COVER SHEET

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I T A L P I N A S D E V E L O P M E N T C O R P O R A T I O N

(Company's Full Name)

U N I T 28C 28 T H F L O O R B P I P H I L A M L I F E
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1 2 2 6 M E T R O M A N I L A

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

ATTY. MICHAEL JOHN A. TANTOCO JR.
(Contact Person)

(+63 2) 8893-0328
(Company Telephone Number)

Definitive

1 2 3 1
Month *Day*
(Fiscal Year)

2 0 I S
(Form Type)

Last Monday of March
Month *Day*
(Annual Meeting)

N / A
(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = Please use BLACK ink for scanning purposes

ITALPINAS DEVELOPMENT CORPORATION

Notice of the Annual Stockholders' Meeting

and

Definitive Information Statement

18 September 2023
3:00 P.M.

The Annual Stockholders' Meeting will be conducted virtually in accordance with SEC MC 6, series of 2020. The Chairman/CEO and the President of IDC shall preside the meeting at the IDC Head Office located at Unit 28C BPI Philamlife Building, 6811 Ayala Ave., Makati City. All other Directors/Officers shall be linked to the meeting online. Information regarding the said blended virtual meeting can be accessed at the link provided in IDC's website at **https://italpinas.com**

ITALPINAS DEVELOPMENT CORPORATION
Unit 28C, 28F Philamlife Building, 6811 Ayala Ave., Makati City, 1226 Metro Manila
Phone: (02) 8893 0328

NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

TO OUR STOCKHOLDERS:

NOTICE IS HEREBY GIVEN that the Annual Meeting of Stockholders of **Italpinas Development Corporation** (the "Company") will be conducted virtually at **https://italpinas.com/annual-stockholders-meeting-2023-portal/** on September 18, 2023 at 3:00p.m. The Presiding Officer will be presiding the meeting at IDC Head Office located at Unit 28C BPI Philamlife Building, 6811 Ayala Ave., Makati City. Information regarding the said virtual meeting can be accessed at the link provided in IDC's website at **https://italpinas.com**. The following is the meeting agenda:

1. Call to order;
2. Proof of notice and due calling of meeting;
3. Determination of a quorum;
4. Approval of the Minutes of the Regular Meeting of the Stockholders held on November 16, 2022;
5. Report of the Chairman/CEO;
6. Presentation and approval of the Financial Statements as of December 31, 2022;
7. Ratification of acts of the Board of Directors and Officers;
8. Election of the members of the Board of Directors;
9. Ratification of appointment of external auditors;
10. Other Matters; and
11. Adjournment.

The conduct of this Annual Stockholders' Meeting will be streamed live and stockholders of record as of June 30, 2023 may attend, participate, and vote, only through proxy, remote communication or in absentia using the above-stated link. The requirements and procedures on how to participate in this meeting and for voting in absentia are stated in the Information Statement. These are likewise published and made accessible in the same link above.

Stockholders who opt to vote by proxy must submit and address their proxy to the attention of the Corporate Secretary at 8th Floor DPC Place, 2322 Chino Roces Ave, Makati, City or via e-mail at **corporatesecretary@italpinas.com** not later than September 11, 2023.

Any questions for the Board must also be emailed to the address mentioned above on or before September 11, 2023.

Makati City, August 15, 2023.

MICHAEL JOHN A. TANTOCO, JR.
Corporate Secretary

EXPLANATION OF AGENDA ITEMS

FOR ANNUAL STOCKHOLDERS' MEETING

September 18, 2023

1. Calling of Meeting to Order

   The President of the Company, Atty. Jose D. Leviste III, will call the meeting to order.

2. Proof of Notice and Due Calling of Meeting

   The Corporate Secretary, Atty. John Michael A. Tantoco Jr. will certify the date when written notice of the meeting was sent to all stockholders of record as of June 30, 2023

3. Determination of Quorum

   The Corporate Secretary will likewise certify whether a quorum is present for the valid transaction of the Annual Stockholders' Meeting. Pursuant to Sections 57 and 23 of the Revised Corporation Code which allow voting *in absentia* by stockholders, the Corporation has set up a designated online web address which may be accessed by the stockholders to register and vote *in absentia* on the matters for resolution at the meeting. The holders of record of a majority of the issued and outstanding capital stock of the Corporation entitled to vote, whether represented by proxy, or registered and participating through remote communication or voting *in absentia*, shall constitute a quorum for the transaction of business.

4. Approval of the Minutes of the Annual Meeting of the Stockholders on November 16, 2022

   The minutes of the meeting held on November 16, 2022 are available at the Corporation's website, **https://italpinas.com**. Copies of the minutes will also be distributed to the stockholders before the meeting.

   A copy of the minutes of the meeting is attached to this Information Statement as Annex "B".

5. Report of the Chairman

   The Chairman of the Corporation, Mr. Romolo Nati, will deliver a report to the stockholders on the Corporation's performance for 2022, and the prospects for 2023 and 2024. After the report, the stockholders will be given an opportunity to ask questions. A copy of the Annual Report will be sent to the stockholders prior to the meeting, and may be accessible at the Corporation's website.

6. Presentation and Approval of Audited Financial Statements as of December 31, 2022

   The audited financial statements (AFS) as of December 31, 2022 will be presented for approval of the stockholders. A copy of the Audited Financial Statements may be accessed through the Corporation's website.

7. Ratification of the Acts of the Board of Directors and Officers

   The acts and resolutions of the Board of Directors and its committees as of March 31, 2023 constitute the following: (a) resolutions taken or adopted, (b) contracts and transactions entered into, (c) credit/loan transactions including to related parties, (d) projects and investments, (e) treasury matters, (f) manpower related decisions/approvals, (g) corporate governance related actions, and (h) other matters covered by disclosures to the Securities and Exchange Commission (SEC) and the Philippine Stock Exchange (PSE). The acts of Management were those taken to implement the resolutions of the Board or its committees or made in the general conduct of business.

8. Election of the Board of Directors (including the Independent Directors)

   The profiles of the nominees to the Board will be provided in the Information Statement and in the company website.

9. Ratification of Appointment of External Auditors

   The Audit Committee will endorse to the stockholders for ratification the appointment of MOORE Roxas Cruz Tagle & Co. as the external auditors for 2023.

10. Consideration of Such Other Business as May Properly Come Before the Meeting

    The President will open the floor for comments and questions by the stockholders and take up items included on the agenda received from stockholders in accordance with SEC Memorandum Circular No. 14, series of 2020.

11. Adjournment

    Upon determination that there are no other matters to be considered, the Chairman upon motion made and duly seconded by a stockholder shall declare the meeting adjourned.

PROXY FORM FOR MANUALLY FILLED BALLOT

The undersigned, stockholder of **ITALPINAS DEVELOPMENT CORPORATION** (the "Company"), do hereby constitute and appoint the **Chairman of the Board**, as attorney-in-fact and proxy, to represent and vote all shares registered in the name of the undersigned stockholder, at the Annual Meeting of Stockholders of the Company on September 18, 2023 at 3:00 o'clock in the afternoon to be held virtually at **https://italpinas.com/annual-stockholders-meeting-2023-portal/**, and at any of the adjournments thereof. The above-named proxy is to vote as follows:

SUBJECT MATTER	YES	NO	ABSTAIN
1. Approval of Minutes of the previous Annual Stockholders' Meeting			
2. Approval of the 2022 Audited Consolidated Financial Statements of the Company and its Subsidiaries			
3. Ratification of all Acts and Resolutions of the Board of Directors and Management Since the Last Meeting of the Shareholders[1]			
4. Election of Directors **Vote for all nominees listed below:** 1. Romolo V. Nati 2. Jose D. Leviste III 3. Shennan A. Sy 4. Dionisio Tejero 5. Rafael A. Dominguez 6. Jose G. Araullo 7. Christine P. Base 8. Giuseppe Garofalo 9. Emeraldo C. Magnaye	------------------ ----------------- ------------------ ------------------ ------------------ ------------------ ------------------ ------------------ ------------------ For cumulative voting		
5. Ratification of the appointment of MOORE Roxas Cruz Tagle & Co as independent auditors of the Company for 2023, and their remuneration as fixed by the Board of Directors.			
6. Delegation of authority to the Board to do the followingin relation to private placement transactions for the acquisition of properties for future projects: **i) to determine the subscriber/s for the private placement shares;** **ii) to determine the number of private placement shares to be issued, provided that such shall not exceed twenty percent (20%) of the corporation's authorized capital stock;** **iii) to determine the subscription price at which the private placement shares shall be issued;** **iv) to determine the manner and form of payment; and** **v) other financial terms.**			

This proxy should be received by the Corporate Secretary on or before September 11, 2023, the deadline for submission of proxies. This proxy is not required to be notarized, and when properly executed, will be voted in the manner as provided herein by the stockholder. If no instruction is made, this proxy will be voted for the election of all nominees and the approval of all the matters stated above and for such other matters as may properly come before the meeting in the manner described in the information statement and/or as recommended by Management or the Board of Directors. This proxy and the powers and authorities conferred therein shall remain valid and subsisting unless otherwise revoked or amended in writing by the undersigned and duly served to the Corporate Secretary of the Company on or before September 11, 2023.

Date:_______________

____
SIGNATURE OF STOCKHOLDER/AUTHORIZED SIGNATORY[2]

Number of Shares Owned:_______________

____
NAME OF STOCKHOLDER

[1] Summary of resolutions are included in the information statement disseminated to shareholders and published in the company's website, and via PSE EDGE.

[2] In case of a corporate stockholder and other entities, a duly sworn Secretary's Certificate or any similar document showing his or her authority to represent the corporation or entity should be attached to this Proxy.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 20 OF THE SECURITIES REGULATION CODE

1. Check the appropriate box:

   [ ] Preliminary Information Statement
   [X] Definitive Information Statement

2. Name of the Registrant as specified in its Charter: Italpinas Development Corporation

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

4. SEC Identification Number: CS200900917

5. BIR Tax Identification Code: 007-213-353-000

6. Address of principal office and Postal Code: 28C BPI Philamlife Building, 6811 Ayala Ave., Makati City

7. Registrant's telephone number, including area code: (632) 8893 0328

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

   18 September 2023
   3:00 P.M.
   28C BPI Philamlife Building, 6811 Ayala Ave., Makati City and through videoconferencing at: https://italpinas.com/annual-stockholders-meeting-2023-portal/

9. Approximate date on which the Information Statement is first to be sent or given to security holders: August 28, 2023

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

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

Title of Each Class	Number of Shares of Common Stock Outstanding or Amount of Debt Outstanding
Common	629,568,795

11. Are any or all of registrant's securities listed in a Stock Exchange?

    YES [X] NO [ ]

    If yes, disclose the name of such Stock Exchange and the class of securities listed therein:

Name of the Exchange	Shares listed on the Exchange
The Philippine Stock Exchange, Inc.	Common Shares

TABLE OF CONTENTS

A. GENERAL INFORMATION

Any references in this Information Statement to "we", "us", "Company" means Italpinas Development Corporation. Also, unless otherwise stated or the context indicates otherwise, references to Board of Directors, committees, management, directors, officers, and stockholders are references to the Board of Directors, committees, management, directors, officers, and stockholders of Italpinas and references to the Bylaws, Articles of Incorporation or other documents are references to the Bylaws, Articles of Incorporation, or other documents of Italpinas

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

Date	: September 18, 2023
Time	: 3:00 p.m.
Place	: **https://italpinas.com/annual-stockholders-meeting-2023-portal/**
Principal Office	: Unit 28C 28th Floor, Philamlife Building, Ayala Ave., Makati City, 1226 Metro Manila

The Annual Stockholders' Meeting will be conducted virtually in accordance with SEC MC 6 series of 2020. The Chairman/CEO and President of IDC shall preside the meeting at IDC Head Office located at Unit 28C BPI Philamlife Building, 6811 Ayala Ave., Makati City. Information regarding the said blended virtual meeting can be accessed at the link provided in IDC's website at **https://italpinas.com** The information statement is expected to be first sent or given to the security holders approximately on or before August 28, 2023.

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

Item 2. Dissenter's Right of Appraisal

The Sections 80 and 81, Title X of the Revised Corporation Code of the Philippines grants a shareholder a right of appraisal and demand payment of the fair value of his shares in certain circumstances where he has dissented and voted against a proposed corporate action, including:

- Amendment of the articles of incorporation which has the effect of changing or restricting the rights attached to his shares or of authorizing preferences in any respect superior to those of outstanding shares of any class;
- Extension or shortening of the term of corporate existence;
- Sale, lease, exchange, transfer, mortgage, pledge or other disposal of all or substantially all the assets of the corporation; and
- Merger or consolidation.

In any of the circumstances above, the dissenting shareholder may require the corporation to purchase its shares in accordance with the following procedure:

(a) The appraisal right may be exercised by any stockholder who shall have voted against the proposed corporate action, by making a written demand on the corporation within thirty (30) days after the date on which the vote was taken for payment of the fair value of his shares: Provided, that failure to make the demand within such period shall be deemed a waiver of the appraisal right.

(b) If the proposed corporate action is implemented or affected, the corporation shall pay to such stockholder, upon surrender of the certificate or certificates of stock representing his shares, the fair value thereof as of the day prior to the date on which the vote was taken, excluding any appreciation or depreciation in anticipation of such corporate action.

(c) If within a period of sixty (60) days from the date the corporate action was approved by the stockholders, the withdrawing stockholder and the corporation cannot agree on the fair value of the shares, it shall be determined and appraised by three (3) disinterested persons, one of whom shall be named by the stockholder, another by the corporation, and the third by the two thus chosen. The findings of the majority of the appraisers shall be final, and their award shall be paid by the corporation within thirty (30) days after such award is made: Provided, that no payment shall be made to any dissenting stockholder unless the corporation has unrestricted retained earnings in its books to cover such payment; and provided, further, that upon payment by the corporation of the agreed or awarded price, the stockholder shall forthwith transfer his shares to the corporation.

The Regional Trial Courts will, in the event of a dispute, determine any question about whether a dissenting shareholder is entitled to this right of appraisal. From the time the shareholder makes a demand for payment until the corporation purchases such shares, all rights accruing on the shares, including voting and dividend rights, shall be suspended, except the right of the shareholder to receive the fair value of such shares.

No payment shall be made to any dissenting stockholder unless the corporation has unrestricted retained earnings sufficient to support the purchase of the shares of the dissenting shareholders.
Upon payment by the Corporation of the agreed or awarded price, the stockholders shall forthwith transfer his shares to the Corporation.

The appraisal right is also available to a dissenting stockholder in case the Corporation decides to invest its funds in another corporation or business or for any purpose other than the primary purpose as provided in Section 41 of the Revised Corporation Code of the Philippines.

There are no matters to be acted upon the meeting involving instances set forth in the Revised Corporation Code of the Philippines for which a stockholder may exercise their appraisal rights under Title X of the Revised Corporation Code of the Philippines.

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

There is no matter to be acted upon in which any director, officer, or nominee for election as director is involved or had direct, indirect or substantial interest.

No director has informed the Company in writing of his intentions to oppose any action to be taken by the Company at the annual stockholders' meeting.

B. CONTROL AND COMPENSATION INFORMATION

Item 4. Voting Securities and Principal Holders Thereof

a. Number of Shares Outstanding as of June 30, 2023

Security	**Issued & Outstanding Shares**	**Shares Owned by Foreigners**	**Percentage**
Common	629,568,795	166,941,746	26.5168%
TOTAL	629,568,795	166,941,746	26.5168%

b. Number of Votes Entitled: One (1) vote per share

c. All stockholders of record as of June 30, 2023 are entitled to notice and to vote at the Annual Stockholders' Meeting.

d. Manner of Voting

Article 1, Section 6 of the By-Laws provides:

"Section 6. Voting – At each meeting of the shareholders, every holder of shares then entitled to vote, may vote in person or by proxy, and shall have one (1) vote for each share registered in his name. No proxy shall be voted on after six (6) months from its date unless the proxy provides for and signifies a longer p e r i o d ."

All stockholders shall be entitled to cumulative voting rights with respect to the election of directors. A stockholder may vote such number of shares for as many persons as there are directors to be elected as he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may be distribute them on the same principle among as many candidates as he shall see fit: Provided, that the total number of votes cast by him shall not exceed the number of shares owned by him as shown in the books of the Company as of June 30, 2023 multiplied by the whole number of directors to be elected.

e. Security Ownership of Certain Record and Beneficial Owners and Management as of June 30, 2023:

i. There were no delinquent stocks, and the direct and indirect record and beneficial owners of more than five percent (5%) of the Company's voting securities are as follows:

f.

Title of Class	Name, address of Record Owner and Relationship with Issuer	Name of Beneficial Owner & Relationship with Record Owner	Citizenship	No. of Shares Held	% Of Total Outstanding Shares
Common	Jose D. Leviste III One Roxas Direct	Jose D. Leviste III, Director	Filipino	202,807,930	32.21%
Common	Romolo Nati Frabella Condominium Rada St., Legaspi Village, Makati City Direct	Romolo Nati, Director	Italian	157,324,714	24.99%
Common	PCD Nominee Corporation (Filipino) G/F MSE Bldg. 6767 Ayala Avenue, Makati City[1]	PCD Participants acting for themselves or for their customers[2]	Filipino	259,814,579	41.28%
Common		Foreign ownership	Various Foreigners	166,877,719	1.49%

1 The PCD Nominee Corporation is a wholly-owned subsidiary of the Philippine Central Depository, Inc. and is not related to the Company. It is the registered owner in the Company's books and holds shares on behalf of PCD participants and their clients.
2 Each beneficial owner of shares through a PCD participant will be the beneficial owner to the extent of the number of shares in his account with the PCD participant.

The following are known to the Company as participants of the PCD holding 5% or more of the Company's common shares:

Title of Class	Member Name	No. of Shares Held	% of Total Outstanding Shares
Common	BDO Securities Corporation	220,953,515	35.10%
Common	SB Equities, Inc.	167,138,519	26.55%
Common	COL Financial Group, Inc.	91,332,626	14.51%

The number of shares held by BDO Securities Corporation, however, is inclusive of the shares of Mr. Jose D. Leviste III, while the number of shares held by SB Equities is inclusive of the shares of Mr. Romolo Nati.

i. Security Ownership of Directors and Management

Title of Class and Nature of Beneficial Ownership	Name of Beneficial Owner & Relationship with Record Owner	Citizenship	No. of Shares Held	% Of Total Outstanding Shares
DIRECTORS				
Common (Direct)	Jose D. Leviste III	Filipino	202,807,930	32.21
Common (Direct)	Romolo Nati	Italian	157,324,714	24.99
Common (Direct)	Rafael A. Dominguez	Filipino	2,839	Nil
Common (Direct)	Shennan A. Sy	Filipino	931	Nil
Common (Direct)	Jose G. Araullo	Filipino	3	Nil
Common (Direct)	Dionisio A. Tejero	Filipino	1,957	Nil
Common (Direct)	Christine P. Base	Filipino	570,996	Nil
Common (Direct)	Giuseppe Garofalo	Italian	356,700	Nil
Common (Direct)	Emeraldo C. Magnaye	Filipino	1,450	Nil
OFFICERS				
Common (Direct)	Jose D. Leviste III	Filipino	202,807,930	32.21
Common (Direct)	Romolo Nati	Italian	157,324,714	24.99
Common (Direct)	Michael John A. Tantoco	Filipino	0	Nil
Common (Direct)	Shennan A. Sy	Filipino	931	Nil
Common (Direct)	Giuseppe Garofalo	Italian	356,700	Nil
Common (Direct)	Harold J. Dacumos	Filipino	38,171	Nil
Common (Direct)	Mary Ann B. Lopez	Filipino	19,575	Nil
Common (Direct)	Clara Marie G. Elizaga	Filipino	0	Nil
Common (Direct)	Gladys Ivy M. Echano	Filipino	0	Nil
TOTAL (All Directors and Officers – Common)			**361,125,266**	**57.30**

ii. Voting Trust Holders of 5% or More

There are no voting trust holders or similar arrangements of five percent (5%) or more.

iii. Changes in Control

No change of control in the Company has occurred since the beginning of last fiscal year, and there is no impending arrangement which will result in change in control.

Item 5. Directors and Executive Officers

Article II, Section 1 of the Company's By-Laws provides that:

"Section 1. Number of Directors; Tenure; Vacancies – The business and affairs of the Corporation shall be managed and controlled by a board of nine (9) directors, each one of whom must own in his name at least one (1) share of the capital stock of the Corporation.

Each director shall hold office for a term of one (1) year and until the election and qualification of his successor. Any director may resign at any time. In any event that a director ceases for any reason, to hold office, a new replacement director shall be elected by the remaining Directors, provided there is still a quorum, upon nomination of the shareholder who nominated the director who cease to hold office."

Article III, Section 1 of the By-Laws further state:

> "Section 1. Election/Appointment and Term of Office – At the first board meeting after the annual election of directors, the directors shall elect the Chairman of the Board and a President from among their members, a Treasurer and a Corporate Secretary. The Board of Directors shall also appoint such other agents and create standing or special committees with such powers and duties as it shall deem necessary. All of said officers shall hold office at the pleasure of the board until their respective successors are duly elected and qualified. Any two
> (2) or more compatible officers may be held by one (1) person."

All vacancies occurring among any of the foregoing offices may be filled for the remainder of the term by the Board of Directors provided that such vacancies shall be filled in the same manner as the person creating the vacancy was nominated and elected."

i. Attendance of Directors at Meetings of the Board of Directors and of Stockholders from date of last annual stockholders meeting until June 30, 2023; and performance appraisal

NAME	**NUMBER OF MEETINGS WITHIN TERM OF OFFICE**	**NUMBEROF MEETINGS ATTENDED**	**PERCENTAGE OF ATTENDANCE**
Romulo Nati	4	4	100%
Jose D. Leviste III	4	4	100%
Shennan A. Sy	4	4	100%
Dionisio Tejero	4	4	100%
Rafael A. Dominguez	4	4	100%
Jose G. Araullo	4	4	100%
Christine P. Base	4	4	100%
Emeraldo C. Magnaye	4	4	100%
Giuseppe Garofalo	4	4	100%

The Chief Compliance Officer administers an annual self-evaluation of the performance of the Board, its Committees, and management, using an assessment form with the following criteria: structure, authority, internal control, code of conduct, independence, oversight, monitoring, reporting, and shareholder benefits.

Attendance in Committee Meetings from date of last annual stockholders meeting until June 30, 2023 is as follows:

Audit, Risk Oversight, and Related Party Committee

NAME	NUMBER OF MEETINGS WITHIN TERM OF OFFICE	NUMBER OF MEETINGS ATTENDED	PERCENTAGE OF ATTENDANCE
Jose G. Araullo	2	2	100%
Christine P. Base	2	2	100%
Shennan A. Sy	2	2	100%

Nominations Committee

NAME	NUMBER OF MEETINGS WITHIN TERM OF OFFICE	NUMBER OF MEETINGS ATTENDED	PERCENTAGE OF ATTENDANCE
Rafael A. Dominguez	1	1	100%
Jose D. Leviste III	1	1	100%
Giuseppe Garofalo	1	1	100%

Compensation and Remuneration Committee

NAME	NUMBER OF MEETINGS WITHIN TERM OF OFFICE	NUMBER OF MEETINGS ATTENDED	PERCENTAGE OF ATTENDANCE
Dionisio A. Tejero			N/A
Rafael A. Dominguez			N/A
Romolo Nati			N/A

Corporate Governance Committee

NAME	NUMBER OF MEETINGS WITHIN TERM OF OFFICE	NUMBER OF MEETINGS ATTENDED	PERCENTAGE OF ATTENDANCE
Jose G. Araullo	1	1	100%
Rafael A. Dominguez	1	1	100%
Emeraldo Magnaye	1	1	100%

ii. Board of Directors

The following have been nominated to the Board of Directors for election at the annual stockholders' meeting on September 18, 2023:

Name	**Age**	**Citizenship**	**Position (2020-2021)**	**Year Appointed**	**No. of Year/ Month**
Romolo Nati	55	Italian	Director	2009	14 years
Jose D. Leviste III	43	Filipino	Director	2009	14 years
Shennan A. Sy	54	Filipino	Director	2009	14 years
Dionisio A. Tejero	81	Filipino	Director	2019	4 years
Rafael A. Dominguez	54	Filipino	Independent Director	2016	7 years
Jose G. Araullo	84	Filipino	Independent Director	2015	8 years
Christine P. Base	52	Filipino	Director	2015	8 years
Emeraldo C. Magnaye	63	Filipino	Independent Director	2021	2 years
Giuseppe Garofalo	35	Italian	Director	2022	1 year

The nomination for the above nominees for the year 2023-2024 were submitted by Romolo Nati and Jose D. Leviste III.

The Company has adopted SRC Rule 38, and SEC Circular No. 16, Series of 2002 on the Guidelines on Nomination and Election of Independent Directors as stated in the By-Laws dated July 15, 2015, and Manual on Corporate Governance of Italpinas. The Board of Directors likewise approved the amendments to the Manual of Corporate Governance to adopt SRC Rule 38.

Only nominees whose names appear on the final list of candidates are eligible for election as directors. No nominations will be entertained or allowed on the floor during the Annual Stockholders' Meeting.

The following are the business experiences and summary of qualifications of the Incumbent Directors:

Arch. Romolo Nati, 55 years old, Italian, is a multi-awarded green architect, sustainable developer, and multi-awarded car designer (BMW and Mitsubishi). He has been awarded in Italy, Estonia and the Philippines. He graduated "Summa Cum Laude" in Architecture in Rome at the University of Rome "La Sapienza" and has a Specialization Course in Urban Landscape and Layers from University of Tallin, Estonia. He has also completed the Executive Master in Business Administration from Asian Institute of Management, Philippines in 2019. Arch. Nati is primarily responsible for the overall management and implementation of IDC's projects. He particularly enjoys working in a team environment, collaborating with the development and design teams from concepts, early site, and product development through project sell-out. Arch. Nati also serves as the Chairman of Damiani Property Management and Services Inc. and Vice Chairman of Constellation Energy Corporation.

Atty. Jose Dayrit Leviste, III, 43 years old, Filipino, earned his degree in Law at the University of New South Wales in Australia and was Associate Attorney at Toda & Co. Commercial Lawyers in Australia. Atty. Leviste also serves as the President of Constellation Energy Corporation, Damiani Property Management and Services Inc. as well as Asian Arc Philippines. Atty. Leviste is also in charge of strategic decisions for the company, such as acquisition of new properties and agreements with different partners. He also helps conceptualize the Company's plans for future expansion. He is a Director of Pacific Rim Innovation and Management Exponents, Inc. and ANKAR Pharma.

Atty. Shennan A. Sy, 54 years old, Filipino, passed the CPA board exam in 1991 and was admitted to the Philippine Bar in 1996. He got his Bachelor of Arts degree, Major in Economics and Bachelor of Science in Commerce, Major in Accounting (Cum Laude) in De La Salle University. He was also a Juris Doctor (Salutatorian) in Ateneo de Manila University. He got his Master of Laws from the University of Michigan as a Fullbright Scholar and DeWitt Fellow. He was formerly a Senior Associate, Banking, Finance, and Tax Group, in Quisumbing Torres (member firm of Baker and McKenzie International). He is currently a Principal in Kalaw, Sy, Vida Selva and Campos Attorneys and Counselors-at-Law. Atty. Sy is also a Director in Abundant Homes Realty, Batangas Realty Incorporate, Business Incubators Group Services, Inc., Eight Golden Fruits Holdings, Inc., Fortitude Ventures, Inc., General Memorial Corporation, and Sugarcane Holdings Inc. just to name a few.

Atty. Dionisio Tejero, 81 years old, Filipino, founding and senior partner of the law firm D. A. Tejero & Amoranto Law Offices. He was a vice-president and associate general counsel of San Miguel Corporation when he retired on December 31,1990 after more than 17 years of service. He was also San Miguel's lead counsel in Industrial Relations. His service and advice covered the development of Industrial Relations Strategies and policies for Collective Bargaining Agreement (CBA) negotiations and its administration, effective communications programs, the training and development of managerial personnel, enhancement of labor productivity and the promotion of industrial peace. He has also been a resource person for seminars and training programs on Labor Relations and Technology Transfer conducted by the U.P. Law Center, SOLAIR, the Department of Trade and Industry, the Department of Labor and Employment and various companies. He finished his Bachelor of Arts course in 1962 and Bachelor of Laws in 1967 at the University of the Philippines. He passed the Bar Examinations in 1967 and has been a law practitioner since then.

Mr. Jose G. Araullo 84 years old, Filipino, held various top management positions for over 14 years in a group of companies that includes the country's largest commercial bank. Joe was senior vice president of the bank itself and held CEO- and COO-level positions in the network's savings bank, credit card, securities, and investment companies. He was president of PICPA in 1985 and again in 1986, and of the Bankers Institute of the Philippines in 1985. In 1992, PICPA honored him as Most Outstanding CPA in Public Practice. He obtained his bachelor's degree in accountancy from San Beda College, which selected him in 2001 as one of the Outstanding Bedans of the Century and established the Jose G. Araullo Distinguished Professorial Chair in Auditing in recognition of his significant contributions to the advancement of the accountancy profession. Mr. Araullo is also the Chairman of The Real Bank (A Thrift Bank), Inc. He is also President of Fontana Resort and Country Club, Inc. as well as a Director in Philippine Savings Bank.

Mr. Rafael A. Dominguez, 54 years old, Filipino, Mr. Dominguez served as Director, SVP, and Owner's Representative of The Linden Suites from the year 2004 up to June 30, 2016. Thereafter, up to the present date, he is serving as The Linden Suite's President and Owner's Representative. He is also presently a director of Marco Polo Davao and PTFC Redevelopment Corporation, for which he has served as such since 2004 and 2009, respectively. He graduated from Xavier University, Ateneo de Cagayan in 1991, and obtained his Master Degree in Business Administration in 2001 from Boston College.

Atty. Christine P. Base, 52 years old, Filipino, served as the Corporate Secretary and at the same time Director of the Company for six years. She is also the Corporate Secretary and a member of the Audit committee of the Anchor Land Holdings, Inc. since April 10, 2007. She is currently a Corporate and Tax Lawyer at Pacis and Reyes, Attorneys and the Managing Director of Legis Forum Inc. She is the Corporate Secretary of Araneta Properties, Inc., Active Alliance Incorporated, Asiasec Equities, Inc. and Ever-Gotesco Resources and Holdings, Inc. She is a director and/or corporate secretary of several private corporations. She was an Auditor and then Tax Lawyer of Sycip, Gorres, Velayo & Co. She is a graduate of Ateneo De Manila University School of Law with a degree of Juris Doctor. She passed the Bar Examination in 1997. Ms. Base is also a Certified Public Accountant. She graduated from De La Salle University with a degree of Bachelor of Science in Commerce major in Accounting.

Major General Emeraldo C. Magnaye, 63 years old, Filipino, graduated as "Magna Cum Laude" and No. 2 in PMA "Matikas" Class of 1983. He earned his Bachelor of Science Degree in Electrical Engineering at the University of the Philippines Diliman. His civilian schooling includes Graduate Diploma in Information Systems at University of Melbourne, Graduate Course in Business Economics at University of Asia and the Pacific, locally conducted Executive Course in Governance and Management of Defense by the Defense Academy of United Kingdom locally conducted in Manila by Cranfield University and the 15th Executive Course on National Security by the Defense Management Institute at the National Defense College of the Philippines. Some of his military education includes Philippines- Australia Integrated Logistics Support Awareness Course, Basic Staff Course at Royal Australian Air Force (RAAF) College, Point Cook Australia, Instructors Technique Course in RAAF Base William town, Command and Staff Course at Air Command and Staff College, PAF and a lot more. While he was the Vice Commander of the Philippine Air Force, he was appointed as trustee of the Mutual Benefit Association, Inc. (MBAI). After his retirement in the AFP on May 20, 2016, he was designated to manage the Mactan Island Golf Club in Lapu-Lapu City Cebu, one of the premier golf clubs in Central Visayas, while serving as elected trustee of AFPSLAI for more than one term before he was chosen as its Executive Vice President and General Manager. He was later elected as the President and CEO of the association until July 21, 2020.

Giuseppe Garofalo, 35 years old, Italian, earned his degree in Civil Engineering at the University of Calabria in Italy. He also has a Master Degree in Structural Engineering at the Polytechnic of Turin (Italy). Currently he is PMP certified from Project Management Institute. He is a professional Civil Engineer with 10+ years of experience in design, project management and sustainable real estate development. As Chief Operating Officer, he is leading the execution of the Company's multimillion- dollar property portfolio through lifecycle from business development, pre-development, sales and marketing, construction, up to turn-over of the projects.

iii. Officers

The officers of the Company are appointed by the Board of Directors and their appointment as officers may be terminated at the will by the Board of Directors. The table below shows the name and position of Italpinas officers as of June 30, 2023:

Name	Position	Age	Year Appointed	No. of Year/ Month
Romolo Nati*	Chairman	55	2009	14 years
Jose D. Leviste III*	President	43	2009	14 years
Shennan A. Sy*	Treasurer	54	2009	14 years
Giuseppe Garofalo*	Chief Operations Officer	35	2022	1 year
Harold J. Dacumos	SVP & Head of Banking and Business Operations Development	71	2010	13 years
Mary Ann B. Lopez	VP for Finance and Administration	56	2015	8 years
Clara Marie Asuncion Elizaga	Senior Director for Operations and Investors Relation	46	2017	6 years
Gladys M. Echano	Senior Director for Sales	45	2015	8 years
Michael John A. Tantoco, Jr.	Corporate Secretary	32	2022	1 year
Aleli M. Cordero	Assistant Corporate Secretary	62	2021	2 years

**Member of the Board of Directors*

Mr. Harold J. Dacumos, 71 years old, Filipino, has over 30 years of experience in the field of banking and finance. He is responsible for the sourcing of funds and the overall financial and accounting management of the company. He also supports the company in business development and strategic planning. He maintains good and long-term business relationships with banks, other financial institutions, and investors to support the company's financial requirements to develop its various projects. Mr. Dacumos graduated from the University of the Philippines, Diliman with a degree in Business Administration. He also has a Master Degree in Urban and Regional Planning from the same University. Mr. Dacumos also has a Master in Business Administration from De La Salle University. He also attended the Senior Business Economic Program from the University of Asia and the Pacific.

Ms. Mary Ann B. Lopez, 56 years old, Filipino, is a Certified Public Accountant who is responsible for the overseer of Finance Department. Her functions include financial reporting and analysis, policy recommendations and assurance of compliance with financial regulations. She provides financial and administrative services in the area of accounting, disbursements, fund management, procurement, budgeting, and asset management. Ms. Lopez attended her first two years in college at the University of Santo Tomas. She then transferred to the University of the East where she graduated with a Degree in Business Administration Major in Accounting. She was a consistent scholar during her college years. She attended various seminars on tax compliance and updates. She is a member of Philippine Institute of Certified Public Accountants (PICPA).

Ms. Gladys M. Echano, 45 years old, Filipino, is a licensed Real Estate Broker who is responsible for the sales force management, sales accounts management, business development, market research, advertising and promotions, events organization and public relations representing IDC's Primavera Sales Office in Cagayan de Oro. She graduated with a degree in Business Management at the Xavier University, Ateneo de Cagayan.

Ms. Clara Marie Asuncion G. Elizaga, 46 years old, Filipino, is a licensed Environmental Planner who is responsible for the post sales operations, collections, property management and operations planning, relationship management, corporate affairs, and public relations. As head of Corporate Affairs, she represents IDC in Cagayan de Oro and coordinates with government sector and business community. She formerly worked with the SM Supermalls group serving as Mall Manager for SM City Cagayan de Oro for six years. She is one of the pioneer Industrial Designers in Northern Mindanao. She recently finished her studies in Master in Business Administration major in Strategy at the Asian Institute of Technology in Thailand. She is a recipient of the Goldman Sachs 10000 Women global initiative. She graduated Cum Laude with a degree in Bachelor of Science in Industrial Design at De La Salle University.

Atty. Michael John A. Tantoco Jr., 32, Filipino, is currently focused on corporate and commercial transactions, publicly listed company compliance, energy, data privacy, immigration, estate settlement, labor, and litigation. Atty. Tantoco's experience extends to assisting clients, both local and foreign, in matters concerning their incorporation, structuring, reorganization, regulatory compliance, mergers and acquisitions, due diligence, legal opinion drafting, compliance by publicly listed companies, energy related matters, data privacy compliance and best practices, visa application and renewal, estate settlement, and civil and criminal litigation. Atty. Tantoco also represents clients before several regulatory bodies such as the Securities and Exchange Commission, Philippine Stock Exchange, Philippine Economic Zone Authority, Department of Energy, Energy Regulatory Commission, Bureau of Immigration, Bureau of Internal Revenue, Department of Labor and Employment, National Labor Relations Commission, and various Trial Courts. Atty. Tantoco received his bachelor's degree in Business Management with a Minor in Entrepreneurial Development from the Ateneo de Manila University in 2013 and graduated with his Juris Doctor degree at the Ateneo Law School in 2017.

Atty. Aleli Manimtim-Cordero, 62 years old, is the Company's Legal Counsel. She was previously VP-Group Legal Head of Philsteel Holdings Corporation. She was also a former Partner at De Jesus Paguio & Manimtim Law Offices, during which time she acted as Corporate Secretary, and directed regulatory compliance for the firm's clients. She was Legal Consultant to foreign funded foundations, specifically Light of All Nations Missions, Inc., School of Tomorrow Philippines, and the Purple Fund (formerly Philippine Christian Foundation). She was likewise a Professorial Lecturer at the College of Law of Adamson University, San Sebastian College Recolletos, and Pamantasan ng Lungsod ng Maynila. She earned her undergraduate and law degrees from the University of the Philippines, Diliman Campus.

iv. Significant Employees

No single person is expected to make a significant impact since the Company considers all its employees to be significant partners and contributors to the business.

v. Family Relationships

There are no family relationships, either by affinity or consanguinity up to the fourth civil degree among the directors, executive officers and persons nominated and chosen by the Company to become directors and executive officers.

vi. Involvement in Certain Legal Proceedings

To the knowledge of the Company, there has been no occurrence of any of the following events during the past five (5) years up to the present involving the directors, officers or members of the Company:

(a) any bankruptcy, petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two (2) years prior to the time;

(b) any conviction by final judgment of any offense in any pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses;

(c) any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities, commodities, or banking activities; and

(d) found by a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign exchange or electronic marketplace or self-regulatory organization, to have violated a securities or commodities law, and the judgment has not been reversed, suspended, or vacated.

There are no legal proceedings to which the Company or any of its properties is involved in or subject to, that would have a material adverse effect on the business or financial position of the Company, considering that the following cases filed by the Company, and filed against the Directors of the Company were related to the Condominium Corporation, which are as follows:

Date Filed	Case No.	Case Title/Parties	Venue	Nature of Action
October18, 2017	CV-ORD-2018-881	IDC vs. Atty. Gael Paderanga, Ma. Olivia Gonzales and Kretzyl Abdon	RTC-Cagayan de Oro	For Accounting & production of documents relating to Condominium Corporation
November 9, 2017	CR-ORD-2018-3105	People vs. Marie Cristy Lugtu	RTC-Cagayan de Oro	For Cyber Libel arising from statements posted on Facebook
November 9, 2017	CR-ORD-2018-2104	People vs. Atty. Gael Paderanga	RTC-Cagayan de Oro	For Cyber Libel arising from statements posted on Facebook
August17, 2018	CV-ORD-2018-881	IDC vs. Atty. Gael Paderanga, Ma. Olivia Gonzales, Engr. Marie Cristy Lugtu, Ma. Carmela Lee, Clyde Talampas and Kretzyl Abdon	RTC-Cagayan de Oro	For Indirect contempt arising from the failure and refusal of the respondents to abide by the Temporary Restraining Order issued by the Court in CV-ORD-2018-791
November 23, 2018	R-MKT-17-02580-CV	IDC vs. Marie Cristy Lugtu	RTC-Makati	For Civil Damages arising from Criminal Case No. CR-ORD-2018-3105
November 23, 2018	R-MKT-18-04974-CV	IDC vs. Marie Cristy Lugtu	RTC-Makati	For Civil Damages for Malicious Prosecution
November 23, 2018	RMKT-18-04-973-CV	IDC vs. Atty. Gael Paderanga	RTC-Makati	For Civil Damages arising from Criminal Case No. CR-ORD-2018-2104
February, 2021	CA-GR SP No. 09620-MIN	Atty. Gael Paderanga vs. Judge Emmanuel Pasal& IDC	Court of Appeals	For Certiorari & Prohibition arising from the denial of the Motion to Quash filed by herein Petitioners in Criminal Case No. CR-ORD-2018-3104

vii. Trainings and Continuing Education for the Directors and Key Officers

The Company recognizes the value of having a Board and Management undergo professional development programs through the attendance of industry or function relevant courses, conferences and seminars. In 2023 the Board of Directors and Key Officers attended the following seminars:

DIRECTORS AND KEY OFFICERS	SEMINAR ATTENDED	DATE
Jose D. Leviste III	New Year SEC Updates & Compliance	January 27, 2023

viii. Resignation of Directors

To date, no director of the Company has resigned from, or has declined to stand for reelection due to any disagreement with the Company relating to its operations, policies, and practices.

ix. Certain Relationships and Related Transactions

As of June 30, 2023, the following is a summary of the director who owns ten percent (10%) or more of the outstanding shares of the Company.

Name of Company and Director	Position Held	Percentage of Voting Securities
Jose D. Leviste III	Director / President	32.21%
Romolo Nati	Chairman/ CEO	24.99%

There has been no instance of self-dealing involving directors. While the Company entered into a Joint Venture Agreement with Lanvin Natural Resources Corporation, a corporation owned by the family of its President, Jose D. Leviste III, for the development of a parcel of land owned by Lanvin, and adjoining the Company's Miramonti, the transaction was approved by the Board upon recommendation of the Audit Committee, after the same has determined that the transaction is for the best interest of the Company since it allows the Company to develop Phase 2 of Miramonti but defers cash expenditure for the property.

The Company, in the ordinary course of business, engages in transactions with its related parties.

The Company's policy with respect to related party transactions is to ensure that these transactions are entered into on terms at least comparable to those available from unrelated parties. Related party transactions were disclosed in the notes of the financial statements.

The details of the Company's related parties are summarized as follows:

Name of Related Party	Relationship	Country of Incorporation
Constellation Energy Corporation (CEC)	Associate	Philippines
Primavera Residences Condominium Corporation (PRCC)	Affiliate	Philippines
Individuals	Key Management Personnel / Shareholders	-
IDC Homes, Inc., formerly LBD Land, Corporation	Subsidiary	Philippines
IDC Prime, Inc., formerly IDC Land Corporation	Subsidiary	Philippines
Prima Management Corporation	Subsidiary	Philippines
Primavera City Condominium Corporation	Affiliate	Philippines

Outstanding balances and significant transactions with related parties are as follows:

	Advances to related parties		Transactions		Terms and conditions	Security	Nature of consideration to be provided upon settlement	Guarantees given or received	Impairment loss		Allowance for impairment loss	
	March 31, 2023	December 31, 2022	**March 31, 2023**	December 31, 2022					**2023**	2022	**2023**	2022
Affiliates	**₱39,864,018**	39,575,223	**288,795**	(5,983,914)	Subject to liquidation	Unsecured	Cash	None		-		-
	₱39,864,018	₱39,575,223	**₱288,795**	**(₱5,983,914)**					**₱**	**₱-**	**₱**	**₱-**

	Advances from related parties		Transactions		Terms and conditions	Security	Nature of Nature of consideration to be provided upon settlement	Guarantees given or received
	March 31, 2023	December 31, 2022	**March 31, 2023**	December 31, 2022				
Associates	**₱15,851,490**	₱16,356,490		₱49,716	Unsecured	Cash	None	Cash
	₱15,851,490	**₱16,356,490**	**₱-**	**₱49,716**				

The Group made advances to major stockholders for the purpose of installing facilities in the Group's projects and providing services that would help achieve the Group envisioned project design. These cash advances are non-interest bearing, unsecured and are subject to liquidation upon utilization. Based on management's assessment, there is no indication of impairment and the carrying values of these advances to shareholders are deemed realizable as at March 31, 2023 and December 31, 2022.

Key management compensation amounted to P6.3 million and P25.2 million for the three-month periods ended March 31,2023 and 2022, respectively. There are no long-term compensation and post-employment and termination benefits of key management personnel.

Item 6. Compensation of Directors and Executive Officers

Key management compensation consists of salaries and other short-term benefits. There are no long-term compensation and post-employment and termination benefits of key management personnel.

i. Executive Compensation

For the calendar year ended/ending 31 December 2022, 2021 and 2020, the total salaries, allowances and bonuses paid/estimated to be paid to all other officers as a group unnamed, together with the estimated compensation as of June 30, 2023 is as follows:

SUMMARY COMPENSATION TABLE

Estimated Compensation as of December 31, 2023

Name	Position	Salary	Bonus	Others	Total
Jose D. Leviste III	*President*	₱12.6 Million			**₱12.6 Million**
Romolo Nati	*Chairman & CEO*				
Giuseppe Garofalo	Chief Operating Officer				
Harold J. Dacumos	*SVP for Banking and Business Development*				
Mary Ann B. Lopez	*VP for Finance and Administration*				
Gladys Ivy M. Echano	*Senior Director for Sales*				
Clara Marie G. Asuncion Elizaga	*Senior Director for Operations and Investors Relations*				

Actual Compensation for 2022

Name	Position	Salary	Bonus	Others	Total
Jose D. Leviste III	*President*	₱19.040 Million	₱1.567 Million	₱4.517 Million	**₱25.124 Million**
Romolo Nati	*Chairman & CEO*				
Giuseppe Garofalo	Chief Operating Officer				
Harold J. Dacumos	*SVP for Banking and Business Development*				
Mary Ann B. Lopez	*VP for Finance and Administration*				
Gladys Ivy M. Echano	*Senior Director for Sales*				
Clara Marie G. Asuncion Elizaga	*Senior Director for Operations and Investors Relations*				

Actual Compensation for 2021

Name	Position	Salary	Bonus	Others	Total
Jose D. Leviste III	*President*	₱21.517 Million	₱1.542 Million	₱3.075 Million	**₱26.135 Million**
Romolo Nati	*Chairman & CEO*				
Giuseppe Garofalo	Chief Operating Officer				
Harold J. Dacumos	*SVP for Banking and Business Development*				
Mary Ann B. Lopez	*VP for Finance and Administration*				
Gladys Ivy M.Echano	*Sales Director – Primavera Sales Office*				
Ivan Salandanan	*Marketing & Sales Head - Luzon*				
Clara Marie G. Asuncion Elizaga	*Director for Corporate Affairs – Primavera Office*				

Actual Compensation for 2020

Name	Position	Salary	Bonus	Others	Total
Jose D. Leviste III	*President*	₱ 19.157 Million	₱1.480 Million	₱3.776 Million	**₱24.413 Million**
Romolo Nati	*Chairman & CEO*				
Giuseppe Garofalo	Chief Operating Officer				
Harold J. Dacumos	*SVP for Banking and Business Development*				
Mary Ann B. Lopez	*VP for Finance and Administration*				
Gladys Ivy M. Echano	*Sales Director – Primavera Sales Office*				
Welna Go	*Chief Admin Officer*				
Clara Marie G. Asuncion Elizaga	*Director for Corporate Affairs – Primavera Sales Office*				

Except for the salaries and bonuses stated above, the directors did not receive other allowances or per diems for the past and ensuing year. Performance-based bonuses may be given to management and key executives within reasonable standards and according to appropriate indicators. There are no other existing arrangements/agreements under which directors are to be compensated during the last completed fiscal year and the ensuing year.

ii. Compensation of Directors

Article II, Section 5. Compensation – Directors shall be entitled to reasonable traveling and accommodation expenses for the attendance of any meeting of the Board of Directors and to such compensation as granted by the vote of the stockholders representing at least a majority of the outstanding capital stock at a regular or special stockholders' meeting. Nothing herein contained shall be construed to preclude any director from serving the Corporation in any other capacity as an officer, agent, or otherwise receiving compensation therefore.

The stockholders ratified a resolution at its meeting on 20 August 2015 authorizing the compensation of Directors to be Php10,000.00 for every board, committee meeting and stockholders' meeting attended.

On 17 October 2018, the Compensation and Remuneration Committee ratified a resolution approving the per-diem of Php3,000.00 to all members of the Board of Directors for every meeting attended. Further, members of the Board of Directors will be receiving quarterly remunerations as well.

For the year 2022 the directors of the Company received the following per diems and bonuses:

NAME	Per Diem		Bonus	Total
	Board Meetings	Committee Meetings		
Romolo Nati	36,000	36,000		72,000
Jose D. Leviste III	36,000	36,000		72,000
Shennan A. Sy	36,000	36,000		72,000
Dionisio Tejero	36,000	36,000		72,000
Rafael A. Dominguez	36,000	36,000		72,000
Jose G. Araullo	36,000	36,000		72,000
Christine P. Base	36,000	36,000		72,000
Emeraldo C. Magnaye	36,000	36,000		72,000
Giuseppe Garofalo	33,000	36,000		72,000

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

The above-named executive officers are covered by contracts with the Company stating therein their respective job functionalities, among others.

iii Warrants and Options Outstanding

None of the Company's Common Shares are subject to outstanding warrants or except as described above, there are no other arrangements pursuant to which any of the Company's directors and executive officers was compensated, or is to be compensated, directly or indirectly.

