid on March 29, 2019 to the shareholders on record as of March 13, 2019.

On May 27, 2019, the BOD declared annual cash dividends of 4.7% per year or ₱0.0047 per share to all shareholders of the Parent Company's unlisted voting preferred shares. These were paid on June 21, 2019 to the shareholders on record as of June 7, 2019.

On October 31, 2019, the BOD approved the declaration of cash dividends amounting to ₱0.26 per outstanding common share and was paid on November 29, 2019 to the shareholders on record as of November 15, 2019.

On February 20, 2018, the BOD approved the declaration of cash dividends amounting to ₱0.252 per outstanding common share and was paid out on April 3, 2018 to the shareholders on record as of March 12, 2018. Further, on the same date, the BOD declared annual cash dividends of 4.8% per year or ₱0.0047 per share to all shareholders of the Parent Company's unlisted voting preferred shares. These were paid on June 29, 2018 to the shareholders on record as of June 15, 2018.

On August 17, 2018, the BOD approved the declaration and payment from unappropriated retained earnings of cash dividends of ₱0.252 per share. The cash dividend was paid out on October 2, 2018 to stockholders of common shares on record as of September 6, 2018.

Total dividends for common shares declared for 2020, 2019 and 2018 amounted to ₱3,944.6 million, ₱7,659.5 million and ₱7,423.9 million, respectively. Total dividends for preferred shares declared for 2020, 2019 and 2018 amounted to ₱62.0 million each year.

As of December 31, 2020 and 2019, retained earnings of ₱8,000.0 million are appropriated for future expansion. The increase of ₱2,000.0 million in 2016 represents a continuing appropriation for land banking activities and planned building construction projects. Each year, the Parent Company incurs capital expenditures for property development which include among others land banking and building construction projects. The appropriation is being fully utilized to cover part of the annual expenditure requirement of the Parent Company.

The Parent Company has earmarked additional funds for expansion projects in the residential, shopping centers, office and hotel business segments, as well as various infrastructure projects for the Parent Company's mixed-use developments.

The following are among the major capital expenditures of the Parent Company which were approved by the BOD:

a) Ayala Triangle Garden 2 with product offering for a Triple A HQ Office Building, a 5-Star Hotel and 3-level Retail Podium with gardens and civic spaces which was approved by the Board on May 29, 2015. The project was launched in June 2015 and expected to be completed in April 2021.

b) Ayala Center Redevelopment which will offer intermodal transport facility, a 5-storey regional mall, 2 BPO towers, a SEDA hotel and a 300-units residential for lease was approved by the Board on November 27, 2015. The project was launched in January 2016 and expected to be completed in 2021.

Retained earnings also include undistributed net earnings amounting to ₱92,123.69 million and ₱92,044.45 million as of December 31, 2020 and 2019, respectively, representing accumulated equity in the net earnings of subsidiaries, associates and joint ventures. These are not available for dividend distribution unless declared by subsidiaries and other investees.

In accordance with SEC Memorandum Circular No. 11 issued in December 2008, the Parent Company's retained earnings available for dividend declaration as of December 31, 2020 and 2019 amounted to ₱67.87 billion and ₱58.1 billion, respectively.

Retained earnings are further restricted for the payment of dividends to the extent of the cost of treasury shares.

Cumulative Translation Adjustment
The cumulative translation adjustments represents exchange differences arising from the translation of financial statements of the foreign operations, whose functional currency is other than Philippine Peso.

Equity Reserves
On August 13, 2020, ALI sold through a public listing its 49.0% effective noncontrolling interest in AREIT, Inc. at ₱27.0 per share. Subsequently during a one-month stabilization process, BPI Capital Corporation acquired a 3.4% interest in AREIT at an average price of ₱26.0/share and redelivered this to ALI. As a result of the sale and buy-back transactions, ALI's ownership interest in AREIT was diluted from 100.00% to 54.4%. In relation to the dilution without loss of control, the impact to ALI's net equity reserve amounted to ₱7,641.7 million. ALI's non-controlling interest increased by ₱4,701.7 million, as a result of the public offering of AREIT Inc. The difference between the consideration and carrying value of the non-controlling interest was credited to equity reserve as shown below:

	2020		
	Consideration received	Carrying value of Non-controlling interests deemed disposed	Difference recognized within Equity as Equity Reserve
		(In Thousands)	
45.6% in AREIT	₱12,343,461	₱4,701,746	₱7,641,715

In September 2019, ALI purchased additional 648,177 shares of VPHI for ₱799.4 million increasing the Parent Company's ownership to 78.41%.

On April 17, 2019 ALI acquired additional 14,913,200 common shares of CHI through open market purchases using the trading facilities of the Philippine Stock Exchange totaling ₱88.7 million resulting in ALI's ownership from 70.4% to 71.1%.

On April 30, 2018, ALI and ALLHC executed a Deed of Exchange where ALI will subscribe to 1,225,370,620 common shares of ALLHC for an aggregate subscription price of ₱3.0 billion in exchange for 30,186 common shares of LTI. The subscription and exchange shall be subject to and deemed effective only upon the issuance by the SEC of the confirmation of valuation of the shares. The SEC issued its approval on February 28, 2019. This increased ALI's ownership to 69.50%. This resulted in an decrease in equity reserve amounting to ₱664.9 million.

On February 4, 2019, The Executive Committee of Ayala Land, Inc. (ALI) approved the purchase of a 20% equity interest owned by Mitsubishi Corporation in Laguna Technopark, Inc. (LTI), equivalent to 8,051 common shares, with a total value of ₱800 million. Subsequently, ALI will exchange the 20% equity interest in LTI for additional shares of stock in Prime Orion Philippines, Inc. (POPI), equivalent to 323,886,640 common shares, subject to conditions to be fulfilled by POPI. On May 10, 2019, Prime Orion Philippines, Inc., changed its corporate name to Ayalaland Logistics Holdings Corp. (ALLHC). On June 10, 2019, ALI sold its 20% equity interest or 8,051 common shares in LTI to ALLHC for a consideration of ₱800 million resulting to increase in ALI's ownership from 69.5% to 70.36%.

On September 9, 2019, OLI sold through a special block sale, 215,090,031 common shares of ALLHC to Avida Land Corporation, a wholly-owned subsidiary of ALI, for a total consideration of ₱628.1 million. Subsequently, these shares were acquired by ALI through a special block sale for a total consideration of ₱628.1 million. This resulted to ALI's effective ownership in ALLHC from 70.36% to 71.46%.

The transactions were accounted for as an equity transaction since there were no changes in control. The movements within equity are accounted for as follows:

	2019		
	Consideration paid	Carrying value of Non-controlling interests acquired	Difference recognized within Equity as Equity Reserve
		(In Thousands)	
8.41% in VPHI	₱799,420	₱68,916	₱730,504
0.69% in CHI	88,734	73,977	14,757
0.86% in ALLHC	800,000	825,447	(25,447)
1.10% in ALLHC	628,100	1,033,335	(405,235)
	₱2,316,254	₱2,001,675	₱314,579

In January 2018, ALI purchased additional 202,774,547 shares of ALLHC from Genez Investment Corporation for ₱497.7 million increasing the Parent Company's ownership from 62.9% to 67%.

In December 2018, ALI acquired 8,051 common shares of LTI for ₱800.0 million increasing its ownership from 75% to 95%.

In 2018, ALI acquired additional 59,631,200 common shares of CHI totaling to ₱352.8 million. Further, an additional 77,742,516 shares was acquired as a result of swap of CPVDC shares for a total consideration of ₱229.3 million which brings Parent Company's ownership to 70.4%.

In March 2018, the Irredeemable Convertible Unsecured Loan Stock of Dato Sri Tong and Tan Sri Barry Go, founders of MCT, were converted into 122,218,357 shares. This resulted in a 6.07% dilution of ALI's stake in MCT as of date of share issuance. As such, the current ownership stake of ALI in MCT is 66.25%. This resulted in an increase in Equity reserve amounting to ₱1,044.5 million.

The transactions were accounted for as an equity transaction since there were no changes in control.

The movements within equity are accounted for as follows:

	2018		
	Consideration paid	Carrying value of Non-controlling interests acquired	Difference recognized within Equity as Equity Reserve
		(In Thousands)	
4.14% in ALLHC	₱497,652	₱315,951	₱181,701
20.00% in LTI	800,000	528,295	271,705
1.53% net reduction in CHI	582,106	826,752	(244,646)
	₱1,879,758	₱1,670,998	₱208,760

In 2017, ALI purchased additional 97,763,900 common shares of CHI from BPI Securities Corporation totaling ₱575.0 million which increased the Company's ownership to 72% of the total outstanding capital stock of CHI.

In February 2017, ALI purchased additional 631,000 common shares of ALLHC from BPI Securities Corporation for ₱1.26 million. ALI's interest remains at 51% of the total ALLHC's outstanding capital stock.

In June 2017, Orion Land, Inc. (OLI), a subsidiary of ALLHC, acquired 512,480,671 common shares equivalent to 11.69% ownership at ₱2.45 share amounting to ₱1,255.58 million. The acquisition of ALLHC shares by OLI was treated as an acquisition of non-controlling interest resulting to a debit to equity reserve of ₱405.18 million. This increased ALI's effective ownership from 51.36% to 63.05%.

The transactions were accounted for as an equity transaction since there were no change in control. The movements within equity are accounted for as follows:

	Consideration paid	Carrying value of Non-controlling interests acquired	Difference recognized within Equity as Equity Reserve
		(In Thousands)	
5.09% in CHI	₱574,994	₱394,907	₱180,087
11.69% in ALLHC	1,258,579	852,656	405,923
	₱1,833,573	₱1,247,563	₱586,010

In August 2017, AHRC entered into a memorandum of agreement with Sicogon Development Corporation (SIDECO) and an individual to develop Sicogon Island into a new leisure destination. The investment of SIDECO and an individual to SITEC changed the ownership interest of AHRC in SITEC from 100% to 77% without a loss of control. The difference between the amount by which non-controlling interest of 23% are adjusted and the fair value of consideration paid is recognized directly to equity amounting to ₱134.1 million.

Below are several acquisitions of shares in existing subsdiaries in 2013 up to 2016 that resulted to equity reserves. Details follow:

	Consideration paid	Carrying value of Non-controlling interests acquired	Difference recognized within Equity as Equity Reserve
		(In Thousands)	
2016			
10.5% in CHI	₱1,209,784	₱748,746	₱461,038
2015			
6.7% in CHI	₱649,927	₱434,074	₱215,853
9.4% in NTDCC	778,356	174,770	603,586
1.9% in API	58,157	45,540	12,617
	₱1,486,440	₱654,384	₱832,056

	Consideration paid	Carrying value of Non-controlling interests acquired	Difference recognized within Equity as Equity Reserve
		(In Thousands)	
2013			
6.7% in CHI	₱3,520,000	₱797,411	₱2,722,589
9.4% in NTDCC	2,000,000	1,413,960	586,040
	₱5,520,000	₱2,211,371	₱3,308,629

Non-controlling interests

The Parent Company considers a subsidiary as a subsidiary with material NCI if its net assets exceed 5% of its total consolidated net assets of the Group as of reporting period and considers the relevance of the nature of activities of the subsidiary compared to other operations of the Group. There are no significant restrictions on the Parent Company's ability to use assets and settle liabilities of the Group. The financial information on the Parent Company's significant subsidiaries with material NCI follows:

AREIT, Inc.

AREIT, Inc., was incorporated in September 4, 2006. As of December 31, 2020, it is 45.04% owned by ALI, 9.39% owned by ALO and 45.57% public after being listed in the Philippine Stock Exchange (PSE) on August 13, 2020. It was organized primarily as a real estate investment trust, as provided under Republic Act No. 9856 (the Real Estate Investment Trust Act of 2009), including its implementing rules and regulations and other applicable laws.

The related balances for the year ended December 31, 2020 follows:

	(In Thousands, except for %)
Proportion of equity interests held by non-controlling interests	45.6%
Accumulated balances of material non-controlling interests	₱4,489,157
Net income allocated to material non-controlling interests	282,680
Comprehensive income allocated to material non-controlling interests	282,680

The summarized financial information of AREIT, Inc. as of and for the year ended December 31, 2020 is provided below. This information is based on amounts before inter-company eliminations.

	(In Thousands)
Statements of financial position	
Current assets	₱2,705,442
Noncurrent assets	11,915,782
Current liabilities	(722,609)
Noncurrent liabilities	(1,560,237)
Total equity	12,338,378
Attributable to:	
Equity holders of AREIT, Inc.	12,338,378
Non-controlling interests	–
Dividends paid to non-controlling interests	–

	(In Thousands)
Statements of comprehensive income	
Revenue	₱1,951,625
Cost and expenses	617,862
Income before income tax	1,333,763
Provision for income tax	(106,576)
Income from operations	1,227,187
Other comprehensive income	–
Total comprehensive income	1,227,187
Attributable to:	
Equity holders of AREIT, Inc.	₱1,227,187
Non-controlling interests	–

	(In Thousands)
Statements of cash flows	
Operating activities	₱1,475,827
Investing activities	(1,849,491)
Financing activities	310,461
Net increase in cash and cash equivalents	(₱63,203)

The fair value of the investment in AREIT, Inc. amounted to ₱12,526.4 million as of December 31, 2020.

CHI and Subsidiaries
CHI, a publicly-listed company, was incorporated in the Republic of the Philippines. It is engaged in real estate development, sale of subdivided land, residential and office condominium units, sports club shares, and lease of commercial spaces. The registered office address of CHI is at 20F ACC Tower, Bohol St., Cebu Business Park, Cebu City, Philippines.

	2020	2019
	(In Thousands, except for %)	
Proportion of equity interests held by non-controlling interests	**28.9%**	28.9%
Accumulated balances of material non-controlling interests	**₱2,528,941**	₱2,315,716
Net income allocated to material non-controlling interests	**201,523**	478,743
Comprehensive income allocated to material non-controlling interests	**201,523**	478,743

The summarized financial information of CHI is provided below. This information is based on amounts before inter-company eliminations.

	2020	2019
	(In Thousands)	
Statements of financial position		
Current assets	**₱4,154,937**	₱4,295,804
Noncurrent assets	**24,894,482**	24,946,742
Current liabilities	**(14,911,598)**	(10,240,011)
Noncurrent liabilities	**(1,661,300)**	(6,877,676)
Total equity	**12,476,521**	12,124,859
Attributable to:		
Equity holders of CHI	**9,744,862**	9,401,730
Non-controlling interests	**2,731,659**	2,723,129
Dividends paid to non-controlling interests	**–**	–

	For the years ended December 31	
	2020	2019
	(In Thousands)	
Statements of comprehensive income		
Revenue	**₱2,933,252**	₱4,797,053
Cost and expenses	**(2,506,461)**	(2,631,960)
Income before income tax	**426,791**	2,165,093
Provision for income tax	**(26,374)**	(495,612)
Income from operations	**400,417**	1,669,481
Other comprehensive (loss) income	**(48,755)**	5,266
Total comprehensive income	**351,662**	1,674,747
Attributable to:		
Equity holders of CHI	**₱343,132**	₱1,662,834
Non-controlling interests	**8,530**	11,913

	For the years ended December 31 2020	2019
	(In Thousands)	
Statements of cash flows		
Operating activities	**₱1,170,848**	₱2,559,418
Investing activities	**(1,220,472)**	(2,800,650)
Financing activities	**(78,000)**	329,653
Effect of exchange rate changes	**(337)**	207
Net increase in cash and cash equivalents	**(₱127,961)**	₱88,628

The fair value of the investment in CHI amounted to ₱9,050.7 million and ₱9,971.1 million as of December 31, 2020 and 2019, respectively.

ALLHC and Subsidiaries
ALLHC was incorporated in the Republic of the Philippines. It is engaged in real estate and property development, manufacturing and retailing/distribution, non-life insurance and other allied services, organized under a number of intermediate holding companies. The Company wholly owns Tutuban Properties, Inc., which holds the lease and development rights over Tutuban Center in downtown Divisoria.

	2020	2019
	(In Thousands, except for %)	
Proportion of equity interests held by non-controlling interests	**29.1%**	29.1%
Accumulated balances of material non-controlling interests	**₱4,192,761**	₱3,924,400
Net income allocated to material non-controlling interests	**178,995**	215,944
Comprehensive income allocated to material non-controlling interests	**178,995**	215,944

The summarized financial information of ALLHC is provided below. This information is based on amounts before inter-company eliminations (In Thousands).

	December 31, 2020	December 31, 2019
Statements of financial position		
Current assets	**₱6,652,483**	₱6,661,508
Noncurrent assets	**12,768,607**	12,684,534
Current liabilities	**(5,053,355)**	(5,542,833)
Noncurrent liabilities	**(2,526,349)**	(2,625,391)
Total equity	**11,841,386**	11,177,818
Attributable to:		
Equity holders of ALLHC	**₱11,564,113**	₱11,056,221
Non-controlling interests	**138,637**	121,597
Dividends paid to non-controlling interests	–	–

	For the years ended December 31 2020	2019
Statements of comprehensive income		
Revenue	**₱3,751,070**	₱5,345,981
Cost and expenses	**(2,915,978)**	(4,584,689)
Income before income tax	**835,092**	761,292
Provision for income tax	**(133,079)**	(119,873)
Income from operations	**702,013**	641,419
Other comprehensive income	–	–
Total comprehensive income	**702,013**	641,419

	For the years ended December 31	
	2020	2019
Attributable to:		
Equity holders of ALLHC	**₱680,864**	₱595,838
Non-controlling interests	**21,149**	45,581
Statements of cash flows		
Operating activities	**₱744,162**	₱546,946
Investing activities	**(883,705)**	(2,919,486)
Financing activities	**139,194**	2,311,988
Net decrease in cash and cash equivalents	**(₱349)**	(₱60,552)

The fair value of the investment in ALLHC amounted to ₱15,190.4 million and ₱13,135.2 million as of December 31, 2020 and 2019, respectively.

Capital Management
The primary objective of the Group's capital management policy is to ensure that debt and equity capital are mobilized efficiently to support business objectives and maximize shareholder value. The Group establishes the appropriate capital structure for each business line that properly reflects its premier credit rating and allows it the financial flexibility, while providing it sufficient cushion to absorb cyclical industry risks.