Item 7. Independent Public Accountants

i. MOORE Roxas Cruz Tagle & Co. (formerly named BDO Alba Romeo & Co., CPAs, hereinafter referred to as "MOORE Roxas") is the Independent Public Accountant (External Auditor) of Italpinas. The signing auditor is Mr. Warren M. Urriza. The same accounting firm is being recommended for reelection for the incoming year and will be submitted to the stockholders for their confirmation and approval

ii. Duly authorized representatives of MOORE Roxas are expected to be present at the Annual Meeting of Stockholders and they will have the opportunity to make statements if they desire to do so and are expected to be available to respond to appropriate questions. Under the existing regulation of the Securities and Exchange Commission, the registrant shall change its external auditor or rotate the engagement partner every five years.

Pursuant to the General Requirements of the Revised SEC Rule 68, Par. 3 (*Qualification of Independent Auditors*) the Company has engaged MOORE Roxas Cruz Tagle & Co. as its external auditor. Considering that a new partner of MOORE Roxas has been assigned to lead the audit of the Corporation, rotation is not necessary.

iii. Disagreement on any matter of accounting principle or practices, FS disclosures, etc.

There were no disagreements on accounting and financial disclosures with the previous and current handling partner.

iv. Changes in and disagreements with accountants on accounting and financial disclosure.

There are no changes in and any disagreements between the Company and the Independent Public Accountant on any Accounting and Financial Disclosure related matters.

v. Audit Related- Fees

Fees approved in connection with the audit and audit-related services rendered by MOORE Roxas pursuant to the regulatory and statutory requirements for the years ended 31 December 2022, 2021, 2020 and 2019 amounted to PHP2,318,400, Php1,030,400, Php 966,000 and Php 901,600, respectively.

MOORE Roxas was not engaged for any non-audit services for the years it has served as the Company's independent auditor.

Mr. Jose G. Araullo is the Chairman of the Audit Committee while Atty. Christine P. Base and Atty. Shennan A. Sy are members. Mr. Araullo is an Independent Director of Italpinas.

C. ISSUANCE AND EXCHANGE OF SECURITIES

Item 9. Authorization or Issuance of Securities Other than for Exchange

There are no matters or actions to be taken up in the meeting with respect to authorization or issuance of securities other than for exchange.

On 23 February 2021, the Company filed with the Securities and Exchange Commission (SEC) Company Registration and Monitoring Department its application for the amendment of the Articles of Incorporation relative its increase in authorized capital stock (the "Application").

On November 22, 2021 the SEC has approved the Application.

On November 26, 2021, the SEC issued the Order authorizing the issuance of 195,383,420 common shares of the par value of P0.50 or P 97,691,710.00 to cover stock dividends declared on September 25, 2020 by its Board of Directors and ratified by the Corporation's stockholders representing at least 2/3 of the outstanding capital stock on January 22, 2021 and the issuance of shares of stocks to stockholders of record as of December 20, 2021. Payment date was on January 14, 2022.

Item 10. Modification or Exchange of Securities

There are no matters or actions to be taken up in the meeting with respect to modification of securities. The Board of Directors, however, approved additional issuance of shares of up to 20% of unissued shares for the acquisition of properties through private placements of property for share, cash for share, or property plus cash for share. Consequently, the details of such private placements need to be delegated to ensure that the Corporation can act expeditiously when opportunities arise.

Item 11. Financial and Other Information

The audited financial statements as of December 31, 2022 and Management's Discussion and Analysis are attached hereto. In addition, the 1st Quarter 2023 Interim Financial Statements are also attached.

The Company is in a sound financial position, with retained earnings subject of appropriation for future developments, and has no pending or impending bankruptcy, receivership, liquidation, or similar proceedings.

Item 12. Mergers, Consolidations, Acquisitions and Similar Matters

There are no matters or actions to be taken up in the meeting with respect to material re-classification, merger, consolidation, acquisition by, sale of significant amount of assets not in the ordinary course of business of the Company.

Item 13. Acquisition or Disposition of Property

There are no matters or actions to be taken up in the meeting with respect to acquisition or disposition of any property by the Company.

Item 14. Restatement of Accounts

There is no record or restatement of any account for the year ended December 31 ,2022.

D. OTHER MATTERS

Item 15. Action with Respect to Reports

i. Approval of the Minutes of the 2022 Annual Stockholders' Meeting held on November 16, 2022 covering the following matters:

(a) Call to order;
(b) Proof of notice and due calling of meeting;
(c) Determination of a quorum;
(d) Approval of the Minutes of the Regular Meeting of the Stockholders held on November 16, 2022;
(e) Report of the President;
(f) Presentation and approval of the Financial Statements as of December 31, 2021;
(g) Ratification of acts of the Board of Directors and Officers;
(h) Election of the members of the Board of Directors;
(i) Appointment of external auditors;
(j) Delegation of authority to the Board for private placement transactions
(k) Other Matters; and
(l) Adjustment.

A copy of the minutes to be approved is attached to this Information Statement as Annex "B".

ii. Resolutions for Ratification by the Stockholders

At the Annual Stockholders' Meeting, stockholders will be asked to approve and ratify all acts of the Board of Directors and management as of June 30, 2023. These include, but not limited to:

a) Authorizing IDC to apply for accreditation and/or open accounts and/or secure loan/credit accommodation from various banks;
b) Authorizing IDC to apply for import permit
c) Appointing & authorizing specified employees to represent the Corporation in transacting with various government agencies, or in prosecuting claims with the Courts on its behalf;
d) Authorizing the printing of Official Receipts

Item 16. Matters Not Required to be Submitted

Other than election to office, there is no matter to be acted upon during the Annual Stockholders' Meeting to which a beneficial owner, director or officer has any substantial interest.

No director has informed in writing of his intention to oppose any action to be taken during the proposed Annual Stockholders' meeting.

Item 17. Amendment of Charter, By-laws or Other Documents

There will be no proposed amendments brought before the stockholders in the 2022 Annual Stockholders' Meeting.

Item 18. Other Proposed Action

i. Election of the Members of the Board of Directors, for the ensuing calendar year.
ii. Ratification of Election of External Auditors.

Item 19. Voting Procedures

Except in cases where a higher vote is required under the Revised Corporation Code, the approval of any corporate action shall require the majority vote of all the stockholders present in the meeting, if constituting a quorum.

In the election of directors, each common shareholders of record as of **June 30, 2023** is entitled to as many votes as there are directors to be elected. A stockholder may vote such number of shares for as many persons as there are directors to be elected or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit: Provided, that the total number of votes cast by him shall not exceed the number of shares owned by him multiplied by the number of directors to be elected.

All proxies must be in the hands of the Corporate Secretary on or before **September 11, 2023**. Such proxies filed with the Corporate Secretary may be revoked by the stockholders either in an instrument in writing duly presented and recorded with the Corporate Secretary prior to a scheduled meeting or their personal attendance at the meeting.

The Corporate Secretary in coordination with the Stock and Transfer Agent shall settle questions and issues relating to the validity and sufficiency, both as to form and substance, of proxies resolved. The Corporate Secretary's decision shall be final and binding upon the shareholders. Any such question or issue decided upon by the Corporate Secretary shall be deemed settled and those not brought shall be deemed waived and may no longer be raised during the stockholder's meeting.

Since the meeting is by remote communication, the following voting procedure will be followed:

Stockholders who have successfully registered shall be notified via email from the Office of the Corporate Secretary of their validated registration for the ASM. Registered stockholders can then cast their votes for specific items in the agenda by voting online at **https://italpinas.com/annual-stockholders-meeting-2023-portal/** with their log-in credentials.

1. Validated registered shareholders can vote online on each agenda item on the ballot print-out. A brief description of each item for stockholders' approval can be found in the Information Statement.

2. A stockholder has the option to vote "Yes", "No", or "Abstain" on each agenda item for approval except for the election of directors where every stockholder will be entitled to cumulate his votes.

3. Once the stockholder has finalized his vote, he can proceed to submit his ballot online no later than **September 17, 2023** at 12 midnight (Manila time), the closing date of voting. Voting shall be conducted

through, and results certified by Vero Voting prior to submission to the Corporate Secretary.

Votes of the shareholders shall come from two streams, the first are those that are cast *in absentia* through the online voting portal mentioned above, and the other shall be through the polls that will be set up during the virtual meeting. The counting and tabulation of the votes shall be done by summing the votes cast through the online voting portal (which shall be automatically generated by such portal) with the votes cast during the meeting.

Item 20. Shareholder Participation Through Remote Communication

Due to the COVID-19 Pandemic the Company will dispense with physical attendance of stockholders in the Annual Meeting and will allow attendance only through remote communication or voting in absentia.

Shareholder participation in the Annual Meeting shall be done via Zoom Videoconferencing. The details will be made available at a later date and to shareholders who express their intention to attend the meeting through such means.

As mentioned above, the detailed procedure for participation through remote communication is detailed in Annex.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in the City of Makati on August 15, 2023.

MICHAEL JOHN A. TANTOCO JR.
Corporate Secretary

UPON WRITTEN REQUEST OF A STOCKHOLDER, THE COMPANY UNDERTAKES TO FURNISH A COPY OF THE COMPANY'S ANNUAL REPORT ON SEC FORM 17-A FREE OF CHARGE. SUCH WRITTEN REQUEST SHOULD BE DIRECTED TO MICHAEL JOHN A. TANTOCO JR., 8TH FLOOR, DPC PLACE, 2322 CHINO ROCES AVENUE, MAKATI CITY.

ANNEX "A"

ITALPINAS DEVELOPMENT CORPORATION
ANNUAL STOCKHOLDERS' MEETING
September 18, 2023 at 3:00 PM (Manila Time)

Guidelines for Participating via Remote Communication and Voting in Absentia

The Annual Stockholders' Meeting (ASM) of **ITALPINAS DEVELOPMENT CORPORATION** ("IDC" or the "Company") is scheduled on **September 18, 2023 at 3:00 PM (Manila Time).** The record date for determination of stockholders entitled receive notice for, to attend, and to vote at such meeting and any adjournment thereof shall be the end of trading hours of the Philippine Stock Exchange on June 30, 2023.

In light of the ongoing community quarantine imposed in several areas of the country and in consideration of health and safety concerns of everyone involved, IDC shall allow attendance, participation and voting by stockholders via remote communication or in absentia pursuant to Sections 49 of the Revised Corporation Code of the Philippines and SEC Memorandum Circular No. 6-2020.

Step 1. Pre- ASM Registration/Validation/Voting Procedures

Stockholders must pre-register online through [https://idc-reg.verovoting.com.au/] to participate in the ASM via remote communication or to exercise their right to vote in absentia or vote by proxy. They may also vote by proxy by sending the documentary requirements with transmittal letter addressed to the Office of the Corporate Secretary, at 8th Floor DPC Place 2322 Chino Roces Ave., Makati City Makati City VIA COURIER/PERSONAL DELIVERY OR scanned copies of these documents by September 11, 2023 to corporatesecretary@italpinas.com with return-receipt.

Pre-registration at [https://idc-reg.verovoting.com.au/] by uploading all the documentary requirements should be made no later than September 17, 2023.

Meanwhile, the following complete/accurate documentary requirements with transmittal letter MUST BE SENT TO AND RECEIVED by the Office of the Corporate Secretary no later than September 11, 2023 for those that opt to vote by Proxy on manually filled ballot:

• For Certificated Individual Stockholders

1. A clear copy of the stockholder's valid government-issued ID (such as passport, driver's license, or unified multipurpose ID) showing photo, signature and personal details, preferably with residential address

2. Stock certificate number/s

3. A valid and active e-mail address and contact number of stockholder

4. If appointing a proxy, duly accomplished and signed proxy indicating the votes on the agenda items. Proxy form can be downloaded from IDC'S' website www.italpinas.com and at [https://italpinas.com/annual-stockholders-meeting-2023-portal/]

If sending via email, attachment/s should be clear copies in JPG or PDF format, with each file size no larger than 2MB.

• For Certificated Multiple Stockholders or Joint owners

1. A clear copy of the ALL stockholders' valid government-issued IDs (such as passport, driver's license, or unified multipurpose ID) showing photo, signature personal details and contact number, preferably with residential address

2. Stock certificate number/s

3. A valid and active email-address and contact number of authorized representative

4. Proof of authority of stockholder voting the shares signed by the other registered stockholders, for shares registered in the name of multiple stockholders (need not be notarized)

5. If appointing a proxy, duly accomplished and signed proxy indicating the votes on the agenda items. Proxy form can be downloaded from IDC'S' website www.italpinas.com and at [https://italpinas.com/annual-stockholders-meeting-2023-portal/]

If sending via email, attachment/s should be clear copies in JPG or PDF format, with each file size no larger than2MB.

• For Certificated Corporate/Partnership Stockholders

1. Secretary's Certification of Board resolution attesting to the authority of representative to participate by remote communication for, and on behalf of the Corporation/Partnership

2. Stock certificate number/s

3. A clear copy of the valid government-issued ID (such as passport, driver's license, or unified multipurpose ID) of stockholder's authorized representative showing photo, signature and personal details, preferably with residential address

4. A valid and active email-address and contact number of authorized representatives for verification

5. If appointing a proxy, duly accomplished and signed proxy indicating the votes on the agenda items. Proxy form can be downloaded from IDC'S' website www.italpinas.com at [https://italpinas.com/annual-stockholders-meeting-2023-portal/]

If sending via email, attachment/s should be clear copies in JPG or PDF format, with each file size no larger than 2MB.

• For Stockholders with Shares under PCD Participant/Broker Account

1. Certification from broker as to the number of shares owned by stockholder with contact details of PCD Participant/Broker for verification. Please note that should IDC be unable to verify the shares of a shareholder because the PCD Participant/Broker is inaccessible, this may result to failure of registration of concerned shareholder.

2. A clear copy of the stockholder's valid government-issued ID (such as passport, driver's license, or unified multipurpose ID) showing photo, signature and personal details, preferably with residential address

3. A valid and active email-address and contact number of stockholder or proxy

4. If appointing a proxy, duly accomplished and signed proxy indicating the votes on the agenda items. Proxy form can be downloaded from IDC'S' website www.italpinas.com and at [https://italpinas.com/annual-stockholders-meeting-2023-portal/]

If sending via email, attachment/s should be clear copies in JPG or PDF format, with each file size no larger than 2MB.

Stockholders will receive an e-mail reply from IDC'S' Office of the Corporate Secretary as soon as practicable. The Office of the Corporate Secretary's email reply will either confirm successful registration and provide the link/meeting details to IDCS' 2023 ASM OR require submission of deficient documents. If you have not received any email reply, please call tel. nos. (632) 8893 0328/ (632) 8889 8677 c/o Feria Tantoco Daos Law Offices.

Important Reminders:
-Please refrain from sending duplicate and inconsistent information/documents as this can result in failed registration.
-All documents/information shall be subject to verification and validation by the Company.
-Each successful registration will be counted to determine quorum. However, should a successful registrant fail to cast his/her vote, the Chairman of the meeting shall be automatically appointed/designated as proxy to cast the vote of said registrant.

Step 2: Voting in Absentia Procedure

Stockholders who have successfully registered shall be notified via email from the Office of the Corporate Secretary of their validated registration for the ASM. Registered stockholders can then cast their votes for specific items in the agenda by voting online at [https://idc-voting.verovoting.com.au/] with their log-in credentials.

1. Validated registered shareholders can vote online on each agenda item on the ballot print-out. A brief description of each item for stockholders' approval can be found in the Information Statement

1.1 A stockholder has the option to vote "Yes", "No", or "Abstain" on each agenda item for approval except for the election of directors where every stockholder will be entitled to cumulate his votes.

2. Once the stockholder has finalized his vote, he can proceed to submit his ballot online no later than **September 17, 2023** at 12 midnight (Manila time), the closing date of voting.

Step 3: Virtual ASM

The ASM will be broadcasted live and stockholders who have successfully registered can participate via remote communication. Details of the meeting will be sent to stockholders in the emails provided by IDC. Instructions on how to access the broadcast will also be posted at with this link [https://italipinas.verovoting.com.au/]

Video recordings of the ASM will be adequately maintained by the Company and will be made available to participating stockholders upon request. Stockholders may access the recorded webcast of the ASM by sending an email request addressed to admin@italpinas.com

Open Forum

During the virtual meeting, the Company will have an Open Forum, during which, the meeting's moderator will read and where representatives of the Company shall endeavor to answer as many of the questions and comments received from stockholders as time will allow.

Stockholders may send their questions in advance by sending an email bearing the subject "IDC ASM 2023 Open Forum" to investors@italpinas.com or through online [https://idc-voting.verovoting.com.au/].

Questions/comments received but not entertained during the Open Forum due to time constraints will be addressed separately by IDC through the stockholders' email addresses.

For any clarifications, please contact

ITALPINAS DEVELOPMENT CORPORATION
Unit 28C BPI Philamlife Building, 6811 Ayala Ave., Makati, 1226 Metro Manila
tel. nos. (632) 893 0328

For other ASM-related queries, stockholders may contact investors@italpinas.com.

MINUTES OF THE ANNUAL STOCKHOLDERS MEETING OF
ITALPINAS DEVELOPMENT CORPORATION
HELD ON NOVEMBER 16, 2022
VIA REMOTE COMMUNICATION

1. CALL TO ORDER

The Chairman of the Board of Directors, Mr. Romolo Nati, called the meeting to order, and turned over the floor to the President, Atty. Jose D. Leviste III, who presided over the meeting.

2. PROOF OF NOTICE AND DUE CALLING OF MEETING

The Corporate Secretary, Atty. John Michael A. Tantoco Jr. certified that Notices of the Annual Stockholders Meeting, together with the Agenda and the Information Statement of the Corporation, were sent beginning October 25, 2022 to all stockholders of record as of October 14, 2022 by personal delivery and by courier with postage pre-paid.

3. DETERMINATION OF QUORUM

The Corporate Secretary likewise certified to the existence of a quorum, with 400,954,576 common shares being represented in person or by proxy, thereby constituting 63.69% of the total outstanding capital stock of the Corporation as of record date of October 14, 2022.

4. APPROVAL OF THE MINUTES OF THE ANNUAL MEETING OF THE STOCKHOLDERS ON JANUARY 18, 2022

The President informed the stockholders that the first item in the agenda is the approval of the minutes of the annual meeting of the shareholder held last January 18, 2022, a copy of which was sent to all stockholders of record, together with the Information Statement that had been distributed to the shareholders. Upon motion duly made and seconded, the stockholders resolved to approve the following resolution:

> ***"RESOLVED, that the Minutes of the Annual Stockholders' Meeting held on January 18, 2022 are hereby approved."***

As tabulated by the Company's independent tabulator, the votes on the motion for the approval of the minutes were as follows:

	Yes/For	No/Against	Abstain
Approval of Minutes of Annual Stockholders Meeting Held on January 18, 2022	400,954,576	0	0

5. MANAGEMENT REPORT

The Chairman and Chief Executive Officer, Mr. Romolo Nati, presented to the stockholders the highlights of the Corporation's operations and financial performance for 2021 and the 1st, 2nd and 3rd Quarters of 2022, as well as the prospects for 2023.

6. PRESENTATION AND APPROVAL OF AUDITED FINANCIAL STATEMENTS AS OF DECEMBER 31, 2021

The Audited Financial Statements (AFS) as of December 31, 2021, copies of which were attached to the Information Statement disseminated to the stockholders, was be presented for approval. Upon motion duly made and seconded, the stockholders resolved to approve the following resolution:

> ***"RESOLVED, that the Audited Consolidated Financial Statements of the Company and its subsidiaries as of, and for the twelve-month period ended December 31, 2021, as audited by the Company's Independent Auditors, Roxas Cruz Tagle & Co., are hereby approved."***

As tabulated by the Company's independent tabulator, the votes on the motion to approve the Audited Financial Statements were as follows:

	Yes/For	**No/Against**	**Abstain**
Approval of Audited Financial Statements as of December 31, 2021	400,954,576	0	0

7. RATIFICATION OF THE ACTS OF THE BOARD OF DIRECTORS AND OFFICERS

The President then proceeded with the next item in the agenda which is the ratification and confirmation of all acts done and caused to be done by the Board of Directors and Management during the year ending December 31, 2021 and the First Quarter of 2022. The acts and resolutions of the Board of Directors and its committees as of March 31, 2023 constitute the following: (i) resolutions taken or adopted, (ii) contracts and transactions entered into, (iii) credit/loan transactions including to related parties, (iv) projects and investments, (v) treasury matters, (vi) manpower related decisions/approvals, (vii) corporate governance-related actions, and (viii) other matters covered by disclosures to the Securities and Exchange Commission (SEC) and the Philippine Stock Exchange (PSE). The acts of Management were those taken to implement the resolutions of the Board or its committees or made in the general conduct of business. Upon motion duly made and seconded, the stockholders resolved to approve the following resolution:

> ***"RESOLVED, that all acts of the Board of Directors and Management from the date of the last Annual Stockholders' Meeting held on January 18, 2022 to date are hereby approved and ratified."***

As tabulated by the Company's independent tabulator, the votes on the motion to approve and ratify the acts of the Board and Management were as follows:

	Yes/For	No/Against	Abstain
Approval and ratification of all acts of the Board of Directors and Management as of March 31, 2022	400,954,576	0	0

8. ELECTION OF THE BOARD OF DIRECTORS (INCLUDING THE INDEPENDENT DIRECTORS)

Mr. Rafael Dominguez, the Chairman of the Nominations Committee, reported on the nominees for the Corporation's Board of Directors, indicating that the nominees have been pre-screened, their profiles provided in the Information Statement and the company website, and the nominations had been duly accepted. Thereafter, the Corporate Secretary presented the following proposed resolution, with the voting results:

> ***"RESOLVED, that the following individuals be, as they are hereby elected as Members of the Company's Board of Directors to serve for a term of one (1) year from November 16, 2022 until their successors have been duly elected and qualified:***

NAME	***NUMBER OF VOTES***
Romolo Nati	
Jose D. Leviste III	
Christine P. Base	
Shennan A. Sy	
Giuseppe Garofalo	
Jose G. Araullo	
Rafael A. Dominguez	
Dionisio A. Tejero	
Emeraldo G. Magnaye	

9. RATIFICATION OF APPOINTMENT OF EXTERNAL AUDITORS

Mr. Jose G. Araullo, the Chairman of the Audit Committee, reported on the Committee's evaluation of the qualification, performance, independence, and the quality and candor of communication of Roxas Cruz Tagle & Co., and recommended the ratification of the latter's appointment as external auditors for 2022.

Thereafter, upon motion duly made and seconded, the stockholders resolved to approve the following resolution:

"RESOLVED that the appointment of Roxas Cruz Tagle & Co. as the Company's external auditors for 2022 is hereby approved."

As tabulated by the Company's independent tabulator, the votes on the motion to approve the appointment of Roxas Cruz Tagle & Co. as external auditors were as follows:

	Yes/For	No/Against	Abstain
Approval of the appointment of Toxas Cruz Tagle & Co. as external auditors	400,954,576	0	0

10. DELEGATION OF AUTHORITY TO THE BOARD FOR PRIVATE PLACEMENT TRANSACTIONS

For the last item on the Agenda, the President explained that Management is eyeing certain potential sites for future projects. Preparatory to approaching the owners of these properties, we have asked the Board for authority to offer to the owners an investment opportunity through private placement, rather than offering to buy the property outright. The investment opportunity will consist of a property for share swap, or property plus cash for share swap, or some other combination. The shares will come from the Corporation's unissued shares. In this manner, the Corporation will be able to acquire and develop the properties without cash out for the acquisition. This will give the Corporation more flexibility to seize opportunities.

The President further explained that the Board of Directors approved on September 28, 2022 the issuance of shares up to 20% of the Corporation's unissued shares for the acquisition of properties for future projects through private placements, and to seek shareholder approval for the delegation of power to the Board to perform the following acts in accordance and further to any such private placement transaction: (i) to determine the subscriber/s for the private placement shares; (ii) to determine the number of private placement shares to be issued, provided that such shall not exceed twenty percent (20%) of the corporation's authorized capital stock; (iii) to determine the subscription price at which the private placement shares shall be issued; (iv) to determine the manner and form of payment; and (v) other financial terms.

The following proposed resolution was then presented for approval:

RESOLVED that the Board approval of additional issuance of shares up to 20% of the Corporation's unissued shares for the acquisition of properties for future projects through private placements of property for share, cash for share, or a combination of both, is hereby ratified; RESOLVED finally that the Board is hereby authorized to perform the following acts in accordance and further to the resolution above: (i) to determine the subscriber/s for the private placement shares; (ii) to determine the number of private placement shares to be issued, provided that such shall not exceed twenty percent (20%) of the corporation's unissued shares; (iii) to determine

the subscription price at which the private placement shares shall be issued; (iv) to determine the manner and form of payment and other financial terms.

As tabulated by the Company's independent tabulator, the votes on the motion to approve the resolution were as follows:

SUBJECT MATTER	YES	NO	ABSTAIN	TOTAL
Delegation of authority to the Board to do the following in relation to private placement transactions for the acquisition of properties for future projects:				
a. to determine the subscriber/s for the private placement shares	400,943,776	-	10,800	400,954,576
b. to determine the number of private placement shares to be issued, provided that such shall not exceed 20% of the unissued shares	400,954,576	-	-	400,954,576
c. to determine the subscription price at which the private placement shares shall be issued	400,954,576	-	-	400,954,576
d. to determine the manner and form of payment and other financial terms	400,954,576	-	-	400,954,576

11. CONSIDERATION OF OTHER BUSINESS

The President opened the floor for comments and questions by the stockholders. The questions basically touch on 3 issues, (a) the private placement; (b) the appropriation of the retained earnings; and (c) the share prices.

On the questions relating to the private placement, the President clarified that the short term effect will be a decrease in share price, but Management expects that the long term effect will boost share prices as a result of the robust financial gains resulting from several new and simultaneous projects. Share prices are dictated by supply and demand, and Management expects that demand for IDC's shares will increase with more visible projects, as well as solid and consistent financial gains.

On questions relating to the necessity of private placement despite appropriation of retained earnings, the President explained that the retained earnings are intended for the projects for which the Corporation has already undertaken pre-development works, such as Miramonti Phase 2 and Verona. The private placement is for purposes of acquiring properties for new projects. He further explained that at the moment, the private placement is a theoretical construct which is intended to be used to approach landowners of properties which have great potential for development.

On questions relating to increasing share prices, the President reiterated that share prices are dictated by supply and demand, and everything that is being done, including the earmarking of retained earnings and the private placemen,t are intended to grow the business, increase the profits, and as a result, increase share prices.

12. ADJOURNMENT

Upon determination that there are no other matters to be considered, the President, upon motion made and duly seconded, declared the meeting adjourned.

Certified Correct:

Atty. Michael John Tantoco Jr.
Corporate Secretary

Attested By:

Jose D. Leviste III
President/Presiding Officer

The acts and resolutions of the Board of Directors and its committees as of September 30, 2022 constitute the following: (i) resolutions taken or adopted, (ii) contracts and transactions entered into, (iii) credit/loan transactions including to related parties, (iv) projects and investments, (v) treasury matters, (vi) manpower related decisions/approvals, (g) corporate

CERTIFICATION OF INDEPENDENT DIRECTOR

I, EMERALDO C. MAGNAYE, Filipino, of legal age and a resident of , after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director (ID) of **Italpinas Development Corporation** (the "Corporation") and have been its ID since March 12, 2021.

2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

Company/Organization	Position/Relationship	Period of Service
Air Cavaliers Credit Cooperative	Director	March 2020- Present

3. I possess all the qualifications and none of the disqualifications to serve as an ID of the Corporation, as provided for in Section 38 of the Securities Regulation Code (SRC), its Implementing Rules and Regulations (IRR) and other SEC issuances.

4. I am related to the following director/officer/substantial shareholder of Italpinas Development Corporation other than the relationship provided under Rule 38.2.3 of the SRC. (where applicable)

NAME OF DIRECTOR/OFFICER/ SUBSTANTIAL SHAREHOLDER	COMPANY	NATURE OF RELATIONSHIP
Not applicable	Not applicable	Not applicable

5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding / I disclose that I am the subject of the following criminal/administrative investigation or proceeding (as the case may be):

OFFENSE CHARGED/INVESTIGATED	TRIBUNAL OR AGENCY INVOLVED	STATUS
None		

6. I shall faithfully and diligently comply with my duties and responsibilities as ID under the SRC and its IRR, Code of Corporate Governance and other SEC issuances.

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

JUL 05 2023 CITY OF MANILA

Done, this _________ day of ____________, at ____________________.

Emeraldo C. Magnaye

JUL 05 2023 CITY OF MANILA

SUBSCRIBED AND SWORN to before me this ______ day of ______________ at __________________, affiant personally appeared before me and exhibited to me his Tax Identification Number (TIN) Card with TIN

Doc. No. 365;
Page No. 74;
Book No. VIII;
Series of 2023;

ATTY. ROLANDO E. LAS PIÑAS
Notary Public City of Manila
Notarial Commission No 2023/016
Until Dec 31 2024
240-C A H Lacson St., Samp. Mla.
Roll of Attorney No 84035
PTR No 0822024/JAN 3, 2023/ MLA.
IBP Membership No 243549 / 06/20/2022
MCLE Exempted G.B O 1s. 2008

CERTIFICATION OF INDEPENDENT DIRECTOR

I, JOSE GONZALES ARAULLO, Filipino, of legal age and a resident of Philippines, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director (ID) of **Italpinas Development Corporation** (the "Corporation") and have been its ID since 2017.

2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

Company/Organization	Position/Relationship	Period of Service
Fontana Resort & Country Club, Inc.	President	2019
Philippine Savings Bank	Director	
The Real Bank (A Thrift Bank), Inc.	chairman	
Punongbayan and Araullo	Chairman Emeritus	

3. I possess all the qualifications and none of the disqualifications to serve as an ID of the Corporation, as provided for in Section 38 of the Securities Regulation Code (SRC), its Implementing Rules and Regulations (IRR) and other SEC issuances.

4. I am related to the following director/officer/substantial shareholder of Italpinas Development Corporation other than the relationship provided under Rule 38.2.3 of the SRC. (where applicable)

NAME OF DIRECTOR/OFFICER/ SUBSTANTIAL SHAREHOLDER	COMPANY	NATURE OF RELATIONSHIP
Not applicable	Not applicable	Not applicable

5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding / I disclose that I am the subject of the following criminal/administrative investigation or proceeding (as the case may be):

OFFENSE CHARGED/INVESTIGATED	TRIBUNAL OR AGENCY INVOLVED	STATUS
None		

6. I shall faithfully and diligently comply with my duties and responsibilities as ID under the SRC and its IRR, Code of Corporate Governance and other SEC issuances.

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

CITY OF MANILA

Done, this JUL 0 5 day of 2023, at __________________.

Jose Gonzales Araullo

JUL 0 5 2023 CITY OF MANILA

SUBSCRIBED AND SWORN to before me this _____ day of ____________ at _______________, affiant personally appeared before me and exhibited to me his Tax Identification Number (TIN) Card with TIN

Doc. No. 364;
Page No. 74;
Book No. VIII
Series of 2023

ATTY. ROLANDO E. LAS PIÑAS
Notary Public, City of Manila
Notarial Commission No. 2023/016
Until Dec. 31 2024
240-C A.H. Lacson St., Samp. Mla.
Roll of Attorney No. 84035
PTR No. 0022024/JAN 3, 2023/ MLA.
IBP Membership No. 243549 / 06/20/2022
MCLE Exempted G.B.O. 1s. 2008

CERTIFICATION OF INDEPENDENT DIRECTOR

I, RAFAEL A. DOMINGUEZ, Filipino, of legal age and a resident of after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director (ID) of **Italpinas Development Corporation** (the "Corporation") and have been its ID since July 11, 2016.

2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

Company/Organization	Position/Relationship	Period of Service
The Linden Suites	President & Owner's Representative Director/SVP & Owner's Representative	2016 to Present 2004 to 2016
PTFC Redevelopment Corporation	Director	2009 to Present
Marco Polo Hotel Davao	Director	2004 to Present

3. I possess all the qualifications and none of the disqualifications to serve as an ID of the Corporation, as provided for in Section 38 of the Securities Regulation Code (SRC), its Implementing Rules and Regulations (IRR) and other SEC issuances.

4. I am related to the following director/officer/substantial shareholder of Italpinas Development Corporation other than the relationship provided under Rule 38.2.3 of the SRC. (where applicable)

NAME OF DIRECTOR/OFFICER/ SUBSTANTIAL SHAREHOLDER	COMPANY	NATURE OF RELATIONSHIP
Not applicable	Not applicable	Not applicable

5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding / I disclose that I am the subject of the following criminal/administrative investigation or proceeding (as the case may be):

OFFENSE CHARGED/INVESTIGATED	TRIBUNAL OR AGENCY INVOLVED	STATUS
	None	

6. I shall faithfully and diligently comply with my duties and responsibilities as ID under the SRC and its IRR, Code of Corporate Governance and other SEC issuances.

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

JUL 05 2023 CITY OF MANILA

Done, this ________ day of __________, at ________________.

Rafael A. Dominguez

JUL 05 2023

CITY OF MANILA

SUBSCRIBED AND SWORN to before me this _____ day of ___________ at _______________, affiant personally appeared before me and exhibited to me his Tax Identification Number (TIN) Card with TIN

ATTY. ROLAND B. LAS PIÑAS
Notary Public City of Manila
Notarial Commission No. 2023/016
Until Dec. 31 2024
240-C A.H. Lacson St., Samp. Mla.
Roll of Attorney No. 84035
PTR No. 0822024/JAN 3, 2023/ MLA.
IBP Membership No. 243549 / 06/20/2022
MCLE Exempted G.B.O. 1s. 2008

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Book No. VII;
Series of 2023

SECRETARY'S CERTIFICATE

I, MICHAEL JOHN A. TANTOCO, Filipino, of legal age, with principal office at 8th Floor, DPC Place, 2322 Chino Roces Ave, Makati City, after having been sworn according to law, hereby depose and state:

1. I am the duly elected and qualified Corporate Secretary of Italpinas Development Corporation (the "Corporation"), a corporation duly organized and existing under the laws of the Philippines with principal address at Unit 28C BPI Philamlife Building, 6811 Ayala Avenue, Makati City, and listed on The Philippine Stock Exchange, Inc. since December 7, 2015.

2. As Corporate Secretary, I have access to the corporate records of the Corporation, including, but not limited to, the curriculum vitae of the Corporation's directors, as well as any disclosures they have made as to their shareholdings in the Corporation, and/or affiliations with other entities;

3. Based on such records of the Corporation, none of the incumbent officers and members of the Board of Directors, who are also nominees in the coming annual stockholders meeting, are employees or of the Philippine government or any of its agencies and instrumentalities.

4. In the event that any officer or director shall, in future, become an employee of the Philippine government or any of its agencies and instrumentalities, the Corporation undertakes to immediately inform the stockholders through a disclosure with the PSE or publication in a newspaper of general circulation.

0 5 JUL 2023

IN WITNESS WHEREOF I hereunto set my hand this ___ day of July, 2023.

MICHAEL JOHN A. TANTOCO
Corporate Secretary

05 JUL 2023

SUBSCRIBED AND SWORN TO before me this ___ day of July, 2023, affiant exhibiting to me her IBP ID with Roll No. _____.

NOTARY PUBLIC

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TANYA GAYE R. IÑIGO
Notary Public for Makati City
Appointment No. M-144
Until December 31, 2024
Roll Number 77150
IBP No. 266806-1.4.23-PPLM
PTR No. 9566239-1.3 2023-Makati
8th Floor DPC Place
2322 Chino Roces Avenue, Makati City

MANAGEMENT REPORT

Item 1. Description of any disagreement on any matter of accounting principle or practices, FS disclosures, etc.

Not applicable, there were no disagreements on accounting and financial disclosures with the previous and current handling partner.

Item 2. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

There are no changes in and any disagreements between the Company and the Independent Public Accountant on any Accounting and Financial Disclosure related matters.

Item 3. Audit and Audit-Related Fees

Requests or applications to provide services that require separate approval by the Audit Committee must be submitted to the Audit Committee by the President or CFO, and must include the engagement proposal, and a statement as to whether, in his view, the fees being charged are commensurate to the services being offered. In connection with the Audit Committee's consideration of any proposed service, the independent auditor, at the Committee's request, will submit to an interview by the Audit Committee to determine its independence. Thereafter, the Audit Committee will draft its recommendation to the Board of Directors as to the scope of the service and reasonableness of the fees.

Fees approved in connection with the audit and audit-related services rendered by Moore Roxas pursuant to the regulatory and statutory requirements for the years ended 31 December 2022, 2021 and 2020 amounted to PHP2,318,400, PHP1,030,400, and PHP966,000, respectively.

Moore Roxas was not engaged for any non-audit services for the years it has served as the Company's independent auditor.

Item 4. Financial Statements with Management's Discussion and Analysis or Plan of Operation

The following discussion summarizes the significant factors affecting the financial performance, financial position and cash flows of Italpinas Development Corporation ("IDC" or the "Company") and its subsidiaries for calendar year ended December 31, 2022 and 1st Quarter of 2023. The following discussion should be read in conjunction with the attached consolidated audited financial statements of financial position and the accompanying notes of the Company as of December 31, 2022 and 2021, and the related statements of income, comprehensive income, changes in equity and cash flows for each of the previous calendar years of IDC. All necessary adjustments to present fairly the

Company's financial position as of March 31, 2023 and the financial performance and cash flows for the year ended December 31, 2022 and for all other periods presented, have been made. All financial information is reported in Philippine Pesos (Php).

Any references in this MD&A to "we", "us", "our", "Company" means the Italpinas and references to "Italpinas" mean Italpinas Development Corporation. All financial information, however, are based on the consolidated audited financial statements, which include its wholly-owned subsidiaries.

KEY PERFORMANCE INDICATORS

	For the years ended December 31			
	2020	2021	2022	1Q 2023
	Audited	*Audited*	*Audited*	Unaudited
Current Ratio (x)[1]	1.70	1.50	1.50	1.45
Solvency Ratio[2]	1.53	1.53	1.56	1.52
Debt-to-Equity Ratio (x)[3]	1.89	1.89	1.78	1.92
Gross Margin (%)[4]	0.48	0.58	0.53	0.59
Return on Equity (%)[5]	0.13	0.13	0.11	0.002
Net Margin (%)[6]	0.46	0.64	0.63	0.02

Notes:

1 Current Ratio is computed as current assets divided by current liabilities.

2 Solvency Ratio is derived through dividing total assets by total liabilities.

3 Debt-to-Equity Ratio is measured as the ratio of total liabilities divided by the total equity attributable to equity holders of the parent company.

4 Gross Margin is gross profit as a percentage of revenue.

5 Return on Equity is net profit as a percentage of average equity attributable to equity holders of the parent company.

6 Net Margin is net profit as a percentage of revenue.

FINANCIAL CONDITION AND RESULTS OF OPERATION

1st Quarter of 2023 Financial Condition

As of 31 March 2023, the Company had Total Assets of Php 3,114,929,216 composed primarily of trade receivables, inventories, project development costs and investment properties.

The Company remains liquid with *Current Assets* amounting to Php2,165,359,158 as against its *Current Liabilities* of Php 1,497,722,734.

Real Estate for Sale composed of the remaining inventories of Primavera City Phase 1 and the cost incurred for Primavera City Phase 2 and Miramonti Green Residences Phase 1.

To further fuel its growth, the Company acquired development loans for each project as follows:

1. Landbank of the Philippines- Primavera Residences Tower A
2. Bank of the Philippine Islands- Primavera Residences Tower B
3. Development Bank of the Philippines- Primavera City Phases 1&2

4. Landbank of the Philippines- Miramonti Phase 1
Debt-to-Equity ratio is 1.92 in March 31, 2022.

As of 31 March 2023, the Company's equity increased by 0.18% brought about by its earnings for 1st quarter of 2023.

Financial Condition as at 31 March 2023 compared to as at 31 December 2022

22.44% Decrease in Cash

During the period, the construction of Primavera City Phase 2 and Miramonti Green Residences Phase 1 were expedited to meet its target to finish construction by year-end. These decreased *Cash*.

5.81% Increase in Contract Assets

Contract Assets are rights to consideration in exchange for the real estate that is conditional.
Contract Assets are recognized based on Percentage of Construction Completion. Sales from Primavera City Phase 2 and Miramonti Green Residences Phase 1 increased the *Contract Assets*.

14.22% Increase in Trade and Other Current Receivables

Sales coming from Primavera City Phase 1 increased the *Trade and Other Current Receivables.*

12.39% Increase in Real Estate for Sale

During the period, the construction of Primavera City Phase 2 and Miramonti Green Residences Phase 1 were expedited to meet its target to finish construction by year-end. These increased *Real Estate for Sale*.

0.73% Increase in Advances to Related Parties

The advances between affiliates brought about the increase in *Advances to Related Parties*.

6.40% Increase in Prepayments and Other Current Assets

During the period, IDC paid withholding taxes and developer's taxes pertaining to title transfers. These withholding taxes are creditable taxes which caused the *Prepayments and Other Current Assets* to increase. Accumulated input taxes also brought about the increase.

2.98% Increase in Property and Equipment

Despite the depreciation, *Property and Equipment* increased due to extension of the office spaces.

25.00% Decrease in Right of Use Asset

The *Right of Use Asset* is a lessee's right to use an asset over the life of a lease.

16.89% Decrease in Contract Liabilities

Contract Liabilities pertain to payments made by unit buyers of unit sales that were not yet recognized as actual sales for the year taking into consideration the policy of the Company in the recognition of sales.

20.13% Increase in Trade and Other Current Payables

During the period, the construction of Primavera City Phase 2 and Miramonti Green Residences Phase 1 were expedited to meet its target to finish construction by year-end. These increased *Trade and Other Current Payables*.

0.67% Lease liabilities
The payments of rental decreased the *Lease Liabilities*.

4.50% Decrease in Borrowings
The payments of bank loans made for the period decreased the *Borrowings*.

0.33% Increase in Retained Earnings

The company earned Php 1,915,825 for the period which brought about the increase in *Retained Earnings*.

<u>1st Quarter of 2023 Results of Operation</u>

Net income of Php 1,915,825 was reported for the period.

Results of Operation as at 31 March 2023 compared to as at 31 March 2022

32.34% Increase in Sales

Increase in the sold units increased *Sales.*

69.85% Increase in Cost of Sales

Increase in Sales correspondingly increased *Cost of Sales.*

29.22% Increase in General and Administrative Expenses

Despite the control measures which were implemented by the Company to reduce the costs and expenses, *General and Administrative Expenses* increased due to the Company's continuous expansion of its operations. New employees were hired and the remunerations of some of the existing employees were increased as a result of exemplary performance.

23.99% Decrease in Finance Income

Finance Income partly pertains to interest income coming from sales through In-House Financing scheme. However, most of the sales that the Company generated were through Bank Financing scheme. As such, *Finance Income* is decreasing.

118.36% Increase in Finance Costs

These pertain to bank interests which increased due to continuous tranche releases of development loans. Likewise, there were interest expenses paid due to the draw-downs from the short-term credit lines.

88.72% Decrease in Other Operating Income

Last year, there were sales cancellations in which the corresponding collections were forfeited. These cancellations were the aftermath of the COVID pandemic.

2022 Financial Condition

As of 31 December 2022, the Company had *Total Assets* of Php 2,956,319,150 composed primarily of trade receivables, inventories, project development costs and investment properties.

The Company remains liquid with *Current Assets* amounting to Php 2,004,695,018 as against its *Current Liabilities* of Php 1,340,850,080.

Real Estate for Sale composed of the remaining inventories of Primavera City Phase 1 and the cost incurred for Primavera City Phase 2 and Miramonti Green Residences Phase 1.

To further fuel its growth, the Company acquired development loans for each project as follows:

1. Landbank of the Philippines – Primavera Residences Tower A
2. Bank of the Philippine Islands – Primavera Residences Tower B
3. Development Bank of the Philippines – Primavera City Phases 1&2
4. Landbank of the Philippines – Miramonti Phase 1

Debt-to-Equity ratio is 1.78 in December 31, 2022.

On 31 December 2022, the Company's equity increased by 12.68% brought about by its earnings for year 2022.

Financial Condition as at 31 December 2022 compared to as at 31 December 2021

42.99% Increase in Cash

The company implemented promotions to expedite the collections. Such promotions resulted to bulk collections of receivables through end-user bank financing. This increased *Cash*.

0.95% Decrease in Contract Assets

Contract Assets are rights to consideration in exchange for the real estate that is conditional. *Contract Assets* are recognized based on Percentage of Completion (POC). Additional collections decreased the *Contract Assets*.

23.23% Decrease in Trade and Other Current Receivables

Additional collections from the sale of Primavera City Phase 1 particularly the proceeds from end-user bank financing brought about the decrease in *Trade and*

Other Current Receivables.

12.56% Increase in Real Estate for Sale

The additional cost incurred in the construction of on-going projects increased the *Real Estate for Sale*.

11.19% Decrease in Advances to Related Parties

Utilization of advances decreased the *Advances to Related Parties*.

26.15% Increase in Prepayments and Other Current Assets

In 2022, IDC paid withholding taxes and developer's taxes pertaining to title transfers. These withholding taxes and developer's taxes are creditable taxes which caused the *Prepayments and Other Current Assets* to increase. Accumulated input taxes also brought about the increase.

42.60% Increase in Property and Equipment

Despite the depreciation, the *Property and Equipment* increased due to acquisition of computers and office furniture. Also, there were improvements of the office spaces.

100% Increase in Right of Use Asset

The *Right of Use Asset* is a lessee's right to use an asset over the life of a lease.

21.71% Increase in Investment Properties

Way back in 2017, the Company made it as its intended business model that commercial and office units will be offered for leasing instead of holding them for sale. In 2022, the appraised value of these units increased.

34.44% Decrease in Deferred Tax Assets

The income tax recognized for the year decreased the *Deferred Tax Assets*.

20.44% Increase in Investment in Associate and Subsidiaries

IDC have advances in IDC Homes Inc. and IDC Prime Inc. Those advances were intended as deposits for future subscription. In December 2022, IDC subscribed additional shares of IDC Homes Inc. and IDC Prime Inc.

17.10% Increase in Other Non-Current Assets

The capitalization of additional cost to obtain contracts brought about the increase in *Non-Current Assets*.

5.90% Increase in Trade and Other Current Payables

The additional costs incurred for the construction of on-going projects contributed to the increase in *Trade and Other Current Payables*.

99.58% Increase in Contract Liabilities

Contract Liabilities pertain to payments made by unit buyers of unit sales that were not yet recognized as actual sales for the year taking into consideration the policy of the Company in the recognition of sales. Additional collections brought about the increase.

100% Increase in Lease Liabilities

In the adoption of PFRS 16, a lease liability account is set-up.

2.44% Increase in Borrowings

During the year, the Company withdrew from the short-term credit lines for working capital purposes.

0.30% Increase in Advances from Related Parties

Advances to and from affiliates caused the increase in *Advances to Related Parties*.

4.37% Increase in Deferred tax liabilities

The income tax recognized for the year increased the *Deferred Tax Liabilities*.

3.00% Increase in Retirement benefit obligation

Recognition of additional obligation due to retiring employees increased the account.

25.23% Increase in Retained Earnings

The company earned Php 118,715,175 for the period which brought about the increase in *Retained Earnings*.

2022 Results of Operation

Italpinas reported a net income of Php 118,715,175 for the year.

Results of Operation as at 31 December 2022 compared to as at 31 December 2021

1.55% Increase in Sales

Increase in the sold units increased *Sales*.

14.33% Increase in Cost of Sales

The additional cost incurred in the construction and the additional cost to obtain contract increased the *Cost of Sales*.

12.75% Decrease in General and Administrative Expenses

With the existence of simultaneous projects and the others in the pipeline, the company continuously expanded its operations. Additional manpower was hired. The Company also secured the services of experts to smoothen the operations. There were improvements in the offices as well. But despite all of these, *General and Administrative Expenses* decreased due to various control measures implemented by the Company to reduce costs and expenses.

28.27% Decrease in Finance Costs

Payment of significant amount of bank loans brought about the decrease.

6.48% Decrease in Share in net loss from an investment in an associate

The company has 25% shares in Constellation Energy Corporation and 100% shares in IDC Homes Inc., IDC Prime Inc. and Prima Management Corporation. In 2022, Constellation Energy Corporation, IDC Homes Inc. and IDC Prime Inc. has no operations and as such incurred a loss.

1,050.59% Increase in Finance Income

The interest income from in-house financing as well as the penalties collected for late payments of amortization caused the increase in the *Finance Income*.

17.93% Increase in Other Operating Income

The gain on sale of investment properties increased the *Other Operating Income*.

2021 Financial Condition

As of 31 December 2021, the Company had Total Assets of Php 2,731,962,191 composed primarily of receivables from sale of condominium units, real estate inventories for sale and investment properties.

The Company remains liquid with Current Assets amounting to Php 1,942,451,220 as against its Current Liabilities of Php 1,293,125,117.

Real Estate for Sale represents remaining inventory of Primavera City Phase 1. Also, the net cost incurred for projects under construction, Primavera City Phase 2 and Miramonti Green Residences Phase 1.

To further fuel its growth, the Company acquired development loans for each project as follows:

1. Landbank of the Philippines – Primavera Residences Tower A
2. Bank of the Philippine Islands – Primavera Residences Tower B
3. Development Bank of the Philippines – Primavera City Phases 1&2
4. Landbank of the Philippines – Miramonti Phase 1

Debt-to-Equity ratio is 1.89 in December 31, 2021.

On 31 December 2021, the Company's equity increased by 14.32% brought about by its earnings for year 2021.

Financial Condition as at 31 December 2021 compared to as at 31 December 2020

47.19% Decrease in Cash

In 2021, the Company catch-up with the construction of Primavera City Phase 2 and Miramonti Green Residences Phase 1. Because of the pandemic which started in year 2020, almost no construction was done in that year. These contributed to the decrease in Cash.

17.60% Increase in Contract Assets

Contract Assets pertain to receivables from the sales of projects still under construction. The Company's sales from Primavera City Phase 2, Miramonti Green Residences Phase1 for the year increased the Contract Assets.

39.60% Decrease in Trade and Other Current Receivables

Collections from receivables of Primavera City Phase 1 particularly the proceeds from end-user bank financing brought about the decrease in Trade and Other Current Receivables.

43.98% Increase in Real Estate for Sale

Increase in the Real Estate for Sale was due to the additional costs incurred in the construction of Primavera City Phase 2 and Miramonti Green Residences Phase 1.

7.39% increase in Advances to Related Parties

Advances to and from affiliates increased the *Advances to Related Parties*.

35.71% Increase in Prepayments and Other Current Assets

In 2021, IDC paid withholding taxes and developer's taxes pertaining to title transfers. These withholding taxes and developer's taxes are creditable taxes which caused the Prepayments and Other Current Assets to increase. Accumulated input taxes also brought about the increase.

24.51% Decrease in Property and Equipment

Depreciation correspondingly decreased the Property and Equipment account.

42.80% Increase in Investment Properties

Way back in 2017, the Company made it as its intended business model that commercial and office units will be offered for leasing instead of holding them for sale. In 2021, commercial units of Miramonti Green Residences Phase 1 were reclassified as Investment Properties, thus, it increased the account.

57.12% Increase in Deferred Tax Assets
The income tax recognizes for the year increased the deferred tax assets.

23.52% Decrease in Investment in Associate and Subsidiary

The Company has 25% shares in Constellation Energy Corporation (CEC) and 100% shares both in IDC Homes, Inc. (formerly LBD Luzon Corporation) and IDC Prime, Inc. (formerly LBD Mindanao Corporation). CEC had a net loss for year 2021. IDC's share in the net loss of CEC caused the decrease in the investment account. IDC Homes, Inc. and IDC Prime, Inc. were still not operational as of December 31, 2021.

40.12% Increase in Other Non-Current Assets

The Company paid security deposits to Cagayan Electric Power and Light Company (CEPALCO) in relation to the installation of transformers in Primavera City Phase 1. This contributed Other Non-Current Assets account to increase.

23.14% Increase in Trade and Other Current Payables

The costs incurred for the construction of on-going projects, Primavera City Phase 2 and Miramonti Green Residences Phase 1 increased Trade and Other Current Payables account.

98.64% Increase in Contract Liabilities

Contract Liabilities pertain to payments made by unit buyers of unit sales that were not yet recognized as actual sales for the year taking into consideration the policy of the Company in the recognition of sales.

5.54% Increase in Borrowings

Despite the payments made for the year, the Borrowings account increased due to the availments. The Company secured loans from DBP's WPC (Working Permanent Capital) credit line. Tranche releases of development loan from DBP and Landbank were likewise received during the year, which were used for the continuous construction of Primavera City Phase 2 and Miramonti Green Residences Phase 1.

22.54% Increase in Advances from Related Parties

Advances to and from affiliates caused the increase in Advances to Related Parties.

4.44% Increase in Deferred tax liabilities

The income tax recognized for the year increased the *Deferred Tax Liabilities*.

6.29% Decrease in Retirement benefit obligation

Adjustment in the recognition of additional obligation due to retiring employees decreased the account.

4.20% Increase in Retained Earnings

The company earned Php 116,661,648 for the period which brought about the increase in Retained Earnings.

2021 Results of Operation

Italpinas reported a net income of Php 116,661,648 for the year.

Results of Operation as at 31 December 2021 compared to as at 31 December 2020

19.66% Decrease in Sales

Despite the pandemic, the Company was able to sustain its sales. This was achieved in part due to strategic deployment of promotions and calibrated discounts that were implemented by the Company in order to sustain sales through the unprecedented pandemic conditions. While these measures rendered positive results, and sales activity remained robust, a decrease in sales is reported as a result of close compliance with current accounting standards regarding the recognition of sales, and the resulting adjustment to the reflected amount.

34.54% Decrease in Cost of Sales

Decrease in Sales correspondingly decreased the Cost of Sales.

20.03% Decrease in General and Administrative Expenses

With the existence of simultaneous projects and the others in the pipeline, the company continuously expanded its operations. Additional manpower was hired. The Company also secured the services of experts to smoothen the operations. Additional offices were set-up as well. But despite all of these, General and Administrative Expenses decreased due to various control measures implemented by the Company to reduce costs and expenses.

33.05% Decrease in Share in net profit (loss) from an investment in an associate

The Company recognized its shares in the loss of its investment in Constellation Energy Corporation.

90.62% Decrease in Finance Income

Finance Income partly pertains to interest income coming from sales through In-House Financing scheme. However, most of the sales that the Company generated were through Bank Financing scheme. As such, Finance Income is decreasing.

8.02% Increase in Finance Costs

These pertain to bank interests which increased due to tranche releases of development loans during the year. Likewise, there were interest expenses paid due to the draw-downs from the short-term credit lines.

26.26% Decrease in Other Operating Income

As discussed above, way back in 2017, the Company made it as its business model that commercial and office units will be offered for leasing instead of holding them for sale. The appraised value of these units increases over the years. However, no new units were subjected to appraisal except the commercial spaces of Miramonti Green Residences, thus, appraisal income decreased.

2020 Financial Condition

As of 31 December 2020, the Company had Total Assets of Php 2,389,423,041 composed primarily of receivables from sale of condominium units, real estate inventories for sale and investment properties.

The Company remains liquid with Current Assets amounting to Php 1,827,351,524 as against its Current Liabilities of Php 1,076,477,830.

Real Estate for Sale represents remaining inventory of Primavera City Phase 1. Also, the net cost incurred for projects under construction, Primavera City Phase 2 and Miramonti Green Residences Phase 1.

To further fuel its growth, the Company acquired development loans for each project as follows:

1. Landbank of the Philippines – Primavera Residences Tower A
2. Bank of the Philippine Islands – Primavera Residences Tower B
3. Development Bank of the Philippines – Primavera City Phases 1&2
4. Landbank of the Philippines – Miramonti Phase 1

Debt-to-Equity ratio is 1.89 in December 31, 2020.

On 31 December 2020, the Company's equity increased by 16.83% brought about by its earnings for year 2020.

Financial Condition as at 31 December 2020 compared to as at 31 December 2019

168.29% Increase in Cash

In December 2020, the Company secured loans from DBP's WPC (Working Permanent Capital) credit line intended for operational use. Tranche release of development loan from Landbank was also received during that same month. These contributed to the increase in Cash.

64.60% Increase in Contract Assets

Contract Assets pertain to receivables from the sales of projects still under construction. The Company generated receivables of about Php 350 million for Primavera City Phase 2 and about Php 120 million for Miramonti Green Residences Phase 1 for the year.

32.34% Decrease in Trade and Other Current Receivables

Collections from receivables of Primavera City Phase 1 particularly the proceeds from end-user bank financing brought about the decrease in Trade and Other Current Receivables.

32.19% Increase in Real Estate for Sale

Increase in the Real Estate for Sale was due to the net costs incurred in the construction of Primavera City Phase 2 and Miramonti Green Residences Phase 1.

19.83% Decrease in Advances to Related Parties

The Company has advances intended for future project developments. However, portion of those was considered “unusable” and as such was returned to the Company. This caused the decrease in Advances to Related Parties.

29.01% Increase in Prepayments and Other Current Assets

In 2020, IDC paid withholding taxes and developer’s taxes pertaining to title transfers. These withholding taxes and developer’s taxes are creditable taxes which caused the Prepayments and Other Current Assets to increase. Accumulated input taxes also brought about the increase.

5.72% Decrease in Property and Equipment

Depreciation correspondingly decreased the Property and Equipment account. However, the Company sold one of its vehicles to buy a new one which contributed to the further decrease in Property and Equipment.

109.41% Increase in Investment Properties

Way back in 2017, the Company made it as its intended business model that commercial and office units will be offered for leasing instead of holding them for sale. In 2020, commercial and office units of Primavera City Phase 2 and Miramonti Green Residences Phase 1 were reclassified as Investment Properties, thus, it increased the account.

26.05% Increase in Deferred Tax Assets

The income tax recognizes for the year increased the deferred tax assets.

36.87% Decrease in Investment in Associate and Subsidiary

The Company has 25% shares in Constellation Energy Corporation (CEC) and 100% shares both in LBD Luzon Corporation and LBD Mindanao Corporation. CEC had a net loss for year 2020. IDC’s share in the net loss of CEC caused the decrease in the investment account. LBD Luzon Corporation and LBD Mindanao Corporation were still not operational as of December 31, 2020.

191.71% Increase in Other Non-Current Assets

The Company paid security deposits to Cagayan Electric Power and Light Company (CEPALCO) in relation to the installation of transformers in Primavera City Phase 1. This contributed Other Non-Current Assets account to increase.

60.90% Increase in Trade and Other Current Payables

The costs incurred for the construction of on-going projects, Primavera City Phase 2 and Miramonti Green Residences Phase 1 increased Trade and Other Current Payables account.

12.04% Decrease in Contract Liabilities

Contract Liabilities pertain to payments made by unit buyers of unit sales that were not yet recognized as actual sales for the year taking into consideration the policy of the Company in the recognition of sales.

75.80% Increase in Borrowings

Despite the payments of Php 141 million for bank loan amortization, the Borrowings account increased due to the availments for the year amounting to Php 217 million. The Company draw-down from its short-term credit lines with DBP and UCPB for operational purposes. The Company also secured loans from DBP's WPC (Working Permanent Capital) credit line intended for the purchase of solar panel and generator for Primavera City Phase 1. Tranche releases of development loan from DBP and Landbank were likewise received during the year, which were used for the continuous construction of Primavera City Phase 2 and Miramonti Green Residences Phase 1.

100% Increase in Advances from Related Parties

The advances to and from affiliates caused the account to increase.

23.36% Increase in Deferred Tax Liabilities

The income tax recognizes for the year increased the deferred tax liabilities.

35.76% Increase in Retained Earnings

The company earned Php 106,976,407 for the period which brought about the increase in Retained Earnings.

2020 Results of Operation

The Company reported a net income of Php106,976,407 for the year.

Results of Operation as at 31 December 2020 compared to as at 31 December 2019

59.10% Decrease in Sales

Despite the pandemic, the Company sold more than 200 units in year 2020 with equivalent peso value of about Php 600 million. This was achieved in part due to strategic deployment of promotions and calibrated discounts that were implemented by the Company in order to sustain sales through the unprecedented pandemic conditions. While these measures rendered positive results, and sales activity remained robust, a decrease in sales is reported as a result of close compliance with current accounting standards regarding the recognition of sales, and the resulting adjustment to the reflected amount.

51.60% Decrease in Cost of Sales

Decrease in Sales correspondingly decreased the Cost of Sales.

11.41% Increase in General and Administrative Expenses

With the existence of simultaneous projects and the others in the pipeline, the company continuously expanded its operations. Additional manpower was hired particularly those directly related to engineering and construction. The Company also secured the services of experts to smoothen the operations. Additional offices were set-up as well. All of these increased the General and Administrative Expenses.

36.89% Decrease in Finance Income

Finance Income partly pertains to interest income coming from sales through In-House Financing scheme. However, most of the sales that the Company generated were through Bank Financing scheme. As such, Finance Income is decreasing.

3.08% Decrease in Finance Costs

These pertain to bank interests from the tranche releases of development loans during the year. Likewise, interest expenses paid due to the draw- downs from the short-term credit lines. It decreased due to payment of bank loans amortization for the period.

120.99% Increase in Other Operating Income

As discussed above, way back in 2017, the Company made it as its business model that commercial and office units will be offered for leasing instead of holding them for sale. The appraised value of these units increases over the years. Therefore, the Company earned appraisal income which increased the Other Operating Income account.

OTHER INFORMATION

1. Any known trends, events, or uncertainties (material impact on liquidity):

No known trend, events or uncertainties have material impact on the Company.

2. Events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation:

Not applicable.

3. All material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons created during the reporting period:

The Company has not entered into any material commitments as of June 30, 2022 nor has it entered into any material off-balance sheet transactions, arrangements, obligations and other relationships with unconsolidated entities or other persons created during the applicable period.

4. Description of any material commitments for capital expenditures, general purpose of such commitments, expected sources of funds for such expenditures:

None outside the course of ordinary business of the Company.

5. Any known trends, events or uncertainties (material impact on sales):

None.

6. Any significant elements of income or loss (from continuing operations):

None outside the course of ordinary business of the Company.

7. Causes for any material changes from period to period of FS which shall include vertical and horizontal analyses of any material item (5%):

Please see discussion above.

8. Seasonal aspects that have material effect on the FS:

No seasonal aspects that have a material effect on the financial statements.

9. Percentage of Sales contributed by foreign buyers:

Not material. For the last 4 years, percentage of sales to foreign buyers are 7.27, 6.01, 11.82 and 13.03 for 2018, 2019, 2020 and 2021, respectively.

Item 5. Brief Description of the general nature and scope of the business of the registrant and its subsidiaries

OVERVIEW OF THE BUSINESS

Italpinas Development Corporation was incorporated in 2009 as Italpinas Euroasian Design and Development Corporation. The Company was subsequently renamed Italpinas Euroasian Design and Eco-Development Corporation. On July 15, 2015, the SEC approved the change of the Company's name to "Italpinas Development Corporation." Its primary purpose is to engage in the business of real estate development. The Company draws from its expertise in architectural design, market and demographic strategy, project development, and sales.

IDC uses passive and active green design strategy in developing high performance real estate properties in up-and-coming cities in the Philippines with high growth potential. The Company makes use of in-depth market research, design, and development strategies that start with a deep analysis of the target site's social, economic and environmental conditions for its property development projects.

The Company's first development project was the Primavera Residences located in the Pueblo de Oro Township in Cagayan de Oro City. It is a twin-tower 10-storey mixed-used condominium development which was well received by the local market and among investors across the Philippines and overseas. Construction of the first tower started in June 2010 and was completed in August 2012. The second tower was subsequently completed by the third quarter of 2015. Towers A and B of the Primavera Residences are almost fully sold. Primavera Residences has been awarded as the "Best Mixed-Use Development in the Philippines" by the International Property Awards, awarded in Kuala Lumpur, Malaysia in 2014 and was also "Highly Commended" in the "Best Condo Development" category at the Southeast Asia Property Awards held in Singapore in 2011. It was also awarded as a finalist among the "Most Promising Clean Energy Investment Opportunities" at the Climate Technology Initiative Private Financing Advisory Network (CTI PFAN) held in Manila in 2010.

The Company currently has a pipeline of projects. The latest sustainable mixed-use condominium project by IDC is Primavera City which is also located in the Pueblo de Oro Township in Cagayan de Oro City. At a competition held in Singapore on February 22, 2013, it was awarded as one of the top ten "Most Promising Clean Energy Investment Opportunities" by the Climate Technology Initiative Private Financing Advisory Network (CTI PFAN), whose funding partners include the Asian Development Bank (ADB) and the United States Agency for International Development (USAID). Primavera City also recently received the citation under the "Best Mixed-Use Development" category at the International Property Awards Asia Pacific in 2017 held in Bangkok, Thailand.

Primavera City will be implemented in four (4) phases. Phase 1 is comprised of Towers A and B, and Podium C (the commercial area and the basement parking) and was launched in June 2016 and March 2017, respectively. As of March 31, 2023, units available for sale for both Tower A and Tower B are almost fully sold. Construction of Primavera City Phase 1 was almost fully completed by the end 2021. The Company launched Phase 2 of the Primavera City last June 2019. As of March 31, 2023, Primavera City Phase 2 is almost sold. Construction of Primavera City Phase 2 is expected to be completed by 4Q 2023. Phase 3 and Phase 4 envisioned as a high-rise mixed condo is slated for development i n

1st quarter of 2023 and 1st quarter of 2024 respectively or sooner depending on the sales take up of the projects.

As of March 31, 2023, the first four (4) lots of Primavera City Phase 1 and Phase 2, comprised of a total area of 3,748 sq.m have been fully paid with the corresponding titles registered under the Company's name. In order to secure the entire development of the Primavera City complex, Pueblo de Oro Development Corporation and IDC have executed Contracts to Sell to acquire the remaining three (3) adjoining lots that consist of a total area of 2,810 sq.m for the planned Phases 3 and 4 of the projects.

Given the established relationship of the Company with the ICCP Group, the owner and developer of the Pueblo de Oro Township in Cagayan de Oro City, the Company has fully paid the land in Sto. Tomas, Batangas, comprising of 2,057 sq.m, this is the site for IDC's mixed-use development project, the Miramonti. As of March 31, 2023, the company has sold more than 82% of the units available for sale.

The Miramonti project site is strategically located adjacent to the Manila-Batangas expressway, the Southern Tagalog Arterial Road ("STAR") Tollway, and directly accessed by the existing expressway exit, which is attractive to both growing local demand as well as the constant flow of traffic passing between Metro Manila and the Batangas City area.

Commercial properties will address a pronounced gap in commercial unit supply in the Sto. Tomas area, while the residential units and serviced apartments will serve the demand for accommodation from growing expatriate markets, transient markets, and from personnel frequenting the industrial and commercial zones between Metro Manila and Batangas port. In a similar strategy to that in Primavera City, an additional Memorandum of Agreement was signed with RFM-Science Park of the Philippines, Inc. to guarantee the right of first refusal to the Company over and adjacent lot at the Sto. Tomas site, allowing the Company to plan for expansion in keeping with strong demand forecasts.

In addition to the immediate pipeline of projects, the Company continues to pursue wide ranging analysis and field observations in order to identify additional locales in the Philippines that are consistent with its existing portfolio of hyper-prospective growth nodules in under-valued secondary and tertiary cities. The company is focused on expanding its presence in the areas wherein it already has existing projects such as Cagayan de Oro and Batangas, and have identified potential areas for future developments in Southern Luzon & Visayas. The Company is still in the process of conducting due diligence and validation of other areas of interests.

The Company has not been involved in any bankruptcy, receivership, or similar proceedings.

Corporate Vision-Mission

Vision: We strongly believe that human technique is inseparable from nature and nature is our inspiration. Therefore, we aim to design and build an environment where human development is in a balance with its environment.

Mission: We provide unique, innovative, sustainable and safe real estate products that satisfy and exceed the expectation of our customers, business partners and stockholders because "*not all buildings are created equal*."

The Founders of IDC

In 2009, Arch. Romolo Nati, a talented professional Italian Architect with international experience in design, real estate and property development in countries such as Italy, Estonia, Romania and other European countries came to the Philippines and met Atty. Jose D. Leviste III, an accomplished Filipino lawyer whose education and work experience were nurtured in the Philippines, United States and Australia. After learning that they both share the same vision and passion in promoting sustainable developments in the Philippines, these two successful professionals teamed up and, with the support of Jose P. Leviste, Jr., a seasoned Filipino renewable energy entrepreneur, corporate social responsibility advocate and sustainable mining investor, established ITALPINAS Euroasian Design and Eco-Development Corporation, subsequently renamed as Italpinas Development Corporation.

Arch. Nati inspires, conceptualizes, and directs the Company's designs, including its performance-based design solutions and systems, as well as its unique visual aesthetic. The approval of final architectural plans, as well as any other steps as may be required, is done by duly licensed and accredited Filipino architects.

Unique Value Proposition

IDC has the following value propositions that the Company believe puts it ahead of its competitors:

- LOCATION — We develop in up-and-coming cities, in safe and growing areas
- DESIGN — We deliver innovative, elegant and green Italian Design
- BUILDING — We build high quality, smart, safe and affordable buildings
- GREEN — We reduce environmental impact (lower energy and water consumption)

Awards, Recognition and, Track Record

Although IDC is a young company, its projects have been recognized and awarded by prestigious international organizations:

1. Best Mixed-Use Development in the Philippines 2023-2024 by International Property Awards- Asia Pacific (Verona Green Residences – with IDC Homes, Inc. as developer)

2. EDGE Champion (Worldwide) for 2023

3. Best Mixed-Use Development in the Philippines 2019-2020 by International Property Awards- Asia Pacific (Miramonti Green Residences)

4. Best Innovation Project of the Year 2018 by The Outlook-Lamudi, Philippines (Miramonti Green Residences)

5. Winner Of Best Mixed Used Development in The Asia Pacific in 2017 By the International Property Awards Held in Bangkok, Thailand, For Primavera City

6. Recognition By the Green Building Philippines, International Finance Corporation, Philippine Green Building Initiative with The Support of The Swiss Confederation for Promoting the Greening of The Building Sector, September 15, 2016
7. Winner Of Leadership in Green Building in the 2016 Philippine Green Building Council Awards, July 2016, For Primavera Residences
8. First Completed Condominium Project in East Asia in 2015 By Edge (Excellence in Design for Greater Efficiencies), For Primavera Residences
9. Winner Of Best Mixed-Use Development in The Philippines in the 2014-2015 International Property Awards, For Primavera Residences
10. Highly Commended as Best Condominium Development in The Philippines in the 2011 Southeast Asia Property Awards (Seapa), For Primavera Residences
11. Finalist In the Most Promising Clean Energy Investment Opportunities in the 2010 Cti-Pfan Asia Forum for Clean Energy Financing (Philippines), For Primavera Residences
12. Finalist In the Most Promising Clean Energy Investment Opportunities in the 2013 Cti-Pfan Asia Forum for Clean Energy Financing (Singapore), For Primavera City
13. Winner Of the Special Energy Award in the 2011 International Architectural Competition (Design Against the Elements, "Date"), Coral City
14. Highly Interesting Real Estate Project in the 2012 Xavier (Ateneo) University Cagayan De Oro City, For Primavera Residences and IDC
15. Highly Appreciated for Environmental Protection for Sustainable Development In 2011 by the National University Of Manila, For Primavera Residences

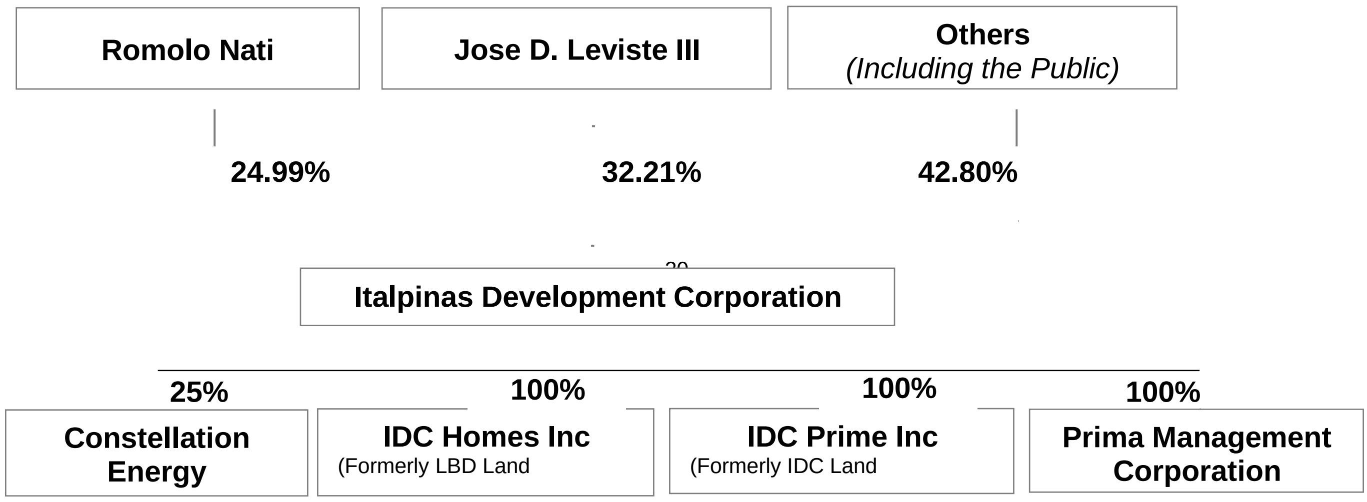
In addition, the two founders have also been invited to speak in notable events such as:

- "High level dialogue on ASEAN- ITALY Economic Relations" held in Singapore, organized by The European House-Ambrosetti;
- World Architecture Festival, as panelists, Singapore, 2015
- The Sustainability Summit Asia 2018 organized by The Economist in Kuala Lumpur; and
- The International Property Award event held in Bangkok in May 2019

Arch. Nati and Atty. Leviste have been also featured in National Geographic Magazine, Asia Edition, in 2014 for their innovation in Real Estate.

IDC developments are rated by EDGE (Excellence in Design for Greater Efficiency), the Green Building Rating System, developed by IFC (International Finance Corporation), which is part of the World Bank Group.

CORPORATE STRUCTURE



As of March 31, 2023, the Company's substantial shareholders are Architect Romolo Nati with 24.99%, and by Attorney Jose D. Leviste III with 32.21%. The remaining are owned by the public, with some officers and directors owning a non-substantial number of shares. The Company owns a 25% stake in Constellation Energy Corporation and a 100% stake in IDC Homes Inc (formerly LBD Land Corporation), IDC Prime Inc (formerly IDC Land Corporation) and Prima Management Corporation respectively.

SUBSIDIARIES

IDC Prime Inc (Formerly IDC Land Corporation)

IDC Prime Inc (Formerly IDC Land Corporation), a wholly-owned subsidiary of the Company, was incorporated last 19 August 2019 in order to streamline the Company's operations in Mindanao.

IDC Homes Inc (Formerly LBD Land Corporation)

IDC Homes Inc (Formerly LBD Land Corporation), a wholly-owned subsidiary of the Company, was incorporated last 19 August 2019 in order to streamline the Company's operations in Luzon.

The Company's subsidiaries have not operated as of March 31, 2023.

Prima Management Corporation

Prima Management Corporation a wholly-owned subsidiary of the Company, was incorporated last 23 February 2022. Its primary purpose is to operate, hold, or provide partial or full-service management and maintenance of real estate businesses.

ASSOCIATES & AFFILIATES

Constellation Energy Corporation

At present, multiple factors converge in the Philippines to make renewable energy a prospective area. These include the passage of new legislation (the Renewable Act of 2008) that protects and encourages renewable energy development, the price of energy in the Philippines that remains among the highest in the region, as well as a shortage of energy production across the Philippines which represents demand for new generation.

In line with its commitment to sustainable development, the Company also holds a 25% equity stake in Constellation Energy Corporation ("Constellation" or "CEC"), providing it with strategic exposure to growth in the renewable energy industry and the Philippines' increasing demand for power. Constellation is engaged in the development of renewable energy facilities to provide clean sources of power and assure a stable supply of electricity to Filipino homes and industries. Constellation Energy Philippines ("CEC") is a renewable energy development firm with development projects in hydroelectric, geothermal, and wind technologies. Together with its partners and investors, Constellation envisages the development of each of its projects into an independent power producer, producing electricity from natural resources and selling to the grid with electrical cooperatives, individual industrial consumers, and/or other entities as the buyers, or under the Philippine government's Feed-in-Tariff system. Constellation also provides technical consultancy, political and country risk management, financial advisory in connection with the energy field in the Philippines, backed by an extensive network and well-established government and community relations from national to local levels.

CEC was incorporated on June 24, 2008. As of March 31, 2023, CEC has paid-up capital totaling PhP20 million. It is 50% owned by Jose P. Leviste Jr. & spouse, 25% owned by Lili Investment Services Inc., and 25% owned by IDC.

CEC's board of directors consists of: Jose P. Leviste Jr. (Chairman), Romolo Nati (Vice Chairman), Jose D. Leviste III (President), Shennan A. Sy (Treasurer and Corporate Secretary), and Jennifer D. Leviste. CEC has officers in common with IDC, namely Jose D. Leviste III (concurrently President/Director of both CEC and IDC), and Romolo V. Nati (concurrently Vice Chairman/Director of CEC & Chairman/CEO/Director of IDC).

CEC has not established a specific dividend policy. Dividends may be issued to all shareholders on the basis of outstanding stock held by them. The amount, type and date of payment of the dividends to the shareholders would be determined by the Board of Directors of CEC.

Damiani Property Management and Services

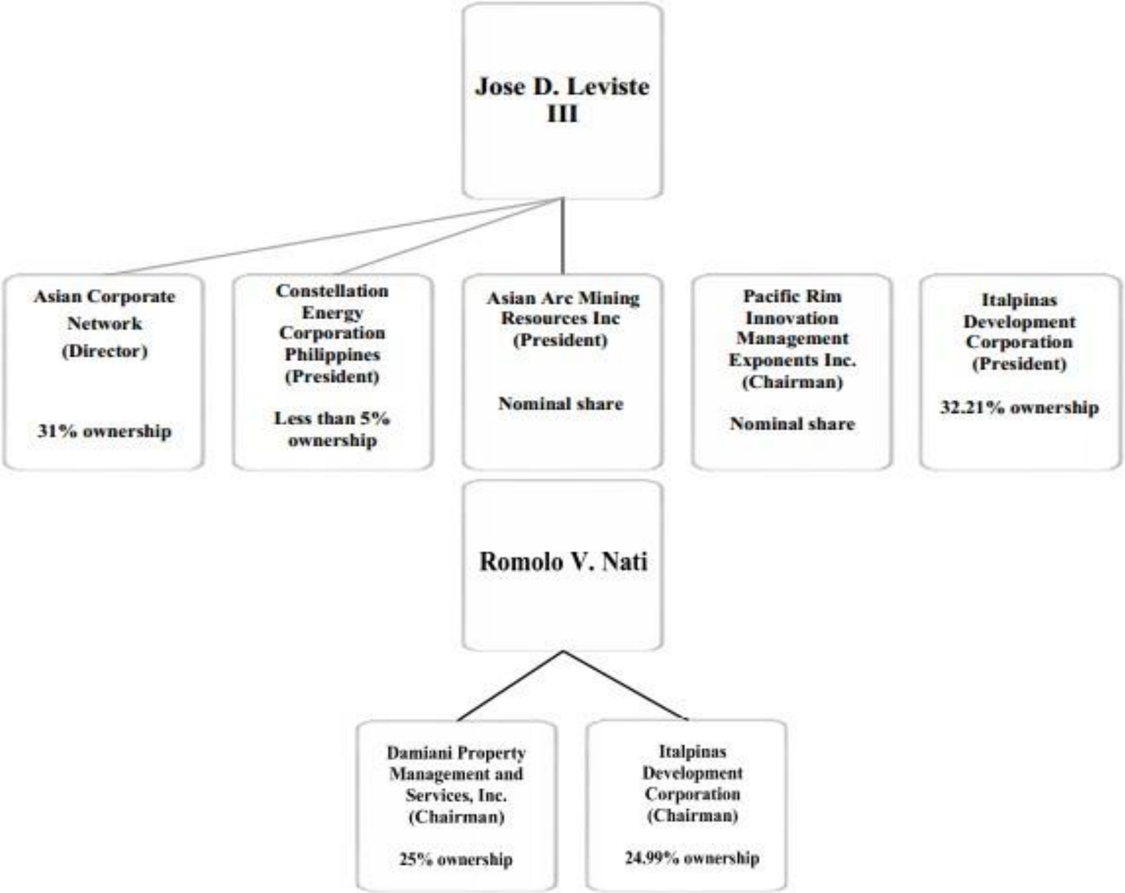
Damiani Property Management and Services was incorporated on 27 April 2016. Its primary purpose is to operate, hold, or provide partial or full-service management and maintenance of real estate businesses. IDC's Chairman and CEO, Romolo Nati, owns 25% of outstanding shares of Damiani.

Primavera Residences Condominium Corporation (PRCC)

PRCC was initially incorporated and registered with SEC by the Company in order to be the Condominium Corporation for the Primavera Residences project. The Company owns certain units at the Primavera residences and participates as a member of the affiliate's BOD.

Other Holdings

Below are the other holdings of Attorney Jose D. Leviste III and Architect Romolo Nati:



COMPETITIVE STRENGTHS

Unmet demand for housing and stable organic increase in population make it likely that real estate in the Philippines will continue to grow at a steady rate. This is further supported by strong macro-economic growth, rising foreign investment, and increasing spending power among OFW families. While new housing developments have concentrated in the main cities, secondary and tertiary cities have been underserved, and represent an opportunity in the inevitable shortage in housing supply.

The Company is especially well poised to capitalize on this opportunity given the following competitive strengths:

Future-Fluent Intuition in Choosing Locations

The Company engages in rigorous and intensive market research, not just of the prospective projects, but of the host city as a wider demographic entity. This works in tandem with Architect Nati's extensive experience in real estate investment, and Atty. Leviste's academic background in sociology, which together manifest as a unique intuition in what areas or communities will be the next sites of rapid and inevitable growth. Target communities are chosen based on their position as up-and-coming, next wave communities. Cities are prioritized for having sharp growth prospects including steady organic growth, and dynamic economic and demographic prospects. Primavera Residences, for example, was the first condominium development of its kind in Cagayan de Oro at the time that its construction commenced, which demonstrates the foresight employed at the time to anticipate what is now proven to be a major growth center for property development.

Strong Culture of Research and Innovation

All of IDC's real estate developments are the product of in-house architectural design and innovation. The research and development heritage of the Company, through the extensive career of Architect Romolo Nati, extends to the portfolios of his European firm, ITA Projects (based in Italy and Estonia). In this predecessor firm, Architect Nati developed methods and characteristic aesthetics that the Company now deploys in the Philippines, such as the use of parametric architecture.

These design processes are possible only with the use of particular software running in graphic stations with high-powered computers. This software, when operated by an architect, is able to integrate various parameters such as weather conditions, financial requirements, functional needs, etc. with the goal of finding the best possible combination of all these elements in various degrees. The final design result represents the best possible solution (based on the given data). This process can also be called performance- based design, because the final design is the one that is expected to perform best out of the infinite number of possible combinations and permutations. In practice, since building sustainability and performance is achieved through design (as explained above rather than through the deployment of expensive high-tech features), the final product is affordable to buy and maintain. This is an important objective of IDC's innovation and research: the democratization of quality and sustainability in the real estate market.

In the Philippine context, where a substantial share of power consumption is for air conditioning and cooling, one main goal of IDC's sustainable designs is to reduce the indoor temperature in its developments. Increasing natural ventilation and reducing the direct sun projections on the windows (without compromising natural light) is the main task in reducing power consumption. The conservation of water and the reduction of the overall environmental impact during construction and for the entire life of the project are also important targets that the Company achieves through these approaches.

Total Commitment to Sustainable Development

The Company's aesthetic and design philosophy operate in tandem with a commitment to environmental conservation. The result of the Company's design innovations is not only to lighten the impact of development upon the environment, but also to lessen the dependence of end users on energy and water. This delivers savings to the end user, and is a key value proposition of the Company's developments.

Complementary Blend of Expertise

Architect Romolo V. Nati draws from his Italian design heritage and 15 years of professional experience to bring the latest and most advanced creative and performance- based architecture. He also has extensive experience in real estate development as well as architectural design. He has designed several buildings in his native Italy, as well as award winning public buildings in Estonia. He was also the recipient of design awards from

BMW and Mitsubishi. His partner Attorney Jose D. Leviste offers forward-looking Filipino perspective. His legal background included commercial litigation while in private practice in Sydney, Australia. His project development experience includes his role as President and Chief Executive Officer of Constellation Energy Corporation, which is developing four (4) renewable energy generation assets utilizing wind, hydro, and geothermal technologies. The result is a combination of both novel and innate cultural influences, as well as complementary professional backgrounds.

BUSINESS STRATEGIES

To Bring the Power of Creativity and Architectural Design to the Market

Central to the Company's strategies is the consistent emphasis on its own creative designs to deliver an unprecedented level of innovation performance, and cutting-edge aesthetic through its buildings. Currently, such attributes are seen as reserved for elite projects in the main cities of the Philippines. Through "Performance-Based" Design Strategy, the Company will deliver these qualities in its performance-based developments and make them available in highly prospective, yet thus far, underserved market segments.

Performance-Based Design Strategy, when deployed together with the multi-awarded architectural skill of Arch. Romolo Nati and IDC's design team, results in direct benefits to the project's end-users such as quality of experience and day-to-day savings, among others.

In the Philippines, for example, a major goal is to decrease excess reliance on power and water, and to maintain cool interior temperatures. As such, IDC buildings are designed to perform in these respects, by optimizing shading, encouraging airflow, among other things, in order to reduce the end-users' costs spent on energy for air-conditioning and other forms of consumption.

Further, Performance Based Design is also used to mitigate construction costs. By reversing the market's expectations and assumptions by bringing superior design at the appropriate price, the Company was able to penetrate this underserved market and turn out successful developments in previously untapped areas.

To Choose Locations in their Early Growth Phases and Ride New Property Booms Within the Philippines

A key philosophy of the Company's growth plans is to carefully choose project locations in order to gain exposure to the highly prospective growth rates of secondary or tertiary cities. These hyper-prospective nodes of growth are chosen for being strategically significant or particularly vibrant or promising demographically. It is not the Company's strategy to locate projects in already well-developed communities. Rather than compete with existing developers in already well-served areas, the Company seeks target cities with significant growth prospects and demographically suitable areas. Within the target communities, the Company also chooses locations that are safer and more secure from natural calamities and geo-hazards (such as less flood-prone areas) and designs structures with emphasis on safety from major calamities.

To Increase Leasable Floor Space in Order to Bring Steady Revenue to the Company

The Company has thus far had a favorable experience with operating rental properties in its first project, Primavera Residences, as a developer-landlord. It intends to build on this initial success by continuing to develop, and retain more commercial and residential leasable units in subsequent developments. By doing so, the Company expects to generate an ancillary source of income in the leasing and management of these properties.

COMPLETED AND ONGOING PROJECTS

Completed and On-going Projects of IDC				
	Primavera Residences	**Primavera City**		**Miramonti**
No. of Towers	2 Towers	Phase 1: 2 Towers	Phase 2: 2 Towers	Phase 1:1 Tower
No. of Floors	10 floors	12 floors	12 floors	21 floors
No. of Units/ Residential	298 units	291 units	291 units	352 units
No. of Units/ Commercial	28 units	50 units	57 units	12 units
Approx. Gross Building Area	19,961 sq.m.	18,489 sq.m.	21,063 sq.m.	20,593 sq.m.
Net Sellable Floor Area	11,957 sq.m.	13,143 sq.m.	13,146 sq.m.	12,270 sq.m.
Total No. of Units (including parking)	380 units	404 units	423 units	406 units
Stage	COMPLETED	COMPLETED	CONSTRUCTION ON-GOING	CONSTRUCTION ON-GOING

Primavera Residences

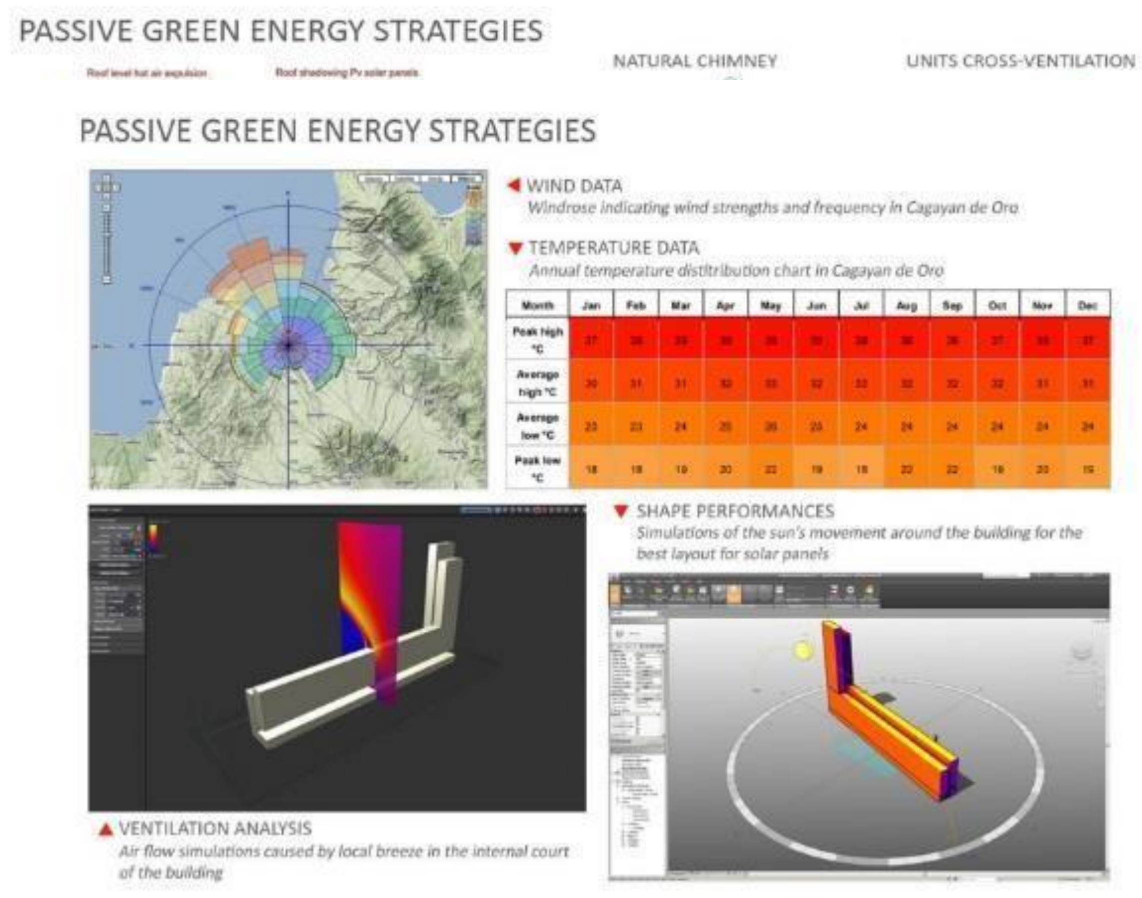
IDC’s debut project, Primavera Residences, commenced construction in June 2010. The complex consists of twin mid-rise mixed-use green buildings, the first of which was completed in August, 2012. The second tower was completed in December, 2015 and turned over to buyers.

Primavera Residences is located in Pueblo de Oro Township, a world-class master-planned community in flood-free uptown Cagayan de Oro City. Primavera Residences is adjacent to SM City CDO, schools, offices, churches, and a golf course. It is situated inside the Pueblo de Oro Business Park, an export zone registered with the Philippine Export Zone Authority (PEZA). The Company was able to establish itself here as the “first-mover” in introducing condominium living in Cagayan de Oro City.

Primavera Residences has already been recognized for the buildings’ unique design architecture, environmentally friendly features, and the quality of its development. In 2016, the Company was awarded the Leadership in Sustainability Design Award by the Philippine Green Building Council for its pioneering Primavera Residences project in Uptown Cagayan de Oro. In May 2014, it won the Best Mixed-Use Development in the Philippines Award given by the International Property Awards in Kuala Lumpur. It was also highly commended as one of the Best Condo Developments in the Philippines at the 2011 Southeast Asia Property Awards (SEAPA) held in Singapore in November 2011, and was awarded a Recognition Certificate as a finalist and one of the “most promising clean energy investment opportunities” during the Climate Technology Initiative Private Financing Advisory Network (CTI PFAN) Philippine Clean Energy Investment Forum in Manila on June 21, 2010.

Arch. Nati inspires, conceptualizes, and directs the Company’s designs, including its performance-based design solutions and systems, as well as its unique visual aesthetic. The approval of final architectural plans, as well as any other steps as may be required, is done by duly licensed and accredited Filipino architects.

Primavera Residences is a twin-tower project consisting of Building A, with ten (10) floors and Building B, with ten (10) floors plus mezzanine. The total floor area of both buildings is 19,961 square meters. In Building A, the ground floor is for commercial while the second floor is for office spaces and the multipurpose hall to serve the community. Amenities such as the gym, pool, and green courtyard are at the third floor. Residential units are located from the third floor to the tenth floor. In Building B, the Ground floor is for commercial use, with parking available (to serve both buildings) at the mezzanine and second floors.



Residential units are located from the third to the tenth floor, with an open-air playground and socials space found at the third floor. The shared rooftop spanning both buildings feature drying cages for the convenience of residents, and will soon showcase a solar panel installation to supply a portion of the energy needs of the building's common areas. In addition, the buildings are equipped with entrance lobbies, two elevators each, CCTV security cameras, and provision for cable television, landlines, and internet access. The building showcases green features to both save and generate energy. Façades are shaded by cantilevered ledges that protect windows from direct contact with the sun's rays during the hottest times of the day. The dimensions and placement of these ledges are optimized by the use of parametric design software, taking into account the exact path traveled by the sun through the sky, each day throughout the year, at the building site's precise latitude on the earth.

The building is also designed to decrease indoor temperature by increasing natural ventilation. This is achieved through green strategies including an inner courtyard that functions as a natural chimney, drawing warmer air upward from the 3rd floor through the top of the building, which, in turn, creates natural suction of cooler air laterally inward from the building's exterior. The design of individual units also channels this movement of air to significantly enhance cross-ventilation in each household.

The precise management of shading features allows larger window designs without raising temperature. Together with the open inner courtyard, this optimizes natural lighting throughout units and common areas without the heating effects of unmitigated sunlight, resulting in further energy savings.

The two buildings have an aggregate of two hundred ninety-eight (298) residential units, twenty-eight (28) commercial units and fifty-four (54) parking slots.

As of March 31, 2023, units available for sale of this project is almost fully sold.

Primavera City

Also located near SM City CDO in the Pueblo de Oro Business Park, Primavera City is designed as a seven-building cluster and is planned to be constructed in four (4) phases as follows: Phase 1 to consist of the first and second buildings on the first two contiguous lots; Phase 2 to consist of the third and fourth buildings on the next two contiguous lots; Phase 3 to consist of the fifth and sixth buildings on the next two contiguous lots; and Phase 4 to consist of a single high-rise building on the last (seventh) of the contiguous lots. The construction of Phase 1 commenced in 4Q 2016 and was fully completed.

Photo: Primavera City Architectural Rendering

The area's only real estate project comprised of seven mixed-use residential and commercial buildings with passive and active green features and utilizing a massive solar panel array at the building's rooftop, Primavera City bested over 100 other clean energy projects across Asia in real estate competitions.
In 2017, the Company once again received the citation in the Best Mixed-Use Development category at the International Property Awards Asia Pacific for Primavera City. The project has also been awarded by the Climate Technology Initiative Private Financing Advisory Network (CTI PFAN), whose funding partners include the Asian Development Bank (ADB) and the United States Agency for International Development (USAID), as among the top ten "Most Promising Clean Energy Investment Opportunities" projects in a competition held in Singapore on February 22, 2013.

This twelve-storey mixed-use development is designed to have one (1) floor of ground parking, one (1) floor of basement parking, one (1) floor commercial, two (2) floor offices, eight (8) floors of residential space, and a roof deck featuring amenities like a pool, a gym, a multipurpose function hall, and a roof garden. Each building is planned to feature an array of photovoltaic panels that will generate energy for the building's consumption. In addition, passive green features of the building's design will significantly reduce the energy required for air- conditioning.

The second phase of the Primavera City project commenced in 4Q 2019 and is expected to be completed by 4Q 2023. Primavera City phase 2 project is a mixed-use project consisting of 12 floors with 291 residential units located from the 4^{th} floor to 11^{th} floor. The third and fourth phase, high-rise mixed condominiums, are slated for development in 1Q 2022 and 2Q 2024 respectively or sooner depending on the sales take up of the projects.

The seven (7) lots of Primavera City Phase 1 to Phase 4, comprised of a total area of 6,558 sq.m have been fully paid with the titles to Phases 1 and 2 registered under the Company's name, while the titles to Phases 3 and 4 are in the process of being registered in the Company's name.

Miramonti Green Residences

The land for the two-phase Miramonti project is a 7,404 square meter prime property located at Millenium Drive, Light Industry Science Park III, San Rafael, Municipality of Sto. Tomas, Province of Batangas, Philippines. The land identified as Lot 1-A-3 allocated for Miramonti – Phase 1 comprising of 2,057 square meters has been purchased by IDC. The title bearing TCT No. 056-2017001498 has been transferred in favor of the company by Register of Deeds, Tanauan on March 23, 2017.