The Group considers debt as a stable source of funding. The Group lengthened the maturity profile of its debt portfolio and makes it a point to spread out its debt maturities by not having a significant percentage of its total debt maturing in a single year.

The Group manages its capital structure and makes adjustments to it, in the light of changes in economic conditions. It monitors capital using leverage ratios on both a gross debt and net debt basis. As of December 31, 2020 and 2019, the Group had the following ratios:

	2020	2019
Debt to equity	**0.81:1**	0.87:1
Net debt to equity	**0.74:1**	0.78:1

Debt consists of short-term and long-term debts. Net debt includes short-term and long-term debt less cash and cash equivalents, short-term investments and financial assets at FVPL. Equity, which the Group considers as capital, pertains to the total equity. The Group excludes the "Fair value reserve of financial assets at FVOCI" attributable to the equity holders of the Company in computing the debt to equity ratio.

The Group is subject to externally imposed capital requirements due to loan covenants (see Note 16). No changes were made in the objectives, policies or processes for managing capital during the years ended December 31, 2020 and 2019.

Financial risk assessment
The Group's financial condition and operating results would not be materially affected by the current changes in interest, currency, credit, liquidity and market conditions.

Exposure to changes in interest rates is reduced by a debt portfolio mix of both fixed and floating interest rates. The Group's ratio of fixed to floating rate debt stood at 95:5 and 90:10 as of December 31, 2020 and 2019, respectively. As a result, any adverse movement in interest rates is mitigated.

Exposure to foreign currency holdings is at MYR193.7 million and US$18.0 million as of December 31, 2020, and MYR278.4 million and US$8.3 million as of December 31, 2019, respectively.

Credit risks continue to be managed through defined credit policies and continuing monitoring of exposure to credit risks. The Group's base of counterparties remains diverse. As such, it is not exposed to large concentration of credit risk.

Liquidity risk is addressed with long term funding already locked in, while funds are placed on cash equivalents, short term investment and financial assets at FVTPL.

20. Revenue

This account consists of:

	2020	2019	2018
		(In Thousand)	
Revenue from contracts with customers			
Residential development	**₱66,461,372**	₱117,580,972	₱120,396,794
Hotels and resorts	**3,388,190**	7,624,159	6,386,896
Construction	**3,278,557**	3,394,744	2,393,683
Others	**2,971,238**	5,452,595	5,297,101
Rental income (Notes 12 and 33)	**18,468,871**	31,687,075	28,522,420
Equity in net earnings of associates and joint venture	**586,502**	965,787	749,924
Total Revenue	**₱95,154,730**	₱166,705,332	₱163,746,818

The Group derives revenue from the transfer of goods and services over time and at a point in time in different product types. The Group's disaggregation of each sources of revenue from contracts with customers are presented below:

Residential development

	2020	2019	2018
		(In thousands)	
Type of Product			
Middle income housing	**₱21,239,940**	₱36,023,183	₱35,046,620
Coremid	**20,445,730**	34,813,550	33,694,884
Condominium	**18,231,721**	29,326,334	33,401,701
Lot only	**6,543,981**	17,417,905	18,253,589
	₱66,461,372	₱117,580,972	₱120,396,794

All of the Group's real estate sales from residential development are revenue from contracts with customers recognized over time.

Hotels and resorts

	2020	2019	2018
		(In thousands)	
Type of Product			
Rooms	**₱1,775,632**	₱4,447,172	₱3,909,395
Food and beverage	**731,812**	2,090,953	2,116,548
Others	**273,424**	324,322	296,049
Other operated department	**607,322**	761,712	64,904
	₱3,388,190	₱7,624,159	₱6,386,896

The Group's revenue from hotels and resorts is attributed to the operations from the development and management of hotels and resorts/serviced apartments. In view of the continuing community quarantines and restricted travel, the Group's hotels and resorts segment continues to be adversely affected by the lower number of guests and reduced room rates, both of which have significantly impacted the revenues reported under this segment. Also, many restaurants remain closed or allowed limited operations which impacted the food and beverage revenues of the segment.

The Group's construction revenue pertains to transactions with related parties such as joint ventures and associates.

Others are mainly composed of property management facilities of the Group and third party projects.

In line with the rental relief framework implemented by the government to support businesses and the broader economy due to the impact of COVID-19, the Group waived its right to collect rent and other charges as part of various lease concessions it granted to lessees such as lease payment holidays or lease payment reductions. Rent discounts and concessions given vary for merchants that are (1) forced to close and those that are still (2) operational. Rental fees and common charges of merchants who were forced to close during the quarantine period were waived with 50% discount in their common are usage expenses.

Set-out below is the reconciliation of contracts with customers with the amounts disclosed in segment information (in millions):

	2020					
	Residential Development	**International**	**Construction**	**Hotels and Reosrts**	**Property Management and Others**	**Total**
Sales to external customer	**₱53,014**	**₱4,845**	**₱3,279**	**₱3,388**	**₱2,971**	**₱67,497**
Interest	**8,603**	**–**	**–**	**–**	**–**	**8,603**
Total revenue from contracts with customers	**₱61,617**	**₱4,845**	**₱3,279**	**₱3,388**	**₱2,971**	**₱76,100**

	2019					
	Residential Development	International	Construction	Hotels and Reosrts	Property Management and Others	Total
Sales to external customer	₱102,981	₱6,709	₱3,395	₱7,624	₱5,453	₱126,162
Interest	7,891	–	–	–	–	7,891
Total revenue from contracts with customers	₱110,872	₱6,709	₱3,395	₱7,624	₱5,453	₱134,053

	2018					
	Residential Development	International	Construction	Hotels and Reosrts	Property Management and Others	Total
Sales to external customer	₱105,752	₱7,602	₱2,394	₱6,387	₱238	₱122,373
Interest	7,042	–	–	–	–	7,042
Total revenue from contracts with customers	₱112,794	₱7,602	₱2,394	₱6,387	₱238	₱129,415

21. Interest and Investment Income and Other Income

Interest and investment income consists of:

	2020	2019	2018
		(In Thousands)	
Interest income from banks	**₱293,354**	₱724,817	₱657,920
Interest income from advances to officers/employees and other companies	**75,160**	164,531	252,630

(Forward)

	2020	2019	2018
		(In Thousands)	
Gain on sale of equipment and other properties	**₱23,265**	₱40,870	₱46,570
Gain on sale of investments	–	–	588
Others	**2,922**	227	528
	₱394,701	₱930,445	₱958,236

Other income consists of:

	2020	2019	2018
		(In Thousands)	
Marketing and management fees	**₱219,937**	₱297,423	₱477,967
Others - net (Note 24)	**503,331**	860,512	1,062,750
	₱723,268	₱1,157,935	₱1,540,717

Other income mainly consists of gain on business combination, realized and unrealized gain on financial asset at FVTPL, financial impact of net foreign exchange transactions and gain from disposal of subsidiary.

22. Costs and Expenses and Other Charges

Real estate costs and expenses consist of:

	2020	2019	2018
		(In Thousands)	
Cost of real estate sales (Note 8)	**₱32,916,227**	₱59,353,001	₱67,784,088
Depreciation and amortization	**7,651,383**	7,419,920	4,858,275
Hotels and resorts operations	**2,990,397**	3,001,616	3,030,787
Manpower costs	**1,925,639**	2,046,960	1,800,424
Marketing and management fees	**1,274,861**	4,678,323	5,165,668
Rental	**863,622**	483,645	3,960,419
Materials and overhead	**43,759**	999,999	1,341,224
Direct operating expenses:			
Taxes and licenses	**4,078,001**	3,665,445	2,873,125
Commission	**1,912,056**	3,946,907	2,124,226
Repairs and maintenance	**1,663,775**	2,213,593	1,582,239
Light and water	**439,464**	3,934,328	4,440,156
Professional fees	**245,787**	199,848	172,226
Insurance	**213,150**	204,256	271,700
Transportation and travel	**67,353**	161,113	170,781
Entertainment, amusement and recreation	**14,756**	25,971	28,243
Others	**372,954**	2,417,014	1,475,549
	₱56,673,184	₱94,751,939	₱101,079,130

General and administrative expenses consist of:

	2020	2019	2018
		(In Thousands)	
Manpower costs (Notes 26 and 28)	**₱4,166,178**	₱4,719,739	₱4,685,180
Taxes and licenses	**1,096,167**	1,115,766	818,797
Depreciation and amortization	**945,283**	825,766	640,608
Security and Janitorial	**274,754**	691,011	603,404
Professional fees	**419,557**	386,146	744,679
Utilities	**266,391**	340,805	324,402
Repairs and maintenance	**332,586**	324,277	304,003
Rent	**10,642**	100,295	195,669
Transport and travel	**46,996**	96,894	106,366
Dues and fees	**52,251**	90,733	61,447
Supplies	**44,393**	70,795	64,550
Advertising	**42,970**	69,163	103,423
Donations and contribution	**57,628**	53,482	76,059
Training and seminars	**14,357**	46,776	79,023
Entertainment, amusement and recreation	**26,047**	38,203	41,970
Insurance	**37,306**	23,917	74,139
Others	**178,307**	373,591	177,609
	₱8,011,813	₱9,367,359	₱9,101,328

Manpower costs included in the consolidated statements of income follows:

	2020	2019	2018
		(In Thousands)	
Real estate costs and expenses			
Cost of real estate	**₱1,761,580**	₱1,784,450	₱1,534,290
Hotels and resorts operations	**164,059**	262,510	266,134
General and administrative expenses	**4,166,178**	4,719,739	4,685,180
	₱6,091,817	₱6,766,699	₱6,485,604

Depreciation and amortization expense included in the consolidated statements of income follows:

	2020	2019	2018
		(In Thousands)	
Real estate costs and expenses:			
Cost of real estate	**₱7,651,383**	₱7,419,920	₱4,858,275
Hotels and resorts operations	**975,906**	813,024	633,563
General and administrative expenses	**945,283**	825,766	640,608
	₱9,572,572	₱9,058,710	₱6,132,446

Other expenses consist of:

	2020	2019	2018
		(In Thousands)	
Financial expenses and other charges (Note 7)	**₱2,810,922**	₱1,076,207	₱1,123,307
Net provision for (reversals of) impairment losses on:			
Receivables (Note 7)	**752,641**	568,775	146,974
Investment properties (Note 12)	**225,208**	–	–
	₱3,788,771	₱1,644,982	₱1,270,281

Interest and other financing charges consist of:

	2020	2019	2018
		(In Thousands)	
Interest expense on:			
Long-term debt	**₱9,705,852**	₱9,153,067	₱7,259,118
Short-term debt	**1,164,767**	1,206,577	1,668,340
Lease liabilities (Note 33)	**1,430,607**	1,066,543	–
Other financing charges	**444,494**	773,571	666,545
	₱12,745,720	₱12,199,758	₱9,594,003

23. **Income Tax**

Net deferred tax assets:

	2020	2019
	(In Thousands)	
Deferred tax assets on:		
Difference between tax and book basis of accounting for real estate transactions	**₱8,678,138**	₱9,148,055
Lease liabilities	**3,628,273**	3,681,191
Accrued expenses	**1,131,316**	524,891
Allowance for probable losses	**792,783**	667,194
NOLCO	**336,510**	14,853
Retirement benefits	**144,837**	505,768
Unrealized foreign exchange losses	**105,275**	–
Others	**417,950**	385,883
	15,235,082	14,927,835
Deferred tax liabilities on:		
Right-of-use assets	**(2,491,661)**	(2,862,294)
Capitalized interest and other expenses	**(436,181)**	(485,077)
Unrealized foreign exchange gains	**(119,900)**	(45,027)
Others	**(65,825)**	(7,792)
	(3,113,567)	(3,400,190)
	₱12,121,515	₱11,527,645

Net deferred tax liabilities:

	2020	2019
	(In Thousands)	
Deferred tax assets on:		
Lease liabilities	**₱535,218**	₱555,071
Difference between tax and book basis of accounting for real estate transactions	**301,965**	₱92,021
Accrued expense	**110,114**	184,672
NOLCO	**72,669**	3,871
Allowance for probable losses	**54,074**	51,820
Unrealized foreign exchange loss	**6,502**	11,664
Others	**315,267**	192,762
	1,395,809	1,091,881

(Forward)

	2020	2019
	(In Thousands)	
Deferred tax liabilities on:		
Fair value adjustment arising from business combination	**(₱3,912,586)**	(₱3,904,145)
Difference between tax and book basis of accounting for real estate transactions	**(3,648,480)**	(2,018,940)
Right-of-use assets	**(616,339)**	(462,684)
Capitalized interest and other expenses	**(106,013)**	(297,873)
Retirement benefits	**(23,631)**	(27,480)
Prepaid expenses	**(5,357)**	–
Unrealized foreign exchange gain	**–**	(3,047)
Insurance recovery	**–**	(98,244)
Others	**(231,937)**	(370,222)
	(8,544,343)	(7,182,635)
	(₱7,148,534)	(₱6,090,754)

As of December 31, 2020 and 2019 deferred tax liabilities have not been recognized on the undistributed earnings and cumulative translation adjustment of foreign subsidiaries since the timing of the reversal of the temporary difference can be controlled by the Group and management does not expect the reversal of the temporary differences in the foreseeable future.

Certain subsidiaries of the Parent Company have NOLCO amounting to ₱1,681.7 million and ₱2,244.6 million as of December 31, 2020 and 2019, respectively, and MCIT amounting to ₱142.7 million and ₱152.0 million as of December 31, 2020 and 2019, respectively. Deferred tax assets are recognized only to the extent that taxable income will be available against which the deferred tax assets can be used. As of December 31, 2020 and 2019, total unrecognized NOLCO amounted to ₱317.7 million and ₱2,182.2 million, respectively. As of December 31, 2020 and 2019, total unrecognized MCIT amounted to ₱126.4 million and ₱150.9 million, respectively. The subsidiaries will recognize a previously unrecognized deferred tax asset to the extent that it has become probable that future taxable income will allow the deferred tax asset to be recovered.

On September 30, 2020, the BIR issued Revenue Regulations No. 25-2020 implementing Section 4(bbbb) of “Bayanihan to Recover As One Act” which states that the NOLCO incurred for taxable years 2020 and 2021 can be carried over and claimed as a deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

As of December 31, 2020, the Group has incurred NOLCO which can be claimed as deduction from the regular taxable income for the next three (3) consecutive taxable years, as follows:

Year Incurred	Amount	Used/Expired	Balance	Expiry Year
		(In Thousands)		
2017	₱666,258	₱666,258	₱–	2020
2018	990,792	–	990,792	2021
2019	587,561	–	587,561	2022
	₱2,244,611	₱666,258	₱1,578,353	

As of December 31, 2020, the Group has incurred NOLCO in taxable year 2020 which can be claimed as deduction from the regular taxable income for the next five (5) consecutive taxable years pursuant to the Bayanihan to Recover As One Act, as follows:

Year Incurred	Amount	Used/Expired	Balance	Expiry Year
		(In Thousands)		
2020	₱103,323	₱–	₱103,323	2025

The carryover MCIT that can be used as deductions against income tax liabilities is as follows:

Year Incurred	Amount	Used/Expired	Balance	Expiry Year
		(In Thousands)		
2017	₱16,332	₱16,332	₱–	2020
2018	130,127	–	130,127	2021
2019	5,576	–	5,576	2022
2020	6,992	–	6,992	2023
	₱159,027	₱16,332	₱142,695	

Reconciliation between the statutory and the effective income tax rates follows:

	2020	2019	2018
Statutory income tax rate	**30.00%**	30.00%	30.00%
Tax effect of:			
Equity in net earnings of associates and joint ventures	**(3.90)**	(1.90)	(1.66)
Income under tax holiday and other nontaxable income	**(0.88)**	(0.96)	(0.92)
Interest income and capital gains taxed at lower rates	**(0.25)**	(0.53)	(0.30)
Others - net	**1.99**	(0.42)	(0.60)
Effective income tax rate	**26.96%**	26.19%	26.51%

Deferred tax related to remeasurement gain on defined benefit plans recognized in OCI amounted to ₱252.5 million and ₱50.3 million in 2020 and 2019, respectively.

Republic Act (RA) No.10963 or the Tax Reform for Acceleration and Inclusion Act (TRAIN) was signed into law on December 19, 2017 and took effect January 1, 2018, making the new tax law enacted as of the reporting date. Although the TRAIN changes existing tax law and includes several provisions that will generally affect businesses on a prospective basis, the management assessed that the same will not have any significant impact on the financial statement balances as of the reporting date.

Corporate Recovery and Tax Incentives for Enterprises Act" or "CREATE"
On February 1, 2021, the Bicameral Conference Committee, under the 18th Congress of the Philippines, approved the reconciled version of the House Bill No. 4157 and Senate Bill No.1357 (the CREATE). The general features of the CREATE bill are the following:

- Reduction in current income tax rate effective July 1, 2020;
- Proprietary educational institutions and hospitals which are nonprofit previously subject to a tax of 10% on their taxable income, shall be imposed a tax rate of 1% beginning July 1, 2020 until June 30, 2023;
- Increased threshold on sale of real estate properties that is exempt from VAT;
- Regional operating headquarters of multinational companies previously subject to a tax of 10% on their taxable shall be subject to the regular corporate income tax effective December 31, 2020; and
- Effective July 1, 2020 until June 30,2023, the MCIT rate shall be one percent 1%.

As at February 23, 2021, the harmonized copy of the CREATE bill has been transmitted to the Office of the President for signing or approval into law.

Board of Investments (BOI) Incentives
The Board of Investments issued certificates of registrations to the following companies in accordance with the existing Omnibus Investment Code. The projects have been granted an Income Tax Holiday (ITH) for a fixed period from the date of registration or actual start of operations, whichever is earlier.