Photo: Miramonti Green Residences Architectural Rendering

Miramonti Green Residences, has recently won the prestigious Asia Property Awards 2019-2020 by The International Property Awards in the category of Best Mixed-use Development within the Asia-Pacific Region. The project was also awarded Best Innovation Project of the year by Lamudi-Outlook Property Award 2018, organized by the top Philippine real estate portal, Lamudi.

Miramonti Phase 1 commenced construction on December, 2018 and is slated to be completed on 2023. The mixed-use building is comprised of 21 floors, with the ground floor allotted for commercial spaces, mezzanine floor for convention halls and office spaces, the second and third floors for parking, the fourth floor is devoted for the amenities such as swimming floor, gym, jogging path and garden and a multi- purpose room. The residential units start at the 5^{th} floor up to the 20^{th} floor. The roof top will have the terrace and the solar panel.

The second commercial/residential lot with an area of 5,347 square meters identified as Lot 1 of Block 3A will be the site of the prospective Miramonti Phase 2. The company has a Joint Venture Agreement for this lot with the owner, Lanvin Natural Resources, Inc., which is intended for Miramonti Phase 2.

Based on in depth assessments of the Company, the best use for this property is deemed to be a mixed-use development. This involves the construction and development of state-of-the-art “eco-logic” mixed-use apartments with more than 19,276 sq.m. of gross buildable area. The master plan development is envisioned as a “green” community of three (3) mixed-use buildings consisting of 21 floors each with commercial, office, retail and residential components.

Verona Green Apartments

The Project, which is a joint venture with a prominent family in Cagayan de Oro, is to be built on 11,327 square meters of land located at Barangay Upper Carmen, Cagayan de Oro City. It is a Green Walkup development consisting of 15 mixed-use buildings of four stories for Phase I, and 4 residential buildings of four stories for Phase II. Phase I’s ground floor is allocated for commercial use, with the succeeding 3 floors allocated for residential use, having a total number of 30 commercial units and 270 residential units, averaging 24.26 sqm per residential unit. Phase II has 4 residential floors comprising 384 residential units with an average of 21 sqm per unit. There are 104 Parking Slots allotted for Phase I and 53 Parking Slots for Phase II.

FUTURE PROSPECTS

In addition to the immediate pipeline of projects, the Company continues to pursue wide ranging analysis and field observations in order to identify additional locales in the Philippines that are consistent with its existing portfolio of hyper-prospective growth nodules in under- valued secondary and tertiary cities. Through a combination of qualitative and quantitative market studies, the Company has identified additional target acquisitions located in have identified potential areas for its future developments in Southern Luzon & Visayas.

COMPETITION

While the Philippine Real Estate Industry is dominated by several major players such as Ayala Land, SM Prime, Mega World, Vista Land, Century Properties and Filinvest focusing developments within the Greater Metro Manila areas and mega cities, IDC continues to focus its development by establishing and expanding in secondary cities with dynamic economic growth potential.

Batangas as the Fastest Growing Economy in CALABARZON in 2021 and with Sto Tomas being a newly declared city in 2019, IDC’s Miramonti Green Residences located in Sto. Tomas, Batangas is the first and only vertical development in the city. As such, being the first mover and the only sole towering structure, which can be seen alongside the majestic Mt. Makiling.


Figure 1Miramonti Green Residence in Sto. Tomas, Batangas

For Cagayan de Oro, condominiums were not that popular in Northern Mindanao until IDC initiated the construction of Primavera Residences in 2010, setting the trend for increased condominium construction in Cagayan De Oro city.

Currently, Cagayan de Oro City marketplace is flocked by both national players such as Ayala Land, Vista Land, SM Prime and Filinvest as well as VisMin developers such as Cebu Land Masters and Johndorf Ventures Corp.

Amidst competition, IDC continues to dominate the marketplace through a combination of first mover advantage, location advantage point and unique value proposition anchoring on long time relations with its valued clienteles.

IDC is the first developer in Cagayan de Oro to establish in Uptown Cagayan de Oro in 2010, thereby reaping the benefits of Uptown CDO's growth potential.

IDCs maiden and current projects, Primavera Residences and Primavera City, as well as the its incoming development Verona Green Residences are all located within the West Uptown area of Cagayan de Oro which is characterized by higher elevation, and therefore flood-proof terrain. It also offers cleaner, cooler, less polluted, and more spacious environments with less congestion in contrast to downtown Cagayan de Oro.

The West Uptown of Cagayan de Oro is an urban expansion area identified and defined by the updated comprehensive development plan 2022-2025 for Cagayan de Oro City as consisting of Barangays Carmen, Canitoan, Lumbia and Pagatpat. The area is envisioned to be a medium to high-density, mixed-use pedestrian friendly center with high end, low-density type of development for residential and commercial uses. This area will decongest the present major urban center/city core and shall provide more opportunities for socio-economic activities. The Lumbia Airport is recommended to be converted into an industrial area or economic zone and become a major employment provider.[1] Uptown is also considered by many to be a safer and more secure alternative and has been host to promising development in recent years.

Among the West Uptown Development Area proposed developments[2] are:

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[1] Updated Comprehensive Development Plan 2020 – 2025. CAGAYAN DE ORO CITY.

[2] Comprehensive Land Use Plan 2019-2027. CAGAYAN DE ORO CITY.

- Development Master and Urban Design Plan
- Road Network Development
- Establishment of green belts, parks, open spaces, tree parks
- Tree strips along major thoroughfares, main roads of subdivisions
- Main drain from old airport to Calaanan Creek
- Wastewater treatment for STPs
- Retention basins
- Rain-harvesting for commercial and residential buildings
- Retirement community
- Provision of multi-purpose and socio-economic centers (reading centers, parks, etc.)

In addition, the West-Uptown Development Area is also the location for the Planned City Expansion Program (PCEP) which is placed to be a growth node to decongest the urban center of Cagayan de Oro. Included in the PCEP is the 820-hectare area in Barangay Lumbia which is part of the West Uptown Urban Expansion Area[3]. Lumbia Airport, owned by the national government through the Civil Aviation Authority of the Philippines (CAAP), is also the relocation site of the PAF's 15th Strike Wing[4].

Other development in the area also includes enhancement on the Iligan-Cagayan-Butuan Road (ICBR), which is the only national highway that cuts across the city from east to west (and vice versa), linking with the CdO-Lumbia-Bukidnon highway which currently services a rapidly growing West-Uptown Development Area. Currently, the city government of Cagayan de Oro sees the need to design and build major access highways to complement the ICBR[5].

Existing and on-going condominium projects in Cagayan de Oro are as follows:

Project	Developer	Location	Status
Primavera Residences Tower A	IDC	Uptown CDO	Ready for Occupancy since 2013
Primavera Residences Tower B	IDC	Uptown CDO	Ready for Occupancy since 2015
Primavera City	IDC	Uptown CDO	
MesaVerte Residences	Cebu Land Master	Downtown CDO	Ready for Occupancy since 2020
Granvia Suites	Johndorf	Uptown CDO	Ready for Occupancy since 2013
Smart Condominium	Yega Development Corporation	Uptown CDO	Construction Stage
D' Residential Loft	Abarqgold	Uptown CDO	Construction Stage
Veil Residences	SMDC	Uptown CDO	Construction Stage
Manresa Town	Cebu Land Master	Uptown CDO	Pre-selling
Zircon Alexandrite Columns	Abrown	Uptown CDO	Pre-selling
The Midtown Towers	Vista Estates / Camella Homes	Uptown CDO	Pre-selling
Casa Mira Towers	Cebu Land Master	Downtown CDO	Construction Stage
Intalio Flats Primea CDO	Intalio Estates	Downtown CDO	Pre-selling
One Oasis (Building 1-3)	Filinvest	Downtown CDO	Ready for Occupancy

3 Updated Comprehensive Development Plan 2017 – 2019. CDO
4 https://www.sunstar.com.ph/article/123969
5 Ibid

			since 2016
One Oasis (Building 4)	Filinvest	Downtown CDO	Pre-selling
The Loop	Vista Land	Downtown CDO	Ready for Occupancy since 2021
Centrio Towers	Ayala Land	Downtown CDO	Ready for Occupancy since 2015
Avida Tower	Ayala Land	Downtown CDO	Ready for Occupancy since 2020
Aspira Tower	Ayala Land	Downtown CDO	Ready for Occupancy since 2018
MesaVerte Residences	Cebu Land Master	Downtown CDO	Ready for Occupancy since 2018

The table below further provides the relevant details as regards to the available units and number of floors of these condominium buildings and market positioning. Abrown Corporation's The Metropolis (Zircon) is positioned for the high to luxury end market, while the middle- and upper-income market segments are the target markets by Intalio Flats Primea and Avida Towers.

IDC's Primavera City project is positioned to capture both the middle to upper income market segment. When compared with Abrown Corporation's The Metropolis (Zircon) which is also located in Uptown Cagayan de Oro, IDC's Primavera City has more leverage in terms of proximity with locators such as SM Mall, Xavier University and Xavier Highschool.

Project	**Developer**	**No. of Bldgs.**	**No. of Floors**	**No. of Units**
Primavera Residences Tower A	IDC	1	10	161
Primavera Residences Tower B	IDC	1	10	219
Granvia Suites	Johndorf	1	7	82
Smart Condominium	Yega Development Corp.	1	6	No data
D' Residential Loft	Abarqgold Corporation	1	8	
Vail Residences	SMDC	14	4	No data
Manresa Town	Cebu Land Master	No data	No data	No data
The Uptown Metropolis (Zircon)	Abrown	5	14	330 13 & 14th non selling
The Midtown	Vista Estates	2	12	
Casa Mira Towers	Cebu Land Master	2	Tower 1 – 23 Tower 2-27	
Intalio Flats Primea CDO	Intalio Estates	4	10	Tower A- 306 Tower B – 306 Tower C –No data

				Tower D- No data
Tuscania Tower	Milares Estate Corp	3	8	
One Oasis (Building 4)	Filinvest	5	7	
One Oasis (Building 1-3)	FLI	6	7	130
The Loop	VLL	1	25	500
Centrio Towers	ALI	1	23	522
Avida Tower	ALI	1	31	No data
Aspira Tower	ALI	1	27	636
MesaVerte Residence	Cebu Land Master	3	15	255

Project	Developer	Location	Market Positioning
Primavera Residences Tower A	IDC	Uptown CDO	Middle to High Income Bracket
Primavera Residences Tower B	IDC	Uptown CDO	Middle to High Income Bracket
Granvia Suites	Johndorf	Uptown CDO	Middle Income
Smart Condominium	Yega Development Corp.	Uptown CDO	Middle-High Income
D’ Residential Loft	Abarqgold Corporation	Uptown CDO	Middle-High Income
Veil Residences	SMDC	Uptown CDO	Middle-High Income
Manresa Town	Cebu Land Master	Uptown CDO	Middle-High Income
The Uptown Metropolis	Abrown	Uptown CDO	Middle-High Income
The Midtown	Vista Estates	Uptown CDO	Middle-High Income
Casa Mira Towers	Cebu Land Master	Downtown CDO	Middle-High Income
Intalio Flats Primea CDO	Weecom Developer	Downtown CDO	Middle-High Income
Tuscania Tower	Milares Estate Corp	Downtown CDO	Middle-High Income
One Oasis (Building 4)	FLI	Downtown CDO	Middle-High Income
One Oasis (Building 1-3)	FLI	Downtown CDO	Middle-High Income
The Loop	VLL	Downtown CDO	Middle-High Income
Centrio Towers	ALI	Downtown CDO	Middle-High Income
Avida Tower	ALI	Downtown CDO	Middle-High Income
Aspira Tower	ALI	Downtown CDO	Middle-High Income
MesaVerte Residences	Cebu Land Master	Downtown CDO	Middle-High Income

In terms of the sizes of the condominium units in the market, the smallest area is 18 sqm (the Vail Residences) with the biggest cut at 60 sqm for 2-bedroom unit offered by Ayala Land and Vista Land. On the other hand, IDC has the biggest cut of 2-bedroom unit at 96sqm. In addition, IDC's 26 sqm studio unit has been as staple market choice.

Project	Developer	Average Area (SQM)				
		Studio	1BR	2BR	Office	Commercial
Primavera Residences Tower A	IDC	22.00	31.00	47.00	84.00	32.00
Primavera Residences Tower B	IDC	22.00	31.00	47.00	52.00	56.00
Primavera City	IDC	26	48	96	40	137
Granvia Suites	Johndorf	23.25	35.90	46.50	No Data	No Data
Smart Condominium	Yega Development Corporation	25.20	34.20	63.60	No Data	No Data
D' Residential Loft	Abarqgold Corporation	w/out loft – 30.00 With loft – 40.00	w/out loft -41.00 With loft – 59.00	No Data	No Data	53.00
Vail Residences	SMDC	Studio – 18 Studio End Unit – 23.51	24.41	No Data	No Data	No Data
Manresa Town	Cebu Land Master	No Data	No Data	No Data	No Data	No Data
Zircon Alexandrite Columns	Abrown	Studio A – 26.80 Studio B – 26.86	BR A – 46.75 BR B – 48.05 BR C – 42.45	No Data	No Data	No Data
The Midtown	Vista Estates	No Data	33.96	43.86	No Data	No Data
Casa Mira Towers	Cebu Land Master	20.00-27.00	28-36	No Data	No Data	No Data
Intalio Flats Primea CDO	Weecom Developer	22.00	1 BR STUDIO – 22 1 BR COMBINED – 44	No Data	No Data	No Data
Tuscania Tower	Milares Estate Corp	22.42	36.47	55.72		
One Oasis (Building 4)	FLI	No Data	No Data	No Data	No Data	No Data
One Oasis	Filinvest	22.06	28.42	31.73	No Data	No Data
The Loop	Vista Land	20.00	31.91	50.93	No Data	No Data
Centrio Towers	Ayala Land	23.00	37.00	58.00	No Data	No Data
Avida Tower	Ayala Land	23.00	40.00	63.00	No Data	No Data

Aspira Tower	Ayala Land	23.00	40.00	63.00	No Data	No Data
MesaVerte Residences	Cebu Land Master	20.00-27.00	28-36	No 2 BR	No Data	No Data

In terms of pricing, Primavera City is very competitive based on the average selling price per sqm. Lowest price is Smart Condominium by Yega Development Corporation. IDC's Primavera City's advantage over Smart condominium is on its high-end amenities

Project	Developer	Average Price in Millions (PHP)				
		Studio	1BR	2BR	Office	Commercial
Primavera Residences Tower A	IDC	1.20	2.00	3.50	1.90	3.50
Primavera Residences Tower B	IDC	1.40	2.00	3.50		5.50
Primavera City	IDC	4.3	6	15	6	8
Granvia Suites	Johndorf	1.50	2.30	No Data	No Data	No Data
Smart Condominium	Yega Development Corporation	1.40	2.10	2.60	No Data	No Data
One Oasis	Filinvest	1.40	2.20	3.00	No Data	No Data
The Loop	Vista Land	1.80	2.70	5.30	No Data	No Data
D' Residential Loft	Abarqgold	w/out loft – 2.8 With loft – 3.9	w/out loft -3.8 With loft – 6.0	No Data	No Data	7.1
Vail Residences	SMDC	Studio – 2.5 Studio End Unit – 2.9	3.1	No Data	No Data	No Data
Manresa Town	Cebu Land Master	No Data	No Data	No Data	No Data	No Data
The Metropolis	Abrown	Studio A – 3.2 Studio B –	BR A – BR B – 6.1 BR C –	No Data	No Data	No Data
The Midtown	Vista Estates	No Data	5.9	7.7	No Data	No Data
Casa Mira Towers	Cebu Land Master	2.7	5	7	No Data	No Data
Intalio Flats Primea CDO	Weecom Developers	1 BR Studio-2.37 1 BR Combined -4.697	1 BR Studio-2.37 1 BR Combined -4.697	No Data	No Data	No Data
Tuscania Tower	Milares Estate Corp	2.4	4.9	7.5	No Data	No Data

One Oasis (Building 4)	FLI	No Data	No Data	No Data	No Data	No Data
Centrio Towers	Ayala Land	1.80	3.00	5.00	No Data	No Data
Avida Tower	Ayala Land	1.90	2.40	3.50	No Data	No Data
Aspira Tower	Ayala Land	3.1	5.5	7.3	No Data	No Data
MesaVerte Residences	Cebu Land Master	2.9	5.4	No Data	7	No Data

DISTRIBUTION METHODS OF THE PRODUCTS OR SERVICES

The Company uses various channels to distribute its products, including a sales office in Cagayan de Oro at the location of its pilot project, Primavera Residences as well as its sales office in Sto. Tomas, Batangas at the location of its Miramonti project. The Company is currently expanding its network of real estate brokerage agencies, brokers, and agents in the Philippines as well as abroad. Online marketing is also done through its website, which is handled by an online sales person. The Company also does business to business presentations for corporate accounts.

PRINCIPAL SUPPLIERS

Following is a table summarizing the Company's principal suppliers and the products and services supplied to Italpinas Development Corporation as of the date of March 31, 2023.

NAME OF CONTRACTOR	ADDRESS	SCOPE OF WORK	PROJECT
A.V. Pamatong Trading & Construction Corp.	National Highway, Baloy, Cagayan de Oro City	Structural and Architectural Works	Primavera Residences Tower A
FDPY Pipe Specialist Co.	Chino Roces Ave, Makati, 1233 Metro Manila	Sanitary and Plumbing Works and Fire Protection Works for Primavera Residences Tower 2	Primavera Residences Tower B
Lordbuild & Enterprises Construction	Lot 6 Block 5, Woodland Park Residences, Kamagong, Yati, Liloan, Cebu	Structural and Architectural Works	Primavera City II
2G Konstrakt Inc	Unit 308 Ortigas Royale Condominium Brgy., San Juan Cainta, Rizal	Electrical and Auxiliary Work	
Mitch Glass and Aluminum Works	Mamatid, Cabuyao, Laguna	Supply & Installation of Glass Works	Miramonti I
Fortress Philippines Corp	2280 Marconi, Makati, 1234 Metro Manila	Installation of Precast Panels	
D. L. Cervantes Construction Corporation	Gen. Malvar St., Brgy. Tubigan, Binan City, Laguna	Structural works and Fit-out Works	

Steelasia Manufacturing Corporation	2F B2 Bonifacio High Street Fort Bonifacio Global City, TAGUIG	Purchase of Reinforcing Bar	
M.G Bongbonga Construction	Brgy. Dungo, Aglipay, Quirino	Masonry Works	
WQM Construction and Development Company	B17 L37 Villa Carolina Subd. Dela Paz, Antipolo City	Supply & Installation of Balcony Railings	
Lordbuild & Enterprises Construction	Lot 6 Block 5, Woodland Park Residences, Kamagong, Yati, Liloan, Cebu	Structural and Architectural Works	Primavera City I Tower B
Eurovek Inc.	5th Floor B & P Building 843 A, Arnaiz Avenue, Legaspi Village, Makati City	Supply of labor, materials, tools & supervision for Mechanical, Plumbing/Sanitary & Fire Protection (MPF) works	
Rider Levett Bucknall Philippines, Inc.	CGC Compound No. 54 Danny Floro St., Brgy. Bagong Ilog, Pasig City	Project/construction management & quantity surveying (PM/CM/QS) consultancy services	
Lordbuild & Enterprises Construction	Lot 6 Block 5, Woodland Park Residences, Kamagong, Yati, Liloan, Cebu	Structural and Architectural Works	Primavera City II
WQM Construction and Development Company	B17 L37 Villa Carolina Subd. Dela Paz, Antipolo City	Supply & Installation of Photovoltaic Works	
2G Konstrakt Inc	Unit 308 Ortigas Royale Condominium Brgy., San Juan Cainta, Rizal	Electrical and Auxiliary Works, Supply of labor, materials, tools & supervision for Mechanical, Plumbing/Sanitary & Fire Protection (MPF) works	
Fortress Philippines Corp	2280 Marconi, Makati, 1234 Metro Manila	Installation of Precast Panels	

Dependence on a few customers or a single customer

The Company being in the real estate industry is not dependent on a single or few customers; rather the Company has a broad customer base – from local to foreign nationals. In addition, no single customer accounts for twenty percent (20%) or more of the Company’s sales.

Sales and Marketing

The Company has put in place innovative marketing campaigns, such as sales rallies, road shows, participation in various local and international trade shows, online marketing, tri-media, and maximizing the use of both traditional and non-traditional advanced marketing approaches such as on-line marketing to generate increased leads and to close sales.

The Company provides specialized in-house training programs and issues lucrative incentive programs for its focused sellers. IDC has established its own in-house sales team and a network of external licensed brokers and real estate agents directly accredited and trained by the Company in CDO. This will also be replicated and enhanced for the Miramonti project in Sto. Tomas, Batangas.

IDC continuously updates its marketing programs to keep pace with the fast-changing developments in the real estate industry. Its pricing structure is designed to be affordable with flexible payment terms to suit the profile of middle-income target market while still protecting the Company's income margin.

The key element of the Company's strategy is to market its properties as a sound, stable, and productive investment among its target market segment (entrepreneurs, OFWs, professionals, and corporate accounts) that will directly generate the sales of the units. As an investment portfolio, the owners enroll their units to IDC's affiliated property management company, which can lease out the purchased units to prospective renters, maintain their units and the investment will be self-liquidating in nature. This strategy will create a big leverage in its corporate account relationships to open the door, and use the Company's marketing expertise to build a compelling program. This will also allow the Company's sales teams (agents and brokers) to be much more efficient in prospecting, improving their "hit ratio" on each sales visit.

IDC goes beyond the traditional marketing and selling approach (brokerage, marketing collaterals, public relations, and events) by going for digital selling and marketing (use of social media tools) to develop a well-built networking program that will create a solid strategic fit in the market.

The Company's marketing strategies anchor on the following guiding tenets:

Positioning IDC projects as an attractive and safe investment

(a) The residential units are marketed as primary or secondary residences of prospective buyers for their personal use, or for investment purposes.
(b) The units are marketed as an investment. Purchased units may be leased out under a "condotel" or serviced apartment concept to be managed by IDC's professional and experienced property management group.
(c) IDC projects are "green" buildings. The projects of the Company have a positive impact on the environment and which will allow residents to have as much as 32% energy savings.

Positioning IDC projects for "value for money"

(a) Flexible and affordable payment schemes.
(b) Competitive prices relative to other developers in the area of the Company's projects.
(c) Low pre-selling price (with zero interest on down-payment).

Positioning its Strategic Location

(a) IDC projects are highly accessible to commercial areas and are near schools, offices, churches and golf course. In the case of its Primavera City, the site is situated inside the Pueblo de Oro Business Park, an export zone registered with the Philippine Export Zone Authority (PEZA). For its Miramonti project, it is located within the Light and Industry Science Park.
(b) Both Primavera City and Miramonti projects capitalize on their prime location with an excellent urban planning and offers a majestic view of the mountains and natural surroundings.
(c) Flood-free location and practically safe with a higher natural elevation.
(d) Developed infrastructure, communications and utilities.

Positioning its International and Local Recognition and Awards

(a) Trusted name in the industry as IDC projects had already been recognized for the buildings' unique design architecture.

(b) Primavera City was recently recognized by the Asia Pacific Property Awards as the Best Mixed –Use Development in the Philippines in May 2017

Marketing Support and Promotions

IDC marketing support goes beyond traditional marketing approaches (tie-ups with brokerage, marketing collaterals such as brochure/flyers, multi-media advertisements and conduct of public relations and events) to digital marketing (use of social media tools) and beyond.

Below are the various marketing support mechanisms that the Company utilizes and continues to improve on:

(a) Use of Digital Marketing
Website: https://italpinas.com/
https://primaveracity.italpinas.com/
https://www.miramontigreenresidences.com/

Social Media:
Instagram: https://www.instagram.com/primaveracity/
https://www.instagram.com/italpinas/
Facebook page: https://www.facebook.com/primaveracity
https://www.facebook.com/officialIDC

Facebook Messenger Group chats for all realties

Twitter account: https://twitter.com/CityPrimavera
https://twitter.com/Italpinas

You Tube: https://www.youtube.com/@italpinasdevelopmentcorpor9185
LinkedIn:https://www.linkedin.com/company/italpinas-development-corporation-official-page

Online Listings: IDC has forged tie-ups with several online property listings such as Agoda, expedia, booking.com, 42romis.com, MyProperty.ph, and Lamudi to boost unit rentals

With the advent of post pandemic marketing and sales trends re-landscaping the real estate marketplace, IDC's marketing and sale strategies now focuses more on convergence and integration of physical and digitalization (Phygital strategy) to retain being the top-of-mind brand through aggressive product awareness campaign and corporate branding. Social media advertising remains to be one of IDC's key marketing tools, and combined with aggressive sales and marketing activities with partner agents, brokers and clients has proven to be the most effective strategy in producing dynamic sales production across all of IDC project. IDC's key is anchored on its strong and aggressive external broker's network such as the partnership with Filipino Homes and other local CDO based realty firms who are the driving workforce behind IDC Sales success.

(b) Use of Public Listings

i. Our news stories are published in major national and local newspapers.
ii. IDC was also invited by TV networks on several occasions to speak on building issues Examples are such as when: (1) IDC CEO and Executive Chairman Arch. Romolo Nati spoke on how to build earthquake-proof buildings, while (2) Atty. Jose D. Leviste III spoke on typhoon-resistant buildings for one of ANC's Future Perfect Design Against the Elements series.

(c) Conduct of Community Events

i. Periodic art exhibits
ii. Photography workshops
iii. Free screenings of sports events
iv. Participation in other noteworthy architecture, property development, environmental gatherings/events

(d) Creative Marketing and Branding

i. Primavera Residences Booth at SM City CDO
ii. Marketing collaterals
iii. Corporate Relations

CREDIT POLICY

As stated in the Contract to Sell, the buyer is required to issue post-dated checks to cover the down payment requirements and/or any unpaid portion of the Purchase Price. If the buyer intends to avail of bank financing, the buyer shall comply with all the requirements of the bank or financing institution. In the event that the loan application of the buyer is approved by the bank or financing institution, the buyer hereby authorizes the bank or financing institution to release directly to the Company whatever amount may be available from the approved loan of the buyer to pay the Purchase Price. In the event that the loan application approved for the buyer is less than the balance of the Purchase Price, the buyer shall pay the seller the amount corresponding to the difference within fifteen (15) days from written notice by the seller or such bank or financing institution's notice of disapproval, whichever comes later.

Should the buyer's loan application be disapproved by the bank or financing institution, the balance in the schedule of payment shall be paid by the buyer within fifteen (15) days from written notice by IDC or such bank or financing institution's notice of disapproval, whichever comes later.

MODES OF PAYMENT OFFERED BY THE COMPANY

Below are the modes of payment being offered by the Company.

1. Reservation of Php10,000 – Php15,000 deductible from Total Contract Price ("TCP")
2. Spot cash – full payment of Total Contract price (TCP) on or before 30 days from Reservation date in order to enjoy 5% discount on TCP.
3. Deferred Payment – 18-24 months equal installment of TCP with 0% interest.
4. Bank Financing – 10% DP of TCP payable in equal installment within 24 mos. With PDC @ 0% interest. The balance of 90% is for Bank Financing.
5. Outright Bank Financing – full payment of 10%-20% Equity with 5% discount on equity and immediate application for Bank Financing on TCP balance.
6. In-House Financing – 30% DP payable in 24 equal monthly amortizations at 0% interest. Balance of 70% will be charged @ 14% interest p.a. payable in 5 years.

The company evaluates the creditworthiness of the buyer for deferred payment and in-house financing based on the 5 Cs of credit namely, Character, Capacity, Conditions, Capital and Collateral. The character of buyer is assessed based on his declarations regarding his/her criminal or civil case records. A buyer's capacity is assessed based on his/her income. IDC considers as desirable if the buyer has at least 40% of its gross income that is available to pay for the monthly amortization.

Condition refers to the status of a buyer's business or employment, that is, the buyers' nature of business and business condition if he/she is an entrepreneur or self-employed, or the buyer's nature of employment and employment status if he/she is employed. As regards to capital, the Company requires a buyer's proof of income such as last 3 years' income tax returns and audited financial statements for who derive income from businesses or those who are self-employed. If the buyer is employed, the Company will require his/her six months' pay slips or certificate of employment with indicated salary/other financial benefits.

Lastly, collateral pertains to the residential unit purchased. The title of the unit is only transferred once it has been fully paid for by the buyer. If the buyer defaults, IDC can cancel the contract to sell after due process. It will refund the buyer's amortizations as warranted and as stipulated by the Maceda Law.

The following events shall constitute an event of default under this Contract to Sell:

1. failure or delay of the customer to pay any amount due in this Contract to Sell, on the date or within the period specified for its payment, for any reason whatsoever;
2. failure or delay of the customer in the submission of the post-dated checks ("PDCs") required under this Contract to Sell; or the failure of the IDC to obtain and receive the actual receipt of the proceeds of any PDC due to insufficiency of funds, closure of account, refusal of the drawee bank to honor the check on the date of presentment for payment, or for any reason whatsoever, other than due to the willful act or gross negligence of the IDC;
3. cancellation by the customer of this Contract to Sell or withdrawal of the purchase of the Unit, for any reason whatsoever, other than due to the willful act or gross negligence of the IDC;

4. failure of the customer to comply with any covenant or obligation required to be performed or undertaken hereunder or to comply with any covenant or restriction under the Deed Restrictions; or

5. the concealment of any fact, or providing any information which is determined to be false or misleading in the Customer Information Sheet or the loan application or any supporting documents, or any of the documents signed, executed or delivered by the customer (including this Contract to Sell) on the basis of which the IDC shall have agreed to the sale of the Unit to the customer.

Upon the occurrence of any of the events specified above, the IDC shall be entitled to exercise or avail itself, at the IDC's option and sole discretion, of any, some or all of the following rights or remedies, whether cumulatively or alternatively, in conjunction with or separately, from any other right or remedy granted hereunder or under the law:

a. The IDC shall have the right to collect penalty interest at the rate of three percent (3%) per month (or a fraction thereof) of the unpaid amount, for every month (or a fraction thereof) of delay in remitting to the IDC the amount due. Such payment of penalty interest charges shall not be a substitute for and shall be in addition to the payment of the amounts otherwise due under this Contract to Sell and shall not prejudice the exercise by the IDC of any other right or remedy granted to it under this Contract to Sell.

b. The IDC shall be entitled to cancel this Contract to Sell without need of a court declaration to that effect, by giving the customer a written notice of cancellation sent to the address of the customer as specified herein, by registered mail or personal delivery. As a result of such cancellation, the IDC shall have the right to forfeit all amounts paid by the customer herein as liquidated damages.

The Company fully complies with RA 6652 (Maceda Law). From the first notice of collection for defaulting clients, it takes up to 90 days before the Notarial Cancellation notice is issued and sent to client, and another 30 days before the Contract to Sell is cancelled, thereby complying the grace period stipulated on Maceda Law. Below is the process in case of payment default conditions:

The Company has an Accounts Management department which is in charge of handling the amortization payments of buyers. The team is responsible for the timely collection of payments, overseeing depositing of post-dated checks and the eventual remittance of payments to the Company's treasury group and undertaking remedial measures for delinquent accounts. This department is responsible for issuing demand letters, notices of check dishonor, notices of sales cancellation, should it be necessary, in cases of bounced checks, failure to pay monthly equity, and voluntary cancellations.

HANDLING OF AVAILABILITY AND TURN-OVER OF UNITS

Below is a detailed discussion and process flow on the Company's handling of availability and turn-over of unit:

Notice of Availability

- Once Buyer is qualified to receive/turn-over the unit (i.e. fully paid for spot cash/bank financed buyers and atleast 30% of total contract price is collected from in-house deferred buyers and with the remaining balance deemed settled provisionally with a 46romissory Note and complete Post Date Cheques.). Italpinas sends a Notice of Availability (NOA/CSD-003) within seven (7) days.
- The client is requested to visit and inspect the unit for Punchlist activity within 30 days from receipt of NOA. If the client is unable to visit and inspect the unit on the specified period, the Company shall deem it as the unit accepted as complete and turned-over in good condition.

Punchlist

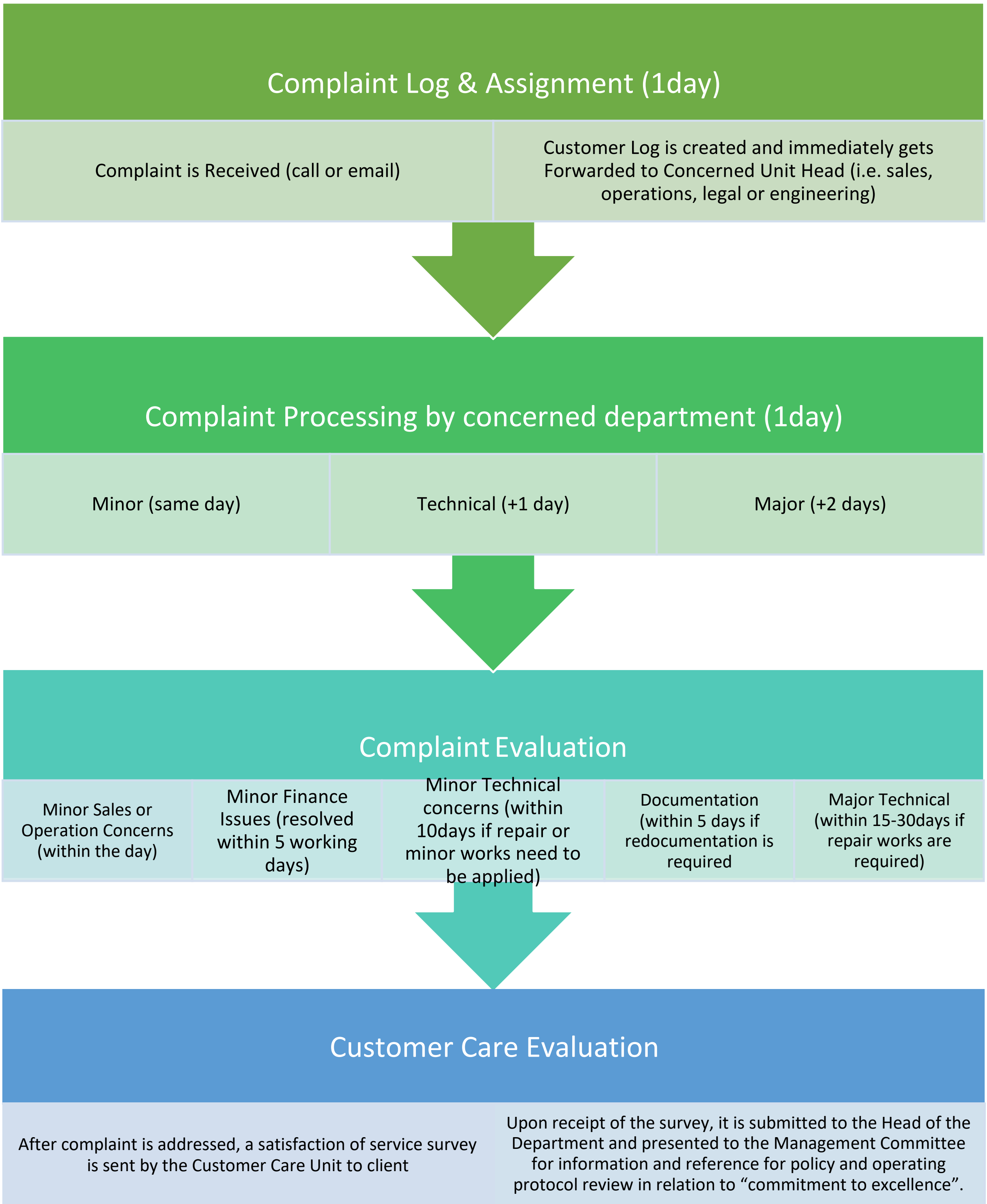
- The unit owner inspects the unit for any defects.
- If there is, Italpinas rectifies the defects within 7 to 14 working days.
- Italpinas then calls back the client after rectification for client inspection and final punchlisting
- If no findings and the unit owner is fully satified of the deliverables, the unit owner signs the Acceptance of Punch List Works Forms (CSD-006) and / or signs and accept the Certificate of Acceptance form (CSD-007)

Turn-over Acceptance

- Once the unit is accepted, the Unit Owner is requested to sign and accept the Keys and Documents Turn-Over Acknowledgement Form (CSD-011). And the company then issues Notice of Authority to Move In (CSD-012) on oriented clients.
- The company then endorses the Unit Owner to the Property Management office which orients the Master Deed and Declaration of Restriction, Condominium Corporation Membership, House Rules and Construction Guideline. After which, the Property Management office then issues a Certificate of Orientation to the Unit Owner, of which the unit owner duly signs as participating party to attest the orientation
- Unit owner/s pay the necessary fees for move-in (water meter deposit, membership dues, association dues, etc.) prior to any renovation works on unit

HANDLING OF CUSTOMER COMPLAINT

Below is the process flow on the Company's handling of customer complaint:



NEED FOR GOVERNMENT APPROVAL OF PRINCIPAL PRODUCTS OR SERVICES AND EFFECT OF EXISTING OR PROBABLE GOVERNMENTAL REGULATIONS

TAX REFORM

In the Philippines, the government launched the 1st of its four (4) Tax Reform Package or the Tax Reform for Acceleration and Inclusion (“TRAIN”) law which took effect starting January 1, 2018. In general, the said law aims to increase the take home pay of individual taxpayers by giving tax exemption on the first Php250,000 of their yearly income while imposing higher tax on certain products like oil, petroleum and fuel products, sweetened beverages, and automobiles among others.

On the other hand, even though the focus of the TRAIN law is on individual taxpayers, the passage of the TRAIN law still impacted those in the real estate business which includes the Company. Before the passage of the TRAIN law, the VAT threshold on house and lots and other properties deemed as residential dwellings (e.g., condominium units, etc.) is at PhP3,199,200. Now, with the passage of the TRAIN law, VAT exemption is only applicable for house and lot and other residential dwellings worth PhP2,500,00 and below. Beginning January 1, 2021, the VAT exemption shall only apply to sale of real properties not primarily held for sale to customers or held for lease in the ordinary course of trade or business; sale of real property utilized for socialized housing as defined by Republic Act (RA) No. 7279, as amended, and, sale of house and lot, and other residential dwellings with selling price of not more than Two Million Pesos (Php2,000,000.00), as adjusted to Php 3,199,200.00 in 2011 using the 2010 Consumer Price Index values: Provided, further, That every three (3) years thereafter, the amount stated herein shall be adjusted to its present value using the Consumer Price Index as published by the Philippine Statistics Authority (PSA).

After the onset of the Coronavirus Disease 2019 (COVID-19) pandemic, the government continues to ramp up its efforts to reduce financial distress brought by the public health crisis. As part of its response, the Bureau of Internal Revenue (BIR) issued Revenue Regulations (RR) No. 8-2021 on June 12, 2021. RR 8-2021 seeks to amend RR 4-2021 which was initially issued to implement Value-Added Tax (VAT) and Percentage Taxes under Republic Act (RA) 11534 or the Corporate Recovery and Tax Incentives for Enterprises (CREATE) Act. The implementing regulations adjusted the threshold to P3,199,200 based on the 2010 Consumer Price Index Values pursuant to RR 16-2012.

Additionally, the Documentary Stamp Taxes (“DST”) on debt instruments increased from PhP1.00 to PhP1.50 per PhP200 or a fraction thereof. This increases the transaction cost of loan availment for the Company’s projects as well as on the part of the unit buyers who are availing of deferred payment scheme, in-house financing, and bank financing.

Lastly, the Department of Finance (DOF) officially submitted its proposed amendment to House Bill 4157 or the Corporate Recovery and Tax Incentives for Enterprises Act (CREATE) bill (previously called Corporate Income Tax and Incentives Rationalization Act (“CITIRA”)) last 22 May 2020. This is an enhanced version of the previously CITIRA bill which aims to aid the recovery of businesses negatively affected the Covid-19 pandemic and to attract investments that will benefit the public interest. Some highlights of the said bill are the immediate reduction of corporate income tax by 5% starting July 2020 and 1% subsequent reduction starting January 1, 2023 until January 1, 2027 dropping the corporate income tax to 20% by that time, extension of carry-forward losses (i.e., NOLCO) incurred in 2020 from 3yrs to 5yrs for non- large taxpayers, and flexibility in granting incentives.

Since some of the Company’s projects are registered under the strategic investment priority plan with the Board of Investments and are still enjoying fiscal incentives, the Company would greatly benefit from the additional fiscal incentives that the said bill is introducing including reduced corporate income tax rate after expiration of income tax holiday and enhanced deductions (additional deductions) among others.

Apart from the discussion already included herein, the Company is not aware of any pending legislation or governmental regulation that is expected to materially affect its business.

PERMITS AND LICENSES

In the normal course of entering and doing this business, real estate developers are required to secure different permits and licenses before constructing the project and making sales. This is on a per project basis and the Company religiously applies for the required governmental approvals for its projects.

Apart from discussion already included herein, the Company is not aware of any pending legislation or governmental regulation that is expected to materially affect its business.

The Company is required to secure the following permits and licenses from the respective regulatory agencies for the development of its Primavera Residences Tower A and B, Primavera City Phases 1 and 2 as well as Miramonti Phase 1 projects. The details of these permits and licenses are shown below.

STATUS OF PERMITS & LICENSES

Permits	Date of Filing/ Issue	Validity	Regulatory Body/ Unit Who Issued Such Permit	Holder of Permit	Status	Expiration Date
Environmental Compliance Certificate (ECC)	TBA	N/A	EMB-DENR	Primavera City Phase III&IV	For Issuance	N/A

RESEARCH AND DEVELOPMENT

The expenses incurred for research and development activities are minimal and do not amount to a significant percentage of revenues.

COST AND EFFECT OF COMPLIANCE WITH ENVIRONMENTAL LAWS

The expenses incurred by the Company for purposes of complying with environmental laws consist primarily of payments for government regulatory fees that are standard in the industry and are minimal.

MAJOR BUSINESS RISKS

Market and Operational Risk

The Company faces market and operational risk as a relatively young enterprise. Simultaneous development of current and future projects could require optimization of finite resources. To mitigate this risk, the Company applies a phased development approach to each project. Full development is divided into subsequent phases, and each preceding phase may stand alone as a finished product in the event that, for any reason, market or operational challenges affect the project so that returns would be higher if the project were built only to the extent of early or middle phases. A phased development strategy will effectively manage market and operational risks, as this affords the Company with the flexibility to optimize finite resources by adjusting timing and abridging particular projects in favor of refocusing on others, as demand may dictate. Should there be a weaker performance in particular developments, the Company stands ready to re-prioritize in favor of other projects which it believes would provide the best returns to the Company and its shareholders, or it may choose to pursue its plans at a slower pace of growth.

Significant competition in the real estate industry

Most of the Company's competitors are established market leaders who have the advantages of greater financial strength, developmental resources, brand recognition, and in-house manpower. Because of the high level of competition now prevailing in the Philippine real estate industry, there is no assurance that these major players will not directly compete or enter the niche markets of the Company.

To mitigate this risk, IDC differentiates itself from other real estate developments in the Philippines and provide a value advantage to its clients through its thrust of sustainable and eco-friendly real estate development projects. The Company also continues to pursue its first mover strategy in developing projects in up-and-coming cities where there may be less competition. Moving forward, the Company will continue to strengthen its organization in order to support its growth plans and better compete with bigger real estate players.

Failure to meet customers' expectations and standards

Property developers warrant that their projects are structurally sound for a period of fifteen (15) years from date of completion of the project. They are also responsible for hidden defects. The Company or its officials may be held liable for administrative fines or criminal penalties in case of any violation of Republic Act No. 6541, as amended, or the National Building Code of the Philippines (the "Building Code"). Moreover, the Company may be held liable for damages, for uninsurable events, or matters not subject to effective indemnification agreements with the Company's contractors.

In the event of claims arising from defects, the Company's reputation and its business, financial condition and results of operations may also be adversely affected.

To mitigate this risk, the Company ensures that all its projects are carefully executed to meet required standards. The Company also ensures that construction materials are of good quality and are sourced from reputable suppliers. Supplier selection is done through a competitive bidding process and the contracts for each project are covered by adequate bonds, insurances, and indemnity provisions.

Ability to obtain financing for project development

In 2012, the Bangko Sentral ng Pilipinas (BSP) intensified its monitoring of bank real estate exposures (REE) by expanding the definition of REE to include investments in debt and equity securities that finance real estate activities, loans to developers of socialized and low-cost housing, loans to individuals, and credit supported by non-risk collaterals or Home Guarantee Corporation guarantees. Further, beginning in 2014 the BSP ordered universal, commercial and thrift banks to conduct Real Estate Stress Tests (RESTs) to determine whether its capitalization is sufficient to absorb a severe shock from its real estate exposure.

Stricter lending and prudential regulations may reduce the lending appetite of banks in the Philippines, which in turn may adversely affect the Company's ability to secure financing for its project developments and its prospective customers' ability to secure bank financing at favorable terms.

To mitigate this risk, the Company practices prudent financial management to minimize its possible effects. The Company has initiated the process of reducing the debt component and increasing the equity component in its financial structure through the issuance of the Offering of preferred shares.
To improve prospective customers' access to debt, the Company provides in-house financing schemes, and will continue to enhance those, including special incentives for cash such as the granting of discounts up to 10% for outright cash payments made by the buyer with the balance of total contract price to be settled either thru in-house or bank financing.

Availability of land for use in the Company's future projects

The ability of the Company to continue its growth and expansion is largely based on its ability to acquire prime properties in its target locations. In the event that the Company is unable to acquire lots at acceptable prices, its growth could be limited and the results of operations could be adversely affected.

To mitigate this risk, the Company is largely concentrating on prospective areas in early growth phases such as Southern Luzon & Visayas in order to optimize exposure to growth. The Company will also remain flexible in its investment structures, whether these be direct land acquisitions or joint venture developments.

Risks on project cost and completion

The Company faces the risk of escalating project costs and inability to complete its projects should there be significant cost overruns due to lapses in materials and labor cost estimation. Cost overruns would also arise if there are many alterations and deviations from the original design and technical plans which were not anticipated. The delayed completion of the project could result in additional costs aside from hindering the sales take up of the project which in turn may affect the Company's cash flow. Further, significant project delays will negatively affect the Company's reputation as it might experience difficulty in attracting customers to its future projects. This will adversely affect the results of Company's operations and financial performance.

To mitigate cost overruns, IDC enlists the services of professional and qualified quantity surveyors and cost estimators who determine the bills of quantities based on prevailing market prices and industry standards. Technical plans of each project are carefully reviewed by specialty engineering consultants to determine if they are compliant with the national and local building codes as well as to confirm if the bill of quantities is fair, reasonable and accurate. IDC has also managed to reduce costs in some of its projects by procuring some of the major construction materials like iron rebars directly. In the near term, it plans to expand its capability to source construction materials such as cement, tiles and toilet fixtures directly.

To ensure timely completion of its projects, IDC, through a competitive bidding process, selects only pre-qualified triple AAA licensed contractors with proven track records as the project managers and general contractors for its projects. IDC also maintains dedicated professional and qualified engineers as its organic personnel who are responsible for project and construction management, coordination and monitoring construction progress. Further, construction contracts include provisions for penalties for any form of delay.

Insufficient funding to finance project developments

This risk could occur if the Company embarks on a project without securing the funding for its capital expenditures. This also may occur if the company embarks in the development of multiple projects at simultaneously which would hinder the Company's ability to service large amounts capex outlay.

To mitigate this risk, IDC ensures that the financing of a project is secured from partner banks, which usually grant term loans up to 70% of project costs, before it commences project development. Additionally, IDC implements the construction of its projects by phases or stages. As a policy, the Company commences construction of succeeding project phases when sales have reached at least 70% of the preceding project phase. Aside from its capital and retained earnings, the company also engages in pre-selling activities upon issuance of the license to sell and prior to the start of construction to generate additional cash flows.

Delay or failure to pay loan obligation(s)

The Company utilizes a mix of equity and debt to finance its projects. In the event that the Company is delayed, or compromised in its compliance with the payment of its loan obligations, it may become at risk of defaulting and may experience adverse effects on credit ratings. To mitigate this risk, the Company practices prudent financial management to ensure a well-managed balance sheet and timely payment of its obligations.

Risk relating to the collateralization of assets for loans obtained

As the Company's bank loans are secured through collateralization of assets or mortgaged properties, IDC faces the risk of losing its properties in the event of a foreclosure due to a default on its debt obligations. Moreover, when one reneges on its loan obligation, it blemishes its reputation with and erodes the trust of its funders or investors. With the advancements in the credit and background checking by CMAP and other independent credit risk rating agency, a delinquent borrower may be red-flagged and blacklisted by any and all lenders.

To mitigate this risk, IDC is vigilantly committed to protect its good credit standing with all its bank partners. It ensures that its liquid assets are not impaired and are able to service its maturing debts. The Company manages its loan exposure and cash flow effectively by maintaining a debt-to-equity ratio not exceeding 70:30. Furthermore, it conducts close monitoring of its loans repayment schedule to determine its maturing loans when it falls due.

Availability of financing to acquire new land at favorable terms and interest rates

The Company sources long term financing to acquire new land for future development. There is no assurance that the Company can continue to raise additional financing at favorable terms to support its future growth plans. Furthermore, obtaining additional debt funding may result in an increase in the Company's debt ratios, which could materially and negatively affect its existing debt covenants and obligations.

To mitigate this risk, the Company practices prudence in identifying new lands for future acquisitions. The Company targets to acquire new lands that are situated in emerging growth towns and cities with available transportation, infrastructure and communication facilities, and essential services in order to increase the likelihood of the land being an acceptable collateral for future financing. Before funding is committed to acquire new land, an initial market assessment is done to establish the commercial prospects of the location. Additionally, the

Company pursues phased developments of its projects.

Higher inflation and Interest rates

Fluctuations in interest rates could negatively affect the margins of the Company with respect to sales and receivables and could hinder the Company's ability to avail new debt on favorable terms, or at all. Higher interest rates also affect the Company's ability to repay debt obligations. Additionally, higher interest rate levels also affect the affordability and desirability of the Company's condominium units as several of the Company's customers obtain some form of financing for their real estate purchases. Higher inflation rates negatively affect the general population's purchasing power, which could limit the prospective clientele of the Company.

To manage the risk on interest rates, IDC is prudent in availing loans from banks for both its short term and long-term obligations to ensure that its gearing or debt to equity ratio is within or even lower than the standard set by banks. IDC also regularly monitors movements in interest rate levels and compares the rates on loans offered by banks and negotiates for the lowest possible interest rate on its loans as necessary.

To mitigate the risk on inflation, the Company may implement flexible payment terms, discounts, and creative promotional strategies to its customers.

Volatility of the Value of Philippine Peso against the US Dollar and other Currencies

Historically, the Philippines has experienced volatility in the exchange rate between the Philippine peso and the USD, as well as against other currencies. In Sept. 10, 2018, the Philippine Peso to US Dollar exchange rate closed at 54.30:1, its highest level since 2005. Fluctuations in foreign exchange rates may negatively impact Philippine consumers' purchasing power or preferences, which could affect the Company's financial condition and results of operations.

Other than the increase in prices of services, imported materials and equipment including furniture and fixtures purchased by the Company, the Company is not significantly affected by exchange rate fluctuations since its obligations are not denominated in US dollars or any foreign currency. If and when the peso depreciates against the US Dollar or other foreign currencies, the effect is favorable to buyers of its residential units, including OFWs, who are earn in dollar- or other foreign-denominated currencies.

Approval of permits and other regulatory licenses necessary for the business

Before any real estate development project can commence in the Philippines, it is required that all permits and licenses are secured from and approved by regulatory agencies such as DENR for the Environmental Clearance Certificate, Barangay Council for the Barangay Clearance, LGU for the City/Town Zoning and Locational Clearance, HLURB for the Development Permit, Certificate of Registration and License to Sell, Office of Building Official for the Building Permit, Electrical, Fire and Sanitary permits etc. Securing all the required permits and licenses takes about 8-12 months. Any delays in securing such permits and licenses or worse, disapproval of the concerned regulatory or government agencies may result to substantial delays or even a complete halt in the development of the Company's projects.

To manage this risk, IDC ensures that it complies with all the requirements of the regulatory agencies and sees to it that the documents are complete. The Company assigns personnel who are knowledgeable about the regulatory application and approval process.

No assurance of successful implementation of business plans and strategies

The plans and strategies of the Company may not yield the expected results. As a real estate developer, the Company's success is supported by its ability to continuously develop a portfolio of winning project developments. Having the first-mover advantage by pursuing project developments in up-and-coming cities, where other real estate developers do not yet have a significant presence is also a core part of the Company's strategies. There can be no assurance that all its project developments will be successful or that the market in the target locations will be receptive or sufficiently-sized to sustain the proposed projects.

To mitigate this risk, regular meetings will be conducted by the Board of Directors and of management in order to ensure that the plans and strategies are aligned and being enforced, and remains realistic. The Company also continuously researches and re-assesses market patterns in its target locations.

Risk associated with its in-house financing activities, including the risk of customer default

The Company extends in-house financing as one of the modalities given to the buyer to purchase a residential unit. Based on IDC's historical sales performance, buyers who purchase units through in-house financing comprise less than 10% of total units sold. With the provision of in-house financing, the Company faces risks of delayed payments and/or customer default or non-payment of monthly amortizations.

To mitigate this risk, the Company's sales and documentation personnel screen and pre-qualify buyers of residential units on an in-house financing basis. The screening and pre-qualifying process involves an assessment of the buyers' capacity based on income and verification of documents such as employment, billing address, marital status as well as business conditions for those that are self-employed or have businesses. As a policy, the company also requires its buyers to issue post-dated checks for the entire approved amortization period, which ensures timely collection of receivables. Furthermore, IDC has strengthened its Contract to Sell with clear and specific provisions pertaining to events like default and penalties for delayed payments. In the event of default or any non-compliance to the contract, IDC may cancel and rescind the sale after giving the buyer due notice. To date, IDC's customer default rates stand at less than 4% of total units sold.

Substantial sale cancellation

As a developer and seller of residential real estate, the Company's business, financial condition and results of operations could be adversely affected in the event of a material number of sales cancellations. Cancelled sales occur when the buyer, after paying the fee to reserve the unit, no longer wishes to continue to purchase the unit or, in some instances, is unable to continue to pay monthly equity amortizations.

While the Company historically has not experienced a material number of cancellations, there can be no assurance that it will not experience a material number of cancellations in the future. The Company is subject to Republic Act No. 6552 (the "Maceda Law"), which applies to all transactions or contracts involving the sale or financing of real estate through installment payments, including residential condominium units and horizontal residential units.

To mitigate this risk, IDC conducts customer screenings and evaluates buyers' capacity to pay for condominium units based on their income before concluding sales transactions. In addition, it also conducts financial literacy orientation for its buyers. In the event of sales cancellation, the cancelled unit is immediately returned to inventory and reopened for sale to interested buyers. In more than ten (10) years of operations, IDC has been fortunate that sales cancellation is consistently very minimal (i.e less than 6% of total sold units).

Reputational risk of directors and officers of the company

Reputational risk is the potential loss to financial, capital, social and/or market share resulting from damages to a firm's reputation. This is often measured in lost revenue, increased operating, capital or regulatory costs or destruction of shareholder value. This risk involves the directors, officers, and control persons of the Company, most of whom are connected with other public and/or private companies. There is no assurance that any of the Company's directors, officers, and major shareholders will not be involved in future litigation or other disputes, the results of which may materially and adversely impact the public perception on the Company.

To manage this risk, IDC ensures that its directors and officers surpass the minimum standards of character, professionalism, integrity and competence. The Company screens and validates the profile of its directors and officers to ensure they were not convicted of any administrative or criminal cases.

Shortage in the supply of qualified and skilled technical personnel in the real estate industry

IDC engages triple AAA licensed contractors who are responsible for undertaking the construction of its projects. These contractors which are accountable to perform specific contract works such as structural, electrical, mechanical and plumbing and sanitary works, maintain a pool of qualified and skilled personnel at any time and are fully committed to comply with the manpower requirements of the project. In addition, IDC maintains an in-house architect and engineering team and outsourced consultants who are responsible for IDC's project management and design. Thus, this risk has minimal effects on IDC's real estate projects.

Information security risks

Cybersecurity threats to information security such as computer software attacks (i.e attack by computer viruses/ malware, phishing, hackers etc.) intellectual property theft, identity theft, equipment or information theft can negatively affect any business and may result to property losses, business interruption, employee injuries and liability losses among others.

To mitigate these risks, the Company uses remote data backups and installed virus/malware scanning for email attachments. It also educates its employees to be careful in handling sensitive and confidential information. Only authorized employees are provided access to important financial records. The Company also complies with the law governing the data privacy act.

Inherent risks

Some risks are inherent to the real estate or property business such as damage to property resulting from as natural disasters, fire, damage by tenants and robbery or vandalism. The unpredictable nature of the housing market also affects sales which in turn, affects the

Company's liquidity.

To mitigate these risks, the Company obtains comprehensive liability insurance for its projects which covers perils such as fire and natural disasters, accidents, theft and robbery. IDC also employs 24/7 security detail to safeguard its property and its real estate projects.

While there is no way to control the impact of an unpredictable housing market, IDC mitigates the associated risks by knowing and understanding its target market's needs. The Company continues its endeavor to offer the right product, at the right price and at the right location to successfully capture and retain its customers.

Dependence on Key Personnel

Considering that the present management team is limited while the Company is still in a growth stage, there may be a risk of over dependence on its key personnel which may pose challenges in the event of resignation, retirement, or termination. To mitigate this risk, the Company continually structures its remuneration practices in order to reward loyalty and longevity among deserving personnel. The Company also intends to recruit, train, and reward its current and future employees to promote organic growth and continuity. Furthermore, the key personnel are major stockholders of the Company.

Delay or failure to acquire equipment or furniture and fixtures

The occurrence of this risk may be due to the negligence of management to anticipate the essential equipment or furniture and fixtures needed by its project. Should it not be able to provide the specific equipment or furniture and fixtures that it has committed to provide in its real estate projects, its branding and reputation may be negatively affected.

To manage this risk, the Company identifies equipment or furniture and fixtures that are planned to be procured and or installed well ahead of time. It also maintains several accredited suppliers for its equipment and furniture and fixture requirements. In the worst-case scenario that the particular equipment or furniture and fixture is unavailable locally, it has the option to source from suppliers abroad or replace this equipment with similar types that are readily available on the local market.

Titles over land owned by the Company may be contested by third parties

While land ownership is proven by land titles, it is not uncommon in the Philippines to have third party claimants. To mitigate the risk, the Company conducts comprehensive due diligence and extensive title searches before it acquires any parcel of land to ensure that it secures a clean title and absolute ownership of a property.

Domestic asset price bubble

In the event of an asset bubble in the real estate industry, prices of real estate assets become remarkably higher than their actual value. To mitigate this risk, the Company's maintains its core strategy of focusing on underserved markets, away from main cities where the threat of an asset bubble is most significant. The Company also intends to continue developing its leasing businesses which are less exposed to the risk of an asset bubble. These businesses may include leasing, serviced apartments and tourist facilities which will generate a steady stream of recurring income.

Risk of Net Loss (Quarterly or Annually)

The Company may incur net losses as a result of its operations. To mitigate this risk, the Company closely measures its targets in both sales and expenses for better control and management to deliver the projected bottom line. Net losses may also be reflected in the quarterly income statement due to seasonality and booking of sales.

Contracts with Suppliers and/or Customers

The Company may be affected in case of irregularities in the application or outcomes of contractual agreements with suppliers and service providers. To mitigate this risk, the Company carefully screens the contracts of its suppliers and service providers in terms of scope of work, methodology, time table, deliverables, payment methods, warranties, and the like. The Company engages the most appropriate supplier and/or service provider, chosen by way of diligent negotiation on the Company's part, in order to protect the Company's interests. The Company also has a standard Contract to Sell for its customers, which is updated as needed in order to reasonably and appropriately protect the Company's interests, within Philippine law. The Company also receives legal advice from its legal counsel with regard to contracts.

Refinancing risk

Refinancing risk occur when a borrower cannot refinance by borrowing additional debt to repay its existing debt obligations. This risk increases during a rising interest rate environment which may cause IDC to experience difficulty in meeting higher interest payments on refinanced loans. To date, the Company has not had an occasion where it availed of refinancing. However, there is no assurance that the Company will not refinance its loans in the future.

To manage this risk, the Company sees to it that its loan obligations are up to date and maintains a very good credit score with all its partner banks.

Risk on Train Law and Corporate Recovery and Tax Incentives for Enterprises Act [CREATE]

The TRAIN Law aims to reform the tax package on land and property valuation by simplifying the taxation process, appraise properties on regular basis and on an internationally accepted standard and lower the rate of transaction taxes on real estate properties. The law has both negative and positive effects on the real estate industry once a broader and more detailed provision on property valuation and taxes would be implemented in the third package.

Property developers such as IDC, if it plans to venture into socialized housing and low-cost housing development are expected to benefit from this law since it should make selling low- cost housing projects easier and more convenient to property seekers. Lots and house and lots (and other properties which are deemed residential) worth Php1,500,000 and Php 3,199,200.00 below, respectively, are exempt from being levied a value-added tax.

There is also a tax relief on young professionals who comprise as much as 47% of the country's labor force who are renting or leasing P15,000 a month for apartments or condo units near their workplace for easier accessibility, comfort and convenience. They are to benefit from VAT exemption as well as removal of VAT on association dues for condominiums. This incentive in turn will increase the demand for apartments and condo units near the work place which can help decongest traffic in the cities.

On the other hand, the law increased the documentary stamp tax which increased the cost of transactions and in doing business. Additionally, the value-added tax of 12% imposed on residential units for sale worth Php 3,199,200.00 and above, increased the total contract price which in turn makes selling these properties more challenging.

To manage the negative effects of the TRAIN law as it concerns the real estate industry, IDC would have to re-position its mixed-use condominium projects with more studio units which will be offered at an affordable price to the middle and higher- income market. Moreover, these affordable residential condo units costing up to Php 3,199,200.00 can be packaged as attractive investments for lease to or owned by the young professional workforce. IDC may also consider to venture into the low-cost housing market to benefit from the tax incentives under the TRAIN law.

Occurrence of natural and other catastrophes

The Philippines has experienced a significant number of major natural catastrophes over the years, including typhoons, volcanic eruptions, earthquakes, storm surges, mudslides, fires, droughts, and floods. Natural catastrophes will continue to affect the Philippines and may negatively affect the Company's real estate projects.

IDC sees to it that its design and technical plans are compliant at the minimum with the specifications and standards of the national and local building code. IDC's contractors are required to strictly enforce all safety and security measures in the construction of its projects. It is also a mandatory requirement to have a contractor's all risk insurance to cover all risks that may occur during construction. The Company also has a comprehensive liability insurance for its properties covering all perils such as earthquake, fire, flood including personal and group liability coverage on accidents, death, theft and robbery.

Nevertheless, there is no assurance that the insurance coverage that the Company maintains for these risks will adequately compensate for all damages and economic losses resulting from natural calamities. Such losses could materially and adversely affect the Company's business, financial condition and results of operations. The Company mitigates this risk through the geographic diversity of its projects, thereby minimizing the impact of a potential natural catastrophe. The Company's projects are also located in relatively less flood-prone areas.

A portion of demand for the Company's products is from foreign buyers, which exposes the Company to risks relating to the performance of the economies of the countries where these potential customers are located.

Foreign buyers generate a portion of the demand for the Company's housing and land development projects. A number of factors could lead to a reduction in the number of foreign buyers or a reduction in the purchasing power of foreign buyers, among other effects. These include:

- an appreciation of the Philippine peso, which would result in the decreased value of the other currencies transmitted by foreign buyers relative to the Philippine peso;
- difficulties in the transmittal of funds;
- a downturn in the economic performance of the countries and regions where a significant number of these potential customers and supporters are located;
- the imposition of restrictions by the Government on the acquisition of condominium units by foreign citizens

DESCRIPTION OF PROPERTIES

The Company owns several real estate properties as described below. The Company has under its name the land titles for the project Primavera Residences and Primavera City Phase 1 and Phase 2, all located in Bgy. Upper Carmen, Cagayan de Oro City. Also, the land title of Miramonti Phase 1 located at Bgy. San Rafael, Sto. Tomas, Batangas is already in the name of IDC.

With regards to the other lots allotted for Primavera City Phases 3 and 4, the company has entered into Contracts to Sell for Lots 1, 2 and 3 with PODC. Under the Contracts to Sell for Lots 1, 2 and 3, the respective titles will be transferred to the Company pending the completion of the amortization of payments. As of September 30,2021, amounts of outstanding balance for Lot 1, 2, and 3 are PhP6.72 million, PhP7.33 million, and PhP7.62 million, respectively. For the site of Miramonti Phase 2 lot in Sto. Tomas, the property is under the name of RFM Science Park of the Philippines, Inc. but with an Agreement with right of first refusal. The Company also owns two intellectual property rights in its favor, which are registered with the Intellectual Property Office of the Philippines.

REAL PROPERTIES

Primavera Residences

The land for Primavera Residences Tower A is a 1,125 square meter property with TCT number 137-2011000850, located at Barangay of Upper Carmen Cagayan de Oro City, Island of Mindanao, Philippines. This property was acquired from PODC at a total contract price of PHP13,227,213.00 which was fully paid last 26 January 2011. This title was used to secure the Company's development loan with Landbank. The liens and encumbrances on the land has been cancelled since the development loan with Land bank has been fully paid on March, 2015.

The land for Primavera Residences Tower B is a 1,126 square meter property with TCT number 137-2013000753, located at Barangay of Upper Carmen Cagayan de Oro City, Island of Mindanao, Philippines. This property was acquired from PODC at a total contract price of PHP13,238,970.21, which was fully paid last 08 February 2013. Said title was used to secure the Company's developmental loan with Bank of Philippine Islands (BPI). The liens and encumbrances on the land has been cancelled since the development loan with BPI has been fully paid on April 2017.

The Primavera Residences Tower A and B has been finished and delivered.

Primavera City

The land for Primavera City project Phases 1, 2, 3 and 4 consists of seven (7) lots with a total area of 6,558 square meters. The property is located at Macapagal corner Masterson Avenue, Pueblo de Oro Business Park, Bgy. Upper Carmen, Cagayan de Oro City, Island of Mindanao under the name of PODC. Contracts to Sell have been entered into by the Company for three lots covering 2,810 sqm. (lots 1, 2, and 3). The land for lots 4, 5, 6 and 7, allocated as the site for Primavera City Phase 1 – Towers A and B and Primavera City Phase 2, has been fully paid by IDC and the title is already under the name of Italpinas Development Corporation.

The land for Primavera City Tower A is a 937 square meter property pertaining to Lot 7, Block 20 with TCT number 137-2016001714 in the name of IDC has been issued by the Registry of Deeds on April 8, 2018. Similarly, the land title for Primavera City Tower B is a 937 square meter property pertaining to Lot 6, Block 20 with TCT number 137-2016001800 has been issued by ROD on April 8, 2016. Both properties are located at Barangay of Upper Carmen

Cagayan de Oro City, Island of Mindanao, Philippines. The two properties were acquired from PODC at a total contract price of PHP24,616,208.10.

The lands for Primavera City Phase 2 composed of 1,874 square meter properties pertaining to Lot 5, Block 20 and Lot 4, Block 20 with TCT numbers 137-2020001209 and 137-2020000889, respectively, in the name of IDC. These properties are located at Barangay of Upper Carmen Cagayan de Oro City, Island of Mindanao, Philippines. The two properties were acquired from PODC at a total contract price of PHP33,475,693.

Primavera City is a complex of mixed-use residential and commercial buildings composed of seven (7) towers. The construction will be divided into four (4) phases, of which, Primavera City Phase 1 was almost fully completed by the end of 2020 while Primavera City Phase 2 started construction in 4Q 2019. The total construction cost of Primavera City Phase 1 is partially financed by a P350 million development loan from the Development Bank of the Philippines (“DBP”), collateralized by lot 6 and 7 with CTC numbers 137-2016001714 and 137-2016001800.

Miramonti

The total land area for the Miramonti project which is to be developed in two phases is a 7,404 square meter commercial/residential property located at Millenium Drive, Light Industry Science Park III, San Rafael, Municipality of Sto. Tomas, Province of Batangas.

The land identified as Lot 1-A-3 allocated for the Miramonti Phase 1 comprising of 2,057 square meters has been fully paid by IDC. The title bearing TCT No. 056-2017001498 has been transferred in favor of IDC by Register of Deeds, Tanauan on March 23, 2017. The land was acquired from RFM.

The second commercial/residential lot with an area of 5,347 square meters identified as Lot 1 of Block 3A will be the site of the prospective Miramonti Phase 2. The company has a right of first refusal over this lot with the land owner, RFM. The company is currently in process of securing the Contract to Sell on this property subject to final arrangements on the sale with the owner.

INTELLECTUAL PROPERTIES

The Company owns Intellectual Properties which it registered with the Intellectual Property Office of the Philippines. Below is a summary of the marks registered under the Company:

TRADEMARK	Registration	Term
IDC ITALPINAS DEVELOPMENT CORPORATIO	Registration No. 4/2015/00504687 25 Aug 2016	10 years Until 25 Aug 2026
	Registration No. 4/2016/00503037 10 Nov 2016	10 years 10 Nov 2026

IDC		
Move into Italian Style	Registration No. 4/2016/00502899 10 Nov 2016	10 years 10 Nov 2026
Living by Design	Registration No. 4/2015/00504770 22 Sep 2016	10 years 22 Sep 2026
Primavera Residences in CDO	Registration No. 4/2017/00016019 10 October 2019	10 years 10 Oct 2029
Primavera City	Registration No. 4/2016/00502079 22 Sep 2016	10 years 22 Sep 2026
Citta' Verde @ Primavera City Move into Italian Style	Registration No. 4/2022/00513454 9 April 2023	10 years 9 April 2033
Citta' Bella @ Primavera City Move Into Italian Style	Registration No. 4/2022/00513448 9 April 2023	10 years 9 April 2033

Citta' Grande @ Primavera City Move Into Italian Style	Registration No. 4/2022/00513378 4 May 2023	10 years 4 May 2033
Citta' Alta @ Primavera City Move Into Italian Style	Registration No. 4/2022/00513381 4 May 2023	10 years 4 May 2033
Miramonti	Registration No. 4/2017/00004603 14 Sep 2017	10 years 14 Sep 2027
Verona GREEN APARTMENTS IN UPTOWN CDO	Registration No. 4/2022/00513446 17 April 2023	10 years 17 April 2033
MIRAMARE	Application No. 4/2022/513490 03 June, 2022	

LEASED PROPERTY

The Company uses a 189 square meter office space located at Unit 28C BPI Philamlife Building, 6811 Ayala Ave., Makati City, as its head office. This property is owned by Terrace 28 Corporation. The lease is for duration of two (2) years until February 2024 with option to renew 90 days prior to the expiry of the lease contract. Total lease payments for the two-year duration amount to Php1,833,552.00, inclusive of value added and withholding taxes.

FUTURE PROSPECTS

As discussed previously, through a combination of qualitative and quantitative market studies, the Company has identified potential areas for its future developments in Southern Luzon & Visayas.

Board of Directors and Principal Officers

The members of the Board and Principal Officers of the Company are as follows:

Name	Nationality	Position	Date of Last Election / Appointment
Romolo Nati	Italian	Director, Chairman and Chief Executive Officer	November 16, 2022
Jose D. Leviste III	Filipino	Director/President	November 16, 2022
Shennan A. Sy	Filipino	Director, Treasurer	November 16, 2022
Christine P. Base	Filipino	Director	November 16, 2022
Dionisio A. Tejero	Filipino	Director	November 16, 2022
Giuseppe Garofalo	Italian	Director/Chief Operation Officer	November 16, 2022
Jose G. Araullo	Filipino	Independent Director	November 16, 2022
Raphael Dominguez	Filipino	Independent Director	November 16, 2022
Emeraldo Magnaye	Filipino	Independent Director	November 16, 2022

The members of the Board of Directors are elected during each regular meeting of the stockholders and shall hold office for one (1) year and until successors are elected and qualified.

Profile and Business Experience of the Board of Directors

Following are descriptions of the business experience of the Company’s directors and officers for the last five (5) years:

Arch. Romolo Nati
Chairman of the Board of Directors, Chief Operating Officer

54 years old, Italian, is a multi-awarded green architect, sustainable developer and multi-awarded car designer (BMW and Mitsubishi). He has been awarded

in Italy, Estonia and the Philippines. He graduated “Summa Cum Laude” in Architecture in Rome at the University of Rome “La Sapienza” and has a Specialization Course in Urban Landscape and Layers from University of Tallin, Estonia and currently taking an Executive Master’s in Business Administration from Asian Institute of Management, Philippines. Arch. Nati is primarily responsible for the overall management and implementation of IDC’s projects. He particularly enjoys working in team environment, collaborating with the development and design teams from concepts, early site and product development through project sell-out.

Atty. Jose Dayrit Leviste, III
Director, President

42 years old, Filipino, earned his degree in Law at the University of New South Wales in Australia and was Associate Attorney at Toda & Co. Commercial Lawyers in Australia. Atty. Leviste also serves as the President of the Company’s sister company, Constellation Energy Corporation as well as Asian Arc Philippines. Atty. Leviste is also in charge of strategic decision for the company, such as acquisition of new properties and agreements with different partners. He also helps conceptualize the Company’s plans for future expansion. He is a Director of Pacific Rim Innovation and Management Exponents, Inc. and Ankar Pharma.

Atty. Shennan A. Sy
Director, Treasurer

54 years old, Filipino, passed the CPA board exam in 1991 and was admitted to the Philippine Bar in 1996. He got his Bachelor of Arts degree, Major in Economics and Bachelor of Science in Commerce, Major in Accounting (Cum Laude) in De La Salle University. He was also a Juris Doctor (Salutatorian) in Ateneo de Manila University. He got his Master of Laws from the University of Michigan as a Fullbright Scholar and DeWitt Fellow. He was formerly a Senior Associate, Banking, Finance, and Tax Group, in Quisumbing Torres (member firm of Baker and McKenzie International). He is currently a Principal in Kalaw, Sy, Vida Selva and Campos Attorneys and Counselors-at-Law. Atty. Sy is also a Director in Abundant Homes Realty, Batangas Realty Incorporate, Business Incubators Group Services, Inc., Eight Golden Fruits Holdings, Inc., Fortitude Ventures, Inc., General Memorial Corporation, and Sugarcane Holdings Inc. just to name a few.

Giuseppe Garofalo
Director, Chief Operating Officer

35 years old, Italian, earned his degree in Civil Engineering at the University of Calabria in Italy. He also has a Master’s degree in Structural Engineering at the Polytechnic of Turin (Italy). He is the Company’s Chief Operations Officer. Prior to that, he was the overall head of the design and Engineering of IDC. As Project Director, he also oversaw the construction of all IDC projects in Cagayan de Oro and Batangas as well as future projects under development.

Mr. Jose G. Araullo
Independent Director

84 years old, Filipino, held various top management positions for over 14 years in a

group of companies that includes the country's largest commercial bank. Joe was senior vice president of the bank itself and held CEO- and COO-level positions in the network's savings bank, credit card, securities and investment companies. He was president of PICPA in 1985 and again in 1986, and of the Bankers Institute of the Philippines in 1985. In 1992, PICPA honored him as Most Outstanding CPA in Public Practice. He obtained his bachelor's degree in accountancy from San Beda College, which selected him in 2001 as one of the Outstanding Bedans of the Century, and established the Jose G. Araullo Distinguished Professorial Chair in Auditing in recognition of his significant contributions to the advancement of the accountancy profession. Mr. Araullo is also the Chairman of The Real Bank (A Thrift Bank), Inc. He is also President of Fontana Resort and Country Club, Inc. as well as a Director in Philippine Savings Bank.

Atty. Christine P. Base
Director

52 years old, Filipino, served as the Corporate Secretary and at the same time Director of the Company for six years. She is also the Corporate Secretary and a member of the Audit committee of the Anchor Land Holdings, Inc. since April 10, 2007. She is currently a Corporate and Tax Lawyer at Pacis and Reyes, Attorneys and the Managing Director of Legisforum, Inc. She is the Corporate Secretary of Araneta Properties, Inc., Active Alliance Incorporated, Asiasec Equities, Inc. and Ever-Gotesco Resources and Holdings, Inc. She is a director and/or corporate secretary of several private corporations. She was an Auditor and then Tax Lawyer of Sycip, Gorres, Velayo & Co. She is a graduate of Ateneo De Manila University School of Law with a degree of Juris Doctor. She passed the Bar Examination in 1997. Ms. Base is also a Certified Public Accountant. She graduated from De La Salle University with a degree of Bachelor of Science in Commerce major in Accounting.

Atty. Dionisio A. Tejero
Director

80 years old, Filipino, founding and senior partner of the law firm D. A. Tejero & Amoranto Law Offices. He was a vice-president and associate general counsel of San Miguel Corporation when he retired on December 31, 1990 after more than 17 years of service. He was also San Miguel's lead counsel in Industrial Relations. His service and advice covered the development of Industrial Relations Strategies and policies for Collective Bargaining Agreement (CBA) negotiations and its administration, effective communications programs, the training and development of managerial personnel, enhancement of labor productivity and the promotion of industrial peace. He has also been a resource person for seminars and training programs on Labor Relations and Technology Transfer conducted by the U.P. Law Center, SOLAIR, the Department of Trade and Industry, the Department of Labor and Employment and various companies. He finished his Bachelor of Arts course in 1962 and Bachelor of Laws in 1967 at the University of the Philippines. He passed the Bar Examinations in 1967 and has been a law practitioner since then.

Rafael Dominguez
Independent Director

53 years old, Filipino, Mr. Dominguez served as Director, SVP, and Owner's Representative of The Linden Suites from the year 2004 up to June 30, 2016. Thereafter, up to the present date, he is serving as The Linden Suite's President and Owner's

Representative. He is also presently a director of Marco Polo Davao and PTFC Redevelopment Corporation, for which he has served as such since 2004 and 2009, respectively. He graduated from Xavier University, Ateneo de Cagayan in 1991, and obtained his Master's Degree in Business Administration in 2001 from Boston College.

Major General Emeraldo C. Magnaye
Independent Director

62 years old, Filipino, graduated as "Magna Cum Laude" and No. 2 in PMA "Matikas" Class of 1983. He earned his Bachelor of Science Degree in Electrical Engineering at the University of the Philippines Diliman. His civilian schooling includes: Graduate Diploma in Information Systems at University of Melbourne, Graduate Course in Business Economics at University of Asia and the Pacific, locally conducted Executive Course in Governance and Management of Defense by the Defense Academy of United Kingdom locally conducted in Manila by Cranfield University and the 15th Executive Course on National Security by the Defense Management Institute at the National Defense College of the Philippines. Some of his military education includes: Philippines-Australia Integrated Logistics Support Awareness Course, Basic Staff Course at Royal Australian Air Force (RAAF) College, Point Cook Australia, Instructors Technique Course in RAAF Base Williamtown, Command and Staff Course at Air Command and Staff College, PAF and a lot more. While he was the Vice Commander of the Philippine Air Force, he was appointed as trustee of the Mutual Benefit Association, Inc. (MBAI). After his retirement in the AFP on May 20, 2016, he was designated to manage the Mactan Island Golf Club in Lapu-Lapu City Cebu, one of the premier golf clubs in Central Visayas, while serving as elected trustee of AFPSLAI for more than one term before he was chosen as its Executive Vice President and General Manager. He was later elected as the President and CEO of the association until July 21, 2020.

Key Officers

Mr. Harold J. Dacumos
Senior Vice President for Banking and Business Development

69 years old, Filipino, has over 30 years of experience in the field of banking and finance. He is responsible for the sourcing of funds and the overall financial and accounting management of the company. He also supports the company in business development and strategic planning. He maintains good and long-term business relationships with banks, other financial institutions and investors to support the company's financial requirements to develop its various projects. Mr. Dacumos graduated from the University of the Philippines, Diliman with a degree in Business Administration. He also has a Master's degree in Urban and Regional Planning from the same University. Mr. Dacumos also has a Masters in Business Administration from De La Salle University. He also attended the Senior Business Economic Program from the University of Asia and the Pacific.

Ms. Mary Ann B. Lopez
Vice President of Finance and Administration

55 years old, Filipino, is a Certified Public Accountant who is responsible for the overseer of Finance Department. Her functions include financial reporting and analysis, policy recommendations and assurance of compliance with financial regulations. She provides financial and administrative services in the area of

accounting, disbursements, fund management, procurement, budgeting and asset management. Ms. Lopez attended her first two years in college at the University of

Santo Tomas. She then transferred to the University of the East where she graduated with a Degree in Business Administration major in Accounting. She was a consistent scholar during her college years. She attended various seminars on tax compliance and updates. She is a member of the Philippine Institute of Certified Public Accountants (PICPA).

Ms. Gladys M. Echano
Senior Director for Sales

45 years old, Filipino, is a licensed Real Estate Broker who is responsible for the sales force management, sales accounts management, business development, market research, advertising and promotions, events organization and public relations representing IDC's Primavera Sales Office in Cagayan de Oro. She graduated with a degree in Business Management at the Xavier University, Ateneo de Cagayan.

Ms. Clara Marie Asuncion G. Elizaga
Senior Director for Operations and Investor's Relation

46 years old, Filipino, is a licensed Environmental Planner who is responsible for the post sales operations, collections, property management and operations planning, relationship management, corporate affairs and public relations. As head of Corporate Affairs, she represents IDC in Cagayan de Oro and coordinates with government sector and business community. She formerly worked with the SM Supermalls group serving as Mall Manager for SM City Cagayan de Oro for six years. She is one of the pioneer Industrial Designers in Northern Mindanao. She recently finished her studies in Master in Business Administration major in Strategy at the Asian Institute of Technology in Thailand. She is a recipient of the Goldman Sachs 10000 Women global initiative. She graduated Cum Laude with a degree in Bachelor of Science in Industrial Design at De La Salle University.

Atty. Michael John A. Tantoco Jr.
Corporate Secretary

Filipino, is currently focused on corporate and commercial transactions, publicly listed company compliance, energy, data privacy, immigration, estate settlement, labor, and litigation. Atty. Tantoco's experience extends to assisting clients, both local and foreign, in matters concerning their incorporation, structuring, reorganization, regulatory compliance, mergers and acquisitions, due diligence, legal opinion drafting, compliance by publicly listed companies, energy related matters, data privacy compliance and best practices, visa application and renewal, estate settlement, and civil and criminal litigation. Atty. Tantoco also represents clients before several regulatory bodies such as the Securities and Exchange Commission, Philippine Stock Exchange, Philippine Economic Zone Authority, Department of Energy, Energy Regulatory Commission, Bureau of Immigration, Bureau of Internal Revenue, Department of Labor and Employment, National Labor Relations Commission, and various Trial Courts. Atty. Tantoco received his bachelor's degree in Business Management with a Minor in Entrepreneurial Development from the Ateneo de Manila University in 2013 and graduated with his Juris

Doctor degree at the Ateneo Law School in 2017. He was admitted to the Philippine Bar in 2018 and joined the firm the same year.

Atty. Aleli Manimtim-Cordero
Assistant Corporate Secretary

61 years old, is the Company's Legal Counsel. She was previously VP-Group Legal Head of Philsteel Holdings Corporation. She was also a former Partner at De Jesus Paguio & Manimtim Law Offices, during which time she acted as Corporate Secretary, and directed regulatory compliance for the firm's clients. She was Legal Consultant to foreign funded foundations, specifically Light of All Nations Missions, Inc., School of Tomorrow Philippines, and the Purple Fund (formerly Philippine Christian Foundation). She was likewise a Professorial Lecturer at the College of Law of Adamson University, San Sebastian College Recolletos, and Pamantasan ng Lungsod ng Maynila. She earned her undergraduate and law degrees from the University of the Philippines, Diliman Campus.

As of 30 June 2023, the company has sixty-five (65) regular employees and thirteen (13) contractual employees. None of them are subject to any Collective Bargaining Agreement.

Job Level	Number	Employment Status
Executive Management	8	Regular
Managerial & Supervisory	11	Regular
Rank-and-File	46	Regular
Rank-and-File	13	Contractual

We are advertising for fourteen (14) vacant positions, and have forecasted the need for twenty-five (25) more employees by 2nd Quarter of 2023.

<u>Item 6. Involvement in Certain Legal Proceedings</u>

Apart from the following, the Company is not aware of any adverse events or legal proceedings during the past five years that are material to the evaluation of the ability or integrity of its directors or executive officers:

Date Filed	Case No./ Venue	Parties	Nature	Factual Basis
10-18-2017	CV-ORD-2018-881 RTC-Cagayan de Oro	IDC vs. Atty. Gael Paderanga, Ma. Olivia Gonzales and Kretzyl Abdon	For Accounting & production of documents relating to Condominium Corporation	IDC, as unit owner, sued Condominium Corporation officers demanding production of corporate records
11-9-2017	CR-ORD-2018-3105 RTC-Cagayan de Oro	People vs. Marie Cristy Lugtu	For Cyber Libel	Accused posted statements on Facebook casting aspersions on IDC

11-9-2017	CR-ORD-2018-2104 RTC-Cagayan de Oro	People vs. Atty. Gael Paderanga	For Cyber Libel	Accused posted statements on Facebook casting aspersions on IDC
8-17-2018	CV-ORD-2018-881 RTC-Cagayan de Oro	IDC vs. Atty. Gael Paderanga, Ma. Olivia Gonzales, Engr. Marie Cristy Lugtu, Ma. Carmela Lee, Clyde Talampas and Kretzyl Abdon	For Indirect contempt	Respondents refused to abide by the Temporary Restraining Order issued by the Court in a case for consignation of condominium dues
11-23-2018	R-MKT-17-02580-CV RTC-Makati	IDC vs. Marie Cristy Lugtu	For Civil Damages	This is the civil aspect of Criminal Case No. CR-ORD-2018-3105
11-23-2018	R-MKT-18-04974-CV RTC-Makati	IDC vs. Marie Cristy Lugtu	For Civil Damages	Respondent filed cases against IDC, which were eventually dismissed, for which reason the Company sued for damages
11-23-2018	RMKT-18-04-973-CV RTC-Makati	IDC vs. Atty. Gael Paderanga	For Civil Damages	This is the civil aspect of Criminal Case No. CR-ORD-2018-2104
2-21-2021	CA-GR SP No. 09620-MIN Court of Appeals	Atty. Gael Paderanga vs. Judge Emmanuel Pasal & IDC	For Certiorari & Prohibition	Accused filed a Motion to Quash of the Information in Criminal Case No. CR-ORD-2018-2104. When the same was denied, accused elevated the case to the Court of Appeals

All the above-mentioned cases, do not affect the ability and integrity of the subject officers and directors.

Item 7. Market Price of and Dividends

The Company's Common Shares are traded on the PSE under the symbol "IDC".

The following table sets out, for the periods indicated, the high and low sales prices for the Company's Common Shares, as reported on the PSE:

Year	Quarter	High	Low	Closing Price (in Php)
2023	First	1.060	0.760	0.770
	Second	0.900	0.650	0.840
2022	First	1.220	0.890	0.920
	Second	0.960	0.690	0.750
	Third	0.840	0.600	0.640
	Fourth	0.940	0.600	0.800
2021	First	3.980	2.210	2.480
	Second	2.750	2.150	2.590
	Third	2.570	1.870	1.950
	Fourth	2.590	1.200	1.210
2020	First	4.210	1.500	2.090
	Second	2.450	1.400	2.040
	Third	2.250	1.560	2.090
	Fourth	3.840	2.080	3.180

At present, the Company has an authorized capital stock of PHP700,000,000 divided into 1,300,000,000 common shares and 100,000,000 preferred shares both with a par value of PHP0.50. The increase in authorized capital stock was approved by the SEC on November 22, 2021.

Previously, the Company has an authorized capital stock of PHP377,993,600 divided into 655,987,200 common shares and 100,000,000 preferred shares both with a par value of PHP0.50. The increase in authorized capital stock was approved by the SEC on December 22, 2017.

The Board of Directors of the PSE approved the listing of the Common Shares on November 11, 2015. The Common Shares are not subject to outstanding options or warrants to purchase, or securities convertible into Common Shares. The Offer Shares was listed on December 7, 2015 under the stock symbol “IDC” on the SME Board of the Exchange.

No stockholder shall have a right to purchase or subscribe to any additional share of the capital stock of the Company whether such shares of capital stock are now or hereafter authorized, whether or not such stock is convertible into or exchangeable for any stock of the Company or of any other class, and whether out of the number of shares authorized by the Articles of Incorporation of the Company as originally filed, or by any amendment thereof, or out of shares of the capital stock of any class of the Company acquired by it after the issue thereof; nor shall any holder of any such stock of any class, as such holder, have any right to purchase or subscribe for any obligation which the Company may issue or sell that shall be convertible into, or exchangeable for, any shares of the capital stock of any class of the Company or to which shall be attached or appertain any warrant or warrants or any instrument or instruments that shall confer upon the owner of such obligation, warrant or instrument the right to subscribe for, or to purchase from the Company, any shares of its capital stock of any class.

The Board of Directors may, from time to time, grant stock options, issue warrants or enter into stock purchase or similar agreements for purposes necessary or desirable for the Company and allocate, sell or otherwise transfer, convey or dispose of shares of stock of the Company of a class or classes and to such persons or entities to be determined by the Board of Directors including, but not limited, to employees, officers and directors of the Company.

Further, no transfer of stock which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as may be required by law shall be allowed or permitted to be recorded in the proper books of the Company.

STOCKHOLDERS

Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA

Title of each class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Shares	629,568,795

The following are the Top Twenty (20) stockholders of the Company as of June 30, 2023:

Name	Nationality	No. of Shares Subscribed and paid	% of Total Outstanding Shares
Jose D. Leviste III	Filipino	202,807,930	32.21%
Romolo V. Nati	Italian	157,324,714	24.99%
PCD Nominee Corporation (Filipino)	Filipino	259,814,579	41.27%
PCD Nominee Corporation (Foreign)	Foreign	9,260,332	1.47%
Giuseppe Garofalo	Foreign	356,700	Nil
Christine P. Base	Filipino	3	Nil
Shennan A. Sy	Filipino	931	Nil
Antonio R. Samson	Filipino	924	Nil
Ofelia R. Blanco	Filipino	1,916	Nil
Owen Nathaniel S Au ITFLi Marcus AU	Filipino	283	Nil
Owen Nathaniel S. AuITF Li Marcus AU	Filipino	283	Nil
Shareholders' Associationof the Philippines Inc.	Filipino	196	Nil
Jose G. Araullo	Filipino	3	Nil
Jose M. Periquet	Filipino	1	Nil
Total		**629,568,795**	**100.00%**

a. Dividends

i. Dividend History

The Board of Directors of the Corporation in a special meeting held on January 30, 2015 declared stock dividends of 0.64 for every one (1) share owned by all the holders of the Company's Common Shares in the amount of PHP 31,998,400.00 to all stockholders of record as of January 30, 2015.

On April 27, 2017, the board of directors approved to declare 100,000,000 stock dividends and the shareholders ratified the same on May 31, 2017. The SEC approved the declaration of dividends on December 22, 2017. The record date of the declaration was January 15, 2018 and payment and listing date was on February 5, 2018.

In a meeting held on October 21, 2019, the Company's BOD approved the declaration of stock dividends at the rate of 35%, to be taken from the Company's retained earnings.

On December 16, 2019, the Company's issued stock dividends of 112,566,575 common shares to shareholders of record as at November 20, 2019 amounting to P56,283,288.

In a meeting held on September 25, 2020, the Company's BOD approved the declaration of stock dividends, to be taken from an increase in the authorized share capital from P377,993,600 to P700,000,000.

On November 26, 2021, following the Company's application for the increase in authorized share capital, the SEC approved and authorized the issuance of 195,383,420 common shares to cover the stock dividends declared on September 25, 2020. Payment date is on January 14, 2022.

No dividends will be paid in 2022 since the appreciation in value of investment properties account for the retained earnings, and not actual profit.

ii. Restriction on the Payment of Dividends

The Company, from time to time, distributes to its shareholders surplus funds from its distributable profits and/or general reserves, as may be determined by the Board of Directors subject to the following limitations: a) The recognition of profit and availability of cash for distribution or the viability of dividends; b) Any banking or other funding requirements by which the Company is bound from time to time; c) The operating and investment needs of the Company; d) The anticipated future growth and earnings of the Company; e) Any relevant applicable laws.

iii. Recent Sales of Unregistered / Exempt Securities

Within the past year, the Corporation has not undertaken nor has entered into any recent sale of any unregistered or exempt securities, including recent issuances of securities constituting an exempt transaction.

iv. Corporate Governance

The Company has promulgated a Manual on Corporate Governance that took effect in 2015. The Manual continues to guide the activities of the Company and compliance therewith has been consistently observed.

There has been no deviation from the Company's Manual on Corporate Governance.

The Company believes that its Manual on Corporate Governance is in line with the leading practices and principles on good governance, and such, is in full compliance.

The Company will improve its Manual Corporate Governance when appropriate and warranted, in the Board of Directors' best judgment. In addition, it will be improved when a regulatory agency such as the SEC requires the inclusion of a specific provision.

COVER SHEET

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ITALPINAS DEVELOPMENT CORPORATION

(Company's Full Name)

UNIT 28C BPI PHILAMLIFE BUILDING
6811 AYALA AVENUE MAKATI CITY

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

MARY ANN B. LOPEZ	**(+63 2) 8893-0328**
(Contact Person)	(Company Telephone Number)

1 2	**3 1**	**17 Q**	**Last Monday of March**
Month	*Day*	*(Form Type)*	*Month* *Day*
(Fiscal Year)			(Annual Meeting)

N / A

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

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Sec Number CS200900917

File Number

ITALPINAS DEVELOPMENT CORPORATION
(Company's Full Name)

Unit 28C BPI Philamlife Building, 6811 Ayala Ave., Makati City
(Company's Address)

(+63 2) 8893 0328
(Telephone Number)

30 June 2023
(Quarter Ending)

SEC Form 17-Q
(Form Type)

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

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

1. For the quarterly period ended: **June 30, 2023**

2. Commission identification number: **CS200900917**

3. BIR Tax Identification No. **007-213-353-000**

4. Exact name of issuer as specified in its charter: **ITALPINAS DEVELOPMENT CORPORATION**

5. Province, country or other jurisdiction of incorporation or organization: **PHILIPPINES**

6. Industry Classification Code: (SEC Use Only)

7. Address of issuer's principal office: **Unit 28C BPI Philamlife Building, 6811 Ayala Ave., Makati** Postal Code: **1226**

8. Issuer's telephone number, including area code: **(+63 2) 8893 0328**

9. Former name, former address and former fiscal year, if changed since last report: **Not applicable**

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

Title of each class	Number of shares issued and outstanding (June 30, 2023)
Common Shares	629,568,795

11. Are any or all of the securities listed on a Stock Exchange? Yes [✓] No [ ]

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

Philippine Stock Exchange — Common Shares

12. Indicate by check mark whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Sections 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period the registrant was required to file such reports):
Yes [ ] No [x]

(b) has been subject to such filing requirements for the past ninety (90) days.
Yes [ ] No [x]

TABLE OF CONTENTS

PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

*The accompanying report of **Italpinas Development Corporation** comprise the unaudited condensed consolidated financial statements for the three months ended June 30, 2023 and have been prepared in accordance with the Philippine Accounting Standard 34, Interim Financial Reporting and hence do not include all of the information required in the December 31, 2022 annual audited financial statements. Please see **Annex A**.*

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following is a discussion and analysis of Italpinas Development Corporation's financial performance for the three months ended June 30, 2023. The Company's MD&A should be read in conjunction with its unaudited consolidated financial statements and the accompanying notes. All financial information is reported in Philippine Pesos (Php).

OVERVIEW OF THE BUSINESS

Italpinas Development Corporation was incorporated in 2009 as Italpinas Euroasian Design and Development Corporation. The Company was subsequently renamed Italpinas Euroasian Design and Eco-Development Corporation. On July 15, 2015, the SEC approved the change of the Company's name to "Italpinas Development Corporation." Its primary purpose is to engage in the business of real estate development. The Company draws from its expertise in architectural design, market and demographic strategy, project development, and sales.

IDC uses passive and active green design strategy in developing high performance real estate properties in up-and-coming cities in the Philippines with high growth potential. The Company makes use of in-depth market research, design, and development strategies that start with a deep analysis of the target site's social, economic and environmental conditions for its property development projects.

The Company's first development project was the Primavera Residences located in the Pueblo de Oro Township in Cagayan de Oro City. It is a twin-tower 10-storey mixed-used condominium development which was well received by the local market and among investors across the Philippines and overseas. Construction of the first tower started in June 2010 and was completed in August 2012. The second tower was subsequently completed by the third quarter of 2015. Towers A and B of the Primavera Residences are almost fully sold. Primavera Residences has been awarded as the "Best Mixed-Use Development in the Philippines" by the International Property Awards, awarded in Kuala Lumpur, Malaysia in 2014 and was also "Highly Commended" in the "Best Condo Development" category at the Southeast Asia Property Awards held in Singapore in 2011. It was also awarded as a finalist among the "Most Promising Clean Energy Investment Opportunities" at the Climate Technology Initiative Private Financing Advisory Network (CTI PFAN) held in Manila in 2010.

The Company currently has a pipeline of projects. The latest sustainable mixed-use condominium project by IDC is Primavera City which is also located in the Pueblo de Oro Township in Cagayan de Oro City. At a competition held in Singapore on February 22, 2013, it was awarded as one of the top ten "Most Promising Clean Energy Investment Opportunities" by the Climate Technology Initiative Private Financing Advisory Network (CTI PFAN), whose funding partners include the Asian Development Bank (ADB) and the United States Agency for International Development (USAID). Primavera City also recently received the citation under the "Best Mixed-Use Development" category at the International Property Awards Asia Pacific in 2017 held in Bangkok, Thailand.