	Registration Date	Project Location	ITH Start	ITH Period
Econorth Resort Ventures Inc.	November 21, 2017	Seda Lio	March 2018	5 years
Capitol Central Hotel Ventures, Inc.	September 08, 2017	Seda Capitol Central	January 2018	4 years
Bonifaco Hotel Ventures, Inc.	January 11, 2012	Seda BGC	June 2018	6 years
Bonifaco Hotel Ventures, Inc.	May 22, 2019	Seda BGC Expansion	May 2019	3 years
Makati North Hotel Ventures, Inc.	August 16, 2019	Seda Residences Makati	August 2019	4 years
MDC Conqrete, Inc.	October 5, 2020	PBU and WallQrete	January 2021	3 years
MDC Conqrete, Inc.	November 10, 2015	Modular Housing	November 2015	4 years
Amaia Land Corp	October 31, 2020	Amaia Scapes Rizal	October 2020	4 years
Amaia Land Corp	July 18, 2018	Amaia Scapes Bulacan Sector 3B	July 2018	3 years
Amaia Land Corp.	April 26, 2017	Amaia Steps Alabang - Delicia	April 2017	3 years
Amaia Land Corp.	April 20, 2017	Amaia Steps Capitol Central	April 2017	3 years
Amaia Land Corp.	April 20, 2017	Amaia Steps Sucat - Isabela	April 2017	3 years
Amaia Land Corp.	September 29, 2016	Amaia Scapes Iloilo	September 2016	4 years

24. Business Combinations and Acquisition of Non-controlling Interests

Business Combinations

MCT Berhad
On January 2, 2018, Ayala Land, Inc., (ALI) through its wholly owned subsidiary, Regent Wise Investments Limited (RWIL), signed a share purchase agreement to acquire an additional 17.24% share in MCT Berhad (MCT), subject to completion of certain conditions.

On January 5, 2018, the transfer of shares was completed and it increased RWIL's shareholding in MCT to 50.19% from 32.95%. RWIL also issued a notice of an unconditional mandatory take-over offer to the BOD of MCT, to acquire all remaining shares of the Company that are not already held by RWIL, following the completion of certain conditions to the share purchase agreement.

The mandatory take-over offer made in connection to the acquisition of additional shares in MCT closed as of 5:00 p.m. on February 19, 2018. Owners of 295,277,682 shares accepted the offer, equivalent to 22.12% of MCT's total outstanding shares. As a result of the offer, ALI's shareholdings in MCT increased from 50.19% to 72.31%. Total consideration paid is ₱5.98 billion.

Subsequently, the Group remeasured its previously held interest in MCT based on its acquisition-date fair value which resulted to a remeasurement loss of ₱1.79 billion.

The Group finalized the purchase price allocation of its acquisition of MCT through business combination in December 2018. The final purchase price allocation resulted in gain from bargain purchase of ₱1.85 billion. Non-controlling interests recognized amounted to ₱4,773.52 million.

The net gain of ₱60 million from the acquisition is presented under 'Other income' account in the 2018 consolidated statements of income.

The following are the fair values of the identifiable assets and liabilities assumed (in thousands):

Assets	
Cash and cash equivalents	₱1,078,224
Trade and other receivables	2,833,560
Inventories	13,620,873
Investment properties	5,712,635
Property, plant and equipment	4,599,423
Other noncurrent assets	69,222
	27,913,937
Liabilities	
Accounts and other payables	₱5,506,336
Borrowings	2,752,114
Income tax payable	128,551
Deferred tax liabilities	2,287,772
	10,674,773
Net assets	17,239,164
Total net assets acquired	12,465,640
Acquisition cost	(10,611,567)
Negative goodwill	₱1,854,073

The fair value of the trade and other receivables approximate their carrying amounts since these are short-term in nature. None of the trade receivables have been impaired and it is expected that the full contractual amounts can be collected.

From January 8 to December 31, 2018, the Group's share in MCT's revenue and net income amounted to ₱7.6 billion and ₱1.3 billion.

Acquisition of Non-controlling Interests

Ayala Land Logistics Holdings Corp. (ALLHC)
On April 30, 2018, ALI and ALLHC executed a Deed of Exchange where ALI will subscribe to 1,225,370,620 common shares of ALLHC for an aggregate subscription price of ₱3.0 billion in exchange for 30,186 common shares of LTI. The subscription and exchange shall be subject to and deemed effective only upon the issuance by the SEC of the confirmation of valuation of the shares. The SEC issued its approval on February 28, 2019. This increased ALI's ownership to 69.50%.

On February 4, 2019, The Executive Committee of ALI approved the purchase of a 20% equity interest owned by Mitsubishi Corporation in LTI, equivalent to 8,051 common shares, with a total value of ₱800.0 million. Subsequently, ALI will exchange the 20% equity interest in LTI for additional shares of stock in ALLHC, equivalent to 323,886,640 common shares, subject to conditions to be fulfilled by ALLHC.

On June 10, 2019, ALI sold its 20% equity interest or 8,051 common shares in LTI to ALLHC for a consideration of ₱800.0 million. This increased ALI's ownership to 70.36%.

On September 9, 2019, OLI sold through a special block sale, 215,090,031 common shares of ALLHC to Avida Land Corporation, a wholly-owned subsidiary of ALI, for a total consideration of ₱628.1 million. Subsequently, these shares were acquired by ALI through a special block sale for a total consideration of ₱628.1 million. This increased ALI's effective ownership in ALLHC from 70.36% to 71.46%.

Cebu Holdings, Inc. (CHI)
On April 17, 2019 ALI acquired additional 14,913,200 common shares of CHI through open market purchases using the trading facilities of the Philippine Stock Exchange totaling P88.7 million resulting in ALI's ownership from 70.4% to 71.1%.

25. Related Party Transactions

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

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

Terms and Conditions of Transactions with Related Parties
Transactions with related parties are made at normal market prices. Outstanding balances at year end are unsecured, interest free and settlement occurs generally in cash, except otherwise indicated. There have been no guarantees provided or received for any related party receivables or payables. The Group does not provide any allowance relating to receivable from related parties.

This assessment is undertaken each financial year through examining the financial position of the related parties and the markets in which the related parties operate.

The following tables provide the total amount of transactions that have been entered into with related parties for the relevant financial year (in thousands):

a. Transactions with Bank of the Philippine Islands (BPI), an associate of Ayala Corporation (AC)

   Cash and cash equivalents earn interest from 2.5% to 6.0% per annum for Philippine Peso-denominated and 1.0% to 3.0% per annum for USD-denominated investments. Investment in FVPL are UITF which earns interest depending on the duration of time invested in the fund. Interest earned with investments in BPI for the year amounted to ₱24.70 million, ₱125.5 million, and ₱129.3 million in 2020, 2019 and 2018, respectively.

   Short-term debts are secured peso denominated bank loans with interest rate ranging from 5.5% to 5.6% while long-term debts bear fixed rates ranging from 4.5% to 6.9% and floating rates ranging from 5.4% to 6.5% per annum with remaining terms ranging from less than a year to 9.9 years. Interest expense incurred on borrowings from BPI amounted to ₱723.29 million, ₱740.8 million, and ₱1,460.0 million for the years ended December 31, 2020, 2019 and 2018, respectively.

   As of December 31, 2020 and 2019, the Group maintains current and savings account, money market placements and short-term and long-term debt payable with BPI broken down as follows:

	2020	2019
	(In Thousands)	
Cash in bank	**₱3,510,108**	₱3,942,497
Cash equivalents	**47,486**	906,296
Marketable securities	**305,136**	80,000
Short term debt	**2,600,500**	9,399,330
Long-term debt	**13,231,337**	14,315,498

b. Outstanding balances with parent company, associates and other related party

   Receivables from/payables to other related parties pertain mostly to advances and reimbursement of operating expenses related to development cost and land acquisitions. Payables to related parties consist of expenses incurred on utilities, professional services and other miscellaneous services as well as purchases of vehicles. These are generally trade-related, noninterest-bearing and settled within one year.

Outstanding balances from/to related parties follow (amounts in thousands):

2020

	Receivable from related parties			Payable to related parties		
	Current	**Noncurrent**	**Total**	**Current**	**Noncurrent**	**Total**
AC	**₱55,316**	**₱–**	**₱55,316**	**₱236,815**	**₱–**	**₱236,815**
As Associates	**4,753,392**	**–**	**4,753,392**	**446,886**	**–**	**446,886**
Other related parties:						
Globe Telecom (Globe)	**148,435**	**–**	**148,435**	**7,164**	**–**	**7,164**
Bank of the Philippine Islands	**84,064**	**–**	**84,064**	**44,811**	**–**	**44,811**
ColColumbus	**–**	**–**	**–**	**267,355**	**–**	**267,355**
Manila Water PhilippineVentures, Inc.Inc.	**160,115**	**–**	**160,115**	**67,242**	**–**	**67,242**
Michigan Holdings, Inc.	**330**	**–**	**330**	**–**	**–**	**–**
Manila Water Company Inc.	**9,280**	**–**	**9,280**	**10,288**	**–**	**10,288**
Others	**278,227**	**–**	**278,227**	**47,631**	**–**	**47,631**
	680,451	**–**	**680,451**	**444,491**	**–**	**444,491**
	₱5,489,159	**₱–**	**₱5,489,159**	**₱1,128,192**	**₱–**	**₱1,128,192**

2019

	Receivable from related parties			Payable to related parties		
	Current	Noncurrent	Total	Current	Noncurrent	Total
AC	₱143,781	₱–	₱143,781	₱286,718	₱–	₱286,718
Associates	5,108,188	–	5,108,188	244,619	–	244,619
Other related parties:						
Globe Telecom (Globe)	145,593	–	145,593	6,164	–	6,164
Bank of the Philippine Islands	176,014	–	176,014	59,800	–	59,800
Columbus	–	–	–	267,355	–	267,355
Manila Water Philippine Ventures Inc.	258,169	–	258,169	80,810	–	80,810
Michigan Holdings, Inc.	110,103	–	110,103	–	–	–
Manila Water Company Inc.	57,402	–	57,402	18,221	–	18,221
Others	131,053	–	131,053	70,596	–	70,596
	878,334	–	878,334	502,946	–	502,946
	₱6,130,303	₱–	₱6,130,303	₱1,034,283	₱–	₱1,034,283

c. Revenue and expenses from related parties

The revenue from parent company, associates and other related parties pertains mostly to income from leasing and development projects while expenses composed of management fees and training expenses. These are usually non-interest bearing and not impaired. Transactions are settled within one year.

Revenue and expenses from related parties follow:

Revenue from related parties:

	2020	2019	2018
		(In Thousands)	
AC	**₱3,493**	₱25,450	₱28,081
Associates	**2,253,303**	4,128,193	4,703,524
Other Related Parties			
Bank of the Philippine Islands	**378,319**	414,609	330,519
Manila Water Philippine Ventures, Inc.	**264,628**	272,709	218,127
Globe Telecom, Inc.	**84,656**	185,063	193,899
Innove Communications	**7,982**	7,295	6,909
Manila Water Company, Inc. (MWCI)	**7,151**	53,882	2,653
Laguna AAA Waterworks Corp. (LAWC)	**1,500**	1,500	1,500
Michigan Holdings, Inc.	**1,203**	179,739	1,101
Others	**32,473**	1,153	868
	777,912	1,115,950	755,576
Total	**₱3,034,708**	₱5,269,593	₱5,487,181

Expenses from related parties:

	2020	2019	2018
		(In Thousands)	
AC	**₱10,950**	₱4,216	₱1,035
Associates	**201,558**	322,114	3,153,547
Other Related Parties			
Manila Water Company, Inc.	**234,167**	398,648	385,925
Bank of the Philippine Islands	**434,707**	213,257	296,002
Innove Communications, Inc.	**73,060**	92,003	68,805
AG Counselors Corp.	**206,354**	199,222	60,718
Globe Telecom, Inc.	**66,483**	88,188	53,920
Manila Water Philippine Ventures, Inc.	**125,617**	108,765	53,038
Others	**988,788**	432,865	377,544
	2,129,176	1,532,948	1,295,952
Total	**₱2,341,684**	₱1,859,278	₱4,450,534

The following describe the nature of the material transactions of the Group with related parties as of December 31, 2020 and 2019:

- On January 12, 2016, the Parent Company has entered into a partnership with Manila Water Philippine Ventures, Inc., a wholly owned subsidiary of Manila Water Company, Inc., for the waterworks of ALI's projects nationwide. The MOA was signed by ALI and its subsidiaries and affiliates, Cebu Holdings, Inc. and Cebu Property Ventures and Development Corp. Revenue and expense in 2020 amounted to ₱264.6 million and ₱125.6 million, respectively, and ₱272.7 million and ₱108.8 million amounted in 2019, respectively.
- Certain credit facilities with BPI with a total carrying value of ₱13,231.3 million and ₱24,416.9 million as of December 31, 2020 and 2019, respectively, are secured by a real estate mortgage. This is in compliance with BSP ruling on directors, officers, stockholders and related interests.
- In October 2012 and July 2013, BG South, a subsidiary of Alveo, entered into a contract with FBDC for the purchase of land in Bonifacio Global City. Land cost amounting to ₱122.7 million and ₱816.0 million were recognized in profit or loss in 2020 and 2019, respectively.
- On May 20, 2013, DirectPower and its customers, which are all within the Ayala Group, entered into a Retail Electricity Supply contract wherein DirectPower agreed to supply electricity at a specific rate pursuant to the provisions and implementing rules and regulations of R.A. No. 9136 or the Electric Power Industry Reform Acts of 2001. Among the customers of Direct Power are FBDC, LDC, BPI, San Lazaro BPO Complex and 6750 Ayala Ave.
- The Group sold residential receivables on a without recourse basis to BPI Family Savings Bank, Inc., a related party, amounting to ₱20,458.0 million and ₱9,976.3 million in 2020 and 2019, respectively. Proceeds of receivables sold to BPI amounted to ₱18,431.9 million in 2020 and ₱9,281.2 million in 2019. The Group recognized loss on sale (under "Other charges") amounting to ₱2,064.0 million and ₱775.2 million in 2020 and 2019, respectively.
- The Group entered into agreements with BPI Asset Management and Trust Corporation in 2019 for the assignment of interest-bearing employee receivables amounting to ₱108.9 million (nil in 2020).
- Revenue from Globe pertains to development management fee and for lease of spaces.
- As of December 31, 2020 and 2019, the funds include investment in securities of its related parties with carrying value of ₱1.5 billion and ₱1.7 billion, respectively (see Note 26).

d. Remuneration of Key Management Personnel (KMP)

Key management personnel of the Group include all officers with position of vice president and up. Compensation of key management personnel amounted to ₱207.8 million and ₱197.2 million in 2020 and 2019, respectively.

Compensation of key management personnel by benefit type follows:

	2020	2019
	(In Thousands)	
Short-term employee benefits	**₱192,301**	₱185,540
Post-employment benefits (Note 26)	**15,497**	11,622
	₱207,798	₱197,162

The Related Party Transaction Review Committee shall approve all material related party transactions before their commencement. Material related party transactions shall be identified taking into account the related party registry. Transactions amounting to ten percent (10%) or more of the total assets of the corporation that were entered into with an unrelated party that subsequently becomes a related party may be excluded from the limits and approval process requirement.

26. Retirement Plan

The Group has funded, noncontributory tax-qualified defined benefit type of retirement plans (the Plan) covering substantially all of their employees. The benefits are based on a defined benefit formula.

The Plan aims to maintain a full funding, i.e., the Plan's assets fully covered the Plan's liabilities, as measured through generally accepted actuarial methodologies. Such will provide a higher level of assurance that all promised benefits can be paid from existing assets and expected investment returns. The target funded status is within the range of 80% to 100%.

The Group's fund is in the form of a trust fund being maintained by the trustee banks such as BPI Asset Management and Trust Corporation (collectively the "Retirement Fund"). The primary objective of the Retirement Fund is to achieve the highest total rate of return possible, consistent with a prudent level of risk. The investment strategy articulated in the asset allocation policy has been developed in the context of long-term capital market expectations, as well as multi-year projections of actuarial liabilities. Accordingly, the investment objectives and strategies emphasize a long-term outlook, and interim performance fluctuations will be viewed with the corresponding perspective.

The components of expense (included in manpower costs under "General and administrative expenses") in the consolidated statements of income follows:

	2020	2019	2018
		(In Thousands)	
Current service cost	**₱398,979**	₱443,364	₱310,759
Past service cost	**–**	–	10,563
Net interest cost on benefit obligation	**104,867**	117,607	77,418
Total pension expense	**₱503,846**	₱560,971	₱398,740

The remeasurement effects recognized in other comprehensive income (included in Equity under "Remeasurement loss on defined benefit plans") in the consolidated statements of financial position follow:

	2020	2019	2018
		(In Thousands)	
Return (loss) on plan assets (excluding amount included in net interest)	**(₱15,785)**	₱75,922	₱184,923
Remeasurement (loss) gain due to liability experience	**(47,859)**	1,544	101,979
Remeasurement (loss) gain due to liability assumption changes - demographic	**(5,641)**	145	(2,476)
Remeasurement loss due to liability assumption changes - economic	**(617,702)**	(245,365)	(369,807)
Remeasurements in other comprehensive income	**(₱686,987)**	(₱167,754)	(₱85,381)

The funded status and amounts recognized in the consolidated statement of financial position for the retirement plan as of December 31, 2020 and 2019, are as follows:

	2020	2019
	(In Thousands)	
Benefit obligations	**₱5,094,096**	₱4,365,274
Plan assets	**(2,085,519)**	(2,452,003)
Net pension liability position	**₱3,008,577**	₱1,913,271

As of December 31, 2020 and 2019 pension assets (included under "Other noncurrent assets") amounted to ₱12.2 million and ₱74.3 million, respectively, and pension liabilities amounted to ₱3,020.8 million and ₱1,987.6 million, respectively.