Primavera City will be implemented in four (4) phases. Phase 1 is comprised of Towers A and B, and Podium C (the commercial area and the basement parking) and was launched in June 2016 and March 2017, respectively. As of June 30, 2023, units available for sale for both Tower A and Tower B are almost fully sold. Construction of Primavera City Phase 1 was almost fully completed by the end 2021. The Company launched Phase 2 of the Primavera City last June 2019. As of June 30, 2023, Primavera City Phase 2 is almost sold. Construction of Primavera City Phase 2 is expected to be completed by 4Q 2023. Phase 3 and Phase 4 envisioned as a high-rise mixed condo is slated for development i n 1st quarter of 2023 and 1st quarter of 2024 respectively or sooner depending on the sales take up of the projects.

As of June 30, 2023, the first four (4) lots of Primavera City Phase 1 and Phase 2, comprised of a total area of 3,748 sq.m have been fully paid with the corresponding titles registered under the Company's name. In order to secure the entire development of the Primavera City complex, Pueblo de Oro Development Corporation and IDC have executed Contracts to Sell to acquire the remaining three (3) adjoining lots that consist of a total area of 2,810 sq.m for the planned Phases 3 and 4 of the projects.

Given the established relationship of the Company with the ICCP Group, the owner and developer of the Pueblo de Oro Township in Cagayan de Oro City, the Company has fully paid the land in Sto. Tomas, Batangas, comprising of 2,057 sq.m, this is the site for IDC's mixed-use development project, the Miramonti. As of June 30, 2023, the company has sold more than 82% of the units available for sale.

The Miramonti project site is strategically located adjacent to the Manila-Batangas expressway, the Southern Tagalog Arterial Road ("STAR") Tollway, and directly accessed by the existing expressway exit, which is attractive to both growing local demand as well as the constant flow of traffic passing between Metro Manila and the Batangas City area.

Commercial properties will address a pronounced gap in commercial unit supply in the Sto. Tomas area, while the residential units and serviced apartments will serve the demand for accommodation from growing expatriate markets, transient markets, and from personnel frequenting the industrial and commercial zones between Metro Manila and Batangas port. In a similar strategy to that in Primavera City, an additional Memorandum of Agreement was signed with RFM-Science Park of the Philippines, Inc. to guarantee the right of first refusal to the Company over and adjacent lot at the Sto. Tomas site, allowing the Company to plan for expansion in keeping with strong demand forecasts.

In addition to the immediate pipeline of projects, the Company continues to pursue wide ranging analysis and field observations in order to identify additional locales in the Philippines that are consistent with its existing portfolio of hyper-prospective growth nodules in under-valued secondary and tertiary cities. The company is focused on expanding its presence in the areas wherein it already has existing projects such as Cagayan de Oro and Batangas, and have identified potential areas for future developments in Southern Luzon & Visayas. The Company is still in the process of conducting due diligence and validation of other areas of interests.

The Company has not been involved in any bankruptcy, receivership, or similar proceedings.

Corporate Vision-Mission

Vision: We strongly believe that human technique is inseparable from nature and nature is our inspiration. Therefore, we aim to design and build an environment where human development is in a balance with its environment.

Mission: We provide unique, innovative, sustainable and safe real estate products that satisfy and exceed the expectation of our customers, business partners and stockholders because "*not all buildings are created equal*."

The Founders of IDC

In 2009, Arch. Romolo Nati, a talented professional Italian Architect with international experience in design, real estate and property development in countries such as Italy, Estonia, Romania and other European countries came to the Philippines and met Atty. Jose D. Leviste III, an accomplished Filipino lawyer whose education and work experience were nurtured in the Philippines, United States and Australia. After learning that they both share the same vision and passion in promoting sustainable developments in the Philippines, these two successful professionals teamed up and, with the support of Jose Leviste, Jr., a seasoned Filipino renewable energy entrepreneur, corporate social responsibility advocate and sustainable mining investor, established ITALPINAS Euroasian Design and Eco-Development Corporation, subsequently renamed as Italpinas Development Corporation.

Arch. Nati inspires, conceptualizes, and directs the Company's designs, including its performance-based design solutions and systems, as well as its unique visual aesthetic. The approval of final architectural plans, as well as any other steps as may be required, is done by duly licensed and accredited Filipino architects.

Unique Value Proposition

IDC has the following value propositions that the Company believe puts it ahead of its competitors:

- LOCATION — We develop in up-and-coming cities, in safe and growing areas
- DESIGN — We deliver innovative, elegant and green Italian Design
- BUILDING — We build high quality, smart, safe and affordable buildings
- GREEN — We reduce environmental impact (lower energy and water consumption)

Awards, Recognition and, Track Record

Although IDC is a young company, its projects have been recognized and awarded by prestigious international organizations:

1. Best Mixed-Use Development in the Philippines 2023-2024 by International Property Awards- Asia Pacific (Verona Green Residences – with IDC Homes, Inc. as developer)

2. EDGE Champion (Worldwide) for 2023

3. Best Mixed-Use Development in the Philippines 2019-2020 by International Property Awards- Asia Pacific (Miramonti Green Residences)

4. Best Innovation Project of the Year 2018 by The Outlook-Lamudi, Philippines (Miramonti Green Residences)

5. Winner Of Best Mixed Used Development in The Asia Pacific in 2017 By the International Property Awards Held in Bangkok, Thailand, For Primavera City

6. Recognition By the Green Building Philippines, International Finance Corporation, Philippine Green Building Initiative with The Support of The Swiss Confederation for Promoting the Greening of The Building Sector, September 15, 2016
7. Winner Of Leadership in Green Building in the 2016 Philippine Green Building Council Awards, July 2016, For Primavera Residences
8. First Completed Condominium Project in East Asia in 2015 By Edge (Excellence in Design for Greater Efficiencies), For Primavera Residences
9. Winner Of Best Mixed-Use Development in The Philippines in the 2014-2015 International Property Awards, For Primavera Residences
10. Highly Commended as Best Condominium Development in The Philippines in the 2011 Southeast Asia Property Awards (Seapa), For Primavera Residences
11. Finalist In the Most Promising Clean Energy Investment Opportunities in the 2010 Cti-Pfan Asia Forum for Clean Energy Financing (Philippines), For Primavera Residences
12. Finalist In the Most Promising Clean Energy Investment Opportunities in the 2013 Cti-Pfan Asia Forum for Clean Energy Financing (Singapore), For Primavera City
13. Winner Of the Special Energy Award in the 2011 International Architectural Competition (Design Against the Elements, “Date”), Coral City
14. Highly Interesting Real Estate Project in the 2012 Xavier (Ateneo) University Cagayan De Oro City, For Primavera Residences and IDC
15. Highly Appreciated for Environmental Protection for Sustainable Development In 2011 by the National University Of Manila, For Primavera Residences

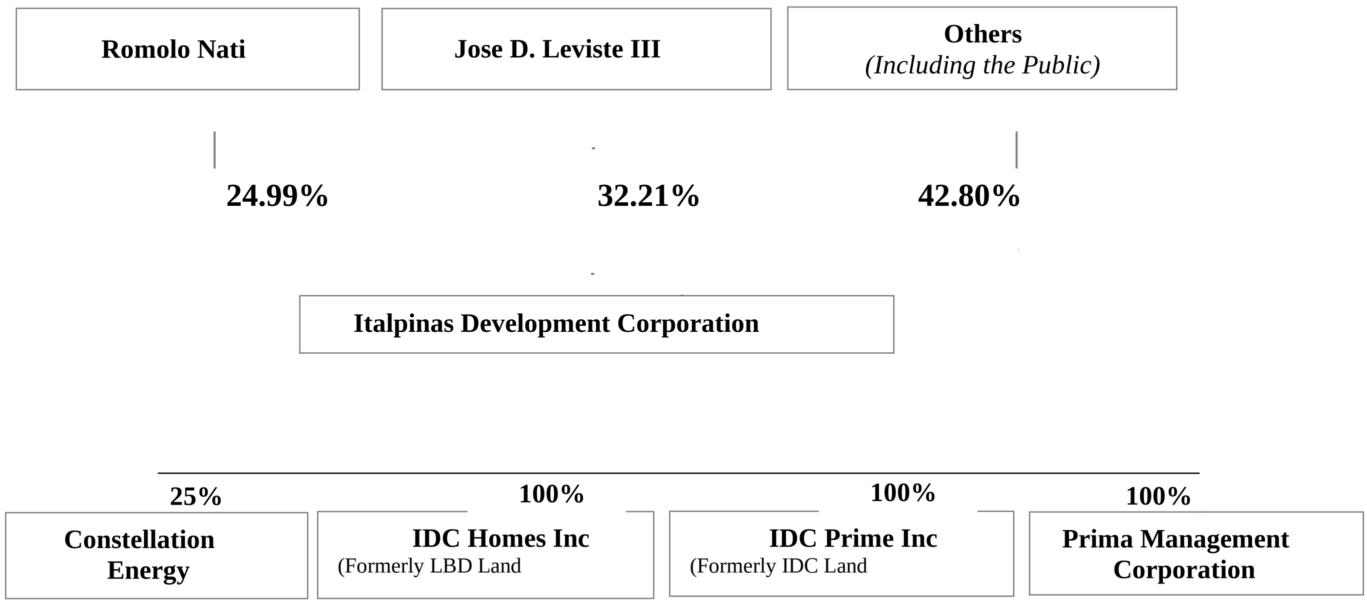
In addition, the two founders have also been invited to speak in notable events such as:

- “High level dialogue on ASEAN- ITALY Economic Relations” held in Singapore, organized by The European House-Ambrosetti;
- World Architecture Festival, as panelists, Singapore, 2015
- The Sustainability Summit Asia 2018 organized by The Economist in Kuala Lumpur; and
- The International Property Award event held in Bangkok in May 2019

Arch. Nati and Atty. Leviste have been also featured in National Geographic Magazine, Asia Edition, in 2014 for their innovation in Real Estate.

IDC developments are rated by EDGE (Excellence in Design for Greater Efficiency), the Green Building Rating System, developed by IFC (International Finance Corporation), which is part of the World Bank Group.

CORPORATE STRUCTURE



As of June 30, 2023, the Company's substantial shareholders are Architect Romolo Nati with 24.99%, and by Attorney Jose D. Leviste III with 32.21%. The remaining are owned by the public, with some officers and directors owning a non-substantial number of shares. The Company owns a 25% stake in Constellation Energy Corporation and a 100% stake in IDC Homes Inc (formerly LBD Land Corporation), IDC Prime Inc (formerly IDC Land Corporation) and Prima Management Corporation respectively.

SUBSIDIARIES

IDC Prime Inc (Formerly IDC Land Corporation)

IDC Prime Inc (Formerly IDC Land Corporation), a wholly-owned subsidiary of the Company, was incorporated last 19 August 2019 in order to streamline the Company's operations in Mindanao.

IDC Homes Inc (Formerly LBD Land Corporation)

IDC Homes Inc (Formerly LBD Land Corporation), a wholly-owned subsidiary of the Company, was incorporated last 19 August 2019 in order to streamline the Company's operations in Luzon.

The Company's subsidiaries have not operated as of June 30, 2023.

Prima Management Corporation

Prima Management Corporation, a wholly-owned subsidiary of the Company, was incorporated last 23 February 2022. Its primary purpose is to operate, hold, or provide partial or full-service management and maintenance of real estate businesses.

ASSOCIATES & AFFILIATES

Constellation Energy Corporation

At present, multiple factors converge in the Philippines to make renewable energy a prospective area. These include the passage of new legislation (the Renewable Act of 2008) that protects and encourages renewable energy development, the price of energy in the Philippines that remains among the highest in the region, as well as a shortage of energy production across the Philippines which represents demand for new generation.

In line with its commitment to sustainable development, the Company also holds a 25% equity stake in Constellation Energy Corporation ("Constellation" or "CEC"), providing it with strategic exposure to growth in the renewable energy industry and the Philippines' increasing demand for power. Constellation is engaged in the development of renewable energy facilities to provide clean sources of power and assure a stable supply of electricity to Filipino homes and industries.

Constellation Energy Philippines ("CEC") is a renewable energy development firm with development projects in hydroelectric, geothermal, and wind technologies. Together with its partners and investors, Constellation envisages the development of each of its projects into an independent power producer, producing electricity from natural resources and selling to the grid with electrical cooperatives, individual industrial consumers, and/or other entities as the buyers, or under the Philippine government's Feed-in-Tariff system. Constellation also provides technical consultancy, political and country risk management, financial advisory in connection with the energy field in the Philippines, backed by an extensive network and well-established government and community relations from national to local levels.

CEC was incorporated on June 24, 2008. As of June 30, 2023, CEC has paid-up capital totaling PhP20 million. It is 50% owned by Jose P. Leviste Jr. & spouse, 25% owned by Lili Investment Services Inc., and 25% owned by IDC.

CEC's board of directors consists of: Jose P. Leviste Jr. (Chairman), Romolo Nati (Vice Chairman), Jose D. Leviste III (President), Shennan A. Sy (Treasurer and Corporate Secretary), and Jennifer D. Leviste. CEC has officers in common with IDC, namely Jose D. Leviste III (concurrently President/Director of both CEC and IDC), and Romolo V. Nati (concurrently Vice Chairman/Director of CEC & Chairman/CEO/Director of IDC).

CEC has not established a specific dividend policy. Dividends may be issued to all shareholders on the basis of outstanding stock held by them. The amount, type and date of payment of the dividends to the shareholders would be determined by the Board of Directors of CEC.

Damiani Property Management and Services

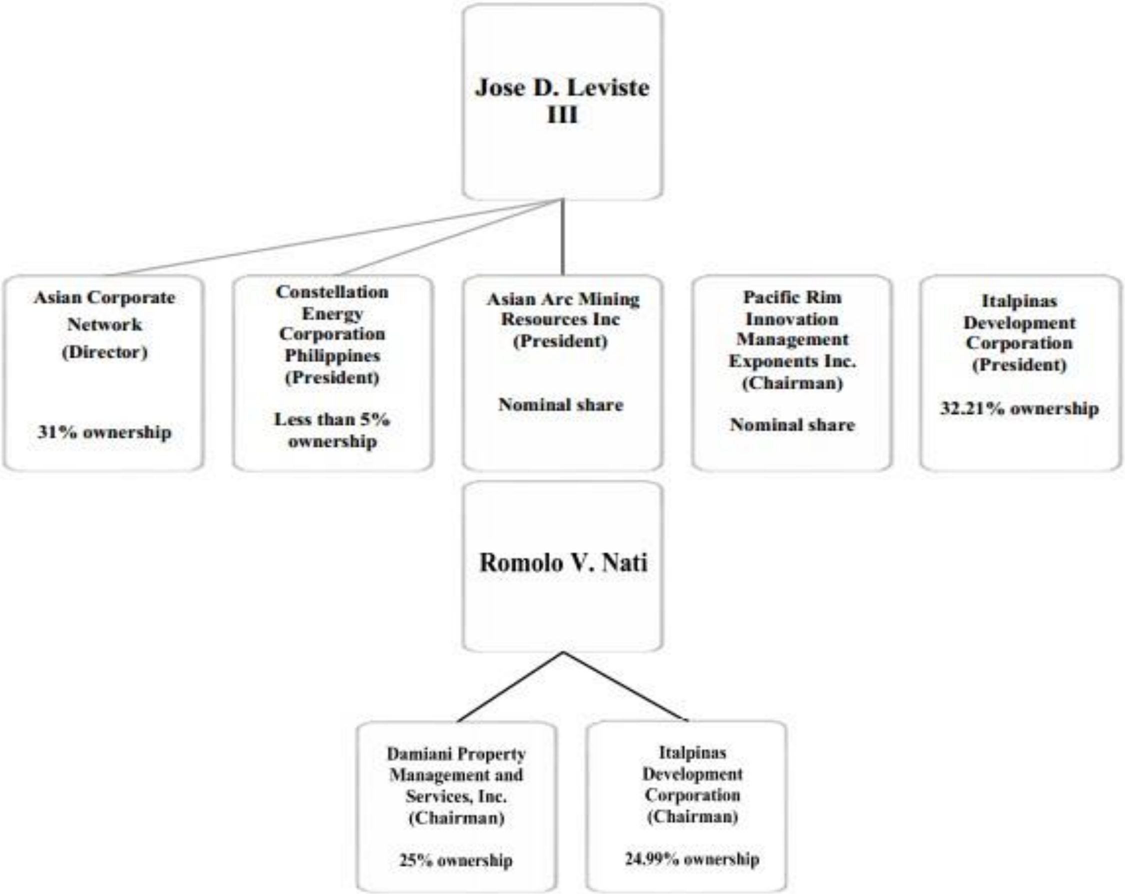
Damiani Property Management and Services was incorporated on 27 April 2016. Its primary purpose is to operate, hold, or provide partial or full-service management and maintenance of real estate businesses. IDC's Chairman and CEO, Romolo Nati, owns 25% of outstanding shares of Damiani.

Primavera Residences Condominium Corporation (PRCC)

PRCC was initially incorporated and registered with SEC by the Company in order to be the Condominium Corporation for the Primavera Residences project. The Company owns certain units at the Primavera residences and participates as a member of the affiliate's BOD.

Other Holdings

Below are the other holdings of Attorney Jose D. Leviste III and Architect Romolo Nati:



COMPETITIVE STRENGTHS

Unmet demand for housing and stable organic increase in population make it likely that real estate in the Philippines will continue to grow at a steady rate. This is further supported by strong macro-economic growth, rising foreign investment, and increasing spending power among OFW families. While new housing developments have concentrated in the main cities, secondary and tertiary cities have been underserved, and represent an opportunity in the inevitable shortage in housing supply.

The Company is especially well poised to capitalize on this opportunity given the following competitive strengths:

Future-Fluent Intuition in Choosing Locations

The Company engages in rigorous and intensive market research, not just of the prospective projects, but of the host city as a wider demographic entity. This works in tandem with Architect Nati's extensive experience in real estate investment, and Atty. Leviste's academic background in sociology, which together manifest as a unique intuition in what areas or communities will be the next sites of rapid and inevitable growth. Target communities are chosen based on their position as up-and-coming, next wave communities. Cities are prioritized for having sharp growth prospects including steady organic growth, and dynamic economic and demographic prospects. Primavera Residences, for example, was the first condominium development of its kind in Cagayan de Oro at the time that its construction commenced, which demonstrates the foresight employed at the time to anticipate what is now proven to be a major growth center for property development.

Strong Culture of Research and Innovation

All of IDC's real estate developments are the product of in-house architectural design and innovation. The research and development heritage of the Company, through the extensive career of Architect Romolo Nati, extends to the portfolios of his European firm, ITA Projects (based in Italy and Estonia). In this predecessor firm, Architect Nati developed methods and characteristic aesthetics that the Company now deploys in the Philippines, such as the use of parametric architecture.

These design processes are possible only with the use of particular software running in graphic stations with high-powered computers. This software, when operated by an architect, is able to integrate various parameters such as weather conditions, financial requirements, functional needs, etc. with the goal of finding the best possible combination of all these elements in various degrees. The final design result represents the best possible solution (based on the given data). This process can also be called performance- based design, because the final design is the one that is expected to perform best out of the infinite number of possible combinations and permutations. In practice, since building sustainability and performance is achieved through design (as explained above rather than through the deployment of expensive high-tech features), the final product is affordable to buy and maintain. This is an important objective of IDC's innovation and research: the democratization of quality and sustainability in the real estate market.

In the Philippine context, where a substantial share of power consumption is for air conditioning and cooling, one main goal of IDC's sustainable designs is to reduce the indoor temperature in its developments. Increasing natural ventilation and reducing the direct sun projections on the windows (without compromising natural light) is the main task in reducing power consumption. The conservation of water and the reduction of the overall environmental impact during construction and for the entire life of the project are also important targets that the Company achieves through these approaches.

Total Commitment to Sustainable Development

The Company's aesthetic and design philosophy operate in tandem with a commitment to environmental conservation. The result of the Company's design innovations is not only to lighten the impact of development upon the environment, but also to lessen the dependence of end users on energy and water. This delivers savings to the end user, and is a key value proposition of the Company's developments.

Complementary Blend of Expertise

Architect Romolo V. Nati draws from his Italian design heritage and 15 years of professional experience to bring the latest and most advanced creative and performance- based architecture. He also has extensive experience in real estate development as well as architectural design. He has designed several buildings in his native Italy, as well as award winning public buildings in Estonia. He was also the recipient of design awards from BMW and Mitsubishi. His partner Attorney Jose D. Leviste offers forward-looking Filipino perspective. His legal background included commercial litigation while in private practice in Sydney, Australia. His project development experience includes his role as President and Chief Executive Officer of Constellation Energy Corporation, which is developing four (4) renewable energy generation assets utilizing wind, hydro, and geothermal technologies. The result is a combination of both novel and innate cultural influences, as well as complementary professional backgrounds.

BUSINESS STRATEGIES

To Bring the Power of Creativity and Architectural Design to the Market

Central to the Company's strategies is the consistent emphasis on its own creative designs to deliver an unprecedented level of innovation performance, and cutting-edge aesthetic through its buildings. Currently, such attributes are seen as reserved for elite projects in the main cities of the Philippines. Through "Performance-Based" Design Strategy, the Company will deliver these qualities in its performance-based developments and make them available in highly prospective, yet thus far, underserved market segments.

Performance-Based Design Strategy, when deployed together with the multi-awarded architectural skill of Arch. Romolo Nati and IDC's design team, results in direct benefits to the project's end-users such as quality of experience and day-to-day savings, among others.

In the Philippines, for example, a major goal is to decrease excess reliance on power and water, and to maintain cool interior temperatures. As such, IDC buildings are designed to perform in these respects, by optimizing shading, encouraging airflow, among other things, in order to reduce the end-users' costs spent on energy for air-conditioning and other forms of consumption.

Further, Performance Based Design is also used to mitigate construction costs. By reversing the market's expectations and assumptions by bringing superior design at the appropriate price, the Company was able to penetrate this underserved market and turn out successful developments in previously untapped areas.

To Choose Locations in their Early Growth Phases and Ride New Property Booms Within the Philippines

A key philosophy of the Company's growth plans is to carefully choose project locations in order to gain exposure to the highly prospective growth rates of secondary or tertiary cities. These hyper-prospective nodes of growth are chosen for being strategically significant or particularly vibrant or promising demographically. It is not the Company's strategy to locate projects in already well-developed communities. Rather than compete with existing developers in already well-served areas, the Company seeks target cities with significant growth prospects and demographically suitable areas. Within the target communities, the Company also chooses locations that are safer and more secure from natural calamities and geo-hazards (such as less flood-prone areas) and designs structures with emphasis on safety from major calamities.

To Increase Leasable Floor Space in Order to Bring Steady Revenue to the Company

The Company has thus far had a favorable experience with operating rental properties in its first project, Primavera Residences, as a developer-landlord. It intends to build on this initial success by continuing to develop, and retain more commercial and residential leasable units in subsequent developments. By doing so, the Company expects to generate an ancillary source of income in the leasing and management of these properties.

COMPLETED AND ONGOING PROJECTS

Completed and On-going Projects of IDC				
	Primavera Residences	**Primavera City**		**Miramonti**
No. of Towers	2 Towers	Phase 1: 2 Towers	Phase 2: 2 Towers	Phase 1:1 Tower
No. of Floors	10 floors	12 floors	12 floors	21 floors
No. of Units/ Residential	298 units	291 units	291 units	352 units
No. of Units/ Commercial	28 units	50 units	57 units	12 units
Approx. Gross Building Area	19,961 sq.m.	18,489 sq.m.	21,063 sq.m.	20,593 sq.m.
Net Sellable Floor Area	11,957 sq.m.	13,143 sq.m.	13,146 sq.m.	12,270 sq.m.
Total No. of Units (including parking)	380 units	404 units	423 units	406 units
Stage	COMPLETED	COMPLETED	CONSTRUCTION ON-GOING	CONSTRUCTION ON-GOING

Primavera Residences

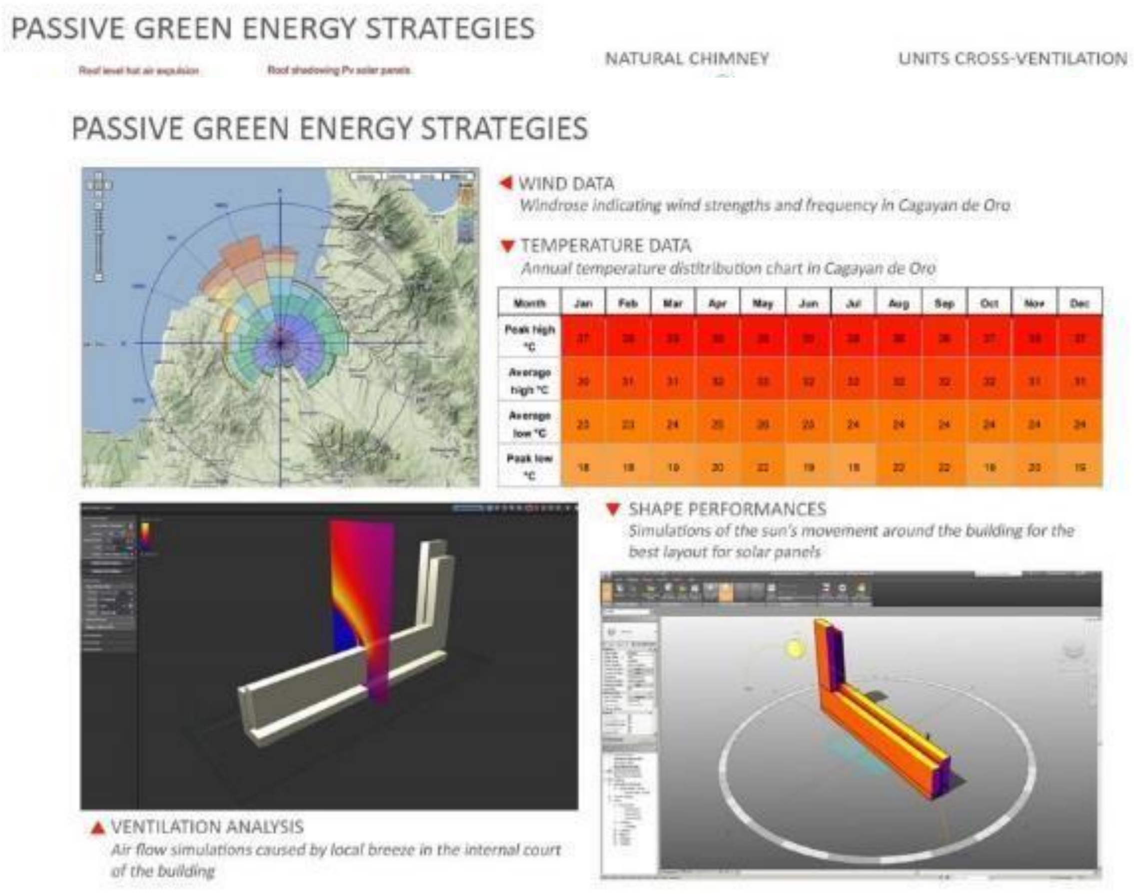
IDC's debut project, Primavera Residences, commenced construction in June 2010. The complex consists of twin mid-rise mixed-use green buildings, the first of which was completed in August, 2012. The second tower was completed in December, 2015 and turned over to buyers.

Primavera Residences is located in Pueblo de Oro Township, a world-class master-planned community in flood-free uptown Cagayan de Oro City. Primavera Residences is adjacent to SM City CDO, schools, offices, churches, and a golf course. It is situated inside the Pueblo de Oro Business Park, an export zone registered with the Philippine Export Zone Authority (PEZA). The Company was able to establish itself here as the "first-mover" in introducing condominium living in Cagayan de Oro City.

Primavera Residences has already been recognized for the buildings' unique design architecture, environmentally friendly features, and the quality of its development. In 2016, the Company was awarded the Leadership in Sustainability Design Award by the Philippine Green Building Council for its pioneering Primavera Residences project in Uptown Cagayan de Oro. In May 2014, it won the Best Mixed-Use Development in the Philippines Award given by the International Property Awards in Kuala Lumpur. It was also highly commended as one of the Best Condo Developments in the Philippines at the 2011 Southeast Asia Property Awards (SEAPA) held in Singapore in November 2011, and was awarded a Recognition Certificate as a finalist and one of the "most promising clean energy investment opportunities" during the Climate Technology Initiative Private Financing Advisory Network (CTI PFAN) Philippine Clean Energy Investment Forum in Manila on June 21, 2010.

Arch. Nati inspires, conceptualizes, and directs the Company's designs, including its performance-based design solutions and systems, as well as its unique visual aesthetic. The approval of final architectural plans, as well as any other steps as may be required, is done by duly licensed and accredited Filipino architects.

Primavera Residences is a twin-tower project consisting of Building A, with ten (10) floors and Building B, with ten (10) floors plus mezzanine. The total floor area of both buildings is 19,961 square meters. In Building A, the ground floor is for commercial while the second floor is for office spaces and the multipurpose hall to serve the community. Amenities such as the gym, pool, and green courtyard are at the third floor. Residential units are located from the third floor to the tenth floor. In Building B, the Ground floor is for commercial use, with parking available (to serve both buildings) at the mezzanine and second floors.



Residential units are located from the third to the tenth floor, with an open-air playground and socials space found at the third floor. The shared rooftop spanning both buildings feature drying cages for the convenience of residents, and will soon showcase a solar panel installation to supply a portion of the energy needs of the building’s common areas. In addition, the buildings are equipped with entrance lobbies, two elevators each, CCTV security cameras, and provision for cable television, landlines, and internet access. The building showcases green features to both save and generate energy. Façades are shaded by cantilevered ledges that protect windows from direct contact with the sun’s rays during the hottest times of the day. The dimensions and placement of these ledges are optimized by the use of parametric design software, taking into account the exact path traveled by the sun through the sky, each day throughout the year, at the building site’s precise latitude on the earth.

The building is also designed to decrease indoor temperature by increasing natural ventilation. This is achieved through green strategies including an inner courtyard that functions as a natural chimney, drawing warmer air upward from the 3rd floor through the top of the building, which, in turn, creates natural suction of cooler air laterally inward from the building’s exterior. The design of individual units also channels this movement of air to significantly enhance cross-ventilation in each household.

The precise management of shading features allows larger window designs without raising temperature. Together with the open inner courtyard, this optimizes natural lighting throughout units and common areas without the heating effects of unmitigated sunlight, resulting in further energy savings.

The two buildings have an aggregate of two hundred ninety-eight (298) residential units, twenty-eight (28) commercial units and fifty-four (54) parking slots.

As of June 30, 2023, units available for sale of this project is almost fully sold.

Primavera City

Also located near SM City CDO in the Pueblo de Oro Business Park, Primavera City is designed as a seven-building cluster and is planned to be constructed in four (4) phases as follows: Phase 1 to consist of the first and second buildings on the first two contiguous lots; Phase 2 to consist of the third and fourth buildings on the next two contiguous lots; Phase 3 to consist of the fifth and sixth buildings on the next two contiguous lots; and Phase 4 to consist of a single high-rise building on the last (seventh) of the contiguous lots. The construction of Phase 1 commenced in 4Q 2016 and was fully completed.

Photo: Primavera City Architectural Rendering

The area's only real estate project comprised of seven mixed-use residential and commercial buildings with passive and active green features and utilizing a massive solar panel array at the building's rooftop, Primavera City bested over 100 other clean energy projects across Asia in real estate competitions.
In 2017, the Company once again received the citation in the Best Mixed-Use Development category at the International Property Awards Asia Pacific for Primavera City. The project has also been awarded by the Climate Technology Initiative Private Financing Advisory Network (CTI PFAN), whose funding partners include the Asian Development Bank (ADB) and the United States Agency for International Development (USAID), as among the top ten "Most Promising Clean Energy Investment Opportunities" projects in a competition held in Singapore on February 22, 2013.

This twelve-storey mixed-use development is designed to have one (1) floor of ground parking, one (1) floor of basement parking, one (1) floor commercial, two (2) floor offices, eight (8) floors of residential space, and a roof deck featuring amenities like a pool, a gym, a multipurpose function hall, and a roof garden. Each building is planned to feature an array of photovoltaic panels that will generate energy for the building's consumption. In addition, passive green features of the building's design will significantly reduce the energy required for air- conditioning.

The second phase of the Primavera City project commenced in 4Q 2019 and is expected to be completed by 4Q 2023. Primavera City phase 2 project is a mixed-use project consisting of 12 floors with 291 residential units located from the 4th floor to 11th floor. The third and fourth phase, high-rise mixed condominiums, are slated for development in 1Q 2022 and 2Q 2024 respectively or sooner depending on the sales take up of the projects.

The seven (7) lots of Primavera City Phase 1 to Phase 4, comprised of a total area of 6,558 sq.m have been fully paid with the titles to Phases 1 and 2 registered under the Company's name, while the titles to Phases 3 and 4 are in the process of being registered in the Company's name.

Miramonti Green Residences

The land for the two-phase Miramonti project is a 7,404 square meter prime property located at Millenium Drive, Light Industry Science Park III, San Rafael, Municipality of Sto. Tomas, Province of Batangas, Philippines. The land identified as Lot 1-A-3 allocated for Miramonti – Phase 1 comprising of 2,057 square meters has been purchased by IDC. The title bearing TCT No. 056-2017001498 has been transferred in favor of the company by Register of Deeds, Tanauan on March 23, 2017.

Photo: Miramonti Green Residences Architectural Rendering

Miramonti Green Residences, has recently won the prestigious Asia Property Awards 2019- 2020 by The International Property Awards in the category of Best Mixed-use Development within the Asia-Pacific Region. The project was also awarded Best Innovation Project of the year by Lamudi-Outlook Property Award 2018, organized by the top Philippine real estate portal, Lamudi.

Miramonti Phase 1 commenced construction on December, 2018 and is slated to be completed on 2023. The mixed-use building is comprised of 21 floors, with the ground floor allotted for commercial spaces, mezzanine floor for convention halls and office spaces, the second and third floors for parking, the fourth floor is devoted for the amenities such as swimming floor, gym, jogging path and garden and a multi-purpose room. The residential units start at the 5^{th} floor up to the 20^{th} floor. The roof top will have the terrace and the solar panel.

The second commercial/residential lot with an area of 5,347 square meters identified as Lot 1 of Block 3A will be the site of the prospective Miramonti Phase 2. The company has a Joint Venture Agreement for this lot with the owner, Lanvin Natural Resources, Inc., which is intended for Miramonti Phase 2.

Based on in depth assessments of the Company, the best use for this property is deemed to be a mixed-use development. This involves the construction and development of state-of-the- art “eco-logic” mixed-use apartments with more than 19,276 sq.m. of gross buildable area. The master plan development is envisioned as a “green” community of three (3) mixed-use buildings consisting of 21 floors each with commercial, office, retail and residential components.

Verona Green Apartments

The Project, which is a joint venture with a prominent family in Cagayan de Oro, is to be built on 11,327 square meters of land located at Barangay Upper Carmen, Cagayan de Oro City. It is a Green Walkup development consisting of 15 mixed-use buildings of four stories for Phase I, and 4 residential buildings of four stories for Phase II. Phase I's ground floor is allocated for commercial use, with the succeeding 3 floors allocated for residential use, having a total number of 30 commercial units and 270 residential units, averaging 24.26 sqm per residential unit. Phase II has 4 residential floors comprising 384 residential units with an average of 21 sqm per unit. There are 104 Parking Slots allotted for Phase I and 53 Parking Slots for Phase II.

FUTURE PROSPECTS

In addition to the immediate pipeline of projects, the Company continues to pursue wide ranging analysis and field observations in order to identify additional locales in the Philippines that are consistent with its existing portfolio of hyper-prospective growth nodules in under- valued secondary and tertiary cities. Through a combination of qualitative and quantitative market studies, the Company has identified additional target acquisitions located in have identified potential areas for its future developments in Southern Luzon & Visayas.

COMPETITION

While the Philippine Real Estate Industry is dominated by several major players such as Ayala Land, SM Prime, Mega World, Vista Land, Century Properties and Filinvest focusing developments within the Greater Metro Manila areas and mega cities, IDC continues to focus its development by establishing and expanding in secondary cities with dynamic economic growth potential.

Batangas as the Fastest Growing Economy in CALABARZON in 2021 and with Sto Tomas being a newly declared city in 2019, IDC's Miramonti Green Residences located in Sto. Tomas, Batangas is the first and only vertical development in the city. As such, being the first mover and the only sole towering structure, which can be seen alongside the majestic Mt. Makiling.

Figure 1Miramonti Green Residence in Sto. Tomas, Batangas

For Cagayan de Oro, condominiums were not that popular in Northern Mindanao until IDC initiated the construction of Primavera Residences in 2010, setting the trend for increased condominium construction in Cagayan De Oro city.

Currently, Cagayan de Oro City marketplace is flocked by both national players such as Ayala Land, Vista Land, SM Prime and Filinvest as well as VisMin developers such as Cebu Land Masters and Johndorf Ventures Corp.

Amidst competition, IDC continues to dominate the marketplace through a combination of first mover advantage, location advantage point and unique value proposition anchoring on long time relations with its valued clienteles.

IDC is the first developer in Cagayan de Oro to establish in Uptown Cagayan de Oro in 2010, thereby reaping the benefits of Uptown CDO's growth potential.

IDCs maiden and current projects, Primavera Residences and Primavera City, as well as the its incoming development Verona Green Residences are all located within the West Uptown area of Cagayan de Oro which is characterized by higher elevation, and therefore flood-proof terrain. It also offers cleaner, cooler, less polluted, and more spacious environments with less congestion in contrast to downtown Cagayan de Oro.

The West Uptown of Cagayan de Oro is an urban expansion area identified and defined by the updated comprehensive development plan 2022-2025 for Cagayan de Oro City as consisting of Barangays Carmen, Canitoan, Lumbia and Pagatpat. The area is envisioned to be a medium to high-density, mixed-use pedestrian friendly center with high end, low-density type of development for residential and commercial uses. This area will decongest the present major urban center/city core and shall provide more opportunities for socio-economic activities. The Lumbia Airport is recommended to be converted into an industrial area or economic zone and become a major employment provider.[1] Uptown is also considered by many to be a safer and more secure alternative and has been host to promising development in recent years.

Among the West Uptown Development Area proposed developments[2] are:

- Development Master and Urban Design Plan
- Road Network Development
- Establishment of green belts, parks, open spaces, tree parks
- Tree strips along major thoroughfares, main roads of subdivisions
- Main drain from old airport to Calaanan Creek
- Wastewater treatment for STPs
- Retention basins
- Rain-harvesting for commercial and residential buildings
- Retirement community
- Provision of multi-purpose and socio-economic centers (reading centers, parks, etc.)

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[2] Updated Comprehensive Development Plan 2020 – 2025. CAGAYAN DE ORO CITY.

[3] Comprehensive Land Use Plan 2019-2027. CAGAYAN DE ORO CITY.

In addition, the West-Uptown Development Area is also the location for the Planned City Expansion Program (PCEP) which is placed to be a growth node to decongest the urban center of Cagayan de Oro. Included in the PCEP is the 820-hectare area in Barangay Lumbia which is part of the West Uptown Urban Expansion Area[3]. Lumbia Airport, owned by the national government through the Civil Aviation Authority of the Philippines (CAAP), is also the relocation site of the PAF's 15th Strike Wing[4].

Other development in the area also includes enhancement on the Iligan-Cagayan-Butuan Road (ICBR), which is the only national highway that cuts across the city from east to west (and vice versa), linking with the CdO-Lumbia-Bukidnon highway which currently services a rapidly growing West-Uptown Development Area. Currently, the city government of Cagayan de Oro sees the need to design and build major access highways to complement the ICBR[5].

Existing and on-going condominium projects in Cagayan de Oro are as follows:

Project	Developer	Location	Status
Primavera Residences Tower A	IDC	Uptown CDO	Ready for Occupancy since 2013
Primavera Residences Tower B	IDC	Uptown CDO	Ready for Occupancy since 2015
Primavera City	IDC	Uptown CDO	
MesaVerte Residences	Cebu Land Master	Downtown CDO	Ready for Occupancy since 2020
Granvia Suites	Johndorf	Uptown CDO	Ready for Occupancy since 2013
Smart Condominium	Yega Development Corporation	Uptown CDO	Construction Stage
D' Residential Loft	Abarqgold	Uptown CDO	Construction Stage
Veil Residences	SMDC	Uptown CDO	Construction Stage
Manresa Town	Cebu Land Master	Uptown CDO	Pre-selling
Zircon Alexandrite Columns	Abrown	Uptown CDO	Pre-selling
The Midtown Towers	Vista Estates / Camella Homes	Uptown CDO	Pre-selling
Casa Mira Towers	Cebu Land Master	Downtown CDO	Construction Stage
Intalio Flats Primea CDO	Intalio Estates	Downtown CDO	Pre-selling
One Oasis (Building 1-3)	Filinvest	Downtown CDO	Ready for Occupancy since 2016

[4] Updated Comprehensive Development Plan 2017 – 2019. CDO

[5] https://www.sunstar.com.ph/article/123969

[6] Ibid

One Oasis (Building 4)	Filinvest	Downtown CDO	Pre-selling
The Loop	Vista Land	Downtown CDO	Ready for Occupancy since 2021
Centrio Towers	Ayala Land	Downtown CDO	Ready for Occupancy since 2015
Avida Tower	Ayala Land	Downtown CDO	Ready for Occupancy since 2020
Aspira Tower	Ayala Land	Downtown CDO	Ready for Occupancy since 2018
MesaVerte Residences	Cebu Land Master	Downtown CDO	Ready for Occupancy since 2018

The table below further provides the relevant details as regards to the available units and number of floors of these condominium buildings and market positioning. Abrown Corporation's The Metropolis (Zircon) is positioned for the high to luxury end market, while the middle- and upper-income market segments are the target markets by Intalio Flats Primea and Avida Towers.

IDC's Primavera City project is positioned to capture both the middle to upper income market segment. When compared with Abrown Corporation's The Metropolis (Zircon) which is also located in Uptown Cagayan de Oro, IDC's Primavera City has more leverage in terms of proximity with locators such as SM Mall, Xavier University and Xavier Highschool.

Project	**Developer**	**No. of Bldgs.**	**No. of Floors**	**No. of Units**
Primavera Residences Tower A	IDC	1	10	161
Primavera Residences Tower B	IDC	1	10	219
Granvia Suites	Johndorf	1	7	82
Smart Condominium	Yega Development Corp.	1	6	No data
D' Residential Loft	Abarqgold Corporation	1	8	
Vail Residences	SMDC	14	4	No data
Manresa Town	Cebu Land Master	No data	No data	No data
The Uptown Metropolis (Zircon)	Abrown	5	14	330 13 & 14th non selling
The Midtown	Vista Estates	2	12	
Casa Mira Towers	Cebu Land Master	2	Tower 1 – 23 Tower 2- 27	
Intalio Flats Primea CDO	Intalio Estates	4	10	Tower A- 306 Tower B – 306 Tower C –No data

				Tower D- No data
Tuscania Tower	Milares Estate Corp	3	8	
One Oasis (Building 4)	Filinvest	5	7	
One Oasis (Building 1-3)	FLI	6	7	130
The Loop	VLL	1	25	500
Centrio Towers	ALI	1	23	522
Avida Tower	ALI	1	31	No data
Aspira Tower	ALI	1	27	636
MesaVerte Residence	Cebu Land Master	3	15	255

Project	**Developer**	**Location**	**Market Positioning**
Primavera Residences Tower A	IDC	Uptown CDO	Middle to High Income Bracket
Primavera Residences Tower B	IDC	Uptown CDO	Middle to High Income Bracket
Granvia Suites	Johndorf	Uptown CDO	Middle Income
Smart Condominium	Yega Development Corp.	Uptown CDO	Middle-High Income
D' Residential Loft	Abarqgold Corporation	Uptown CDO	Middle-High Income
Veil Residences	SMDC	Uptown CDO	Middle-High Income
Manresa Town	Cebu Land Master	Uptown CDO	Middle-High Income
The Uptown Metropolis	Abrown	Uptown CDO	Middle-High Income
The Midtown	Vista Estates	Uptown CDO	Middle-High Income
Casa Mira Towers	Cebu Land Master	Downtown CDO	Middle-High Income
Intalio Flats Primea CDO	Weecom Developer	Downtown CDO	Middle-High Income
Tuscania Tower	Milares Estate Corp	Downtown CDO	Middle-High Income
One Oasis (Building 4)	FLI	Downtown CDO	Middle-High Income
One Oasis (Building 1-3)	FLI	Downtown CDO	Middle-High Income
The Loop	VLL	Downtown CDO	Middle-High Income
Centrio Towers	ALI	Downtown CDO	Middle-High Income
Avida Tower	ALI	Downtown CDO	Middle-High Income
Aspira Tower	ALI	Downtown CDO	Middle-High Income
MesaVerte Residences	Cebu Land Master	Downtown CDO	Middle-High Income

In terms of the sizes of the condominium units in the market, the smallest area is 18 sqm (the Vail Residences) with the biggest cut at 60 sqm for 2-bedroom unit offered by Ayala Land and Vista Land. On the other hand, IDC has the biggest cut of 2-bedroom unit at 96sqm. In addition, IDC's 26 sqm studio unit has been as staple market choice.

Project	Developer	Average Area (SQM)				
		Studio	1BR	2BR	Office	Commercial
Primavera Residences Tower A	IDC	22.00	31.00	47.00	84.00	32.00
Primavera Residences Tower B	IDC	22.00	31.00	47.00	52.00	56.00
Primavera City	IDC	26	48	96	40	137
Granvia Suites	Johndorf	23.25	35.90	46.50	No Data	No Data
Smart Condominium	Yega Development Corporation	25.20	34.20	63.60	No Data	No Data
D' Residential Loft	Abarqgold Corporation	w/out loft – 30.00 With loft – 40.00	w/out loft -41.00 With loft – 59.00	No Data	No Data	53.00
Vail Residences	SMDC	Studio – 18 Studio End Unit – 23.51	24.41	No Data	No Data	No Data
Manresa Town	Cebu Land Master	No Data	No Data	No Data	No Data	No Data
Zircon Alexandrite Columns	Abrown	Studio A – 26.80 Studio B – 26.86	BR A – 46.75 BR B – 48.05 BR C – 42.45	No Data	No Data	No Data
The Midtown	Vista Estates	No Data	33.96	43.86	No Data	No Data
Casa Mira Towers	Cebu Land Master	20.00-27.00	28-36	No Data	No Data	No Data
Intalio Flats Primea CDO	Weecom Developer	22.00	1 BR STUDIO – 22 1 BR COMBINED – 44	No Data	No Data	No Data
Tuscania Tower	Milares Estate Corp	22.42	36.47	55.72		
One Oasis (Building 4)	FLI	No Data	No Data	No Data	No Data	No Data
One Oasis	Filinvest	22.06	28.42	31.73	No Data	No Data
The Loop	Vista Land	20.00	31.91	50.93	No Data	No Data
Centrio Towers	Ayala Land	23.00	37.00	58.00	No Data	No Data
Avida Tower	Ayala Land	23.00	40.00	63.00	No Data	No Data

Aspira Tower	Ayala Land	23.00	40.00	63.00	No Data	No Data
MesaVerte Residences	Cebu Land Master	20.00-27.00	28-36	No 2 BR	No Data	No Data

In terms of pricing, Primavera City is very competitive based on the average selling price per sqm. Lowest price is Smart Condominium by Yega Development Corporation. IDC's Primavera City's advantage over Smart condominium is on its high-end amenities

Project	Developer	Average Price in Millions (PHP)				
		Studio	1BR	2BR	Office	Commercial
Primavera Residences Tower A	IDC	1.20	2.00	3.50	1.90	3.50
Primavera Residences Tower B	IDC	1.40	2.00	3.50		5.50
Primavera City	IDC	4.3	6	15	6	8
Granvia Suites	Johndorf	1.50	2.30	No Data	No Data	No Data
Smart Condominium	Yega Development Corporation	1.40	2.10	2.60	No Data	No Data
One Oasis	Filinvest	1.40	2.20	3.00	No Data	No Data
The Loop	Vista Land	1.80	2.70	5.30	No Data	No Data
D' Residential Loft	Abarqgold	w/out loft – 2.8 With loft – 3.9	w/out loft -3.8 With loft – 6.0	No Data	No Data	7.1
Vail Residences	SMDC	Studio – 2.5 Studio End Unit – 2.9	3.1	No Data	No Data	No Data
Manresa Town	Cebu Land Master	No Data	No Data	No Data	No Data	No Data
The Metropolis	Abrown	Studio A – 3.2 Studio B –	BR A – BR B – 6.1 BR C –	No Data	No Data	No Data
The Midtown	Vista Estates	No Data	5.9	7.7	No Data	No Data
Casa Mira Towers	Cebu Land Master	2.7	5	7	No Data	No Data
Intalio Flats Primea CDO	Weecom Developers	1 BR Studio-2.37 1 BR Combined -4.697	1 BR Studio-2.37 1 BR Combined -4.697	No Data	No Data	No Data
Tuscania Tower	Milares Estate Corp	2.4	4.9	7.5	No Data	No Data

One Oasis (Building 4)	FLI	No Data	No Data	No Data	No Data	No Data
Centrio Towers	Ayala Land	1.80	3.00	5.00	No Data	No Data
Avida Tower	Ayala Land	1.90	2.40	3.50	No Data	No Data
Aspira Tower	Ayala Land	3.1	5.5	7.3	No Data	No Data
MesaVerte Residences	Cebu Land Master	2.9	5.4	No Data	7	No Data

DISTRIBUTION METHODS OF THE PRODUCTS OR SERVICES

The Company uses various channels to distribute its products, including a sales office in Cagayan de Oro at the location of its pilot project, Primavera Residences as well as its sales office in Sto. Tomas, Batangas at the location of its Miramonti project. The Company is currently expanding its network of real estate brokerage agencies, brokers, and agents in the Philippines as well as abroad. Online marketing is also done through its website, which is handled by an online sales person. The Company also does business to business presentations for corporate accounts.

PRINCIPAL SUPPLIERS

Following is a table summarizing the Company's principal suppliers and the products and services supplied to Italpinas Development Corporation as of the date of June 30, 2023.

NAME OF CONTRACTO	ADDRESS	SCOPE OF WORK	PROJECT
A.V. Pamatong Trading & Construction Corp.	National Highway, Baloy, Cagayan de Oro City	Structural and Architectural Works	Primavera Residences Tower A
FDPY Pipe Specialist Co.	Chino Roces Ave, Makati, 1233 Metro Manila	Sanitary and Plumbing Works and Fire Protection Works for Primavera Residences Tower 2	Primavera Residences Tower B
Lordbuild & Enterprises Construction	Lot 6 Block 5, Woodland Park Residences, Kamagong, Yati, Liloan, Cebu	Structural and Architectural Works	Primavera City II
2G Konstrakt Inc	Unit 308 Ortigas Royale Condominium Brgy., San Juan Cainta, Rizal	Electrical and Auxiliary Work	
Mitch Glass and Aluminum Works	Mamatid, Cabuyao, Laguna	Supply & Installation of Glass Works	Miramonti I
Fortress Philippines Corp	2280 Marconi, Makati, 1234 Metro Manila	Installation of Precast Panels	
D. L. Cervantes Construction Corporation	Gen. Malvar St., Brgy. Tubigan, Binan City, Laguna	Structural works and Fit-out Works	

Steelasia Manufacturing Corporation	2F B2 Bonifacio High Street Fort Bonifacio Global City, TAGUIG	Purchase of Reinforcing Bar	
M.G Bongbonga Construction	Brgy. Dungo, Aglipay, Quirino	Masonry Works	
WQM Construction and Development Company	B17 L37 Villa Carolina Subd. Dela Paz, Antipolo City	Supply & Installation of Balcony Railings	
Lordbuild & Enterprises Construction	Lot 6 Block 5, Woodland Park Residences, Kamagong, Yati, Liloan, Cebu	Structural and Architectural Works	Primavera City I Tower B
Eurovek Inc.	5th Floor B & P Building 843 A, Arnaiz Avenue, Legaspi Village, Makati City	Supply of labor, materials, tools & supervision for Mechanical, Plumbing/Sanitary & Fire Protection (MPF) works	
Rider Levett Bucknall Philippines, Inc.	CGC Compound No. 54 Danny Floro St., Brgy. Bagong Ilog, Pasig City	Project/construction management & quantity surveying (PM/CM/QS) consultancy services	
Lordbuild & Enterprises Construction	Lot 6 Block 5, Woodland Park Residences, Kamagong, Yati, Liloan, Cebu	Structural and Architectural Works	Primavera City II
WQM Construction and Development Company	B17 L37 Villa Carolina Subd. Dela Paz, Antipolo City	Supply & Installation of Photovoltaic Works	
2G Konstrakt Inc	Unit 308 Ortigas Royale Condominium Brgy., San Juan Cainta, Rizal	Electrical and Auxiliary Works, Supply of labor, materials, tools & supervision for Mechanical, Plumbing/Sanitary & Fire Protection (MPF) works	
Fortress Philippines Corp	2280 Marconi, Makati, 1234 Metro Manila	Installation of Precast Panels	

Dependence on a few customers or a single customer

The Company being in the real estate industry is not dependent on a single or few customers; rather the Company has a broad customer base – from local to foreign nationals. In addition, no single customer accounts for twenty percent (20%) or more of the Company's sales.

Sales and Marketing

The Company has put in place innovative marketing campaigns, such as sales rallies, road shows, participation in various local and international trade shows, online marketing, tri-media, and maximizing the use of both traditional and non-traditional advanced marketing approaches such as on-line marketing to generate increased leads and to close sales.

The Company provides specialized in-house training programs and issues lucrative incentive programs for its focused sellers. IDC has established its own in-house sales team and a network of external licensed brokers and real estate agents directly accredited and trained by the Company in CDO. This will also be replicated and enhanced for the Miramonti project in Sto. Tomas, Batangas.

IDC continuously updates its marketing programs to keep pace with the fast-changing developments in the real estate industry. Its pricing structure is designed to be affordable with flexible payment terms to suit the profile of middle-income target market while still protecting the Company's income margin.

The key element of the Company's strategy is to market its properties as a sound, stable, and productive investment among its target market segment (entrepreneurs, OFWs, professionals, and corporate accounts) that will directly generate the sales of the units. As an investment portfolio, the owners enroll their units to IDC's affiliated property management company, which can lease out the purchased units to prospective renters, maintain their units and the investment will be self-liquidating in nature. This strategy will create a big leverage in its corporate account relationships to open the door, and use the Company's marketing expertise to build a compelling program. This will also allow the Company's sales teams (agents and brokers) to be much more efficient in prospecting, improving their "hit ratio" on each sales visit.

IDC goes beyond the traditional marketing and selling approach (brokerage, marketing collaterals, public relations, and events) by going for digital selling and marketing (use of social media tools) to develop a well-built networking program that will create a solid strategic fit in the market.

The Company's marketing strategies anchor on the following guiding tenets:

Positioning IDC projects as an attractive and safe investment

(a) The residential units are marketed as primary or secondary residences of prospective buyers for their personal use, or for investment purposes.
(b) The units are marketed as an investment. Purchased units may be leased out under a "condotel" or serviced apartment concept to be managed by IDC's professional and experienced property management group.
(c) IDC projects are "green" buildings. The projects of the Company have a positive impact on the environment and which will allow residents to have as much as 32% energy savings.

Positioning IDC projects for "value for money"

(a) Flexible and affordable payment schemes.
(b) Competitive prices relative to other developers in the area of the Company's projects.
(c) Low pre-selling price (with zero interest on down-payment).

Positioning its Strategic Location

(a) IDC projects are highly accessible to commercial areas and are near schools, offices, churches and golf course. In the case of its Primavera City, the site is situated inside the Pueblo de Oro Business Park, an export zone registered with the Philippine Export Zone Authority (PEZA). For its Miramonti project, it is located within the Light and Industry Science Park.
(b) Both Primavera City and Miramonti projects capitalize on their prime location with an excellent urban planning and offers a majestic view of the mountains and natural surroundings.
(c) Flood-free location and practically safe with a higher natural elevation.
(d) Developed infrastructure, communications and utilities.

Positioning its International and Local Recognition and Awards

(a) Trusted name in the industry as IDC projects had already been recognized for the buildings' unique design architecture.

(b) Primavera City was recently recognized by the Asia Pacific Property Awards as the Best Mixed –Use Development in the Philippines in May 2017

Marketing Support and Promotions

IDC marketing support goes beyond traditional marketing approaches (tie-ups with brokerage, marketing collaterals such as brochure/flyers, multi-media advertisements and conduct of public relations and events) to digital marketing (use of social media tools) and beyond.

Below are the various marketing support mechanisms that the Company utilizes and continues to improve on:

(a) Use of Digital Marketing
Website: https://italpinas.com/
https://primaveracity.italpinas.com/
https://www.miramontigreenresidences.com/

Social Media:
Instagram: https://www.instagram.com/primaveracity/
https://www.instagram.com/italpinas/
Facebook page: https://www.facebook.com/primaveracity
https://www.facebook.com/officialIDC

Facebook Messenger Group chats for all realties

Twitter account: https://twitter.com/CityPrimavera
https://twitter.com/Italpinas

You Tube: https://www.youtube.com/@italpinasdevelopmentcorpor9185
LinkedIn:https://www.linkedin.com/company/italpinas-development-corporation-official-page

Online Listings: IDC has forged tie-ups with several online property listings such as Agoda, expedia, booking.com, 27romis.com, MyProperty.ph, and Lamudi to boost unit rentals

With the advent of post pandemic marketing and sales trends re-landscaping the real estate marketplace, IDC's marketing and sale strategies now focuses more on convergence and integration of physical and digitalization (Phygital strategy) to retain being the top-of-mind brand through aggressive product awareness campaign and corporate branding. Social media advertising remains to be one of IDC's key marketing tools, and combined with aggressive sales and marketing activities with partner agents, brokers and clients has proven to be the most effective strategy in producing dynamic sales production across all of IDC project. IDC's key is anchored on its strong and aggressive external broker's network such as the partnership with Filipino Homes and other local CDO based realty firms who are the driving workforce behind IDC Sales success.

(b) Use of Public Listings

i. Our news stories are published in major national and local newspapers.
ii. IDC was also invited by TV networks on several occasions to speak on building issues Examples are such as when: (1) IDC CEO and Executive Chairman Arch. Romolo Nati spoke on how to build earthquake-proof buildings, while (2) Atty. Jose D. Leviste III spoke on typhoon-resistant buildings for one of ANC's Future Perfect Design Against the Elements series.

(c) Conduct of Community Events

i. Periodic art exhibits
ii. Photography workshops
iii. Free screenings of sports events
iv. Participation in other noteworthy architecture, property development, environmental gatherings/events

(d) Creative Marketing and Branding

i. Primavera Residences Booth at SM City CDO
ii. Marketing collaterals
iii. Corporate Relations

CREDIT POLICY

As stated in the Contract to Sell, the buyer is required to issue post-dated checks to cover the down payment requirements and/or any unpaid portion of the Purchase Price. If the buyer intends to avail of bank financing, the buyer shall comply with all the requirements of the bank or financing institution. In the event that the loan application of the buyer is approved by the bank or financing institution, the buyer hereby authorizes the bank or financing institution to release directly to the Company whatever amount may be available from the approved loan of the buyer to pay the Purchase Price. In the event that the loan application approved for the buyer is less than the balance of the Purchase Price, the buyer shall pay the seller the amount corresponding to the difference within fifteen (15) days from written notice by the seller or such bank or financing institution's notice of disapproval, whichever comes later. Should the buyer's loan application be disapproved by the bank or financing institution, the balance in the schedule of payment shall be paid by the buyer within fifteen (15) days from written notice by IDC or such bank or financing institution's notice of disapproval, whichever comes later.

MODES OF PAYMENT OFFERED BY THE COMPANY

Below are the modes of payment being offered by the Company.

1. Reservation of Php10,000 – Php15,000 deductible from Total Contract Price ("TCP")
2. Spot cash – full payment of Total Contract price (TCP) on or before 30 days from Reservation date in order to enjoy 5% discount on TCP.
3. Deferred Payment – 18-24 months equal installment of TCP with 0% interest.
4. Bank Financing – 10% DP of TCP payable in equal installment within 24 mos. With PDC @ 0% interest. The balance of 90% is for Bank Financing.
5. Outright Bank Financing – full payment of 10%-20% Equity with 5% discount on equity and immediate application for Bank Financing on TCP balance.
6. In-House Financing – 30% DP payable in 24 equal monthly amortizations at 0% interest. Balance of 70% will be charged @ 14% interest p.a. payable in 5 years.

The company evaluates the creditworthiness of the buyer for deferred payment and in-house financing based on the 5 Cs of credit namely, Character, Capacity, Conditions, Capital and Collateral. The character of buyer is assessed based on his declarations regarding his/her criminal or civil case records. A buyer's capacity is assessed based on his/her income. IDC considers as desirable if the buyer has at least 40% of its gross income that is available to pay for the monthly amortization.

Condition refers to the status of a buyer's business or employment, that is, the buyers' nature of business and business condition if he/she is an entrepreneur or self-employed, or the buyer's nature of employment and employment status if he/she is employed. As regards to capital, the Company requires a buyer's proof of income such as last 3 years' income tax returns and audited financial statements for who derive income from businesses or those who are self-employed. If the buyer is employed, the Company will require his/her six months' pay slips or certificate of employment with indicated salary/other financial benefits.

Lastly, collateral pertains to the residential unit purchased. The title of the unit is only transferred once it has been fully paid for by the buyer. If the buyer defaults, IDC can cancel the contract to sell after due process. It will refund the buyer's amortizations as warranted and as stipulated by the Maceda Law.

The following events shall constitute an event of default under this Contract to Sell:

1. failure or delay of the customer to pay any amount due in this Contract to Sell, on the date or within the period specified for its payment, for any reason whatsoever;
2. failure or delay of the customer in the submission of the post-dated checks ("PDCs") required under this Contract to Sell; or the failure of the IDC to obtain and receive the actual receipt of the proceeds of any PDC due to insufficiency of funds, closure of account, refusal of the drawee bank to honor the check on the date of presentment for payment, or for any reason whatsoever, other than due to the willful act or gross negligence of the IDC;
3. cancellation by the customer of this Contract to Sell or withdrawal of the purchase of the Unit, for any reason whatsoever, other than due to the willful act or gross negligence of the IDC;

4. failure of the customer to comply with any covenant or obligation required to be performed or undertaken hereunder or to comply with any covenant or restriction under the Deed Restrictions; or

5. the concealment of any fact, or providing any information which is determined to be false or misleading in the Customer Information Sheet or the loan application or any supporting documents, or any of the documents signed, executed or delivered by the customer (including this Contract to Sell) on the basis of which the IDC shall have agreed to the sale of the Unit to the customer.

Upon the occurrence of any of the events specified above, the IDC shall be entitled to exercise or avail itself, at the IDC's option and sole discretion, of any, some or all of the following rights or remedies, whether cumulatively or alternatively, in conjunction with or separately, from any other right or remedy granted hereunder or under the law:

a. The IDC shall have the right to collect penalty interest at the rate of three percent (3%) per month (or a fraction thereof) of the unpaid amount, for every month (or a fraction thereof) of delay in remitting to the IDC the amount due. Such payment of penalty interest charges shall not be a substitute for and shall be in addition to the payment of the amounts otherwise due under this Contract to Sell and shall not prejudice the exercise by the IDC of any other right or remedy granted to it under this Contract to Sell.

b. The IDC shall be entitled to cancel this Contract to Sell without need of a court declaration to that effect, by giving the customer a written notice of cancellation sent to the address of the customer as specified herein, by registered mail or personal delivery. As a result of such cancellation, the IDC shall have the right to forfeit all amounts paid by the customer herein as liquidated damages.

The Company fully complies with RA 6652 (Maceda Law). From the first notice of collection for defaulting clients, it takes up to 90 days before the Notarial Cancellation notice is issued and sent to client, and another 30 days before the Contract to Sell is cancelled, thereby complying the grace period stipulated on Maceda Law. Below is the process in case of payment default conditions:

The Company has an Accounts Management department which is in charge of handling the amortization payments of buyers. The team is responsible for the timely collection of payments, overseeing depositing of post-dated checks and the eventual remittance of payments to the Company's treasury group and undertaking remedial measures for delinquent accounts. This department is responsible for issuing demand letters, notices of check dishonor, notices of sales cancellation, should it be necessary, in cases of bounced checks, failure to pay monthly equity, and voluntary cancellations.

HANDLING OF AVAILABILITY AND TURN-OVER OF UNITS

Below is a detailed discussion and process flow on the Company's handling of availability and turn-over of unit:

Notice of Availability

- Once Buyer is qualified to receive/turn-over the unit (i.e. fully paid for spot cash/bank financed buyers and atleast 30% of total contract price is collected from in-house deferred buyers and with the remaining balance deemed settled provisionally with a 30romissory Note and complete Post Date Cheques.). Italpinas sends a Notice of Availability (NOA/CSD-003) within seven (7) days.
- The client is requested to visit and inspect the unit for Punchlist activity within 30 days from receipt of NOA. If the client is unable to visit and inspect the unit on the specified period, the Company shall deem it as the unit accepted as complete and turned-over in good condition.

Punchlist

- The unit owner inspects the unit for any defects.
- If there is, Italpinas rectifies the defects within 7 to 14 working days.
- Italpinas then calls back the client after rectification for client inspection and final punchlisting
- If no findings and the unit owner is fully satified of the deliverables, the unit owner signs the Acceptance of Punch List Works Forms (CSD-006) and / or signs and accept the Certificate of Acceptance form (CSD-007)

Turn-over Acceptance

- Once the unit is accepted, the Unit Owner is requested to sign and accept the Keys and Documents Turn-Over Acknowledgement Form (CSD-011). And the company then issues Notice of Authority to Move In (CSD-012) on oriented clients.
- The company then endorses the Unit Owner to the Property Management office which orients the Master Deed and Declaration of Restriction, Condominium Corporation Membership, House Rules and Construction Guideline. After which, the Property Management office then issues a Certificate of Orientation to the Unit Owner, of which the unit owner duly signs as participating party to attest the orientation.
- Unit owner/s pay the necessary fees for move-in (water meter deposit, membership dues, association dues, etc.) prior to any renovation works on unit.

Complaint Log & Assignment (1day)

Complaint is Received (call or email)	Customer Log is created and immediately gets Forwarded to Concerned Unit Head (i.e. sales, operations, legal or engineering)

Complaint Processing by concerned department (1day)

Minor (same day)	Technical (+1 day)	Major (+2 days)

Complaint Evaluation

Minor Sales or Operation Concerns (within the day)	Minor Finance Issues (resolved within 5 working days)	Minor Technical concerns (within 10days if repair or minor works need to be applied)	Documentation (within 5 days if redocumentation is required	Major Technical (within 15-30days if repair works are required)

Customer Care Evaluation

After complaint is addressed, a satisfaction of service survey is sent by the Customer Care Unit to client	Upon receipt of the survey, it is submitted to the Head of the Department and presented to the Management Committee for information and reference for policy and operating protocol review in relation to "commitment to excellence".

NEED FOR GOVERNMENT APPROVAL OF PRINCIPAL PRODUCTS OR SERVICES AND EFFECT OF EXISTING OR PROBABLE GOVERNMENTAL REGULATIONS

TAX REFORM

In the Philippines, the government launched the 1st of its four (4) Tax Reform Package or the Tax Reform for Acceleration and Inclusion ("TRAIN") law which took effect starting January 1, 2018. In general, the said law aims to increase the take home pay of individual taxpayers by giving tax exemption on the first Php250,000 of their yearly income while imposing higher tax on certain products like oil, petroleum and fuel products, sweetened beverages, and automobiles among others.

On the other hand, even though the focus of the TRAIN law is on individual taxpayers, the passage of the TRAIN law still impacted those in the real estate business which includes the Company. Before the passage of the TRAIN law, the VAT threshold on house and lots and other properties deemed as residential dwellings (e.g., condominium units, etc.) is at PhP3,199,200. Now, with the passage of the TRAIN law, VAT exemption is only applicable for house and lot and other residential dwellings worth PhP2,500,00 and below. Beginning January 1, 2021, the VAT exemption shall only apply to sale of real properties not primarily held for sale to customers or held for lease in the ordinary course of trade or business; sale of real property utilized for socialized housing as defined by Republic Act (RA) No. 7279, as amended, and, sale of house and lot, and other residential dwellings with selling price of not more than Two Million Pesos (Php2,000,000.00), as adjusted to Php 3,199,200.00 in 2011 using the 2010 Consumer Price Index values: Provided, further, That every three (3) years thereafter, the amount stated herein shall be adjusted to its present value using the Consumer Price Index as published by the Philippine Statistics Authority (PSA).

After the onset of the Coronavirus Disease 2019 (COVID-19) pandemic, the government continues to ramp up its efforts to reduce financial distress brought by the public health crisis. As part of its response, the Bureau of Internal Revenue (BIR) issued Revenue Regulations (RR) No. 8-2021 on June 12, 2021. RR 8-2021 seeks to amend RR 4-2021 which was initially issued to implement Value-Added Tax (VAT) and Percentage Taxes under Republic Act (RA) 11534 or the Corporate Recovery and Tax Incentives for Enterprises (CREATE) Act. The implementing regulations adjusted the threshold to P3,199,200 based on the 2010 Consumer Price Index Values pursuant to RR 16-2012.

Additionally, the Documentary Stamp Taxes ("DST") on debt instruments increased from PhP1.00 to PhP1.50 per PhP200 or a fraction thereof. This increases the transaction cost of loan availment for the Company's projects as well as on the part of the unit buyers who are availing of deferred payment scheme, in-house financing, and bank financing.

Lastly, the Department of Finance (DOF) officially submitted its proposed amendment to House Bill 4157 or the Corporate Recovery and Tax Incentives for Enterprises Act (CREATE) bill (previously called Corporate Income Tax and Incentives Rationalization Act ("CITIRA")) last 22 May 2020. This is an enhanced version of the previously CITIRA bill which aims to aid the recovery of businesses negatively affected the Covid-19 pandemic and to attract investments that will benefit the public interest. Some highlights of the said bill are the immediate reduction of corporate income tax by 5% starting July 2020 and 1% subsequent reduction starting January 1, 2023 until January 1, 2027 dropping the corporate income tax to 20% by that time, extension of carry-forward losses (i.e., NOLCO) incurred in 2020 from 3yrs to 5yrs for non- large taxpayers, and flexibility in granting incentives.

Since some of the Company's projects are registered under the strategic investment priority plan with the Board of Investments and are still enjoying fiscal incentives, the Company would greatly benefit from the additional fiscal incentives that the said bill is introducing including reduced corporate income tax rate after expiration of income tax holiday and enhanced deductions (additional deductions) among others.
Apart from the discussion already included herein, the Company is not aware of any pending legislation or governmental regulation that is expected to materially affect its business.

PERMITS AND LICENSES

In the normal course of entering and doing this business, real estate developers are required to secure different permits and licenses before constructing the project and making sales. This is on a per project basis and the Company religiously applies for the required governmental approvals for its projects.

Apart from discussion already included herein, the Company is not aware of any pending legislation or governmental regulation that is expected to materially affect its business.

The Company is required to secure the following permits and licenses from the respective regulatory agencies for the development of its Primavera Residences Tower A and B, Primavera City Phases 1 and 2 as well as Miramonti Phase 1 projects. The details of these permits and licenses are shown below.

STATUS OF PERMITS & LICENSES

Permits	Date of Filing/ Issue	Validity	Regulatory Body/ Unit Who Issued Such Permit	Holder of Permit	Status	Expiration Date
Environmental Compliance Certificate (ECC)	TBA	N/A	EMB-DENR	Primavera City Phase III&IV	For Issuance	N/A

RESEARCH AND DEVELOPMENT

The expenses incurred for research and development activities are minimal and do not amount to a significant percentage of revenues.

COST AND EFFECT OF COMPLIANCE WITH ENVIRONMENTAL LAWS

The expenses incurred by the Company for purposes of complying with environmental laws consist primarily of payments for government regulatory fees that are standard in the industry and are minimal.

MAJOR BUSINESS RISKS

Market and Operational Risk

The Company faces market and operational risk as a relatively young enterprise. Simultaneous development of current and future projects could require optimization of finite resources. To mitigate this risk, the Company applies a phased development approach to each project. Full development is divided into subsequent phases, and each preceding phase may stand alone as a finished product in the event that, for any reason, market or operational challenges affect the project so that returns would be higher if the project were built only to the extent of early or middle phases. A phased development strategy will effectively manage market and operational risks, as this affords the Company with the flexibility to optimize finite resources by adjusting timing and abridging particular projects in favor of refocusing on others, as demand may dictate. Should there be a weaker performance in particular developments, the Company stands ready to re-prioritize in favor of other projects which it believes would provide the best returns to the Company and its shareholders, or it may choose to pursue its plans at a slower pace of growth.

Significant competition in the real estate industry

Most of the Company's competitors are established market leaders who have the advantages of greater financial strength, developmental resources, brand recognition, and in-house manpower. Because of the high level of competition now prevailing in the Philippine real estate industry, there is no assurance that these major players will not directly compete or enter the niche markets of the Company.

To mitigate this risk, IDC differentiates itself from other real estate developments in the Philippines and provide a value advantage to its clients through its thrust of sustainable and eco-friendly real estate development projects. The Company also continues to pursue its first mover strategy in developing projects in up-and-coming cities where there may be less competition. Moving forward, the Company will continue to strengthen its organization in order to support its growth plans and better compete with bigger real estate players.

Failure to meet customers' expectations and standards

Property developers warrant that their projects are structurally sound for a period of fifteen (15) years from date of completion of the project. They are also responsible for hidden defects. The Company or its officials may be held liable for administrative fines or criminal penalties in case of any violation of Republic Act No. 6541, as amended, or the National Building Code of the Philippines (the "Building Code"). Moreover, the Company may be held liable for damages, for uninsurable events, or matters not subject to effective indemnification agreements with the Company's contractors.

In the event of claims arising from defects, the Company's reputation and its business, financial condition and results of operations may also be adversely affected.

To mitigate this risk, the Company ensures that all its projects are carefully executed to meet required standards. The Company also ensures that construction materials are of good quality and are sourced from reputable suppliers. Supplier selection is done through a competitive bidding process and the contracts for each project are covered by adequate bonds, insurances, and indemnity provisions.

Ability to obtain financing for project development

In 2012, the Bangko Sentral ng Pilipinas (BSP) intensified its monitoring of bank real estate exposures (REE) by expanding the definition of REE to include investments in debt and equity securities that finance real estate activities, loans to developers of socialized and low-cost housing, loans to individuals, and credit supported by non-risk collaterals or Home Guarantee Corporation guarantees. Further, beginning in 2014 the BSP ordered universal, commercial and thrift banks to conduct Real Estate Stress Tests (RESTs) to determine whether its capitalization is sufficient to absorb a severe shock from its real estate exposure.

Stricter lending and prudential regulations may reduce the lending appetite of banks in the Philippines, which in turn may adversely affect the Company's ability to secure financing for its project developments and its prospective customers' ability to secure bank financing at favorable terms.

To mitigate this risk, the Company practices prudent financial management to minimize its possible effects. The Company has initiated the process of reducing the debt component and increasing the equity component in its financial structure through the issuance of the Offering of preferred shares.

To improve prospective customers' access to debt, the Company provides in-house financing schemes, and will continue to enhance those, including special incentives for cash such as the granting of discounts up to 10% for outright cash payments made by the buyer with the balance of total contract price to be settled either thru in-house or bank financing.

Availability of land for use in the Company's future projects

The ability of the Company to continue its growth and expansion is largely based on its ability to acquire prime properties in its target locations. In the event that the Company is unable to acquire lots at acceptable prices, its growth could be limited and the results of operations could be adversely affected.

To mitigate this risk, the Company is largely concentrating on prospective areas in early growth phases such as Southern Luzon & Visayas in order to optimize exposure to growth. The Company will also remain flexible in its investment structures, whether these be direct land acquisitions or joint venture developments.

Risks on project cost and completion

The Company faces the risk of escalating project costs and inability to complete its projects should there be significant cost overruns due to lapses in materials and labor cost estimation. Cost overruns would also arise if there are many alterations and deviations from the original design and technical plans which were not anticipated. The delayed completion of the project could result in additional costs aside from hindering the sales take up of the project which in turn may affect the Company's cash flow. Further, significant project delays will negatively affect the Company's reputation as it might experience difficulty in attracting customers to its future projects. This will adversely affect the results of Company's operations and financial performance.

To mitigate cost overruns, IDC enlists the services of professional and qualified quantity surveyors and cost estimators who determine the bills of quantities based on prevailing market prices and industry standards. Technical plans of each project are carefully reviewed by specialty engineering consultants to determine if they are compliant with the national and local building codes as well as to confirm if the bill of quantities is fair, reasonable and accurate. IDC has also managed to reduce costs in some of its projects by procuring some of the major construction materials like iron rebars directly. In the near term, it plans to expand its capability to source construction materials such as cement, tiles and toilet fixtures directly.

To ensure timely completion of its projects, IDC, through a competitive bidding process, selects only pre-qualified triple AAA licensed contractors with proven track records as the project managers and general contractors for its projects. IDC also maintains dedicated professional and qualified engineers as its organic personnel who are responsible for project and construction management, coordination and monitoring construction progress. Further, construction contracts include provisions for penalties for any form of delay.

Insufficient funding to finance project developments

This risk could occur if the Company embarks on a project without securing the funding for its capital expenditures. This also may occur if the company embarks in the development of multiple projects at simultaneously which would hinder the Company's ability to service large amounts capex outlay.

To mitigate this risk, IDC ensures that the financing of a project is secured from partner banks, which usually grant term loans up to 70% of project costs, before it commences project development. Additionally, IDC implements the construction of its projects by phases or stages. As a policy, the Company commences construction of succeeding project phases when sales have reached at least 70% of the preceding project phase.

Aside from its capital and retained earnings, the company also engages in pre-selling activities upon issuance of the license to sell and prior to the start of construction to generate additional cash flows.

Delay or failure to pay loan obligation(s)

The Company utilizes a mix of equity and debt to finance its projects. In the event that the Company is delayed, or compromised in its compliance with the payment of its loan obligations, it may become at risk of defaulting and may experience adverse effects on credit ratings. To mitigate this risk, the Company practices prudent financial management to ensure a well-managed balance sheet and timely payment of its obligations.

Risk relating to the collateralization of assets for loans obtained

As the Company's bank loans are secured through collateralization of assets or mortgaged properties, IDC faces the risk of losing its properties in the event of a foreclosure due to a default on its debt obligations. Moreover, when one reneges on its loan obligation, it blemishes its reputation with and erodes the trust of its funders or investors. With the advancements in the credit and background checking by CMAP and other independent credit risk rating agency, a delinquent borrower may be red-flagged and blacklisted by any and all lenders.

To mitigate this risk, IDC is vigilantly committed to protect its good credit standing with all its bank partners. It ensures that its liquid assets are not impaired and are able to service its maturing debts. The Company manages its loan exposure and cash flow effectively by maintaining a debt-to-equity ratio not exceeding 70:30. Furthermore, it conducts close monitoring of its loans repayment schedule to determine its maturing loans when it falls due.

Availability of financing to acquire new land at favorable terms and interest rates

The Company sources long term financing to acquire new land for future development. There is no assurance that the Company can continue to raise additional financing at favorable terms to support its future growth plans. Furthermore, obtaining additional debt funding may result in an increase in the Company's debt ratios, which could materially and negatively affect its existing debt covenants and obligations.

To mitigate this risk, the Company practices prudence in identifying new lands for future acquisitions. The Company targets to acquire new lands that are situated in emerging growth towns and cities with available transportation, infrastructure and communication facilities, and essential services in order to increase the likelihood of the land being an acceptable collateral for future financing. Before funding is committed to acquire new land, an initial market assessment is done to establish the commercial prospects of the location. Additionally, the Company pursues phased developments of its projects.

Higher inflation and Interest rates

Fluctuations in interest rates could negatively affect the margins of the Company with respect to sales and receivables and could hinder the Company's ability to avail new debt on favorable terms, or at all. Higher interest rates also affect the Company's ability to repay debt obligations. Additionally, higher interest rate levels also affect the affordability and desirability of the Company's condominium units as several of the Company's customers obtain some form of financing for their real estate purchases. Higher inflation rates negatively affect the general population's purchasing power, which could limit the prospective clientele of the Company.

To manage the risk on interest rates, IDC is prudent in availing loans from banks for both its short term and long-term obligations to ensure that its gearing or debt to equity ratio is within or even lower than the standard set by banks. IDC also regularly monitors movements in interest rate levels and compares the rates on loans offered by banks and negotiates for the lowest possible interest rate on its loans as necessary.

To mitigate the risk on inflation, the Company may implement flexible payment terms, discounts, and creative promotional strategies to its customers.

Volatility of the Value of Philippine Peso against the US Dollar and other Currencies

Historically, the Philippines has experienced volatility in the exchange rate between the Philippine peso and the USD, as well as against other currencies. In Sept. 10, 2018, the Philippine Peso to US Dollar exchange rate closed at 54.30:1, its highest level since 2005. Fluctuations in foreign exchange rates may negatively impact Philippine consumers' purchasing power or preferences, which could affect the Company's financial condition and results of operations.

Other than the increase in prices of services, imported materials and equipment including furniture and fixtures purchased by the Company, the Company is not significantly affected by exchange rate fluctuations since its obligations are not denominated in US dollars or any foreign currency. If and when the peso depreciates against the US Dollar or other foreign currencies, the effect is favorable to buyers of its residential units, including OFWs, who are earn in dollar- or other foreign-denominated currencies.

Approval of permits and other regulatory licenses necessary for the business

Before any real estate development project can commence in the Philippines, it is required that all permits and licenses are secured from and approved by regulatory agencies such as DENR for the Environmental Clearance Certificate, Barangay Council for the Barangay Clearance, LGU for the City/Town Zoning and Locational Clearance, HLURB for the Development Permit, Certificate of Registration and License to Sell, Office of Building Official for the Building Permit, Electrical, Fire and Sanitary permits etc. Securing all the required permits and licenses takes about 8-12 months. Any delays in securing such permits and licenses or worse, disapproval of the concerned regulatory or government agencies may result to substantial delays or even a complete halt in the development of the Company's projects.

To manage this risk, IDC ensures that it complies with all the requirements of the regulatory agencies and sees to it that the documents are complete. The Company assigns personnel who are knowledgeable about the regulatory application and approval process.

No assurance of successful implementation of business plans and strategies

The plans and strategies of the Company may not yield the expected results. As a real estate developer, the Company's success is supported by its ability to continuously develop a portfolio of winning project developments. Having the first-mover advantage by pursuing project developments in up-and-coming cities, where other real estate developers do not yet have a significant presence is also a core part of the Company's strategies. There can be no assurance that all its project developments will be successful or that the market in the target locations will be receptive or sufficiently-sized to sustain the proposed projects.

To mitigate this risk, regular meetings will be conducted by the Board of Directors and of management in order to ensure that the plans and strategies are aligned and being enforced, and remains realistic. The Company also continuously researches and re-assesses market patterns in its target locations.

Risk associated with its in-house financing activities, including the risk of customer default

The Company extends in-house financing as one of the modalities given to the buyer to purchase a residential unit. Based on IDC's historical sales performance, buyers who purchase units through in-house financing comprise less than 10% of total units sold. With the provision of in-house financing, the Company faces risks of delayed payments and/or customer default or non- payment of monthly amortizations.

To mitigate this risk, the Company's sales and documentation personnel screen and pre-qualify buyers of residential units on an in-house financing basis. The screening and pre-qualifying process involves an assessment of the buyers' capacity based on income and verification of documents such as employment, billing address, marital status as well as business conditions for those that are self-employed or have businesses. As a policy, the company also requires its buyers to issue post-dated checks for the entire approved amortization period, which ensures timely collection of receivables. Furthermore, IDC has strengthened its Contract to Sell with clear and specific provisions pertaining to events like default and penalties for delayed payments. In the event of default or any non-compliance to the contract, IDC may cancel and rescind the sale after giving the buyer due notice. To date, IDC's customer default rates stand at less than 4% of total units sold.

Substantial sale cancellation

As a developer and seller of residential real estate, the Company's business, financial condition and results of operations could be adversely affected in the event of a material number of sales cancellations. Cancelled sales occur when the buyer, after paying the fee to reserve the unit, no longer wishes to continue to purchase the unit or, in some instances, is unable to continue to pay monthly equity amortizations.

While the Company historically has not experienced a material number of cancellations, there can be no assurance that it will not experience a material number of cancellations in the future. The Company is subject to Republic Act No. 6552 (the "Maceda Law"), which applies to all transactions or contracts involving the sale or financing of real estate through installment payments, including residential condominium units and horizontal residential units.

To mitigate this risk, IDC conducts customer screenings and evaluates buyers' capacity to pay for condominium units based on their income before concluding sales transactions. In addition, it also conducts financial literacy orientation for its buyers. In the event of sales cancellation, the cancelled unit is immediately returned to inventory and reopened for sale to interested buyers. In more than ten (10) years of operations, IDC has been fortunate that sales cancellation is consistently very minimal (i.e less than 6% of total sold units).

Reputational risk of directors and officers of the company

Reputational risk is the potential loss to financial, capital, social and/or market share resulting from damages to a firm's reputation. This is often measured in lost revenue, increased operating, capital or regulatory costs or destruction of shareholder value. This risk involves the directors, officers, and control persons of the Company, most of whom are connected with other public and/or private companies. There is no assurance that any of the Company's directors, officers, and major shareholders will not be involved in future litigation or other disputes, the results of which may materially and adversely impact the public perception on the Company.

To manage this risk, IDC ensures that its directors and officers surpass the minimum standards of character, professionalism, integrity and competence. The Company screens and validates the profile of its directors and officers to ensure they were not convicted of any administrative or criminal cases.

Shortage in the supply of qualified and skilled technical personnel in the real estate industry

IDC engages triple AAA licensed contractors who are responsible for undertaking the construction of its projects. These contractors which are accountable to perform specific contract works such as structural, electrical, mechanical and plumbing and sanitary works, maintain a pool of qualified and skilled personnel at any time and are fully committed to comply with the manpower requirements of the project. In addition, IDC maintains an in-house architect and engineering team and outsourced consultants who are responsible for IDC's project management and design. Thus, this risk has minimal effects on IDC's real estate projects.

Information security risks

Cybersecurity threats to information security such as computer software attacks (i.e attack by computer viruses/ malware, phishing, hackers etc.) intellectual property theft, identity theft, equipment or information theft can negatively affect any business and may result to property losses, business interruption, employee injuries and liability losses among others.

To mitigate these risks, the Company uses remote data backups and installed virus/malware scanning for email attachments. It also educates its employees to be careful in handling sensitive and confidential information. Only authorized employees are provided access to important financial records. The Company also complies with the law governing the data privacy act.

Inherent risks

Some risks are inherent to the real estate or property business such as damage to property resulting from as natural disasters, fire, damage by tenants and robbery or vandalism. The unpredictable nature of the housing market also affects sales which in turn, affects the Company's liquidity.

To mitigate these risks, the Company obtains comprehensive liability insurance for its projects which covers perils such as fire and natural disasters, accidents, theft and robbery. IDC also employs 24/7 security detail to safeguard its property and its real estate projects.

While there is no way to control the impact of an unpredictable housing market, IDC mitigates the associated risks by knowing and understanding its target market's needs. The Company continues its endeavor to offer the right product, at the right price and at the right location to successfully capture and retain its customers.

Dependence on Key Personnel

Considering that the present management team is limited while the Company is still in a growth stage, there may be a risk of over dependence on its key personnel which may pose challenges in the event of resignation, retirement, or termination. To mitigate this risk, the Company continually structures its remuneration practices in order to reward loyalty and longevity among deserving personnel. The Company also intends to recruit, train, and reward its current and future employees to promote organic growth and continuity. Furthermore, the key personnel are major stockholders of the Company.

Delay or failure to acquire equipment or furniture and fixtures

The occurrence of this risk may be due to the negligence of management to anticipate the essential equipment or furniture and fixtures needed by its project. Should it not be able to provide the specific equipment or furniture and fixtures that it has committed to provide in its real estate projects, its branding and reputation may be negatively affected.

To manage this risk, the Company identifies equipment or furniture and fixtures that are planned to be procured and or installed well ahead of time. It also maintains several accredited suppliers for its equipment and furniture and fixture requirements. In the worst-case scenario that the particular equipment or furniture and fixture is unavailable locally, it has the option to source from suppliers abroad or replace this equipment with similar types that are readily available on the local market.

Titles over land owned by the Company may be contested by third parties

While land ownership is proven by land titles, it is not uncommon in the Philippines to have third party claimants. To mitigate the risk, the Company conducts comprehensive due diligence and extensive title searches before it acquires any parcel of land to ensure that it secures a clean title and absolute ownership of a property.

Domestic asset price bubble

In the event of an asset bubble in the real estate industry, prices of real estate assets become remarkably higher than their actual value. To mitigate this risk, the Company's maintains its core strategy of focusing on underserved markets, away from main cities where the threat of an asset bubble is most significant. The Company also intends to continue developing its leasing businesses which are less exposed to the risk of an asset bubble. These businesses may include leasing, serviced apartments and tourist facilities which will generate a steady stream of recurring income.

Risk of Net Loss (Quarterly or Annually)

The Company may incur net losses as a result of its operations. To mitigate this risk, the Company closely measures its targets in both sales and expenses for better control and management to deliver the projected bottom line. Net losses may also be reflected in the quarterly income statement due to seasonality and booking of sales.

Contracts with Suppliers and/or Customers

The Company may be affected in case of irregularities in the application or outcomes of contractual agreements with suppliers and service providers. To mitigate this risk, the Company carefully screens the contracts of its suppliers and service providers in terms of scope of work, methodology, time table, deliverables, payment methods, warranties, and the like. The Company engages the most appropriate supplier and/or service provider, chosen by way of diligent negotiation on the Company's part, in order to protect the Company's interests. The Company also has a standard Contract to Sell for its customers, which is updated as needed in order to reasonably and appropriately protect the Company's interests, within Philippine law. The Company also receives legal advice from its legal counsel with regard to contracts.

Refinancing risk

Refinancing risk occur when a borrower cannot refinance by borrowing additional debt to repay its existing debt obligations. This risk increases during a rising interest rate environment which may cause IDC to experience difficulty in meeting higher interest payments on refinanced loans. To date, the Company has not had an occasion where it availed of refinancing. However, there is no assurance that the Company will not refinance its loans in the future.

To manage this risk, the Company sees to it that its loan obligations are up to date and maintains a very good credit score with all its partner banks.

Risk on Train Law and Corporate Recovery and Tax Incentives for Enterprises Act [CREATE]

The TRAIN Law aims to reform the tax package on land and property valuation by simplifying the taxation process, appraise properties on regular basis and on an internationally accepted standard and lower the rate of transaction taxes on real estate properties. The law has both negative and positive effects on the real estate industry once a broader and more detailed provision on property valuation and taxes would be implemented in the third package.

Property developers such as IDC, if it plans to venture into socialized housing and low-cost housing development are expected to benefit from this law since it should make selling low- cost housing projects easier and more convenient to property seekers. Lots and house and lots (and other properties which are deemed residential) worth Php1,500,000 and Php 3,199,200.00 below, respectively, are exempt from being levied a value-added tax.

There is also a tax relief on young professionals who comprise as much as 47% of the country's labor force who are renting or leasing P15,000 a month for apartments or condo units near their workplace for easier accessibility, comfort and convenience. They are to benefit from VAT exemption as well as removal of VAT on association dues for condominiums. This incentive in turn will increase the demand for apartments and condo units near the work place which can help decongest traffic in the cities. On the other hand, the law increased the documentary stamp tax which increased the cost of transactions and in doing business. Additionally, the value-added tax of 12% imposed on residential units for sale worth Php 3,199,200.00 and above, increased the total contract price which in turn makes selling these properties more challenging.

To manage the negative effects of the TRAIN law as it concerns the real estate industry, IDC would have to re-position its mixed-use condominium projects with more studio units which will be offered at an affordable price to the middle and higher- income market. Moreover, these affordable residential condo units costing up to Php 3,199,200.00 can be packaged as attractive investments for lease to or owned by the young professional workforce. IDC may also consider to venture into the low-cost housing market to benefit from the tax incentives under the TRAIN law.

Occurrence of natural and other catastrophes

The Philippines has experienced a significant number of major natural catastrophes over the years, including typhoons, volcanic eruptions, earthquakes, storm surges, mudslides, fires, droughts, and floods. Natural catastrophes will continue to affect the Philippines and may negatively affect the Company's real estate projects.

IDC sees to it that its design and technical plans are compliant at the minimum with the specifications and standards of the national and local building code. IDC's contractors are required to strictly enforce all safety and security measures in the construction of its projects. It is also a mandatory requirement to have a contractor's all risk insurance to cover all risks that may occur during construction. The Company also has a comprehensive liability insurance for its properties covering all perils such as earthquake, fire, flood including personal and group liability coverage on accidents, death, theft and robbery.

Nevertheless, there is no assurance that the insurance coverage that the Company maintains for these risks will adequately compensate for all damages and economic losses resulting from natural calamities. Such losses could materially and adversely affect the Company's business, financial condition and results of operations. The Company mitigates this risk through the geographic diversity of its projects, thereby minimizing the impact of a potential natural catastrophe. The Company's projects are also located in relatively less flood-prone areas.

A portion of demand for the Company's products is from foreign buyers, which exposes the Company to risks relating to the performance of the economies of the countries where these potential customers are located.

Foreign buyers generate a portion of the demand for the Company's housing and land development projects. A number of factors could lead to a reduction in the number of foreign buyers or a reduction in the purchasing power of foreign buyers, among other effects. These include:

- an appreciation of the Philippine peso, which would result in the decreased value of the other currencies transmitted by foreign buyers relative to the Philippine peso;

- difficulties in the transmittal of funds;
- a downturn in the economic performance of the countries and regions where a significant number of these potential customers and supporters are located;
- the imposition of restrictions by the Government on the acquisition of condominium units by foreign citizens

DESCRIPTION OF PROPERTIES

The Company owns several real estate properties as described below. The Company has under its name the land titles for the project Primavera Residences and Primavera City Phase 1 and Phase 2, all located in Bgy. Upper Carmen, Cagayan de Oro City. Also, the land title of Miramonti Phase 1 located at Bgy. San Rafael, Sto. Tomas, Batangas is already in the name of IDC.

With regards to the other lots allotted for Primavera City Phases 3 and 4, the company has entered into Contracts to Sell for Lots 1, 2 and 3 with PODC. Under the Contracts to Sell for Lots 1, 2 and 3, the respective titles will be transferred to the Company pending the completion of the amortization of payments. As of September 30,2021, amounts of outstanding balance for Lot 1, 2, and 3 are PhP6.72 million, PhP7.33 million, and PhP7.62 million, respectively. For the site of Miramonti Phase 2 lot in Sto. Tomas, the property is under the name of RFM Science Park of the Philippines, Inc. but with an Agreement with right of first refusal. The Company also owns two intellectual property rights in its favor, which are registered with the Intellectual Property Office of the Philippines.

REAL PROPERTIES

Primavera Residences

The land for Primavera Residences Tower A is a 1,125 square meter property with TCT number 137-2011000850, located at Barangay of Upper Carmen Cagayan de Oro City, Island of Mindanao, Philippines. This property was acquired from PODC at a total contract price of PHP13,227,213.00 which was fully paid last 26 January 2011. This title was used to secure the Company’s development loan with Landbank. The liens and encumbrances on the land has been cancelled since the development loan with Land bank has been fully paid on March, 2015.

The land for Primavera Residences Tower B is a 1,126 square meter property with TCT number 137-2013000753, located at Barangay of Upper Carmen Cagayan de Oro City, Island of Mindanao, Philippines. This property was acquired from PODC at a total contract price of PHP13,238,970.21, which was fully paid last 08 February 2013. Said title was used to secure the Company’s developmental loan with Bank of Philippine Islands (BPI). The liens and encumbrances on the land has been cancelled since the development loan with BPI has been fully paid on April 2017. The Primavera Residences Tower A and B has been finished and delivered.

Primavera City

The land for Primavera City project Phases 1, 2, 3 and 4 consists of seven (7) lots with a total area of 6,558 square meters. The property is located at Macapagal corner Masterson Avenue, Pueblo de Oro Business Park, Bgy. Upper Carmen, Cagayan de Oro City, Island of Mindanao under the name of PODC. Contracts to Sell have been entered into by the Company for three lots covering 2,810 sqm. (lots 1, 2, and 3). The land for lots 4, 5, 6 and 7, allocated as the site for Primavera City Phase 1 – Towers A and B and Primavera City Phase 2, has been fully paid by IDC and the title is already under the name of Italpinas Development Corporation.

The land for Primavera City Tower A is a 937 square meter property pertaining to Lot 7, Block 20 with TCT number 137-2016001714 in the name of IDC has been issued by the Registry of Deeds on April 8,

2018. Similarly, the land title for Primavera City Tower B is a 937 square meter property pertaining to Lot 6, Block 20 with TCT number 137-2016001800 has been issued by ROD on April 8, 2016. Both properties are located at Barangay of Upper Carmen Cagayan de Oro City, Island of Mindanao, Philippines. The two properties were acquired from PODC at a total contract price of PHP24,616,208.10.

The lands for Primavera City Phase 2 composed of 1,874 square meter properties pertaining to Lot 5, Block 20 and Lot 4, Block 20 with TCT numbers 137-2020001209 and 137-2020000889, respectively, in the name of IDC. These properties are located at Barangay of Upper Carmen Cagayan de Oro City, Island of Mindanao, Philippines. The two properties were acquired from PODC at a total contract price of PHP33,475,693.

Primavera City is a complex of mixed-use residential and commercial buildings composed of seven (7) towers. The construction will be divided into four (4) phases, of which, Primavera City Phase 1 was almost fully completed by the end of 2020 while Primavera City Phase 2 started construction in 4Q 2019. The total construction cost of Primavera City Phase 1 is partially financed by a P350 million development loan from the Development Bank of the Philippines ("DBP"), collateralized by lot 6 and 7 with CTC numbers 137-2016001714 and 137-2016001800.