Changes in net defined benefit liability of funded plans in 2020 are as follows (in thousands):

		Net benefit cost in consolidated statement of income					Remeasurements in other comprehensive income							
	January 1, 2020	Current service cost	Past service cost	Net interest	Subtotal	Benefits paid	Return on plan Assets*	Remeasurement loss due to liability experience	Remeasurement loss due to liability assumption changes - demographic	Remeasurement loss due to liability assumption changes- economic	Net remeasure-ment loss	Contribution by employer	Transfer in /(out)	December 31, 2020
Present value of defined benefit obligation	**₱4,365,274**	**₱398,979**	**₱–**	**₱210,090**	**₱609,069**	**(₱550,903)**	**₱–**	**₱47,859**	**₱5,641**	**₱617,702**	**₱671,202**	**₱–**	**(₱546)**	**₱5,094,096**
Fair value of plan assets	**(2,452,003)**	–	**–**	**(105,223)**	**(105,223)**	**698,183**	**15,785**	**–**	**–**	**–**	**15,785**	**(242,807)**	**546**	**(2,085,519)**
Net defined benefit liability	**₱1,913,271**	**₱398,979**	**₱–**	**₱104,867**	**₱503,846**	**₱147,280**	**₱15,785**	**₱47,859**	**₱5,641**	**₱617,702**	**₱686,987**	**(₱242,807)**	**₱–**	**₱3,008,577**

*excluding amount included in net interest

Changes in net defined benefit liability of funded plans in 2019 are as follows (in thousands):

		Net benefit cost in consolidated statement of income					Remeasurements in other comprehensive income							
	January 1, 2019	Current service cost	Past service cost	Net interest	Subtotal	Benefits paid	Return on plan Assets*	Remeasurement gain due to liability experience	Remeasurement gain due to liability assumption changes - demographic	emeasurement loss due to liability assumption Rchanges - economic	Net remeasure-ment loss	Contribution by employer	Transfer in /(out)	December 31, 2019
Present value of defined benefit obligation	₱3,676,584	₱443,364	₱–	₱279,339	₱722,703	(₱277,699)	₱–	(₱1,544)	(₱145)	₱245,365	₱243,676	₱–	₱10	₱4,365,274
Fair value of plan assets	(2,188,451)	–	–	(161,732)	(161,732)	335,918	(75,922)	–	–	–	(75,922)	(361,816)	–	(2,452,003)
Net defined benefit liability	₱1,488,133	₱443,364	₱–	₱117,607	₱560,971	₱58,219	(₱75,922)	(₱1,544)	(₱145)	₱245,365	₱167,754	(₱361,816)	₱10	₱1,913,271

*excluding amount included in net interest

All equity and debt instruments held have quoted prices in an active market. The remaining plan assets do not have quoted market prices in an active market.

The plan assets have diverse investments and do not have any concentration risk.

The fair value of plan assets by each class as at the end of the reporting period are as follows:

	December 31	
	2020	2019
	(In Thousands)	
Cash and cash equivalents	**₱9,246**	₱27,197
Equity investments		
Unit Investment Trust Funds	**323,553**	363,357
Mutual funds	**131,217**	158,991
Holding firms	**1,455**	1,688
Financials	**15,195**	18,435
Property	**78,366**	95,074
Industrials	**92,005**	111,622
Services	**17,059**	20,696
	658,850	769,863
Debt investments		
Government securities	**551,290**	537,483
AAA rated debt securities	**497,130**	545,950
Unit Investment Trust Funds	**56,970**	66,128
Mutual funds	**5,295**	6,146
Not rated debt securities	**306,738**	499,236
	1,417,423	1,654,943
	₱2,085,519	₱2,452,003

The Retirement Fund's investments will be appropriately diversified to control overall risk and will exhibit portfolio characteristics similar to the set benchmark for each asset class. In case of securities, the aggregate holdings of any security may not exceed 10% of the Plan assets. The criteria for including an asset class in the strategic policy include: (a) wide recognition and acceptance among institutional investors; (b) low correlation with other accepted asset classes; and (c) a meaningful performance history. The Group expects to make contributions of ₱581.02 million to its retirement fund in 2021.

The allocation of the fair value of plan assets follows:

	2020	2019
Investments in debt securities	**67.97%**	67.49%
Investments in equity securities	**31.59%**	31.40%
Others	**0.44%**	1.11%

Funds invested in debt securities include government securities, corporate notes and bonds and money market placements. Investments in equity securities consist of investments in PSE listed stocks and unit investment trust funds. Others were in the form of cash and cash equivalents.

The Group's transactions with the funds mainly pertain to contributions, benefit payments and settlements.

As of December 31, 2020 and 2019, the funds include investment in securities of its related parties (see Note 25). Details of the investment per type of security are as follows:

	December 31, 2020			December 31, 2019
	Carrying Value	**Fair Value**	**Unrealized (Gain) Loss**	Fair Value
	(In Thousands)			
Investments in debt securities	**₱885,050**	**₱916,337**	**(₱31,287)**	₱1,142,062
Investments in equity securities	**627,611**	**624,975**	**2,636**	603,857
Others	**13,319**	**13,393**	**(74)**	13,393
	₱1,525,980	**₱1,554,705**	**(₱28,725)**	₱1,759,312

The plan assets include shares of stock of the Parent Company with fair value amounting to ₱40.58 million and ₱38.56 million as of December 31, 2020 and 2019, respectively. The Parent Company gives the trustee bank the discretion to exercise voting rights over the shares. The plan assets include debt securities of the Parent Company amounting to ₱68.42 million and ₱66.8 million as of December 31, 2020 and 2019, respectively. The gain of the fund arising from investment in debt and equity securities of the Parent Company is ₱1.62 million.

The cost of defined benefit pension plans and other post-employment medical benefits as well as the present value of the pension liabilities are determined using actuarial valuations. The actuarial valuation involves making various assumptions. The principal assumptions used in determining pension and post-employment medical benefit obligations for the defined benefit plans are shown below:

	2020	2019
Discount rates	**3.73 to 5.50%**	4.74 to 5.50%
Future salary increases	**3.00 to 8.00%**	4.00 to 8.00%

The sensitivity analysis below has been determined based on reasonably possible changes of each significant assumption on the defined benefit obligation as of the end of the reporting period, assuming all other assumptions were held constant:

2020

	Effect on income before income tax Increase (decrease)	
Change in basis points	**+ 100 basis points**	**- 100 basis points**
	(In Thousands)	
Discount rate	**(₱335,855)**	**₱508,470**
Salary increase rate	**489,491**	**(320,960)**

2019

	Effect on income before income tax Increase (decrease)	
Change in basis points	+ 100 basis points	- 100 basis points
	(In Thousands)	
Discount rate	(₱348,241)	₱382,527
Salary increase rate	363,629	(387,094)

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

Year ending:	**2020**	2019
	(In Thousands)	
1 year and less	**₱191,339**	₱666,659
more than 1 years to 5 years	**980,921**	1,837,060
more than 5 years to 10 years	**2,877,953**	2,580,119
more than 10 years to 15 years	**7,263,178**	14,122,637
more than 15 years to 20 years	**8,418,881**	2,696,046
more than 20 years	**14,802,379**	26,270,099

The average duration of the defined benefit obligation is 7.0 to 24.0 years and 11.0 to 24.0 years in 2020 and 2019, respectively.

27. Earnings Per Share

The following tables present information necessary to compute EPS (amounts in thousands except EPS):

EPS on net income attributable to equity holders of Ayala Land, Inc. are as follows:

	2020	2019	2018
	(In Thousands)		
Net income attributable to equity holders of Ayala Land, Inc.	**₱8,727,155**	₱33,188,399	₱29,240,880
Less: dividends on preferred stock	**(62,038)**	(62,038)	(62,038)
Net income attributable to equity holders of the Parent Company for basic and diluted earnings per share	**₱8,665,117**	₱33,126,361	₱29,178,842
Weighted average number of common shares for basic EPS	**14,721,234**	14,742,690	14,730,049
Add: dilutive shares arising from stock options	**2,296**	3,783	966
Adjusted weighted average number of common shares for diluted EPS	**14,723,530**	14,746,473	14,731,015
Basic and diluted EPS	**₱0.59**	₱2.25	₱1.98

Basic EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year adjusted for any subsequent stock dividends declared.

Diluted EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year plus the weighted average number of common shares that would be issued on conversion of all the dilutive potential common shares into common shares. The calculation of diluted earnings per share does not assume conversion, exercise, or other issue of potential common shares that would have an antidilutive effect on earnings per share.

The convertibility of the preferred shares will start on the 10th year from the issue date which was in 2012. This has an antidilutive effect on the computation of diluted EPS.

28. Stock Options and Ownership Plans

The Parent Company has stock option plans for key employees covering 2.5% of the Parent Company's authorized capital stock. The grantee is selected based on certain criteria like outstanding performance over a three-year period.

ESOP
The ESOP grantees may exercise in whole or in part the vested allocation in accordance with the vesting percentage and vesting schedule stated in the ESOP. Also, the grantee must be an employee of the Parent Company or any of its subsidiaries during the 10-year option period. In case the grantee retires, he is given 3 years to exercise his vested and unvested options. In case the grantee resigns, he is given 90 days to exercise his vested options.

The Parent Company has no ESOP grant and availment during 2020, 2019 and 2018.

ESOWN
In November 2001, the Parent Company offered all its ESOWN subscribers with outstanding ESOWN subscriptions the option to cancel the subscriptions within the 5-year holding period. In December 2001, the program for ESOWN was indefinitely suspended.

In 2005, the Parent Company introduced a revised ESOWN Plan (the Plan) wherein grantees may subscribe in whole or in part to the shares awarded to them based on a discounted market price that was determined by the Compensation Committee as the offer price set at grant date. The grantees paid for the shares subscribed through installments over a maximum period of ten (10) years. The subscription is subject to a holding period stated in the plan. To subscribe, the grantee must be an employee of the Parent Company or any of its subsidiaries during the ten (10)-year payment period. In case the grantee resigns, unsubscribed shares are cancelled, while the subscription may be paid up to the percent of holding period completed and payments may be converted into the equivalent number of shares. In case the grantee is separated, not for cause, but through retrenchment and redundancy, subscribed shares may be paid in full, unsubscribed shares may be subscribed, or payments may be converted into the equivalent number of shares. In case the grantee retires, the grantee may subscribe to the unsubscribed shares anytime within the ten (10)-year period. The plan does not allow sale or assignment of the shares. All shares acquired through the Plan are subject to the Parent Company's right to repurchase.

The subscribed shares are effectively treated as options exercisable within a given period which is the same time as the grantee's payment schedule. The fair values of stock options granted are estimated on the date of grant using the Black-Scholes Merton (BSM) Formula and Binomial Tree Model (BTM), taking into account the terms and conditions upon which the options were granted. The BSM Formula and BTM Model requires six inputs to produce an option stock value namely; market value of the share, book value of the share, time to maturity, volatility rate, dividend yield, and risk free rate. The expected volatility was determined based on an independent valuation.

Movements in the number of options outstanding and weighted average exercise prices (WAEP) under ESOWN follow:

	2020	**WAEP**	2019	WAEP
At January 1	**305,415**	**₱35.94**	5,601,470	₱32.71
Granted	**18,194,618**		11,610,720	
Subscribed	**(14,845,498)**	**27.72**	(10,453,766)	43.70
Availment	**39,436**		487,585	
Cancelled	**(3,693,971)**		(6,940,594)	
At December 31	**–**	**₱–**	305,415	₱35.94

The fair value of stock options granted under ESOWN at grant date and the assumptions used to determine the fair value of the stock options follow:

	Grant Date							
	August 17, 2020	March 21, 2019	March 28, 2018	March 01, 2017	April 05, 2016	March 20, 2015	March 20, 2014	March 18, 2013
Number of unsubscribed shares	–	–	–	–	181,304	–	1,369,887	1,713,868
Fair value of each option (BTM)	₱–	₱–	₱–	₱8.48	₱13.61	₱16.03	₱12.60	₱16.05
Fair value of each option (BSM)	₱9.12	₱17.13	₱12.71	₱–	₱18.21	₱20.63	₱12.16	₱11.85
Weighted average share price	₱32.61	₱44.70	₱41.02	₱39.72	₱35.58	₱36.53	₱31.46	₱30.00
Exercise price	₱27.72	₱44.49	₱45.07	₱35.81	₱26.27	₱29.58	₱22.55	₱21.45
Expected volatility	25.05%	31.48%	34.04%	30.95%	32.03%	31.99%	33.50%	36.25%
Dividend yield	0.81%	1.16%	1.22%	1.34%	1.27%	1.02%	1.42%	1.93%
Interest rate	1.13%	5.57%	4.14%	4.41%	4.75%	4.11%	3.13%	2.78%

Total expense (included under “General and administrative expenses”) recognized in 2020, 2019 and 2018 in the consolidated statements of income arising from share-based payments amounted to ₱111.92 million, ₱142.86 million, and ₱98.52 million, respectively (see Note 22).

ALLHC

ALLHC introduced the ESOWN Plan (the Plan) wherein grantees (employees within ALLHC Group) may subscribe in whole or in part to the shares awarded to them based on a discounted market price, but in no case lower than the par value, that was determined at grant date. The grantees paid for the shares subscribed through installments over a maximum period of ten (10) years. To subscribe, the grantee must be an employee, officer or director of ALLHC as of June 30, 2015. In case the grantee resigns, unsubscribed shares are cancelled and returned to the plan pool, while the subscription payments may be converted into the equivalent number of shares. In case the grantee is separated, not for cause, but through retrenchment and redundancy, subscribed shares may be paid in full, unsubscribed shares may be subscribed, or payments may be converted into the equivalent number of shares. In case the grantee retires, the grantee may subscribe to the unsubscribed shares anytime within the ten (10)-year period. The plan does not allow sale or assignment of the shares.

The BOD of ALLHC approved the allocation of 32 million shares (first tranche) for ESOWN plan which will be taken from the remaining unissued shares (with grant date in 2016) and the increase in authorized of stock of ALLHC, which was approved by the SEC in July 2016. In 2017, notice of grant for the 218 million shares (second tranche of ESOWN plan) was issued to employees for the right to subscribe to the common shares of ALLHC at ₱1.68 per share which were fully availed as of December 31, 2018. In 2020 and 2019, ALLHC has no ESOWN grant.

29. Financial Assets and Liabilities

Fair Value Information

The following tables set forth the carrying values and estimated fair values of the Group’s financial assets and liabilities recognized as of December 31, 2020 and 2019:

	December 31, 2020		December 31, 2019	
	Carrying Value	**Fair Value**	Carrying Value	Fair Value
		(In Thousands)		
Financial Assets at FVPL	**₱965,171**	**₱965,171**	₱485,436	₱485,436
Financial Assets at FVOCI				
Unquoted equity securities	**666,988**	**666,988**	565,650	565,650
Quoted equity securities	**844,455**	**844,455**	963,529	963,529
	1,511,443	**1,511,443**	1,529,179	1,529,179
	₱2,476,614	**₱2,476,614**	₱2,014,615	₱2,014,615

	December 31, 2020		December 31, 2019	
	Carrying Value	**Fair Value**	Carrying Value	Fair Value
		(In Thousands)		
Financial assets at amortized cost				
Noncurrent trade residential and office development	**₱42,547,808**	**₱45,313,900**	₱42,994,112	₱47,326,247
Receivable from employees	**842,506**	**844,542**	901,261	903,299
	₱43,390,314	**₱46,158,442**	₱43,895,373	₱48,229,546
Other financial liabilities				
Long-term debt	**₱202,819,593**	**₱211,109,769**	₱193,064,051	₱196,618,780
Deposits and other noncurrent liabilities	**48,582,759**	**36,367,004**	42,282,234	36,225,888
	₱251,402,352	**₱247,476,773**	₱235,346,285	₱232,844,668

The methods and assumptions used by the Group in estimating the fair value of the financial instruments are as follows:

Cash and cash equivalents, short-term investments and current receivables, accounts and other payables, current payables and short term debt - Carrying amounts approximate fair values due to the relatively short-term maturities of these financial instruments.

Financial assets at FVPL - These are investments in fund and treasury bills. Fair value of the funds is based on net asset values as of reporting dates.

Noncurrent accounts and notes receivables - The fair values of residential accounts and notes receivable, and receivable from employees, are based on the discounted value of future cash flows using the applicable rates for similar types of instruments. The discount rates used ranged from 5.75% to 16.00% and 6.25% to 13.50% as of December 31, 2020 and 2019.

Financial assets at FVOCI quoted equity securities - fair values are based on quoted prices published in markets.

Financial assets at FVOCI unquoted equity securities – fair values are based on the latest selling price available.

Liabilities - The fair value of noncurrent unquoted instruments (long-term debt and deposits) are estimated using the discounted cash flow methodology using the Group's current incremental borrowing rates for similar borrowings with maturities consistent with those remaining for the liability being valued. The discount rates used ranged 1.84% to 7.50% and 3.18% to 7.02% as of December 31, 2020 and 2019, respectively. The fair value of noncurrent unquoted debt instruments with floating rates are estimated using discounted cash flow - last repricing method.

Fair Value Hierarchy

The Group uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation technique:

Level 1: quoted (unadjusted prices) in active markets for identical assets and liabilities
Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly
Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data

The Group categorizes trade receivable, receivable from employees, long-term debt and deposits and other noncurrent liabilities under Level 3. The fair value of these financial instruments is determined by discounting future cash flows using the applicable rates of similar types of instruments plus a certain spread. This spread is the unobservable input and the effect of changes to this is that the higher the spread, the lower the fair value.

Quoted FVOCI financial assets amounting to ₱844.5 million and ₱963.5 million as of December 31, 2020, and 2019, respectively, were classified under Level 1 (see Note 10).

Unquoted FVOCI financial assets amounting to ₱667.0 million and ₱565.7 million as of December 31, 2020 and 2019, respectively, were classified under Level 3 (see Note 10).

Investment in Arch Capital Fund amounting to ₱328.0 million and ₱389.0 million as of December 31, 2020, and 2019, respectively, were classified under Level 3 (see Note 6).

Investment in Unit Investment Trust Fund (UITF) amounting to ₱378.1 million and ₱96.4 million as of December 31, 2020, and 2019, respectively, were classified under Level 2 (see Note 6).

Investment in Treasury bills amounting to ₱259.2 million as of December 31, 2020, were classified under Level 2 (see Note 6).

There have been no reclassifications from Level 1 to Level 2 categories in 2020 and 2019.

Financial Risk Management Objectives and Policies

The Group's principal financial instruments comprise of cash and cash equivalents, short-term investment, financial assets at FVPL, AFS quoted and unquoted equity securities, investments in bonds, bank loans, corporate notes and bonds. The financial debt instruments were issued primarily to raise financing for the Group's operations. The Group has various financial assets such as trade receivables and trade payables which arise directly from the conduct of its operations.

Exposure to liquidity, credit, interest rate, currency and equity risks arise in the normal course of the Group's business activities. The main objectives of the Group's financial risk management are as follows:

- to identify and monitor such risks on an ongoing basis;
- to minimize and mitigate such risks; and
- to provide a degree of certainty about costs.

The use of derivative financial instruments, if any, is solely for management of the Group's financial risk exposures. It is the Group's policy not to enter into derivative transactions for speculative purposes.

The Group's financing and treasury function operates as a centralized service for managing financial risks and activities as well as providing optimum investment yield and cost-efficient funding for the Group.

There were no changes in the Group's financial risk management objectives and policies in 2020 and 2019.

Liquidity risk

Liquidity risk is defined by the Group as the risk of losses arising from funding difficulties due to deterioration in market conditions and/or the financial position of the Group that make it difficult for the Group to raise the necessary funds or that forces the Group to raise funds at significantly higher interest rates than usual.

This is also the possibility of experiencing losses due to the inability to sell or convert marketable securities into cash immediately or in instances where conversion to cash is possible but at a loss due to wider than normal bid-offer spreads.

The Group employs scenario analysis and contingency planning to actively manage its liquidity position and guarantee that all operating, investing and financing needs are met. The Group has come up with a three-layered approach to liquidity through the prudent management of sufficient cash and cash equivalents, the potential sale of accounts receivables and the maintenance of short-term revolving credit facilities.

Cash and cash equivalents are maintained at a level that will enable it to fund its general and administrative expenses as well as to have additional funds as buffer for any opportunities or emergencies that may arise. Management develops viable funding alternatives through a continuous program for the sale of its receivables and ensures the availability of ample unused short-term revolving credit facilities from both local and foreign banks as back-up liquidity.

The Group ascertains that its cash is invested in short-term bank placements and special deposit accounts, as well as in high-quality and marketable government and corporate securities.

Credit line
The Group has a total available credit line up to ₱84.43 billion and ₱68.0 billion with various local banks as of December 31, 2020 and 2019, respectively

The table summarizes the maturity profile of the Group's financial liabilities at December 31, 2020 and 2019 based on contractual undiscounted payments:

December 31, 2020

	< 1 year	**>1 to < 5 years**	**> 5 years**	**Total**
		(In Thousands)		
Accounts and other payables	**₱123,634,745**	**₱–**	**₱–**	**₱123,634,745**
Short-term debt	**9,131,325**	**–**	**–**	**9,131,325**
Long-term debt	**18,732,401**	**127,500,906**	**56,586,286**	**202,819,593**
Deposits and other current liabilities	**25,072,090**	**–**	**–**	**25,072,090**
Deposits and other noncurrent liabilities	**–**	**42,521,168**	**1,771,715**	**44,292,883**
	176,570,561	**170,022,074**	**58,358,001**	**404,950,636**
Interest payable*	**₱7,834,302**	**₱30,705,781**	**₱14,496,618**	**₱53,036,701**

***includes future interest payment*

December 31, 2019

	< 1 year	>1 to < 5 years	> 5 years	Total
		(In Thousands)		
Accounts and other payables	₱138,334,629	₱–	₱–	₱138,334,629
Short-term debt	18,032,830	–	–	18,032,830
Long-term debt	17,250,706	85,827,970	89,985,375	193,064,051
Deposits and other current liabilities	25,129,315	–	–	25,129,315
Deposits and other noncurrent liabilities	–	34,002,066	1,684,557	35,686,623
	198,747,480	119,830,036	91,669,932	410,247,448
Interest payable*	₱8,136,242	₱34,485,567	₱7,151,134	₱49,799,943

**includes future interest payment*

Cash and cash equivalents, short-term investments and financial assets at FVPL are used for the Group's liquidity requirements. Please refer to the terms and maturity profiles of these financial assets shown on the maturity profile of the interest-bearing financial assets and liabilities disclosed in the interest rate risk section. There are no undrawn loan commitments from long-term credit facilities as of December 31, 2020 and 2019.

Credit risk
Credit risk is a risk that a counterparty will not meet its obligation under its financial instrument or customer contract leading to a financial loss.

The Group's credit risks are primarily attributable to installments receivable, rental receivables and other financial assets. To manage credit risks, the Group maintains defined credit policies and monitors its exposure to credit risks on a continuous basis.

In respect of installments receivable from the sale of properties, credit risk is managed primarily through credit reviews and an analysis of receivables on a continuous basis. The Group also undertakes supplemental credit review procedures for certain installment payment structures. The Group's stringent customer requirements and policies in place contribute to lower customer default than its competitors. Customer payments are facilitated through various collection modes including the use of postdated checks and auto-debit arrangements. Exposure to bad debts is not significant as title to real estate properties are not transferred to the buyers until full payment has been made and the requirement for remedial procedures is minimal given the profile of buyers.

Credit risk arising from rental income from leasing properties is primarily managed through a tenant selection process. Prospective tenants are evaluated on the basis of payment track record and other credit information. In accordance with the provisions of the lease contracts, the lessees are required to deposit with the Group security deposits and advance rentals which helps reduce the Group's credit risk exposure in case of defaults by the tenants. For existing tenants, the Group has put in place a monitoring and follow-up system. Receivables are aged and analyzed on a continuous basis to minimize credit risk associated with these receivables. Regular meetings with tenants are also undertaken to provide opportunities for counseling and further assessment of paying capacity.

Other financial assets are comprised of cash and cash equivalents excluding cash on hand, short-term investments, financial assets at FVPTL and financial assets at FVOCI. The Group adheres to fixed limits and guidelines in its dealings with counterparty banks and its investment in financial instruments. Bank limits are established on the basis of an internal rating system that principally covers the areas of liquidity, capital adequacy and financial stability. The rating system likewise makes use of available international credit ratings. Given the high credit standing of its accredited counterparty banks, management does not expect any of these financial institutions to fail in meeting their obligations. Nevertheless, the Group closely monitors developments over counterparty banks and adjusts its exposure accordingly while adhering to pre-set limits.

The Group's maximum exposure to credit risk as of December 31, 2020 and 2019 is equal to the carrying values of its financial assets.

Given the Group's diverse base of counterparties, it is not exposed to large concentrations of credit risk.

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rate based on days past due of all customers as they have similar loss patterns. Generally, trade receivables are written off if past due for more than one year and are not subject to enforcement activity. The security deposits and advance rental are considered in the calculation of impairment as recoveries. As of December 31, 2020 and 2019, the exposure at default amounts to ₱12,400.1 million and ₱14,354.9 million, respectively. The expected credit loss rate is 7.2% and 5.3% that resulted in the ECL of ₱1,945.5 million and ₱1,186.3 million as of December 31, 2020 and December 31, 2019, respectively.

As of December 31, 2020 and 2019, the aging analysis of past due but not impaired trade receivables presented per class follow:

December 31, 2020

	Neither Past Due nor Impaired	Past Due but not Impaired <30 days	30-60 days	61-90 days	91-120 days	>120 days	Total	Impaired	Total
					(In Thousands)				
Trade:									
Residential, commercial and office development	₱87,579,407	₱8,312,810	₱677,149	₱1,854,465	₱585,788	₱2,267,709	₱13,697,921	₱50,767	₱101,328,095
Shopping centers	2,524,233	195,961	298,868	230,567	203,055	901,865	1,830,316	1,060,057	5,414,606
Construction contracts	949,706	77,648	142,559	49,836	100,432	416,782	787,257	37,778	1,774,741
Corporate business	3,402,084	1,309	1,683	–	1,288	22,666	26,946	519,642	3,948,672
Management fees	31,292	2,464	13,335	13,539	554	56,691	86,583	6,678	124,553
Others	3,821,778	472,721	13,640	53,938	76,192	130,086	746,577	149,246	4,717,601
Advances to other companies	9,973,795	2,025	1,086,998	60,143	23,959	6,418,080	7,591,205	121,292	17,686,292
Accrued receivables	6,311,028	191,008	193,169	21,920	10,473	1,058,801	1,475,371	–	7,786,399
Related parties	5,472,155	86	2,661	86	3,664	10,507	17,004	–	5,489,159
Receivables from employees	709,628	10,631	6,638	4,069	561	110,979	132,878	–	842,506
	₱120,775,106	₱9,266,663	₱2,436,700	₱2,288,563	₱1,005,966	₱11,394,166	₱26,392,058	₱1,945,460	₱149,112,624

December 31, 2019

	Neither Past Due nor Impaired	Past Due but not Impaired <30 days	30-60 days	61-90 days	91-120 days	>120 days	Total	Impaired	Total
					(In Thousands)				
Trade:									
Residential, commercial and office development	₱93,504,125	₱4,304,075	₱911,803	₱589,709	₱670,084	₱4,267,611	₱10,743,282	₱13,555	₱104,260,962
Shopping centers	1,041,277	700,200	244,308	224,441	210,370	491,541	1,870,860	772,513	3,684,650
Construction contracts	582,635	24,010	10,479	42,662	186	855,570	932,907	37,778	1,553,320
Corporate business	3,174,308	21,857	65,603	20,766	52,067	311,351	471,644	182,208	3,828,160
Management fees	42,060	–	13,630	11,729	6,727	18,439	50,525	6,678	99,263
Others	4,237,501	63,107	9,499	12,496	25,981	99,550	210,633	110,409	4,558,543
Advances to other companies	12,017,162	217,231	847,194	72,611	160,274	5,606,586	6,903,896	63,152	18,984,210
Accrued receivables	6,087,195	124,387	97,970	11,424	90,977	1,376,843	1,701,601	–	7,788,796
Related parties	6,106,390	19,152	2,452	1,030	348	931	23,913	–	6,130,303
Receivables from employees	780,533	6,086	3,725	1,501	1,318	108,098	120,728	–	901,261
	₱127,573,186	₱5,480,105	₱2,206,663	₱988,369	₱1,218,332	₱13,136,520	₱23,029,989	₱1,186,293	₱151,789,468

The table below shows the credit quality of the Company's financial assets as of December 31, 2020 and 2019:

December 31, 2020

	Neither Past Due nor Impaired					Past Due but		
	High Grade	Medium Grade	Low Grade	Unrated	Total	not Impaired	Impaired	Total
				(In Thousands)				
Cash and cash equivalents (excluding cash on hand)	₱16,973,044	₱–	₱–	₱–	₱16,973,044	₱–	₱–	₱16,973,044
Short-term investments	358,120	–	–	–	358,120	–	–	358,120
Financial assets at FVPL	965,171	–	–	–	965,171	–	–	965,171
Accounts and notes receivables:								
Trade:								
Residential, commercial and office development	75,749,759	6,844,468	4,985,180	–	87,579,407	13,697,921	50,767	101,328,095
Shopping centers	1,538,614	539,226	446,393	–	2,524,233	1,830,316	1,060,057	5,414,606
Construction contracts	932,957	16,749	–	–	949,706	787,257	37,778	1,774,741
Corporate business	3,396,865	1,038	4,181	–	3,402,084	26,946	519,642	3,948,672
Management fees	30,140	–	1,152	–	31,292	86,583	6,678	124,553
Others	3,053,903	694,945	72,930	–	3,821,778	746,577	149,246	4,717,601
Advances to other companies	9,607,267	6,753	359,775	–	9,973,795	7,591,205	121,292	17,686,292
Accrued receivables	6,300,452	48	10,528	–	6,311,028	1,475,371	–	7,786,399
Related parties	2,282,777	615,718	2,573,660	–	5,472,155	17,004	–	5,489,159
Receivable from employees	706,106	795	2,727	–	709,628	132,878	–	842,506
Financial Assets at FVOCI:								
Unquoted	–	–	–	844,455	844,455	–	–	844,455
Quoted	666,988	–	–	–	666,988	–	–	666,988
	₱122,562,163	₱8,719,740	₱8,456,526	₱844,455	₱140,582,884	₱26,392,058	₱1,945,460	₱168,920,402

December 31, 2019

	Neither Past Due nor Impaired					Past Due but		
	High Grade	Medium Grade	Low Grade	Unrated	Total	not Impaired	Impaired	Total
				(In Thousands)				
Cash and cash equivalents (excluding cash on hand)	₱20,339,826	₱–	₱–	₱–	₱20,339,826	₱–	₱–	₱20,339,826
Short-term investments	617,149	–	–	–	617,149	–	–	617,149
Financial assets at FVPL	485,436	–	–	–	485,436	–	–	485,436
Accounts and notes receivables:								
Trade:								
Residential, commercial and offce development	81,411,415	8,158,202	3,934,508	–	93,504,125	10,743,282	13,555	104,260,962
Shopping centers	1,041,277	–	–	–	1,041,277	1,870,860	772,513	3,684,650
Construction contracts	582,635	–	–	–	582,635	932,907	37,778	1,553,320
Corporate business	3,155,230	5,539	13,539	–	3,174,308	471,644	182,208	3,828,160
Management fees	23,478	8,762	9,820	–	42,060	50,525	6,678	99,263
Others	4,237,501	–	–	–	4,237,501	210,633	110,409	4,558,543
Advances to other companies	10,341,028	1,128,079	548,055	–	12,017,162	6,903,896	63,152	18,984,210
Accrued receivables	6,087,195	–	–	–	6,087,195	1,701,601	–	7,788,796
Related parties	6,106,390	–	–	–	6,106,390	23,913	–	6,130,303
Receivable from employees	780,533	–	–	–	780,533	120,728	–	901,261
Financial Assets at FVOCI:								
Unquoted	–	–	–	565,650	565,650	–	–	565,650
Quoted	963,529	–	–	–	963,529	–	–	963,529
	₱136,172,622	₱9,300,582	₱4,505,922	₱565,650	₱150,544,776	₱23,029,989	₱1,186,293	₱174,761,058

The credit quality of the financial assets was determined as follows:

Cash and cash equivalents, short-term investments, financial assets at FVTPL, financial assets at FVOCI quoted securities - based on the nature of the counterparty and the Group's internal rating system;

Receivables - high grade pertains to receivables with no default in payment; medium grade pertains to receivables with up to 3 defaults in payment; and low grade pertains to receivables with more than 3 defaults in payment;

The unquoted financial assets at FVOCI are unrated.

Interest rate risk
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Group's interest rate risk management policy centers on reducing the overall interest expense and exposure to changes in interest rates. Changes in market interest rates relate primarily to the Group's interest-bearing debt obligations with floating interest rate as it can cause a change in the amount of interest payments.

The Group manages its interest rate risk by leveraging on its premier credit rating and increasing the fixed interest component of its debt portfolio. The Company's ratio of fixed to floating rate debt stood at around 95:5 and 90:10 as of December 31, 2020 and 2019, respectively.

The following tables demonstrate the sensitivity of the Group's profit before tax and equity to a reasonably possible change in interest rates on December 31, 2020 and 2019, with all variables held constant, (through the impact on floating rate borrowings):

December 31, 2020

	Effect on income before income tax Increase (decrease)	
Change in basis points	**+ 100 basis points**	**- 100 basis points**
	(In Thousands)	
Floating rate borrowings	**(₱116,402)**	**₱116,402**

December 31, 2019

	Effect on income before income tax Increase (decrease)	
Change in basis points	+ 100 basis points	- 100 basis points
	(In Thousands)	
Floating rate borrowings	(₱209,993)	₱209,993

The assumed change in rate is based on the currently observable market environment. There is no other impact on the Group's equity other than those already affecting the net income.

The terms and maturity profile of the interest-bearing financial assets and liabilities, together with their corresponding nominal amounts and carrying values are shown in the following table (in thousands):

December 31, 2020

	Interest terms (p.a.)	Rate Fixing Period	Nominal Amount	< 1 year	1 to 5 years	> 5 years	Carrying Value
Group							
Cash and cash equivalents							
(excluding cash on hand)	Fixed at the date of investment	Various	**₱16,973,044**	**₱16,973,044**	**₱–**	**₱–**	**₱16,973,044**
Short-term investments	Fixed at the date of investment or revaluation cut-off	Various	**358,120**	**358,120**	**–**	**–**	**358,120**
Accounts and notes receivable	Fixed at the date of sale	Date of sale	**842,506**	**697,283**	**145,223**	**–**	**842,506**
			₱18,173,670	**₱18,028,447**	**₱145,223**	**₱–**	**₱18,173,670**
Parent Company							
Short-term debt							
Floating-Peso	Variable	Monthly	**₱6,640,500**	**₱6,640,500**	**₱–**	**₱–**	**₱6,640,500**
Long-term debt							
Fixed							
Peso	Fixed at 6.0000%	10 years	**5,650,000**	**–**	**5,650,000**	**–**	**5,650,000**
Peso	Fixed at 5.0% to 6.0%	10.5 and 20 years	**17,000,000**	**–**	**14,966,062**	**1,986,730**	**16,952,792**
Peso	Fixed at 5.6250%	11 years	**8,000,000**	**–**	**7,968,512**	**–**	**7,968,512**
Peso	Fixed at 4.5000%	7 years	**7,000,000**	**–**	**6,987,688**	**–**	**6,987,688**
Peso	Fixed at 5.6250% to 7.5%	5, 10 and 15 years	**950,000**	**9,322**	**936,778**	**–**	**946,100**
Peso	Fixed at 4.50 to 6.307%	Up to 10.5 years	**45,930,039**	**2,353,240**	**17,269,507**	**26,052,000**	**45,674,747**
Peso	Fixed at 3.8915 to 4.85%	7, 9.5 and 10 years	**22,000,000**	**–**	**21,912,113**	**–**	**21,912,113**
Peso	Fixed at 5.2624%	10 years	**7,000,000**	**–**	**–**	**6,979,065**	**6,979,065**
Peso	Fixed at 5.9203%	10 years	**10,000,000**	**–**	**–**	**9,916,583**	**9,916,583**
Peso	Fixed at 7.0239%	5 years	**8,000,000**	**–**	**7,962,717**	**–**	**7,962,717**
Peso	Fixed at 3.1764% to 3.187%	5 years	**6,002,875**	**–**	**6,002,875**	**–**	**6,002,875**
Peso	Fixed at 4.2463% to 6.369%	2, 5, 7 and 7.25 years	**21,000,000**	**8,781,628**	**10,912,739**	**963,622**	**20,657,989**
Peso	Fixed at 3.00% to 3.86%	2 and 5 years	**16,250,000**	**–**	**16,163,175**	**–**	**16,163,175**
Subsidiaries							
Short-term debt							
Floating							
Peso	Variable	Monthly	**2,490,825**	**2,490,825**	**–**	**–**	**2,490,825**
Long-term debt							
Fixed							
Peso	Fixed at 4.5% to 5.265%	5 to 10 years	**26,349,083**	**7,412,259**	**8,999,777**	**9,828,979**	**26,241,015**
Floating							
Peso	Variable	3 months	**2,805,364**	**175,952**	**1,768,963**	**859,307**	**2,804,222**
			₱213,068,686	**₱27,863,726**	**₱127,500,906**	**₱56,586,286**	**₱211,950,918**

December 31, 2019

	Interest terms (p.a.)	Rate Fixing Period	Nominal Amount	< 1 year	1 to 5 years	> 5 years	Carrying Value
Group							
Cash and cash equivalents							
(excluding cash on hand)	Fixed at the date of investment	Various	₱20,339,826	₱20,339,826	₱–	₱–	₱20,339,826
Short-term investments	Fixed at the date of investment or revaluation cut-off	Various	617,149	617,149	–	–	617,149
Accounts and notes receivable	Fixed at the date of sale	Date of sale	901,263	597,391	303,872	–	901,263
			₱21,858,238	₱21,554,366	₱303,872	₱–	₱21,858,238
Parent Company							
Short-term debt							
Floating-Peso	Variable	Monthly	₱15,708,000	₱15,708,000	₱–	₱–	₱15,708,000
Long-term debt							
Fixed							
Peso	Fixed at 6.0000%	10 years	5,650,000	–	5,645,304	–	5,645,304
Peso	Fixed at 4.6250% to 6.0000%	7,10 and 20 years	21,000,000	4,000,000	14,931,968	1,985,276	20,917,244
Peso	Fixed at 5.6250%	11 years	8,000,000	–	–	7,952,880	7,952,880
Peso	Fixed at 4.5000%	7 years	7,000,000	–	6,968,807	–	6,968,807
Peso	Fixed at 5.6250% to 7.5%	5, 10 and 15 years	960,000	10,000	39,764	905,696	955,460
Peso	Fixed at 4.50 to 6.307%	Up to 10.5 years	46,635,094	3,178,255	11,098,312	32,196,332	46,472,899
Peso	Fixed at 3.8915 to 4.85%	7, 9.5 and 10 years	22,000,000	–	6,961,631	14,902,377	21,864,008
Peso	Fixed at 5.2624%	10 years	7,000,000	–	–	6,972,611	6,972,611
Peso	Fixed at 5.9203%	10 years	10,000,000	–	–	9,896,154	9,896,154
Peso	Fixed at 7.0239%	5 years	8,000,000	–	7,925,898	–	7,925,898
Peso	Fixed at 3.1764% to 3.187%	5 years	6,329,375	–	6,329,375	–	6,329,375
Peso	Fixed at 4.2463% to 6.369%	2, 5, 7 and 7.25 years	21,000,000	–	11,840,995	8,937,450	20,778,445
Subsidiaries							
Short-term debt							
Floating							
Peso	Variable	Monthly	2,324,830	2,324,830	–	–	2,324,830
Long-term debt							
Fixed							
Peso	Fixed at 4.5% to 5.265%	5 to 10 years	27,434,787	9,901,317	12,274,151	5,246,600	27,422,068
Floating							
Peso	Variable	3 months	2,966,498	161,134	1,811,764	990,000	2,962,898
			₱212,008,584	₱35,283,536	₱85,827,969	₱89,985,376	₱211,096,881

Foreign currency risk
Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Financial assets and credit facilities of the Group, as well as major contracts entered into for the purchase of raw materials, are mainly denominated in Philippine Peso. The Group's placements in foreign currencies amounted to $140.98 million and MYR 838.17 million as of December 31, 2020 and $162.61 million and MYR 658.34 million as of December 31, 2019. The amount of the Group's foreign currency-denominated debt amounting to $ 158.68 million and MYR 1,031.90 million as of December 31, 2020 and $154.29 million and MYR 936.71 million as of December 31, 2019. We have expected a decrease on financial assets due to the impact of COVID-19 outbreak and imposition of enhanced community quarantine (ECQ) by the government throughout the Philippines in March, extended until 2nd and 3rd quarter of the year. Considering that the Group is in the hospitality sector, the operations of the company were greatly affected. Aside from the aforementioned finding, the Group's foreign currency risk is minimal.

The following table shows the Group's consolidated foreign currency-denominated monetary assets and liabilities and their peso equivalents as of December 31, 2020 and December 31, 2019:

	December 31					
	2020			2019		
	US Dollar	**MYR ringgit**	**Php Equivalent**	US Dollar	MYR ringgit	Php Equivalent
Financial Assets						
Cash and cash equivalents	**$10,616**	**MYR 562,482**	**₱7,185,405**	$22,910	MYR450,225	₱6,688,920
Short-term investments	**4,790**	**38,503**	**686,990**	8,483	–	429,573
Accounts and notes receivable - net	**92,220**	**184,592**	**6,619,424**	88,724	169,418	6,573,423
Other current assets	**32,856**	**52,594**	**2,202,034**	42,116	35,376	2,567,158
Other noncurrent assets	**497**	**–**	**23,876**	380	3,324	60,064
Total	**140,979**	**838,171**	**16,717,729**	162,613	658,343	16,319,138
Financial Liabilities						
Accounts and other payables	**22,858**	**971,788**	**12,631,008**	21,757	935,811	12,593,561
Other current liabilities	**7,758**	**–**	**372,540**	5,115	–	259,013
Short-term debt	**–**	**25,000**	**296,703**	–	–	–
Long-term debt	**125,000**	**147**	**6,004,625**	125,000	397	6,334,870
Other noncurrent liabilities	**3,064**	**34,961**	**562,058**	2,419	501	128,645
Total	**158,680**	**1,031,896**	**19,866,934**	154,291	936,709	19,316,089
Net foreign currency denominated financial instruments	**($17,701)**	**(MYR193,725)**	**(₱3,149,205)**	$8,322	(MYR278,366)	(₱2,996,951)

In translating the foreign currency-denominated monetary assets in peso amounts, the exchange rates used were ₱48.02 to US$1.00 and ₱50.64 to US$1.00, the Philippine Peso - US dollar exchange rates as of December 31, 2020 and 2019, respectively. The Philippine Peso- MY ringgit exchange rate as of December 31, 2020 and 2019 used was ₱11.87 to MYR1.00 and ₱12.28 to MYR1.00, respectively.

The following table demonstrates the sensitivity to a reasonably possible change in the Philippine peso-US dollar exchange rate, with all variables held constant, of the Group's profit before tax (due to changes in the fair value of monetary assets and liabilities) and the Group's equity.

	Effect on income before tax Increase (decrease)	
Change in exchange rate	**2020**	2019
USD		
₱1.00	**(₱17,701)**	₱8,322
(₱1.00)	**17,701**	(8,322)
MYR		
₱1.00	**(₱193,725)**	(₱278,366)
(₱1.00)	**193,725**	278,366

There is no other impact on the Group's equity other than those already affecting the net income.

Equity price risk
Quoted financial assets at FVOCI are acquired at a certain price in the market. Such investment securities are subject to price risk due to changes in market values of instruments arising either from factors specific to individual instruments or their issuers or factors affecting all instruments traded in the market. Depending on several factors such as interest rate movements, country's economic performance, political stability, domestic inflation rates, these prices change, reflecting how market participants view the developments.

The Group's market risk policy requires it to manage such risks by setting and monitoring objectives and constraints on investments; diversification plan; limits on investment in each country, sector and market.

The analysis below demonstrates the sensitivity to a reasonably possible change of market index with all other variables held constant, of the Group's equity.

	Effect on equity Increase (decrease)	
Change in PSEi index	**2020**	2019
	(In Thousands)	
+5%	**₱27,247**	₱31,466
-5%	**(27,247)**	(31,466)

Quoted financial assets at FVPL pertain to investment in UITF (Fund). The Fund, which is structured as a money market UITF, aims to generate liquidity and stable income by investing in a diversified portfolio of primarily short-term fixed income instruments.

As of December 31, 2020 and 2019, the Group's investment in the Fund where all other variables held constant, the fair value, net income and equity will increase or decrease by: (i) BPI UITF ₱2.6 million with a duration of 0.70 year and ₱0.3 million with a duration of 0.36 year, respectively, for a 100 basis points decrease or increase, in interest rates.

30. Segment Information

The industry segments where the Group and its associates and joint ventures operate follows:

- Property developments - sale of high-end and upper middle-income residential lots and units, affordable housing units and lots, economic housing and leisure community developments; lease of residential developments under joint venture; acquisition, development and sale of large-scale, mixed-use, master-planned communities; sale of override units or the Company's share in properties made available to subsidiaries for development
- International – development and sale of residential lots and units in MCT Berhad
- Shopping centers - development of shopping centers and lease to third parties of retail space and land therein; operation of movie theaters, food courts, entertainment facilities, gas stations and carparks in these shopping centers; management and operation of malls which are co-owned with partners
- Offices - development and lease or sale of office buildings; sale of industrial lots and lease of factory building
- Hotels and Resorts - development and management of hotels and resorts/serviced apartments and lease of land to hotel tenants
- Construction - land development and construction of the Group and third-party projects
- Property management and others - facilities management of the Group and third-party projects

Assets, liabilities, revenues and expenses of the Strategic Landbank Management and Visayas-Mindanao segment were reallocated to other business segments namely, shopping centers, corporate businesses and residential developments according to the nature of the products and services provided.

The Company and its subsidiaries generally account for inter-segment sales and transfers as if the sales and transfers were to third parties at current market prices.

Management committee monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment.

For the years ended December 31, 2020, 2019 and 2018, there were no revenue transactions with a single external customer which accounted for 10% or more of the consolidated revenue from external customers.

Business segments
The following tables regarding business segments present assets and liabilities as of December 31 and revenue and profit information for each of the three years in the period ended December 31 (in millions):

2020

	Property Development	International	Shopping Centers	Offices	Hotels and Resorts	Construction	Property Management and Others	Corporate	Intersegment Adjustments	Consolidated
Revenue										
Revenues from contracts with customers	₱53,014	₱4,845	₱–	₱–	₱3,388	₱3,279	₱2,971	₱–	₱–	₱67,497
Interest income from real estate sales	8,603	–	–	–	–	–	–	–	–	8,603
Rental revenue	–	–	9,063	9,405	–	–	–	–	–	18,468
Intersegment sales	–	–	–	–	–	32,601	–	–	(32,601)	–
Equity in net earnings of associates and joint ventures	148	–	2	380	–	(4)	(4)	65	–	587
Total revenue	61,765	4,845	9,065	9,785	3,388	35,876	2,967	65	(32,601)	95,155
Real estate costs and expenses	40,897	3,917	7,156	1,653	4,079	34,886	5,244	225	(33,372)	64,685
Gross margin (loss)	20,868	928	1,909	8,132	(691)	990	(2,277)	(160)	771	30,470
Interest and investment income										395
Other charges										(3,789)
Interest and other financing charges										(12,746)
Other income										723
Provision for income tax										(4,059)
Net income										₱10,994
Net income attributable to:										
Equity holders of Ayala Land, Inc.										8,727
Non-controlling interests										2,267
										₱10,994
Other Information										
Segment assets	₱557,840	₱23,233	₱205,505	₱106,848	₱55,147	₱49,218	₱11,607	₱93,761	(₱420,388)	₱682,771
Investment in associates and joint ventures	17,101	–	38	–	–	52	188	9,222	–	26,601
	574,941	23,233	205,543	106,848	55,147	49,270	11,795	102,983	(420,388)	709,372
Deferred tax assets	1,818	96	1,178	309	324	145	220	1,485	6,547	12,122
Total assets	₱576,759	₱23,329	₱206,721	₱107,157	₱55,471	₱49,415	₱12,015	₱104,468	(₱413,841)	₱721,494
Segment liabilities	₱235,380	₱12,605	₱79,334	₱24,521	₱19,059	₱40,451	₱5,989	₱197,589	(₱160,762)	₱454,166
Deferred tax liabilities	2,888	–	186	127	12	1	21	(112)	4,026	7,149
Total liabilities	₱238,268	₱12,605	₱79,520	₱24,648	₱19,071	₱40,452	₱6,010	₱197,477	(₱156,736)	₱461,315
Segment additions to:										
Property and equipment	₱211	₱83	₱73	₱40	₱991	₱335	₱630	₱735	₱–	₱3,098
Investment properties	₱1,032	₱463	₱1,188	₱1,030	₱46	₱68	₱23	₱1,766	₱–	₱5,616
Depreciation and amortization	₱618	₱189	₱4,411	₱1,779	₱875	₱998	₱483	₱220	₱–	₱9,573
Non-cash expenses other than depreciation and amortization	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–
Impairment losses	₱37	₱–	₱288	₱331	₱–	₱–	₱97	₱225	₱–	₱978

2019

	Property Development	International	Shopping Centers	Offices	Hotels and Resorts	Construction	Property Management and Others	Corporate	Intersegment Adjustments	Consolidated
Revenue										
Revenues from contracts with customers	₱102,981	₱6,709	₱–	₱–	₱7,624	₱3,395	₱5,453	₱–	₱–	₱126,162
Interest income from real estate sales	7,891		–	–	–	–	–	–	–	7,891
Rental revenue	–	–	22,019	9,668	–	–	–	–	–	31,687
Intersegments sales	–	–	–	–	–	61,557	–		(61,557)	–
Equity in net earnings of associates and joint ventures	698	–	14	–	–	–	–	254	–	966
Total revenue	111,570	6,709	22,033	9,668	7,624	64,952	5,453	254	(61,557)	166,706
Real estate costs and expenses	75,986	4,665	8,921	3,197	5,667	60,423	5,778	976	(61,494)	104,119
Gross margin (loss)	35,584	2,044	13,112	6,471	1,957	4,529	(325)	(722)	(63)	62,587
Interest and investment income										930
Other charges										(1,645)
Interest and other financing charges										(12,200)
Other income										1,158
Provision for income tax										(13,315)
Net income										₱37,515
Net income attributable to:										
Equity holders of Ayala Land, Inc.										33,188
Non-controlling interests										4,327
										₱37,515
Other Information										
Segment assets	₱556,914	₱–	₱204,115	₱105,863	₱81,288	₱55,349	₱6,731	₱63,481	(₱396,663)	₱677,078
Investment in associates and joint ventures	24,938	–	36	–	–	55	192	97	–	25,318
	581,852	–	204,151	105,863	81,288	55,404	6,923	63,578	(396,663)	702,396
Deferred tax assets	1,890	–	811	170	333	85	60	1,351	6,827	11,527
Total assets	₱583,742	₱–	₱204,962	₱106,033	₱81,621	₱55,489	₱6,983	₱64,929	(₱389,836)	₱713,923
Segment liabilities	₱242,826	₱–	₱135,933	₱55,563	₱64,617	₱46,101	₱3,274	₱52,870	(₱136,057)	₱465,127
Deferred tax liabilities	1,902	–	189	125	9	–	–	24	3,842	6,091
Total liabilities	₱244,728	₱–	₱136,122	₱55,688	₱64,626	₱46,101	₱3,274	₱52,894	(₱132,215)	₱471,218
Segment additions to:										
Property and equipment	₱254	₱1,891	₱1,652	₱41	₱4,151	₱1,752	₱131	₱648	₱–	₱10,520
Investment properties	₱4,970	₱8,733	₱19,446	₱3,012	₱201	₱163	₱262	₱232	₱–	₱37,019
Depreciation and amortization	₱ 676	₱ 85	₱ 3,949	₱1,769	₱ 783	₱975	₱ 454	₱ 368	₱–	₱9,059
Non-cash expenses other than depreciation and amortization	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–
Impairment losses	₱–	₱–	₱256	₱–	₱–	₱11	₱189	₱113	₱–	₱569

2018

	Property Development	International	Shopping Centers	Offices	Hotels and Resorts	Construction	Property Management and Others	Corporate	Intersegment Adjustments	Consolidated
Revenue										
Revenues from contracts with customers	₱105,753	₱7,602	₱–	₱–	₱6,387	₱2,394	₱5,297	₱–	₱–	₱127,433
Interest income from real estate sales	7,042	–	–	–	–	–	–	–	–	7,042
Rental revenue	–	–	19,908	8,614	–	–	–	–	–	28,522
Intersegments sales	–	–	–	–	–	69,027	–	–	(69,027)	–
Equity in net earnings of associates and joint ventures	451	–	10	–	–	–	–	289	–	750
Total revenue	113,246	7,602	19,918	8,614	6,387	71,421	5,297	289	(69,027)	163,747
Real estate costs and expenses	81,662	5,528	9,001	3,204	4,994	66,111	5,919	1,302	(67,541)	110,180
Gross margin (loss)	31,584	2,074	10,917	5,410	1,393	5,310	(622)	(1,013)	(1,486)	53,567
Interest and investment income										958
Other charges										(1,271)
Interest and other financing charges										(9,594)
Other income										1,541
Provision for income tax										(11,984)
Net income										₱33,217
Net income attributable to:										
Equity holders of Ayala Land, Inc.										₱29,241
Non-controlling interests										3,976
										₱33,217
Other Information										
Segment assets	₱274,128	₱21,774	₱69,488	₱46,013	₱34,190	₱54,955	₱6,590	₱460,890	(₱335,639)	₱632,389
Investment in associates and joint ventures	21,667	–	38	–	–	56	–	1,629	–	23,390
	295,795	21,774	69,526	46,013	34,190	55,011	6,590	462,519	(335,639)	655,779
Deferred tax assets	3,164	–	333	137	339	56	44	2,615	6,353	13,041
Total assets	₱298,959	₱21,774	₱69,859	₱46,150	₱34,529	₱55,067	₱6,634	₱465,134	(₱329,286)	₱668,820
Segment liabilities	₱170,872	₱10,348	₱27,659	₱16,855	₱13,631	₱47,355	₱3,176	₱264,436	(₱111,628)	₱442,704
Deferred tax liabilities	1,721	–	271	40	10	4	8	18	3,823	5,895
Total liabilities	₱172,593	₱10,348	₱27,930	₱16,895	₱13,641	₱47,359	₱3,184	₱264,454	(₱107,805)	₱448,599
Segment additions to:										
Property and equipment	(₱1,008)	₱4,570	(₱426)	₱833	₱524	₱2,774	₱833	(₱658)	₱–	₱7,442
Investment properties	₱4,289	₱7,683	₱6,143	₱3,883	₱3,337	₱787	(₱1)	₱16,881	(₱438)	₱42,564
Depreciation and amortization	₱707	₱618	₱2,537	₱1,555	₱207	₱1,475	₱242	₱266	(₱1,475)	₱6,132
Non-cash expenses other than depreciation and amortization	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–	₱–
Impairment losses	₱–	₱–	(₱2)	₱–	₱–	₱–	₱142	₱7	₱–	₱147

31. **Performance Obligations**

Information about the Group's performance obligations are summarized below:

Real estate sales
The Group entered into contracts to sell with one identified performance obligation which is the sale of the real estate unit together with the services to transfer the title to the buyer upon full payment of contract price. The amount of consideration indicated in the contract to sell is fixed and has no variable consideration.

The sale of real estate unit may cover the contract for either the (i) serviced lot; (ii) service lot and house, and (ii) condominium unit and the Group concluded that there is one performance obligation in each of these contracts. The Group recognizes revenue from the sale of these real estate projects under pre-completed contract over time during the course of the construction.

Payment commences upon signing of the contract to sell and the consideration is payable in cash or under various financing schemes entered with the customer. The financing scheme would include payment of 10% of the contract price spread over a certain period (e.g., one to two years) at a fixed monthly payment with the remaining balance payable (a) in full at the end of the period either through cash or external financing; or (b) through in-house financing which ranges from two (2) to ten (10) years with fixed monthly payment. The amount due for collection under the amortization schedule for each of the customer does not necessarily coincide with the progress of construction, which results to either an unbilled receivable or customers' deposit.

After the delivery of the completed real estate unit, the Group provides one year warranty to repair minor defects on the delivered serviced lot and house and condominium unit. This is assessed by the Group as a quality assurance warranty and not treated as a separate performance obligation.

Hotels and resorts
Rooms revenue from hotel and resort operations is recognized when the services are rendered. Revenue from banquets and other special events are recognized when the events take place.

Construction
Revenue from fixed price construction contracts are recognized overtime using the milestone-based revenue recognition which is in reference to output method. The output method is determined based on the start and completion of a task of the contract work inclusive of uninstalled goods and materials delivered to the site.

The transaction price allocated to the remaining performance obligations (unsatisfied or partially satisfied) as at December 31, 2020 and 2019 are as follows:

	2020	2019
	(In Thousands)	
Within one year	**₱31,535,337**	₱42,267,120
More than one year	**62,554,555**	56,363,261
	₱94,089,892	₱98,630,381

The remaining performance obligations expected to be recognized within one year and in more than one year relate to the continuous development of the Group's real estate projects. The Group's condominium units are completed within three to five years, from start of construction while serviced lots and serviced lots and house are expected to be completed within two to three years from start of development.

32. Registration with Philippine Economic Zone Authority (PEZA)

Ayala Land Inc., the Parent Company, was registered with PEZA last December 13, 2017 as a Developer/Operator of the Southpark Corporate Center.

North Eastern Commercial Corporation, a wholly owned subsidiary, was registered with PEZA last July 05, 2017 as a Developer/Operator of the 30th Coporate Center.

Ayala Land Inc., the Parent Company, was registered with PEZA last November 6, 2017 as a Developer/Operator of the Vertis North IT Park.

Central Block Developers, Inc., a wholly owned subsidiary, was registered with PEZA last June 19, 2017 as a Ecozone Facilities Enterprise of the Central Bloc 1 & 2.

Ayalaland Metro North, Inc., a wholly owned subsidiary, was registered with PEZA last January 16, 2017 as a Developer/Operator of the UP Town Corporate Center.

Pangulasian Island Resort Corporation (PIRC), a subsidiary of Ten Knots Development Corporation which is a subsidiary of Ayala Land, Inc., is registered with the Philippine Economic Zone Authority (PEZA) under the Certificate of Registration number 16-055 and Registration Agreement dated March 21, 2016. The registration shall entitle PIRC to conduct activities limited to resort operations, travel/tours/leisure and recreation-related activities, and the importation of raw materials, machinery, equipment, tools, goods, wares, articles, or merhandise directly used in its registered operations inside the Green Tourism Ecozone - Pangulasian.

Nuevo Centro, a wholly-owned subsidiary of Ayala Land, Inc., is registered with PEZA with Certificate of Registration number EZ 16-30 under Registration Agreement dated July 19, 2016. The registration as a Special Economic Zone Developer/Operator shall entitle Nuevo Centro, Inc. to establish, develop, administer, manage, and operate a Special Economic Zone to be known as Alviera Industrial Park. It has been designated a 311,954-square meter area located at Barangays Dolores and Banaba, Porac, Pampanga. The Company shall be exempt from payment of all national and local taxes, except real property taxes on land and shall pay a 5% final tax on gross income.

33. Leases

Operating Leases - Group as Lessor

The Group entered into lease agreements with third parties covering its investment property portfolio. These leases generally provide for either (a) fixed monthly rent, or (b) minimum rent or a certain percentage of gross revenue, whichever is higher.

Future minimum rentals receivable under noncancellable operating leases of the Group follows:

	2020	2019
	(In Thousands)	
Within one year	**₱9,961,331**	₱8,815,419
After one year but not more than five years	**33,927,015**	28,960,892
More than five years	**30,014,821**	23,871,373
	₱73,903,167	₱61,647,684

In 2020, the Group granted rent concessions to its tenants which were affected by the community quarantine imposed by the government amounting to ₱6.15 billion. These rent concessions did not qualify as a lease modification, thus, were accounted for as a variable lease payments and reported as reduction of lease income in 2020 (see Note 3).

Group as Lessee

The Group entered into lease agreements with third parties. These leases generally provide for either (a) fixed monthly rent, or (b) minimum rent or a certain percentage of gross revenue, whichever is higher.

Future minimum rentals payable under noncancellable operating leases of the Group follows:

	2020	2019
	(In Thousands)	
Within one year	**₱2,761,184**	₱1,126,912
After one year but not more than five years	**7,534,150**	4,598,276
More than five years	**52,179,626**	56,765,009
	₱62,474,960	₱62,490,197

Set out below are the carrying amounts of right-of-use assets recognized and the movements in 2020 and 2019:

			2020		
	Land	**Building**	**Aircraft**	**Others**	**Total**
			(in thousands)		
Cost					
At January 1	**₱14,710,930**	**₱216,836**	**₱1,595,614**	**₱219,920**	**₱16,743,300**
Additions	**–**	**25,488**	**106,209**	**64,653**	**196,350**
At December 31	**14,710,930**	**242,324**	**1,701,823**	**284,573**	**16,939,650**
Accumulated Depreciation and Amortization					
At January 1	**2,769,184**	**139,603**	**245,608**	**24,433**	**3,178,828**
Depreciation	**440,221**	**32,270**	**190,186**	**83,056**	**745,733**
Capitalized as investment property	**–**	**6,183**	**–**	**731**	**6,914**
At December 31	**3,209,405**	**178,056**	**435,794**	**108,220**	**3,931,475**
Net Book Value	**₱11,501,525**	**₱64,268**	**₱1,266,029**	**₱176,353**	**₱13,008,175**

			2019		
	Land	Building	Aircraft	Others	Total
			(in thousands)		
Cost					
At January 1, as previously reported	₱–	₱–	₱–	₱–	₱–
Effect of adoption of standard	14,482,586	187,042	1,595,614	219,920	16,485,162
At January 1, as restated	14,482,586	187,042	1,595,614	219,920	16,485,162
Additions	228,344	29,794	–	–	258,138
At December 31	14,710,930	216,836	1,595,614	219,920	16,743,300
Accumulated Depreciation and Amortization					
At January 1	–	–	–	–	–
Effect of adoption of standard	2,265,749	89,223	86,047	19,549	2,460,568
At January 1, as restated	2,265,749	89,223	86,047	19,549	2,460,568
Depreciation	408,306	50,380	159,561	1,298	619,545
Capitalized as investment property	95,129	–	–	3,586	98,715
At December 31	2,769,184	139,603	245,608	24,433	3,178,828
Net Book Value	₱11,941,746	₱77,233	₱1,350,006	₱195,487	₱13,564,472

The rollforward analysis of lease liabilities follows:

	2020	2019
At January 1, 2020	**₱17,463,705**	₱16,985,922
Additions	**171,901**	251,419
Accretion of interest expense (Note 22)	**1,430,607**	1,066,543
Capitalized interest	**24,210**	388,242
Foreign exchange gain (loss)	**94**	(48,776)
Payments	**(1,334,674)**	(1,179,645)
As at December 31, 2020	**₱17,755,843**	₱17,463,705
Current lease liabilities	**466,801**	724,859
Noncurrent lease liabilities	**₱17,289,042**	₱16,738,846

The following are the amounts recognized in the consolidated statement of income:

	2020	2019
Depreciation expense of right-of-use assets	**₱745,733**	₱619,545
Accretion of interest expense on lease liabilities (Note 22)	**1,430,607**	1,066,543
Rent expense - short-term leases	**4,562**	7,031
Rent expense - variable lease payments	**306,813**	323,093
Foreign exchange (gain) loss	**94**	(48,776)
Total amounts recognized in the consolidated statement of income	**₱2,487,809**	₱1,967,436

The Group has lease contracts for land that contains variable payments based on a certain percentage of gross rental income of the commercial centers. These terms are negotiated by management for certain commercial spaces without steady customer demand. Management's objective is to align the lease expense with the revenue earned. The following provides information on the Group's variable lease payments, including the magnitude in relation to fixed payments:

	2020		
	Fixed Payments	Variable Payments	Total
Fixed	**₱1,504,945**	**₱–**	**₱1,504,945**
Variable rent with minimum payment	**115,669**	**164,885**	**280,554**
Variable rent only	**–**	**146,490**	**146,490**
At December 31	**₱1,620,614**	**₱311,375**	**₱1,931,989**

	2019		
	Fixed Payments	Variable Payments	Total
Fixed	₱1,098,425	₱–	₱1,098,425
Variable rent with minimum payment	151,221	159,229	310,450
Variable rent only	–	170,895	170,895
At December 31	₱1,249,646	₱330,124	₱1,579,770

The significant leases entered into by the Group are as follows:

Parent Company
On January 2017, the Parent Company signed a Lease Agreement with Philippine Racing Club, Inc. for the lease of land located in Circuit Makati, Brgy. Carmona, Makati City with an aggregate area of 12,793 sqm. The term of the lease shall be twenty-three years and three months commencing from Delivery Date. The Lessee shall have the option to renew the lease under the same terms and conditions for another period of five years, provided that renewal period shall be mutually agreed by the Parties. For the period commencing from delivery date until sixty-three (63) months thereafter, the Lessee shall pay the Lessor the rent amounting to ₱100.00 million. Commencing on the sixty fourth

month from execution of the contract until the end of the lease term, the Lessee shall pay the Lessor the rent equal to fifty percent (50%) of the Gross Income of the Lessee.

On September 2018, the Parent Company signed a Lease Agreement with Manila Seedling Bank Foundation, Inc. (MSBFI) for the lease of a 4.5-hectare portion of land located at the corner of EDSA and Quezon Avenue, Diliman, Quezon City. The term of the lease shall be coterminous with the Lessor’s usufruct over the Leased Premises, or until September 20, 2027.

Bay City
On September 2, 2014, Parent Company signed a Lease Agreement with D.M. Wenceslao & Associates Inc. for the lease of several parcels of land along Asean Avenue and Macapagal Boulevard, Aseana City, Paranaque City with an aggregate area of 92,317 sqm. Parent Company signed a 45-year lease contract with an option to renew for another 45 years subject to such terms and conditions as may be mutually agreed upon by the lessor and the Parent Company. The Parent Company assigned the parcels of land to Bay City in December 2017.

ALI also signed the Air Rights and Basement Rights over the leased property with an aggregate area of 1,686.48 sqm and 8,294 sqm, respectively, subject to the same terms and conditions as the contract of lease dated September 2, 2014.

AMNI
On January 28, 2011, the Board of Regents of the University of the Philippines awarded to the Parent Company the ₱4.0 billion development of a 7.4-hectare lot at the University of the Philippines’ Diliman East Campus, also known as the UP Integrated School, along Katipunan Avenue, Quezon City. The Parent Company signed a 25-year lease contract for the property last June 22, 2011, with an option to renew for another 25 years subject to mutual agreement of the parties. The lease payments shall commence as soon as sales are registered by the merchants. The rights were subsequently assigned by ALI to the Company in 2015.

A retail establishment with about 63,000 sqm of gross leasable area and an office/BPO building about 8,000 sqm of gross leasable area have been constructed on the property.

NTDCC
The Company entered into an assignment agreement with MRTDC wherein the latter has assigned its development rights to the Company in exchange for the Company's assumption of DRP obligation beginning January 1, 2006. The DRP obligation is payable annually for 42 years from the date of assumption, renewable upon expiration with escalation rate of 3% annually starting inception.

In consideration of the lease, the Group will be charged an annual rent related to the original DRP obligation on the MRTDC and 5% of the rental income from the Group’s commercial center business. Of the 5% variable amount due, 2.42% shall be directly paid by the Group to the minority shareholders of Monumento Rail Transit Corporation, 28.47% shall be paid directly to Metro Global Holdings Corporation and the remaining 69.11% shall be applied against receivables.

On January 13, 2006, the deed of assignment between MRTDC and NTDCC was acknowledged by DOTC making MRTDC and NTDCC jointly and severally liable for the DRP and all other obligations attached thereto. NTDCC has been paying rent to DOTC in behalf of MRTDC since January 1, 2006. The DRP obligation is payable annually for 42 years from the date of assumption, renewable upon expiration. As of December 31, 2020 and 2019, the DRP obligation amounted to ₱3,703.3 million and ₱3,778.2 million, respectively.Total DRP obligation paid amounted to ₱244.0 million and ₱236.4 million in 2020 and 2019, respectively.

On October 29, 2015, the Company entered into a non-cancellable land lease agreement with GERI for the lease of an aggregate of 10,994.86 square meters undivided portions of the North Avenue Lot Pad A and North Avenue Lot Pad B to which the latter is entitled to development rights. The agreement shall be effective until August 8, 2047, subject to the extension of the development rights period.

During 2016, the Company entered into non-cancellable land lease agreement with Anglo, DBH and Allante which shall be effective until August 8, 2047.

ALICAP
In December 2017, the Company entered into 120-month lease agreement with NAC Aviation for a brand new ATR72-600 with MSN 1440 which will commence at the date of delivery. Commitment fee or refundable deposit required for the lease amounted to US$0.42 million. The ATR72-600 with MSN 1440 was delivered to the Company in February 2018 and has started flight operations in March 2018. The Company, per lease contract, has the option to purchase the ATR72-600 with MSN 1440 at the end of lease term for US$14.16 million.

In June 2018, the Company entered into another 120-month lease agreement with NAC Aviation for a brand new ATR72-600 with MSN 1492 which will commence at the date of delivery. Commitment fee or refundable deposit required for the lease amounted to US$0.42 million. The ATR72-600 with MSN 1492 was delivered to the Company on the same month and has started flight operations in August 2018. The Company, per lease contract, has the option to purchase the ATR72-600 with MSN 1440 at the end of lease term amounting to US$14.16 million.

AHRC
On January 30, 2018, the Company signed a Lease Agreement with Dunes & Eagle Land Development Corporation for the lease of ten parcels of land located at Barangay Mactan, Lapu-Lapu City, Mactan Island, Cebu with an aggregate area of 144,087 sqm. The term of the lease shall be for a period of fifty (50) years commencing from the date of execution of the agreement. Rent payment should be as follows: (a) ₱70 million per annum for the first 5 years (b) 5% of Gross Revenues or ₱70 million per annum whichever is higher for the 6th year to the 30th year, and (c) 5.5%of Gross Revenues or ₱70 million per annum whichever is higher for the 31st year to the 50th year.

On July 26, 2012, ALI entered into a renewable contract of lease with Province of Negros Occidental for 40,481 square meters area of land with a monthly lease of ₱73.00 per square meter which shall be escalated every five years by ten percent (10%) of the current rate of rent. The term of the lease shall be for a period of fifty (50) years commencing from the date of delivery subject to renewal by mutual agreement of the parties under such terms and conditions as may be mutually acceptable. The Company has assessed that the lease agreement is a non-cancellable lease. On December 23, 2014, ALI assigned its rights and obligations to Capitol Central Hotel Ventures, Inc. under the Contract of Lease Assignment over a portion on which Seda Capitol Central was constructed equivalent to an area of 3,714.80 square meters. The agreement on lease assignment transfers and conveys the Company to take over the lease of the assigned portion subject to the same terms and conditions contained in the contract of lease.

Bonifacio Hotel Ventures, Inc. entered into a non-cancellable and renewable contract of lease with Fort Bonifacio Development Corporation for the land on which Seda BGC Tower 1 was constructed with initial term of twenty-five (25) years commencing from the date that the Hotel first commences business or start of commercial operation. The lease agreement provides for the payment of rent based on 3% of the Hotel's gross income for its 1st year of operation, 4% of the Hotel's gross income for its 2nd year of operation, and 5% of the Hotel's gross income for the succeeding years or ₱350 per square meter for the 1st year, ₱375 per square meter for the 2nd year and ₱400 per square meter for the 3rd year, whichever is higher, and starting on the 4th year of operations, rent shall be escalated at a rate of 3% per year until the end of the lease period. The Company entered into another non-cancellable and renewable contract of lease with Fort Bonifacio Development Corporation for the land on which the Seda BGC Tower 2 was constructed with initial term of twenty-five (25) years commencing from the date that the Hotel first commences business or start of commercial operation. The lease agreement provides for the payment of rent based on 3% of the Hotel's gross income for its 1st year of operation, 4% of the Hotel's gross income for its 2nd year of operation, and 5% of the Hotel's gross income for the succeeding years or ₱575 per square meter for the 1st year, ₱616.06 per square meter for the 2nd year and ₱657.15 per square meter for the 3rd year, whichever is higher, and starting on the 4th year of operations, rent shall be escalated at a rate of 3% per year until the end of the lease period.

ALLHC
On August 28, 1990, the Company, through a Deed of Assignment, acquired all the rights, titles, interests and obligations of Gotesco Investment, Inc. in a contract of lease of the land owned by PNR for the Tutuban Terminal. The contract provided for a payment of a guaranteed minimum annual rental plus a certain percentage of gross sales. The lease covers a period of 25 years until 2014 and is automatically renewable for another 25 years, subject to compliance with the terms and conditions of the lease agreement. On December 22, 2009, ALLHC entered into an agreement with PNR for the renewal of its lease contract for another 25 years beginning September 5, 2014.

SSECC
The Company has an existing contract with Bases Conversion and Development Authority (BCDA) to develop, under a lease agreement signed on July 2000, a mall with an estimated gross leasable area of 152,000 sqm on a 9.8-hectare lot inside Fort Bonifacio. Subsequently, the Company transferred its rights and obligations granted to or imposed under the lease agreement to SSECC, a subsidiary, in exchange for equity. The lease agreement covers 25 years, renewable for another 25 years subject to reappraisal of the lot at market value. The annual fixed lease rental amounts to ₱106.5 million while the variable rent ranges from 5% to 20% of gross revenues.

Capitol
On April 26, 2012 Parent Company signed a Lease Agreement with the Province of Negros Occidental for the lease of a parcel of land with an aggregate area of 40,481 sq. m. located along Gatuslao cor. North and South Capitol Roads, Bacolod City, registered in the name of the Province of Negros Occidental. The Parent Company signed a 50-year lease contract with an option to renew as may be mutually agreed upon by the lessor and the Company. The Parent Company assigned the parcels of land to Capitol in December 2017.

Arvo
On October 15, 2014, Arvo entered into a property lease agreement with Rotonda Development Corporation for the construction, development and operation of a commercial and mall center. The terms of the lease shall be 42 years, with an option to renew for another 40 years subject to mutual agreement of the parties. The lease agreement provided rent-free period of 2 years and lease payments shall commence thereafter. Lease payments shall be paid annually at ₱60.00 per sqm, subject to an annual escalation of 4%.

The Group performed impairment testing on its right-of-use assets with a carrying value of ₱198.2 million as of December 31, 2020, by assessing its recoverable amount through estimation of its value in use. Based on the impairment testing, there is no impairment loss on the Group's hotel and resorts right-of-use assets (see Note 3).

34. Interest in Joint Operation

MDC has a 51.0% interest in Makati Development Corporation - First Balfour, Inc. Joint Venture (the Joint Venture), a joint operation whose purpose is to design and build St. Luke's Medical Center (the Project) in Fort Bonifacio Global City, Taguig. The application of PFRS 11 does not have significant impact on the Group's accounting of its interest in joint operation since it already reported its share in interest in joint operation using proportionate consolidation.

The Project, which started on January 31, 2007, is a world-class medical facility comprising, more or less, of a 611-bed hospital and a 378-unit medical office building, with an approximate gross floor area of 154,000 sqm, which meets international standards, and all standards and guidelines of applicable regulatory codes of the Philippines and complies with the criteria of the Environment of Care of the Joint Commission International Accreditation. The project was completed on October 30, 2009. Activities in 2011 to 2020 mainly pertain to winding down operations.

MDC classified its joint arrangement with First Balfour, Inc. as “Joint Operation” since the joint arrangement’s legal form does not confer separation between the parties and separate vehicle, the parties have the rights to the assets and obligations for the liabilities in proportion to the interests agreed by parties and there is an indication that the parties have no rights to the net assets of the Joint Operation.

The share of MDC in the net assets and liabilities of the Joint Venture at December 31, 2020 and 2019 which are included in the consolidated financial statements follow:

	2020	2019
	(In Thousands)	
Current assets:		
Cash and cash equivalents	**₱7,078**	₱7,100
Other current assets	**37,368**	37,368
Total assets	**₱44,446**	₱44,468
Total liabilities	**₱**	₱–

The following is the share of the MDC on the net income of the Joint Venture:

	2020	2019
	(In Thousands)	
Construction costs	**(₱7)**	(₱125)
Interest and other income (charges)	**(14)**	6,315
Income before income tax	**(21)**	6,190
Provision for final tax	**(1)**	(14)
Net income (loss)	**(22)**	₱6,176

There were no dividends declared in 2020 and 2019. Provision for income tax pertains to the final tax on interest income.

35. Long-term Commitments and Contingencies

Commitments

a. On December 8, 2017, ALI assigned to NTDCC development rights on certain portions of the North Triangle lot pads covered by a Deed of Assignment and Encroachment Settlement Agreement amounting to ₱631.2 million.

b. ALI and LT Group, Inc. (LTG) entered into an agreement on January 21, 2016 to jointly develop a project along the C5 corridor. The project is envisioned to be an estate development that spans portions of Pasig City and Quezon City. A new company named, ALI-ETON Property Development Corporation, was incorporated on May 13, 2016.

   On January 15, 2018, the estate, named Parklinks was launched and is the greenest urban estate of Ayala Land in partnership with Eton Properties Inc. The first residential project of Ayala Land Premier, Parklinks North Tower was launched on the same year, while the Parklinks lifestyle mall broke ground as well, expected to provide a new destination for residents and office workers within the area when it opens in 2025. With the brisk residential sales of ALP’s first project, the Parklinks South tower was launched in 2019, together with Alveo’s first residential development “The Lattice”.

   Also set to rise within the estate will be an iconic bridge that will conveniently connect the QC and Pasig parcels, offering a new route that can help ease vehicular traffic in the north eastern and eastern portions of Metro Manila. The bridge is expected to be completed by late 2021.

c. On August 11, 2015, the Group won the bid for the Integrated Transport System Project – South Terminal ("ITS South Project"). The Company was awarded by the Department of Transportation and Communications ("DOTC") with a 35-year concession agreement to build and operate the ITS South Project and will likewise have the right to develop and operate commercial leasing facilities on the same 5.57 hectare former Food Terminal Inc. property on which the future transport terminal will be built. The site of the ITS South Project is right next to ARCA South, where the Company is developing an integrated mixed-use estate.

d. On June 30, 2015, the Parent Company, through SM-ALI Group Consortium (the Consortium), participated and won in the bidding for Lot No. 8-B-1, containing an area of 263,384 sqm, which is portion of Cebu City-owned lot located at the South Road Properties, Cebu City covered by Transfer Certificate of Title No. 107-2011000963. The Consortium is a consortium among SMPHI, the Company and CHI (together with the Company collectively referred to as the "ALI Group"). Consistent with the agreed payment schedule in the Deed of Absolute Sale, as of August 1, 2018 the ALI Group has fully paid ₱4.56 billion, excluding taxes. The SM-ALI Group finished the joint masterplan and secured the development permit last November 2019 from the Cebu City Council.

   On January 29, 2020, SM-ALI Group broke ground the 263,384sqm development and the construction of road networks and underground utilities commence on February 18, 2020.

   As of December 2020, the construction completion is at 47.51% and is forecasted to be finished in May 2022.

   The development is positioned to be the Entertainment Capital of the Region which are the epicenter of fun, strategically located and accessible and celebrated Cebu experience.

   It is envisioned to create a commercially viable mixed-use development and to create a living, vibrant community with world-class facilities, a well-designed urban setting, and lush, extensive landscaping.

e. On August 8, 1997, an "Assignment Agreement" was executed between Department of Transportation and Communications (DOTC), Metro Rail and MRTDC whereby MRTDC agreed to be bound by all obligations in respect of the Development Rights and make payments to DOTC.

f. On June 4, 2014, AHRC, a wholly owned subsidiary of the Parent Company has signed a long-term management agreement with the Mandarin Oriental Hotel Group to develop and operate luxury hotel in Makati City. Set to open its doors by 2023, the new Mandarin Oriental Manila will be featuring 276 spacious rooms complemented by an extensive range of modern amenities including premium selection of restaurants and a signature spa. AHRC is committed to pay $5 million (₱223.6 million) to Manila Mandarin Hotel, Inc. upon the opening of the New Hotel or June 30, 2017, whichever is earlier. In 2017, the Group fully paid the said amount.

g. On May 12, 2014, ALI has signed the terms of reference with Sureste Properties, Inc. (SPI), a wholly owned subsidiary of Bloomberry Resorts Corp. (BLOOM) for the retail area to be opened in the new Phase 1-A of Solaire Resort & Casino. The Company will be the leasing and marketing agent of the said area with gross leasable area of more than 5,000 sqm.

Contingencies
The Group has various contingent liabilities arising in the ordinary conduct of business including a case related to property restriction violation. The estimate of the probable cost for the resolution of this claim has been developed in consultation with outside counsel handling the defense in this matter and is based upon an analysis of potential results. In the opinion of management and its legal counsel the eventual liability under these lawsuits or claims, if any, will not have a material or adverse effect on the Group's financial position and results of operations. Accordingly, no provision for any liability has been made in the consolidated financial statements.

Disclosures required by PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, were not provided as it may prejudice the Group's position in ongoing claims and it can jeopardize the outcome of the claims and contingencies.

36. Concession Agreement with Department of Transportation (DOTr)

On January 26, 2016, the Group through ASITI entered into a Concession Agreement (CA) with the Department of Transportation (DOTr). The CA sets forth the rights and obligations of ASITI as concessionaire, including the construction and operation of the South Integrated Transport System Project (the Project) of DOTr. During the concession period, DOTr will monitor and review the performance of the concessionaire.

The concession will run for a period of 35 years from the start of the construction of the Project. Under the terms of the concession agreement, ASITI will design, engineer, construct, operate and maintain a mass transportation intermodal terminal at the outskirts of Metro Manila. The operation of the Project includes the collection and remittance of terminal fees to DOTr of the concessionaire during the concession period. In addition, ASITI will be permitted to develop and operate commercial leasing facilities.

Upon the start of the construction of the Project, DOTr will give ASITI the full, exclusive and uninterrupted use and possession of a 5.57 hectare property known as the Project Land. Ownership of the Project Land shall remain with DOTr at all times while the possession, custody and risk of loss or deterioration of the Project and commercial assets shall vest in the concessionaire during the concession period. ASITI shall transfer the Project and the related assets, free from any liens or encumbrances, to DOTr at the end of the concession period. ASITI will be entitled to annual payments from DOTr amounting to ₱277.9 million during the 35-year concession period, subject to meeting benchmarks set for certain key performance indicators enumerated in the CA.

As of December 31, 2020, construction of the Project has not yet commenced.

37. Notes to Consolidated Statements of Cash Flows

Disclosed below is the rollforward of liabilities under financing activities:

<u>2020</u>

	January 1, 2020	**Cash flows**	**Non-cash changes**	**Foreign exchange movement**	**December 31, 2020**
			(In Thousands)		
Short-term debt	**₱18,032,830**	**(₱8,901,505)**	**₱–**	**₱–**	**₱9,131,325**
Current long-term debt	**17,250,706**	**(17,250,706)**	**18,732,401**	**–**	**18,732,401**
Non-current long-term debt	**175,813,346**	**27,332,917**	**(18,732,401)**	**(326,670)**	**184,087,192**
Dividends payable (Note 15)	**632,000**	**(5,328,246)**	**4,937,852**	**–**	**241,606**
Lease liabilities	**17,463,705**	**(1,334,674)**	**1,626,718**	**94**	**17,755,843**
Deposits and other noncurrent liabilities	**44,003,636**	**5,706,022**	**330,512**	**–**	**50,040,170**
Total liabilities from financing activities	**₱273,196,223**	**₱223,808**	**₱6,895,082**	**(₱326,576)**	**₱279,988,537**

2019

	January 1, 2019	Cash flows	Non-cash changes	Foreign exchange movement	December 31, 2019
			(In Thousands)		
Short-term debt	₱14,386,717	₱3,646,113	₱–	₱–	₱18,032,830
Current long-term debt	23,265,173	(23,265,173)	17,250,706	–	17,250,706
Non-current long-term debt	149,446,949	44,345,206	(17,250,706)	(728,104)	175,813,345
Dividends payable (Note 15)	664,546	(7,754,046)	7,721,500	–	632,000
Lease liabilities	16,985,922	(1,179,645)	1,706,204	(48,776)	17,463,705
Deposits and other noncurrent liabilities	50,922,906	(6,241,774)	(677,496)	–	44,003,636
Total liabilities from financing activities	₱255,672,213	₱9,550,681	₱8,750,208	(₱(776,880)	₱273,196,222

The noncash activities of the Group pertain the following:

2020
- Transfer from investment properties to inventories amounting to ₱18,563.9 million
- Transfer from investment properties to property and equipment amounting to ₱591.6 million
- Transfer from investment properties and property and equipment to building classified as held for sale amounting to ₱950.1 million and ₱2.1 million, respectively
- Transfer from inventories to investment properties amounting to ₱2,361.2 million
- Transfer from right-of-use assets and lease liabilities to investment properties amounting to ₱6.9 million and ₱24.2 million, respectively
- Capitalized interest amounted to to ₱40.1 million

2019
- transfer from investment properties to inventories amounting to ₱11,830.0 million
- transfer from inventories to investment properties amounting to ₱674.9 million
- transfer from investment properties to property and equipment amounting to ₱644.1 million
- transfer from property and equipment to investment properties to amounting to ₱133.1 million
- transfer from right-of-use assets to investment properties amounting to ₱98.7 million
- unpaid acquisition of investment properties amounting to ₱7,392.2 million

38. **Events After Reporting Date**

On January 5, 2021, AREIT, Inc. (AREIT), purchased 9.8 hectares of land owned by Technopark Land, Inc. (TLI), a subsidiary of Ayala Corporation, in Laguna Technopark through a deed of sale for ₱1.1 billion, VAT-inclusive. The purchase is payable in cash upon execution of the deed of sale and on January 21, 2021. The land is composed of four (4) parcels which is being leased by Integrated Micro-Electronics, Inc. (IMI), a related party, for its manufacturing operations for the next seven years from January 1, 2021 until December 31, 2027 with annual escalation rate of 5%.

On February 23, 2021, the BOD approved the following:

a. The merger of the Parent Company and its listed subsidiary, Cebu Holdings, Inc. (CHI) as well as its other subsidiaries, Asian I-Office Properties, Inc. (AiO), Arca South Commercial Ventures Corp. (ASCVC) and Central Block Developers Inc. (CBDI), with Ayala Land Inc., as the surviving entity. The plan of merger will be submitted for the approval of our stockholders during their annual meeting on April 21, 2021.

   CHI is 71.1% subsidiary. ASCVC is our wholly owned subsidiary, while AiO is a wholly owned subsidiary of CHI, and CBDI is 55% owned by CHI and 45% owned by ALI. The merger is an internal restructuring as well as a consolidation of the Group's Cebu portfolio under one listed entity. The merger is expected to result in operational synergies, efficient funds management and simplified reporting to government agencies.

b. The amendment of ESOWN Plan to increase the share allocation for ESOWN grants from 2.5% to 3% of our authorized capital stock. This will be presented to the stockholders for approval on April 21, 2021.

c. The filing with the SEC of a new 3-year shelf registration of up to ₱50 billion of debt securities (the "Shelf Registration").

d. The raising of up to ₱41 billion through the issuance of retail bonds and/or corporate notes for listing on the Philippine Dealing and Exchange Corporation, and/or bilateral term loans for the purpose of refinancing outstanding loans and to partially finance our general corporate requirements.

e. The declaration of cash dividends of ₱0.136 per outstanding common share payable on March 25, 2021 to stockholders of common shares as of record date March 10, 2021. This reflects a 49% decrease from the cash dividends declared in the first half of 2020 amounting to ₱0.268 per share.

On February 26, 2021, White Knight Holdings, Inc., a wholly-owned subsidiary of Ayala Land, Inc. ("ALI") entered into a Share Purchase Agreement with Healthway Philippines, Inc. ("HPI"), a wholly-owned subsidiary of Ayala Healthcare Holdings, Inc. to sell its 39.20% share in the outstanding capital stock of Mercado General Hospital, Inc., the holding company for the QualiMed healthcare network of hospitals and clinics, ("MGHI"). The sale of White Knight Holdings, Inc's interest in MGHI will allow ALI to redeploy capital and focus on its core businesses.

39. Other Matters

The declaration of COVID-19 by the World Health Organization (WHO) as a pandemic and declaration of nationwide state of calamity and implementation of community quarantine measures throughout the country starting March 16, 2020 have caused disruptions in the Group's business activities. While there are recent signs of increased market activity with the easing of quarantine measures in key areas in the Philippines, management believes that the impact of COVID-19 situation remains fluid and evolving and the pace of recovery remains uncertain.

As of reporting date, all shopping malls have reopened at adjusted operating hours and construction works for commercial and residential projects have resumed while following the safety protocols mandated by the national government. Most hotels remained open throughout the community quarantine period, catering mostly to business process outsourcing employees and returning overseas Filipino workers.

SGV
Building a better working world

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BOA/PRC Reg. No. 0001,
October 4, 2018, valid until August 24, 2021
SEC Accreditation No. 0012-FR-5 (Group A),
November 6, 2018, valid until November 5, 2021

INDEPENDENT AUDITOR'S REPORT
ON SUPPLEMENTARY SCHEDULES

The Stockholders and the Board of Directors
Ayala Land, Inc.
31st Floor, Tower One and Exchange Plaza, Ayala Triangle
Ayala Avenue, Makati City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of Ayala Land, Inc. and its subsidiaries as at December 31, 2020 and 2019, and for each of the three years in the period ended December 31, 2020, included in this Form 17-A and have issued our report thereon dated February 23, 2021. Our audits were made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The schedules listed in the Index to the Consolidated Financial Statements and Supplementary Schedules are the responsibility of the Group's management. These schedules are presented for purposes of complying with the Revised Securities Regulation Code Rule 68, and are not part of the basic consolidated financial statements. These schedules have been subjected to the auditing procedures applied in the audit of the basic consolidated financial statements and, in our opinion, fairly state, in all material respects, the financial information required to be set forth therein in relation to the basic consolidated financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado
Partner
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December 3, 2020, valid until December 2, 2023
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February 23, 2021

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November 6, 2018, valid until November 5, 2021

INDEPENDENT AUDITOR'S REPORT ON
COMPONENTS OF FINANCIAL SOUNDNESS INDICATORS

The Stockholders and the Board of Directors
Ayala Land, Inc.
31st Floor, Tower One and Exchange Plaza, Ayala Triangle
Ayala Avenue, Makati City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of Ayala Land, Inc. and Subsidiaries (the Group) as at December 31, 2020 and for each of the three years in the period ended December 31, 2020, and have issued our report thereon dated February 23, 2021. Our audits were made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The Supplementary Schedule on Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, are the responsibility of the Group's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS) and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purpose of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission, and is not a required part of the basic consolidated financial statements prepared in accordance with PFRS. The components of these financial soundness indicators have been traced to the Group's consolidated financial statements as at December 31, 2020 and for each of the three years in the period ended December 31, 2020 and no material exceptions were noted.

SYCIP GORRES VELAYO & CO.

Michael C. Sabado

Michael C. Sabado
Partner
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February 23, 2021