Miramonti

The total land area for the Miramonti project which is to be developed in two phases is a 7,404 square meter commercial/residential property located at Millenium Drive, Light Industry Science Park III, San Rafael, Municipality of Sto. Tomas, Province of Batangas.

The land identified as Lot 1-A-3 allocated for the Miramonti Phase 1 comprising of 2,057 square meters has been fully paid by IDC. The title bearing TCT No. 056-2017001498 has been transferred in favor of IDC by Register of Deeds, Tanauan on March 23, 2017. The land was acquired from RFM.

The second commercial/residential lot with an area of 5,347 square meters identified as Lot 1 of Block 3A will be the site of the prospective Miramonti Phase 2. The company has a right of first refusal over this lot with the land owner, RFM. The company is currently in process of securing the Contract to Sell on this property subject to final arrangements on the sale with the owner.

INTELLECTUAL PROPERTIES

The Company owns Intellectual Properties which it registered with the Intellectual Property Office of the Philippines. Below is a summary of the marks registered under the Company:

TRADEMARK	Registration	Term
IDC ITALPINAS DEVELOPMENT CORPORATION	Registration No. 4/2015/0050468 7 25 Aug 2016	10 years Until 25 Aug 2026
IDC	Registration No. 4/2016/0050303 7 10 Nov 2016	10 years 10 Nov 2026

Move into Italian style Move into Italian Style	Registration No. 4/2016/00502899 10 Nov 2016	10 years 10 Nov 2026
Living by design Living by Design	Registration No. 4/2015/00504770 22 Sep 2016	10 years 22 Sep 2026
Primavera RESIDENCES IN CdO	Registration No. 4/2017/00016019 10 October 2019	10 years 10 Oct 2029
Primavera City™	Registration No. 4/2016/00502079 22 Sep 2016	10 years 22 Sep 2026
Città Verde @ Primavera City Move into italian style Citta' Verde @ Primavera City Move into Italian Style	Registration No. 4/2022/00513454 9 April 2023	10 years 9 April 2033
Città Bella @ Primavera City Move into italian style Citta' Bella @ Primavera City Move Into Italian Style	Registration No. 4/2022/00513448 9 April 2023	10 years 9 April 2033

Citta’ Grande @ Primavera City Move Into Italian Style	Registration No. 4/2022/00513378 4 May 2023	10 years 4 May 2033
Citta’ Alta @ Primavera City Move Into Italian Style	Registration No. 4/2022/00513381 4 May 2023	10 years 4 May 2033
Miramonti	Registration No. 4/2017/00004603 14 Sep 2017	10 years 14 Sep 2027
	Registration No. 4/2022/00513446 17 April 2023	10 years 17 April 2033
MIRAMARE	Application No. 4/2022/513490 03 June, 2022	

LEASED PROPERTY

The Company uses a 189 square meter office space located at Unit 28C BPI Philamlife Building, 6811 Ayala Ave., Makati City, as its head office. This property is owned by Terrace 28 Corporation. The lease is for duration of two (2) years until February 2024 with option to renew 90 days prior to the expiry of the lease contract. Total lease payments for the two-year duration amount to Php1,833,552.00, inclusive of value added and withholding taxes.

FUTURE PROSPECTS

As discussed previously, through a combination of qualitative and quantitative market studies, the Company has identified potential areas for its future developments in Southern Luzon & Visayas.

KEY PERFORMANCE INDICATORS

CURRENT RATIO

This is computed as current assets divided by current liabilities. It is a liquidity ratio that measures a company's ability to pay its short-term liabilities with its current assets.

SOLVENCY RATIO

This is derived through dividing total assets by total liabilities.

DEBT-TO-EQUITY RATIO

This is measured as the ratio of total liabilities divided by the total equity attributable to equity holders of the parent company. It is a debt ratio used to measure a company's financial leverage. It indicates how much debt a company is using to finance its assets relative to the amount of value represented in shareholders' equity.

EQUITY MULTIPLIER

This is derived by dividing total assets by total stockholders' equity. It is a financial leverage ratio that measures the amount of assets that are financed by shareholders. It provides a comparison of the Company's total assets with the total shareholders' equity.

INTEREST RATE COVERAGE RATIO

This is computed by dividing the earnings before interest and taxes by the interest expense. It is a financial ratio that shows the Company's ability to sufficiently service interest payments on its existing debt.

GROSS PROFIT RATE

This is gross profit as a percentage of revenue. It reveals the core profitability of a company before overhead costs.

	June 30, 2023	December 31, 2022
Current / Liquidity Ratio		
Current Ratio	1.39	1.50
Solvency Ratio / Debt-to-Equity Ratio		
Debt-to-equity Ratio	2.13	1.78
Asset-to-Equity Ratio		
Equity Multiplier	3.13	2.78

	June 30, 2023	December 31, 2022
Interest Rate Coverage Ratio		
Interest Cover	2.72	10.45
Profitability Ratios		
Gross Profit Rate	51%	53%

	June 30, 2023	December 31, 2022
Other Ratios		
Basic Earnings per Share	0.016	0.19
Diluted Earnings per Share	0.016	0.19

FINANCIAL CONDITION AND RESULTS OF OPERATIONS

2nd Quarter of 2023 Financial Condition

As of 30 June 2023, the Company had *Total Assets* of Php 3,363,165,824 composed primarily of trade receivables, inventories, project development costs and investment properties.

The Company remains liquid with *Current Assets* amounting to Php 2,415,979,079 as against its *Current Liabilities* of Php 1,737,920,350.

Real Estate for Sale composed of the remaining inventories of Primavera City Phase 1 and the cost incurred for Primavera City Phase 2 and Miramonti Green Residences Phase 1.

To further fuel its growth, the Company acquired development loans for each project as follows:

1. Landbank of the Philippines – Primavera Residences Tower A
2. Bank of the Philippine Islands – Primavera Residences Tower B
3. Development Bank of the Philippines – Primavera City Phases 1&2
4. Landbank of the Philippines – Miramonti Phase 1

Debt-to-Equity ratio is 2.13 in June 30, 2022.

As of 30 June 2023, the Company's equity increased by 0.94% brought about by its earnings for 1st and 2nd quarters of 2023.

Financial Condition as at 30 June 2023 compared to as at 31 December 2022

65.56% Increase in Cash

During the period, we have collected almost Php 100 million from end-user bank financing which increased *Cash*. Proceeds of development loans were received which were utilized to expedite the construction of the on-going projects, Primavera City Phase 2 and Miramonti Green Residences Phase 1. The target is to finish the construction by the 1st quarter of next year.

17.15% Increase in Contract Assets

Contract Assets are rights to consideration in exchange for the real estate that is conditional. *Contract Assets* are recognized based on Percentage of Construction Completion. Sales from Primavera City Phase 2 and Miramonti Green Residences Phase 1 increased the *Contract Assets*.

12.89% Decrease in Trade and Other Current Receivables

Collections coming from Primavera City Phase 1 especially from end-user bank financing sources decreased the *Trade and Other Current Receivables*.

32.00% Increase in Real Estate for Sale

During the period, the construction of Primavera City Phase 2 and Miramonti Green Residences Phase 1 were expedited to meet its target to finish construction by 1st quarter of 2024. These increased *Real Estate for Sale*.

5.32% Increase in Advances to Related Parties

The advances between affiliates brought about the increase in *Advances to Related Parties*.

14.16% Increase in Prepayments and Other Current Assets

During the period, IDC paid withholding taxes and developer's taxes pertaining to title transfers. These withholding taxes and developer's taxes are creditable taxes which caused the *Prepayments and Other Current Assets* to increase. Accumulated input taxes also brought about the increase.

1.91% Decrease in Property and Equipment

Depreciation decreased the *Property and Equipment*.

13.24% Decrease in Right of Use Asset

The *Right of Use Asset* is a lessee's right to use an asset over the life of a lease.

18.95% Decrease in Deferred Tax Assets

The income tax recognized for the period decreased the *Deferred Tax Assets.*

0.33% Increase in Other Noncurrent Assets

Escrow funds generated income which increased the *Other Noncurrent Assets*.

1.73% Increase in Contract Liabilities

Contract Liabilities pertain to payments made by unit buyers of unit sales that were not yet recognized as actual sales for the year taking into consideration the policy of the Company in the recognition of sales.

49.21% Increase in Trade and Other Current Payables

During the period, the construction of Primavera City Phase 2 and Miramonti Green Residences Phase 1 were expedited to meet its target to finish construction by year-end. These increased *Trade and Other Current Payables*.

0.67% Decrease in Lease liabilities

The payments of rental decreased the *Lease Liabilities.*

11.76% Decrease in Borrowings

The payments of bank loans made for the period decreased the *Borrowings*.

1.69% Increase in Retained Earnings

The company earned Php 9,954,817 for the period which brought about the increase in *Retained Earnings*.

2nd Quarter of 2023 Results of Operation

Net income of Php 9,954,817 was reported for the period.

Results of Operation as at 30 June 2023 compared to as at 30 June 2022

70.93% Increase in Sales

Increase in *Sales* was brought about by the increase in the actual units sold, collections and construction progress.

125.34% Increase in Cost of Sales

Increase in Sales correspondingly increased *Cost of Sales.*

3.17% Increase in General and Administrative Expenses

Despite the control measures which were implemented by the Company to reduce the costs and expenses, *General and Administrative Expenses* increased due to the Company's continuous expansion of its operations. New employees were hired and the remunerations of some of the existing employees were increased as a result of exemplary performance.

806.88% Increase in Finance Income

Finance Income pertains to interest income coming from sales through In-House Financing scheme. Though most of the sales that the Company generated were through Bank Financing, *Finance Income* increased.

200.10% Increase in Finance Costs

These pertain to bank interests which increased due to continuous tranche releases of development loans. Likewise, there were interest expenses paid due to the draw-downs from the short-term credit lines.

88.17% Decrease in Other Operating Income

Last year, there were sales cancellations in which the corresponding collections were forfeited. These cancellations were the aftermath of the COVID pandemic.

PART II--OTHER INFORMATION

1. **Any events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation:**

   Not applicable.

2. **Description of material commitments and general purpose of such commitments. Material off-balance sheet transactions, arrangements, obligations and other relationships with unconsolidated entities or another person created during the period:**

   The Company has not entered into any material commitments as of June 30, 2023 nor has it entered into any material off-balance sheet transactions, arrangements, obligations and other relationships with unconsolidated entities or other persons created during the applicable period.

3. **Any significant elements of income or loss that did not arise from registrant's continuing operations:**

   Not applicable.

4. **Seasonal aspects that have a material effect on the FS:**

   No seasonal aspects that have a material effect on the financial statements.

MAJOR STOCKHOLDERS

The following are the major stockholders of Italpinas Development Corporation as of 30 June 2023:

Stockholders	No. of Shares	Percentage
Jose D. Leviste III	202,807,930	32.21%
Romolo Nati	157,324,714	24.99%

SUBSIDIARIES

IDC Prime Inc (IDC Land Corporation)

IDC Land Corporation (Formerly LBD Mindanao Corporation), a wholly-owned subsidiary of the Company, was incorporated last 19 August 2019 in order to streamline the Company's operations in Mindanao.

IDC Homes Inc (LBD Land Corporation)

LBD Land Corporation (Formerly LBD Luzon Corporation), a wholly-owned subsidiary of the Company, was incorporated last 19 August 2019 in order to streamline the Company's operations in Luzon.

Prima Management Corporation

Prima Management Corporation, a wholly-owned subsidiary of the Company, was incorporated last 23 February 2022. Its primary purpose is to operate, hold, or provide partial or full-service management and maintenance of real estate businesses.

IDC Prime Inc and Prima Management Corporation are now operating.

ASSOCIATES & AFFILIATES

Constellation Energy Corporation

In line with its commitment to sustainable development, the Company also holds a 25% equity stake in Constellation Energy Corporation (“Constellation” or “CEC”), providing it with strategic exposure to growth in the renewable energy industry and the Philippines’ increasing demand for power. Constellation is engaged in the development of renewable energy facilities to provide clean energy to Philippine grids.

Damiani Property Management and Services

Damiani Property Management and Services was incorporated on 27 April 2016. Its primary purpose is to operate, hold, or provide partial or full-service management and maintenance of real estate businesses. IDC’s Chairman and CEO, Romolo Nati, owns 25% of outstanding shares of Damiani.

Primavera Residences Condominium Corporation (PRCC)

PRCC was initially incorporated and registered with SEC by the Company in order to be the Condominium Corporation for the Primavera Residences project. The Company owns certain units at the Primavera residences and participates as a member of the affiliate’s BOD.

BOARD OF DIRECTORS

As of 30 June 2023, the members of the Board of Directors of the Company are:

Name	Position
Romolo Nati	Director/Chairman
Jose D. Leviste III	Director/President
Shennan A. Sy	Director/Treasurer
Dionisio A. Tejero	Director
Christine P. Base	Director
Giuseppe Garofalo	Director
Rafael A. Dominguez	Independent Director
Jose G. Araullo	Independent Director
Emeraldo C. Magnaye	Independent Director

Key Management

As of June 30, 2023, the members of the Company’s key management team are as follows:

Name	Position
Romolo Nati	Chairman/CEO
Jose D. Leviste III	President
Giuseppe Garofalo	Chief Operating Officer
Shennan A. Sy	Treasurer
Harold J. Dacumos	SVP for Banking and Business Development
Mary Ann B. Lopez	VP for Finance and Administration
Gladys M. Echano	Senior Director for Sales
Clara Marie Asuncion G. Elizaga	Senior Director for Operations & Investor’s Relations
Michael John A. Tantoco	Corporate Secretary
Aleli M. Cordero	Assistant Corporate Secretary

SIGNATURES

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

Registrant: **ITALPINAS DEVELOPMENT CORPORATION**

JOSE D. LEVISTE III
President

MARY ANN B. LOPEZ
VP for Finance & Admin

Signed this 10th day of August 2023.

ITALPINAS DEVELOPMENT CORPORATION
AND SUBSIDIARIES

UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS
AS AT JUNE 30, 2023 AND DECEMBER 31, 2022
AND FOR THE SIX-MONTH PERIODS ENDED JUNE 30, 2023 AND 2022

ITALPINAS DEVELOPMENT CORPORATION AND SUBSIDIARIES

UNAUDITED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

JUNE 30, 2023 AND DECEMBER 31, 2022

	Note	**June 30, 2023**	December 31, 2022
ASSETS			
Current Assets			
Cash	*5*	**₱131,678,937**	₱79,535,361
Contract assets	*6*	**926,204,262**	790,641,788
Trade and other current receivables	*7*	**189,789,805**	217,861,819
Real estate for sale	*8*	**889,301,854**	673,724,465
Advances to related parties	*20*	**41,679,387**	39,575,223
Prepayments and other current assets	*9*	**237,324,834**	207,893,772
Total Current Assets		**2,415,979,079**	2,009,232,428
Noncurrent Assets			
Property and equipment	*10*	**12,586,926**	12,831,526
Right-of-use asset	*11*	**1,887,749**	1,667,051
Investment properties	*12*	**882,431,071**	882,431,071
Deferred tax assets	*27*	**10,751,003**	13,265,113
Investment in an associate	*13*	**2,657,491**	2,657,491
Other noncurrent assets	*14*	**36,872,505**	36,751,778
Total Noncurrent Assets		**947,186,745**	949,604,030
		₱3,363,165,824	₱2,958,836,458
LIABILITIES AND EQUITY			
Current Liabilities			
Contract liabilities	*6*	**₱51,384,855**	₱50,513,441
Trade and other current payables	*15*	**1,428,176,549**	957,166,359
Lease liabilities	*16*	**1,695,866**	1,707,221
Borrowings, current portion	*17*	**240,830,323**	317,690,493
Income tax payable		**-**	76,622
Advances from related parties	*20*	**15,832,757**	16,356,489
Total Current Liabilities		**1,737,920,350**	1,343,510,625
Noncurrent Liabilities			
Borrowings, net of current portion	*17*	**336,273,226**	336,308,402
Deferred tax liabilities	*26*	**204,229,043**	204,229,043
Retirement benefit obligation	*18*	**11,036,090**	11,036,090
Total Noncurrent Liabilities		**551,538,359**	551,573,535
Total Liabilities		**2,289,458,709**	1,895,084,160
Equity			
Share capital	*19*	**314,784,398**	314,784,398
Additional paid-in capital	*19*	**157,129,244**	157,129,244
Retained earnings	*19*	**599,118,660**	589,163,843
Other comprehensive income	*18*	**2,674,813**	2,674,813
Total Equity		**1,073,707,115**	1,063,752,298
		₱3,363,165,824	₱2,958,836,458

See Notes to the Unaudited Consolidated Financial Statements.

ITALPINAS DEVELOPMENT CORPORATION AND SUBSIDIARIES

UNAUDITED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE SIX-MONTH PERIODS ENDED JUNE 30, 2023 AND 2022 AND
FOR THE THREE-MONTH PERIODS ENDED JUNE 30, 2023 AND 2022

		For the Six-month Periods Ended June 30		For the Three-month Periods Ended June 30	
	Note	**2023**	2022	**2023**	2022
Net sales	*21*	**₱200,917,542**	₱117,543,354	**115,027,969**	52,641,836
Cost of sales	*22*	**(98,481,274)**	(43,704,063)	**(62,911,253)**	(22,762,016)
Gross profit		**102,436,268**	73,839,291	**52,116,716**	29,879,820
General and administrative expenses	*23*	**(71,143,500)**	(68,954,921)	**(28,584,540)**	(36,020,178)
Finance costs	*16*	**(12,451,566)**	(4,149,125)	**(7,311,026)**	(1,794,934)
Finance income	*5*	**140,694**	15,514	**136,159**	9,548
Other operating income, net	*24*	**2,384,744**	20,165,206	**1,228,603**	9,911,694
INCOME BEFORE INCOME TAX		**21,366,640**	20,915,965	**17,585,912**	1,985,950
INCOME TAX EXPENSE	*26*				
Current		**(8,897,713)**	(1,529,035)	**(7,032,810)**	(500,442)
Deferred		**(2,514,110)**	(3,665,407)	**(2,514,110)**	–
NET INCOME		**9,954,817**	15,678,758	**8,038,992**	1,485,508
OTHER COMPREHENSIVE INCOME		**-**	-	**-**	-
TOTAL COMPREHENSIVE INCOME		**₱9,954,817**	₱15,678,758	**8,038,992**	1,485,508
BASIC AND DILUTED EARNINGS PER SHARE	*28*	**₱0.016**	₱0.025	**₱0.013**	₱0.002

See Notes to the Unaudited Consolidated Financial Statements.

ITALPINAS DEVELOPMENT CORPORATION AND SUBSIDIARIES

UNAUDITED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE SIX-MONTH PERIODS ENDED JUNE 30, 2023 AND 2022

	Note	**2023**	2022
SHARE CAPITAL	*19*	**₱314,784,398**	₱314,784,398
ADDITIONAL PAID-IN CAPITAL	*19*	**157,129,244**	157,129,244
RETAINED EARNINGS			
Balance at beginning of period		**589,163,843**	514,112,284
Net income		**9,954,817**	15,678,758
Balance at end of period		**599,118,660**	529,791,042
OTHER COMPREHENSIVE INCOME -			
Remeasurement gain on retirement liability	*18*	**2,674,813**	1,639,934
TOTAL EQUITY		**₱1,073,707,115**	₱1,003,344,618

See Notes to the Unaudited Consolidated Financial Statements.

ITALPINAS DEVELOPMENT CORPORATION AND SUBSIDIARIES

UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE SIX-MONTH PERIODS ENDED JUNE 30, 2023 AND 2022

	Note	**2023**	2022
Cash flows from operating activities			
Income before tax		**₱21,366,640**	₱20,915,965
Adjustments for:			
Finance costs	*16*	**12,451,566**	4,149,125
Depreciation and amortization	*10*	**1,864,655**	1,721,413
Finance income	*5*	**(140,694)**	(15,514)
Operating income before working capital changes		**35,542,167**	26,770,989
Decrease (increase) in:			
Contract assets		**(135,562,474)**	80,797,987
Trade and other current receivables		**28,072,014**	14,400,504
Real estate for sale		**(215,577,389)**	(40,869,571)
Advances to related parties		**(2,104,164)**	(3,283,513)
Prepayments and other current assets		**(38,405,397)**	(40,025,402)
Other noncurrent assets		**(120,727)**	(10,347,870)
Increase in:			
Contract liabilities		**871,414**	6,784,933
Trade and other current payables		**471,010,190**	53,729,166
Net cash generated from operations		**143,725,634**	87,957,223
Finance income received		**140,694**	15,514
Net cash provided by operating activities		**143,866,328**	87,972,737
Cash flow from an investing activity			
Acquisitions of property and equipment	*10*	**(1,852,108)**	(2,378,895)
Cash flows from financing activities			
Repayments of borrowings - net	*17*	**(76,895,346)**	(33,601,035)
Finance costs paid		**(12,451,566)**	(4,149,125)
Decrease in advances from related parties		**(523,732)**	-
Net cash provided by (used in) financing activities		**(89,870,644)**	(37,750,160)
Net increase in cash		**52,143,576**	47,843,682
Cash at beginning of periods		**79,535,361**	47,844,276
Cash at end of periods		**₱131,678,937**	₱95,687,958

See Notes to the Unaudited Consolidated Financial Statements.

ITALPINAS DEVELOPMENT CORPORATION AND SUBSIDIARIES

NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

1. **Reporting Entity**

Italpinas Development Corporation ("the Parent Company") was incorporated under the laws of the Republic of the Philippines and registered with the Philippine Securities and Exchange Commission (SEC) on January 26, 2009 primarily to engage in the development and construction of real estate projects.

The Parent Company's common shares are listed in the Philippines Stock Exchange.

The Parent Company's registered principal office is located at Unit 28C BPI Philamlife Building, 6811, Ayala Avenue, Makati City, Philippines.

Registration with the Board of Investments (BOI)
The Parent Company was registered with the BOI as a new developer of low-cost mass housing project (Vertical - Primavera Residences Condominium Tower A and Tower B) on April 26, 2012, and as an expanding developer of low-cost mass housing project (Primavera Residences Tower B – Pueblo de Oro Business Park, Upper Carmen, Cagayan de Oro City) on January 30, 2015.

In 2016, the Parent Company registered another project with the BOI (Primavera City Phase 1 Towers A and B) under new developer of economic and low-cost housing. As a BOI-registered entity, the Parent Company is entitled to income tax holiday (ITH) incentive provided under Article 39(a) of Executive Order No. 226 as amended by Republic Act (RA) No. 7918. The ITH entitlement is for a period of 4 years, from October 27, 2016 to October 26, 2020 for Primavera City Phase 1 Towers A and B.

The details of the wholly-owned subsidiaries of the Group as at June 30, 2023 and December 31, 2022 are as follows:

Name	Primary Purpose
IDC Homes Inc (formerly LBD Land Corporation) IDC Prime Inc (formerly IDC Land Corporation)	Development of real estate, mass community and low-cost housing, townhouses and row houses development, residential subdivision, condominiums, buildings and other massive horizontal and vertical developments, hotels, shopping malls and leisure parks, resorts, and property management.
Prima Management Corporation	Provision of management and technical advice for commercial, industrial, manufacturing, and other kinds of enterprises; and to undertake, carry on, assist or participate in the promotion, organization, management, liquidation or reorganizations or corporations, partnerships and other entities

The registered principal offices of all the subsidiaries are at Unit 28C BPI Philamlife Building, 6811, Ayala Avenue, Makati City, Philippines.

Approval of Unaudited Consolidated Financial Statements
The unaudited consolidated financial statements were approved and authorized for issuance in accordance with a resolution by the Parent Company's Board of Directors (BOD) on August 1, 2023.

2. **Basis of Preparation**

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

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

In 2021, MC No. 08 – 2021, Amendment to SEC MC No. 14 - 2018, MC No. 03 -2019, MC No. 04 - 2020, and MC No. 34 - 2020 to clarify transitory provision, provides real estate companies the accounting policy option of applying either the full retrospective approach or the modified retrospective approach when they apply the provisions of the PIC and IFRIC pronouncement.

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

<u>Basis of Measurement</u>
The consolidated financial statements of the Group have been prepared on a historical cost basis, except for investment properties which are measured at fair value on each reporting date.

<u>Functional and Presentation Currency</u>
The consolidated financial statements are presented in Philippine Peso (₱), which is the functional currency of the Group. All values are rounded off to the nearest peso except when otherwise indicated.

3. **Significant Accounting Policies**

<u>Adoption of New and Amended PFRS</u>
The accounting policies adopted are consistent with those of the previous financial period, except for the adoption of the following new and amended PFRS which the Group adopted effective for annual periods beginning on or after January 1, 2022:

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.

- 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 that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to the contract can either be incremental costs of fulfilling that contract (examples would be direct labor, materials) or an allocation of other costs that relate directly to fulfilling the contracts (an example would be the allocation of the depreciation charge for an item of property, plan, and equipment used in fulfilling the contract).

- Annual Improvements to PFRS: 2018-2020 Cycle

  - Amendments to PFRS 1, *First-time Adoption of IFRS - Subsidiary as a first-time adopter*. The amendment permits a subsidiary that applies paragraph D16(a) of PFRS 1 to measure cumulative translation differences using the amounts reported by its parent, based on the parent's date of transition to PFRSs.

  - Amendments to PFRS 9, *Financial Instruments - Fees in the '10 percent' test for derecognition of financial liabilities.* The amendment clarifies which fees an entity includes when it applies the '10 percent' test in paragraph B3.3.6 of PFRS 9 in assessing whether to derecognize a financial liability. An entity includes only fees paid or received between the entity (the borrower) and the lender, including fees paid or received by either the entity or the lender on the other's behalf.

Effective beginning on or after January 1, 2023

- Amendments to PAS 8, *Definition of Accounting Estimates*

  The amendments introduce a new definition of accounting estimates and clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, the amendments clarify that the effects on an accounting estimate of a change in an input or a change in a measurement technique are changes in accounting estimates if they do not result from the correction of prior period errors.

  An entity applies the amendments to changes in accounting policies and changes in accounting estimates that occur on or after January 1, 2023, with earlier adoption permitted. The amendments are not expected to have a material impact on the Group.

- Amendments to PAS 1 and PFRS Practice Statement 2, *Disclosure of Accounting Policies*

  The amendments provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by:

  - Replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies, and
  - Adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

  The amendments to the Practice Statement provide non-mandatory guidance. Meanwhile, the amendments to PAS 1 are effective for annual periods beginning on or after January 1, 2023.

  Early application is permitted as long as this fact is disclosed. The amendments are not expected to have a material impact on the Group.

- Amendments to PAS 12, *Deferred Tax related to Assets and Liabilities arising from a Single Transaction*

  The amendments narrow the scope of the initial recognition exception under PAS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

  The amendments also clarify that where payments that settle a liability are deductible for tax purposes, it is a matter of judgement (having considered the applicable tax law) whether such deductions are attributable for tax purposes to the liability recognized in the consolidated financial statements (and interest expense) or to the related asset component (and interest expense).An entity applies the amendments to transactions that occur on or after the beginning of the earliest comparative period presented for annual reporting periods on or after January 1, 2023.

New and Amended PFRS Issued But Not Yet Effective
Relevant new and amended PFRS which are not yet effective for the period ended June 30, 2023 and have not been applied in preparing the consolidated financial statements are summarized below.

Effective beginning on or after January 1, 2024

- 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

- Amendments to PFRS 16, *Lease Liability in a Sale and Leaseback*

  The amendments specify how a seller-lessee measures the lease liability arising in a sale and leaseback transaction in a way that it does not recognize any amount of the gain or loss that relates to the right of use retained.

Deferred effectivity

- Amendments to PFRS 10, *Consolidated Financial Statements* and PAS 28, *Investments in Associates and Joint Ventures – Sale or Contribution of Assets Between an Investor and its Associate or Joint Venture* – The amendments address a current conflict between the two standards and clarify that a gain or loss should be recognized fully when the transaction involves a business, and partially if it involves assets that do not constitute a business. The effective date of the amendments, initially set for annual periods beginning on or after January 1, 2016, was deferred indefinitely in December 2015 but earlier application is still permitted.

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

- 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 on 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:

  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)
  b. Treatment of land in the determination of the POC discussed in PIC Q&A 2018-12-E
  c. Treatment of uninstalled materials in the determination of the POC discussed in PIC Q&A 2018-12-E (as amended by PICQ&A 2020-02)
  d. Accounting for CUSA Charges discussed in PIC Q&A No. 2018-12-H

  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 consolidated 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 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

- IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23, Borrowing Cost) for the Real Estate Industry

  In March 2019, the IFRIC issued an Agenda Decision clarifying the criteria for the capitalization of borrowing costs in relation to the construction of residential multi-unit real estate development which are sold to customers prior to the start of construction or completion of the development.

  Paragraph 8 of PAS 23 allows the capitalization of borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset. Paragraph 5 of PAS 23 defines a qualifying asset as an asset that takes a substantial period of time to get ready for its intended use or sale. The IFRIC Agenda Decision clarified that the related assets namely, installment contracts receivable, contract asset or real estate inventory, are not considered qualifying assets and therefore the corresponding borrowing cost may not be capitalized.

  On February 11, 2020, the Philippine SEC issued MC No. 4-2020, providing relief to the real estate industry by deferring the mandatory implementation of the above IFRIC Agenda Decision until December 31, 2020. Further, on December 15, 2020, the Philippine SEC issued SEC MC No. 34-2020, which extends the relief on the application of the IFRIC Agenda Decision provided to the real estate industry until December 31, 2023. Effective January 1, 2024, real estate companies shall adopt the IFRIC Agenda Decision and any subsequent amendments thereto retrospectively or as the SEC will later prescribe. A real estate company may opt not to avail of the deferral and instead comply in full with the requirements of the IFRIC agenda decision.

  The Group opted to avail of the relief as provided by the SEC. Had the Group adopted the IFRIC agenda decision, borrowing costs capitalized to real estate inventories related to projects with pre-selling activities should have been expensed out in the period incurred. This adjustment should have been applied retrospectively and would have resulted to restatement of prior year consolidated financial statements. A restatement would have impacted interest expense, cost of real estate sales, provision for deferred income tax, real estate inventories, deferred tax liability and opening balance of retained earnings.

<u>Current versus Noncurrent Classification</u>
The Group presents assets and liabilities in the consolidated statements of financial position based on current and noncurrent classification. An asset is current when it is:

(a) expected to be realized or intended to be sold or consumed in the normal operating cycle;
(b) held primarily for the purpose of trading;
(c) expected to be realized within 12 months after the reporting period; or
(d) cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

A liability is current when it is:

(a) expected to be settled in the normal operating cycle;
(b) held primarily for trading;
(c) due to be settled within 12 months after the reporting period; or
(d) there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period.

The Group classifies all other assets and liabilities as noncurrent. Deferred tax assets and liabilities are classified as noncurrent.

<u>Fair value measurements</u>
The Group measures a number of financial and non-financial assets and liabilities at fair value at each reporting date.

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: (a) in the principal market for the asset or liability; or (b) in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or most advantageous market must be accessible to the Group.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.
The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

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

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

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 the categorization at the end of each reporting period.

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

Financial assets and financial liabilities

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

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

"Day 1" Difference. Where the transaction in a non-active market is different from the fair value of other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable market, the Group recognizes the difference between the transaction price and fair value (a "Day 1" difference) in profit or loss. In cases where there is no observable data on inception, the Group deems the transaction price as the best estimate of fair value and recognizes "Day 1" difference in profit or loss when the inputs become observable or when the instrument is derecognized. For each transaction, the Group determines the appropriate method of recognizing the "Day 1" difference.

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

As at June 30, 2023 and December 31, 2022, the Group does not have financial assets and liabilities at FVPL and financial assets at FVOCI.

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

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

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

Trade receivables that are factored out to the bank with recourse to the Group are not derecognized until the recourse period has expired and the risks and rewards of the receivables have been fully transferred. The corresponding cash received from the bank is recognized as borrowings.

As at June 30, 2023 and December 31, 2022, the Group's cash, contract assets, trade and other receivables, and advances to related parties are included under this category.

*Impairment of Financial Assets at Amortized Cost***.** The Group records an allowance for “expected credit loss” (ECL). ECL is based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive. The difference is then discounted at an approximation to the asset’s original effective interest rate.

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

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

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

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

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

As at June 30, 2023 and December 31, 2022, the Group’s liabilities arising from its trade and other payables, excluding statutory liabilities, advances from related parties and borrowings are included under this category.

Reclassification

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

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

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

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

For a financial asset reclassified out of the financial assets at FVOCI category to financial assets at amortized cost, any gain or loss previously recognized in OCI, and any difference between the new amortized cost and maturity amount, are amortized to profit or loss over the remaining life of the investment using the effective interest method. If the financial asset is subsequently impaired, any gain or loss that has been recognized in OCI is reclassified from equity to profit or loss.

In the case of a financial asset that does not have a fixed maturity, the gain or loss shall be recognized in profit or loss when the financial asset is sold or disposed. If the financial asset is subsequently impaired, any previous gain or loss that has been recognized in OCI is reclassified from equity to profit or loss.

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

Derecognition of financial assets and liabilities

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

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

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

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

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

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

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

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

*Classification of Financial Instrument between Liability and Equity***.** A financial instrument is classified as liability if it provides for a contractual obligation to:

- Deliver cash or another financial asset to another entity;

- Exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Group; or

- Satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares.

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

Cash
Cash includes cash on hand and in banks.

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

Cost includes acquisition cost plus any other directly attributable costs of developing the asset to its saleable condition and cost of improving the properties up to the reporting date.

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

Land for future development. Upon commencement of development, the real estate properties held for future development is transferred to real estate for sale.

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

Prepayments are classified in the consolidated statements of financial position as current assets when the expense related to the prepayments are expected to be incurred within one year or the Group's normal operating cycle, whichever is longer. Otherwise, prepayment is classified as non-currents.

Other assets are recognized when the Group expects to receive future economic benefit from it and the amount can be measured reliably. Other assets are classified in the consolidated statements of financial position as current assets when the cost of goods or services related to the assets are expected to be incurred within one year or the Group's normal operating cycle, whichever is longer. Otherwise, other assets are classified as noncurrent assets.

Prepaid Taxes. Prepaid taxes represent taxes withheld by the Group's customers required under the Philippine taxation laws and regulations. If at the end of the financial reporting period, the Group has current income tax due, the prepaid tax shall be applied as payment for the tax due, and any excess shall be carried over to the succeeding period. Prepaid tax is stated at their estimated net realizable values and is included as part of "Prepayments and other current assets" in the consolidated statements of financial position.

Property and equipment
Property and equipment are stated at cost less accumulated depreciation and any accumulated impairment in value. Such cost includes the cost of replacing part of the property and equipment at the time the cost is incurred, if the recognition criteria are met, and excludes the costs of day-to-day servicing.

The initial cost of property and equipment comprises its construction cost or purchase price, including import duties, taxes and any directly attributable costs in bringing the asset to its working condition and location for its intended use. Cost also includes any related asset retirement obligation (ARO). Expenditures incurred after the asset has been put into operation, such as repairs, maintenance and overhaul costs, are normally recognized as expense in the period the costs are incurred. Major repairs are capitalized as part of property and equipment only when it is probable that future economic benefits associated with the items will flow to the Group and the cost of the items can be measured reliably.

Depreciation, which commences when the assets are available for their intended use, is computed using the straight-line method over the following estimated useful lives of the assets:

Transportation equipment	5 years
Office space	5 years
Leasehold improvements	5 years
Office software and equipment and furniture and fixtures	2-5 years

Leasehold improvements are amortized over the term of the lease, or the estimated useful life of the leasehold improvements whichever is shorter.

An asset is depreciated when it is available for use until it is derecognized even if during that period the item is idle. Fully depreciated assets and fully amortized assets still in use are retained in the consolidated financial statements.

The remaining useful lives, residual values and depreciation method are reviewed and adjusted periodically, if appropriate, to ensure that such periods and method of depreciation are consistent with the expected pattern of economic benefits from the items of property and equipment.

The carrying amounts of property and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying amounts may not be recoverable.

Fully depreciated assets are retained in the accounts until they are no longer in use.

An item of property and equipment is derecognized when either it has been disposed of or when it is permanently withdrawn from use and no future economic benefits are expected from its use or disposal. Any gain or loss arising from the retirement and disposal of an item of property and equipment (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognized in the consolidated statements of comprehensive income in the period of retirement and disposal.

Investment Properties

Investment properties comprise completed property that are held to earn rentals or for capital appreciation or both.

Investment properties are measured initially at cost. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the reporting date. Gains or losses arising from changes in the fair values of investment properties are included in profit or loss in the period in which they arise, including the tax effect. Fair values are determined based on an annual valuation performed by an accredited external independent valuer applying a valuation model recommended by the International Valuation Standards Committee.

Investment property is derecognized either when it has been disposed of or when it is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the retirement and disposal of investment property is recognized in the statements comprehensive of income in the period of retirement and disposal.

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

For a transfer from investment property to owner-occupied property or real estate for sale, the cost of property for subsequent accounting is its carrying amount at the date of change in use. If the property occupied by the Group as an owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under property and equipment up to the date of change in use.

Transfer are made to (or from) investment property only when there is a change in use. For transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use. For a transfer from real estate for sale to investment property that will be carried at fair value, any difference between the fair value of the property at that date and its previous carrying amount shall be recognized in profit or loss. The treatment of transfer from inventories to investment property that will be carried at fair value is consistent with the treatment of sale of real estate for sale.

Investment in an Associate

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control over those policies. Investment in an associate is accounted for using the equity method of accounting.

Under the equity method of accounting, the investment in an associate is initially recognized at cost. The carrying amount of the investment is adjusted to recognize changes in the Group's share of the profit or loss and other comprehensive income of the associate since the acquisition date. Goodwill relating to the associate is included in the carrying amount of the investment and is neither amortized nor individually tested for impairment.

The consolidated statements of comprehensive income reflect the Group's share in the results of operations of the associate. When there has been a change recognized directly in the equity of the associate, the Group recognizes its share of any changes, when applicable, in the consolidated statements of changes in equity. Unrealized gains and losses resulting from transactions between the Group and the associate are eliminated to the extent of the interest in the associate.

The Group's share in profit or loss of the associate is shown in the consolidated statements of comprehensive income and represents profit or loss after tax and non-controlling interest in the subsidiary of the associate.

The financial statements of the associate are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognize an impairment loss in its investment in its associate. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the investment in the associate and its carrying value, and then recognizes the loss as "Equity share in net loss of an associate" in the consolidated statements of comprehensive income.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognized in OCI is reclassified to profit or loss where appropriate.

Upon loss of significant influence over the associate, the Group measures and recognizes any retained 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 retained investment and proceeds from disposal is recognized in the consolidated statements of comprehensive income.

Impairment of Non-financial Assets
The carrying amounts of investments, property and equipment and investment properties are reviewed for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable. The recoverable amount of the asset is the greater of fair value less costs to sell and value in use. The fair value less costs to sell is the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less costs of disposal. 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 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. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs. Impairment losses are recognized in the consolidated statements of comprehensive 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 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 consolidated statements of comprehensive income. After such a reversal, the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

Other Noncurrent Assets
Other noncurrent assets mainly include cost to obtain a contract and refundable deposits.
Security deposits. Security deposits represent deposits made in relation to installation of transformer for Primavera Residences and Primavera City utility. The security deposit is carried at cost.

Borrowings
Borrowings are initially recognized at fair value, net of any transaction costs, directly attributable to the issue of the instrument. Such liability is subsequently measured at amortized cost using the EIR method, which ensures

that any finance cost over the period of repayment is at a constant rate on the balance of the liability carried in the consolidated statements of financial position.

Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalized as prepayment for liquidity services and amortized over the period of the facility to which it relates.

The Group classifies its borrowings as current liability if settlement is expected within one year or less, and the Group does not have unconditional right to defer settlement of the liability, and does not breach any loan provisions on or before the end of the reporting period. If not, these are presented as noncurrent liability.

Borrowing costs

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

The interest capitalized is calculated using the Group's weighted average cost of borrowings after adjusting for borrowings associated with specific developments. Where borrowings are associated with specific developments, the amounts capitalized is the gross interest incurred on those borrowings less any investment income arising on their temporary investment. Interest is capitalized from the commencement of the development work until the date of practical completion. The capitalization of borrowing costs is suspended if there are prolonged periods when development activity is interrupted. If the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recorded.

Equity

Share Capital. Share capital includes common shares and preferred shares.

Common shares. Common shares are classified as equity. Incremental costs directly attributable to the issue of common shares are recognized as a deduction from equity, net of any tax effects.

Preferred shares. Preferred shares are classified as equity if they are non-redeemable, or redeemable only at the option of the Group, and any dividends thereon are discretionary. Dividends thereon are recognized as distributions within equity upon approval by the BOD of the Group.

Preferred shares are classified as a liability if they are redeemable on a specific date or at the option of the shareholders, or if dividend payments are not discretionary. Dividends thereon are recognized as interest expense in the consolidated statements of comprehensive income as accrued.

Additional paid-in capital. When the shares are sold at premium, the difference between the proceeds and the par value is credited to the "Additional paid-in capital" account. When shares are issued for a consideration other than cash, the proceeds are measured by the fair value of the consideration received. In case the shares are issued to extinguish or settle the liability of the Group, the shares are measured either at the fair value of the shares issued or fair value of the liability settled, whichever is more reliably determinable.

Retained earnings. Retained earnings represent the cumulative balances of periodic net income or loss, dividend distribution, prior period adjustments, effect of changes in accounting policy and other capital adjustments. When retained earnings account has a debit balance, it is called "deficit", and presented as a reduction from equity.

Appropriated retained earnings. The appropriation of retained earnings is the designation of a portion of the unrestricted retained earnings for a stated and specific future purpose as determined and approved by the Group's BOD. The appropriation of retained earnings is presented separately in the consolidated statements of changes in equity and the specific details of the purpose of the appropriation are disclosed in the notes to the consolidated financial statements. The appropriated retained earnings may not be used for dividends.

When the objective of the appropriation is consummated, the appropriation is reversed.

Dividends. Dividends are recognized when they become legally payable. Dividend distribution to equity shareholders is recognized as a liability in the Group's consolidated financial statements in the period in which the dividends are declared and approved by the Group's BOD.

Other Comprehensive Income. Other comprehensive income comprises items of income and expense, including items previously presented under the consolidated statements of changes in equity, that are not recognized in profit or loss for the year. Other comprehensive income of the Group pertains to remeasurement gain (loss) on retirement benefits.

Revenue recognition

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. 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 4.

Real estate sales recognized over time. The Group derives its real estate revenue from sale of real estate projects. Revenue from the sale of these real estate projects under pre-completion stage are recognized over time during the construction period (or POC) 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 input method. The Group's revenue from real estate sales is recognized over time in proportion to the progress of the development. The Group measures its progress based on actual costs incurred to date relative to the total expected costs of the related real estate project.

Any excess of progress of work over the right to an amount of consideration that is unconditional, recognized as residential and office development receivables, under trade receivables, is included in the "Contract asset" account in the asset section of the consolidated statements of financial position.

Any excess of collections over the total of recognized trade receivables and contract assets is included in the "Contract liabilities" account in the liabilities section of the consolidated statements of financial position.

The Group opted to defer the application guidelines of the provisions of the PIC Q&A No. 2018-12 (relief granted by SEC under Memorandum Circular No. 14 Series of 2018 and Memorandum Circular No. 3 Series of 2019) with respect to the accounting for significant financing component, uninstalled materials and the exclusion of land in the computation of POC.

Rental income. Revenue from operating lease is recognized on a straight-line basis over the related lease terms. Lease incentives granted are recognized as an integral part of the total rent income over the term of the lease.

Interest income. Interest income is recognized as it accrues, taking into account the effective yield on the asset.

Other income. Other customer related fees such as penalties and surcharges are recognized as they accrue, taking into account the provisions of the related contract.

Forfeitures and cancelation of real estate contracts. Income from forfeited reservation and collections is recognized when the deposits from potential buyers are deemed nonrefundable due to prescription of the period for entering into a contract sale. Such income is also recognized, subject to the provisions of Republic Act 6552, *Realty Installment Buyer Act,* upon prescription of the period for the payment of required amortizations from defaulting buyers.

Cost and Expense Recognition

Cost of real estate sales. The Group recognizes costs relating to satisfied performance obligations as these are incurred taking into consideration the contract fulfillment assets. 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 units being recognized as cost of sales while the portion allocable to the unsold units being recognized as part of real estate for sale.

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.

General and administrative expenses. General and administrative expenses constitute costs of administering the business and are expensed as incurred.

Contract Balances

Installment contract receivable. An installment contract receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Contract assets. A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.

Contract liabilities. A contract liability 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 contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Group performs under the contract. The contract liabilities also include payments received by the Group from the customers for which revenue recognition has not yet commenced and payments in excess of percentage of completion.

Cost to Obtain a Contract. The incremental costs of obtaining a contract with a buyer are recognized as an asset if the Group expects to recover them. The Group has determined that commissions paid to sales personnel 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 "Operating expenses" account in the profit or loss.

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

Amortization and derecognition of capitalized costs to obtain a contract. The Group 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 operating expenses.

Capitalized costs 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.

Employee benefits

a. *Short-term benefits.* The Group recognizes a liability net of amounts already paid and an expense for services rendered by employees during the accounting period. A liability is also recognized for the amount expected to be paid under short-term cash bonus or profit-sharing plan if the Group has present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

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

c. *Retirement benefits.* Retirement benefit costs are determined using the projected unit credit method, which reflects services rendered by employees to the date of valuation and incorporates assumptions concerning employees' projected salaries.

   The Group recognizes service costs, comprising of current service costs, past service costs, gains and losses on curtailments and non-routine settlements and net interest expense or income in profit or loss. Net interest is calculated by applying the discount rate to the net retirement liability or asset.

   Past service costs are recognized in profit or loss on the earlier of the date of the plan amendment or curtailment and the date that the Group recognizes restructuring-related costs.

   Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on defined benefit obligation) are recognized immediately in other comprehensive income in the period in which these arise. Remeasurements are not reclassified to profit or loss in subsequent periods.

   The retirement liability is the aggregate of the present value of the defined benefit obligation and the fair value of plan assets out of which the obligations are to be settled directly. The present value of the retirement liability is determined by discounting the estimated future cash outflows using interest rate on government bonds that have terms to maturity approximating the terms of the related retirement liability.

Leases
At the inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- the contract involves an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the Group has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Group has the right to direct the use of the asset. The Group when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. The Group has the right to direct the use of the asset of either:
  - the Group has the right to operate the asset; or
  - the Group designed the asset in a way that predetermines how and for what purpose it will be used.

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

Company as lessee. The Group enters into lease agreements as a lessee with respect to its office, parking space and staff house.

The Group recognizes a right-of-use asset and a corresponding lease liability with respect to the lease of the building and parking space. The lease liability is initially measured at the present value of the minimum lease payment at the commencement date, discounted by using the lessee's incremental borrowing rate (IBR) in the lease.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated over the shorter period of the lease term and the useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The amortization period for the right-of-use asset is 2 years. The Group applies PAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the 'Property, Plant and Equipment' policy.

The lease liability and right-of-use asset are presented as a separate line in the consolidated statements of financial position.

Short-term leases. The Group also leases staff house which qualifies for a short-term lease (i.e., lease term of less than 12 months from the commencement date and do not contain a purchase option). The Group has elected the exemption under PFRS 16 for short-term lease. As a practical expedient, PFRS 16 permits the Group not to apply the new lessee accounting model to leases for which the lease term ends within 12 months after the date of initial application. For this lease, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

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

Related parties
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 and significant influence. Related parties may be individuals or corporate entities.

Taxes

Current Tax. Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Current tax relating to items recognized directly in equity is recognized in equity and not in the consolidated statements of comprehensive income. The Group periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretations and establishes provisions where appropriate.

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

Deferred tax liabilities are recognized using the liability method for all taxable temporary differences, except:

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

Deferred tax assets are recognized for all deductible temporary differences, carryforward benefits of unused tax credits - Minimum Corporate Income Tax (MCIT) and unused tax losses - Net Operating Loss Carry Over (NOLCO), to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward benefits of MCIT and NOLCO can be utilized, except:

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

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

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

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

Current tax and deferred tax are recognized in the profit or loss, except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

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

Value-added Tax (VAT). Input VAT is the indirect tax paid by the Group on the local purchase of goods or services from a VAT-registered person. Input VAT is deducted from the output VAT in arriving at the VAT due and payable. Claims for input VAT are stated at face value less provision for impairment, if any. Allowance for unrecoverable input VAT, if any, is maintained by the Group at a level considered adequate to provide for potential uncollectible portion of the claims. The Group, on a continuing basis, makes a review of the status of the claims designed to identify those that may require provision for impairment losses.

Deferred input VAT. Deferred input VAT represents unamortized amount of input VAT on capital goods. Deferred input VAT that are expected to be claimed against output VAT for no more than 12 months after the reporting date are classified as current assets otherwise, these are classified as noncurrent.

Provisions
Provisions are recognized when: (a) the Group has a present obligation (legal or constructive) as a result of past events; (b) it is probable (i.e., more likely than not) that an outflow of resources embodying economic benefits will be required to settle the obligation; and (c) a reliable estimate of the amount of the obligation can be made. Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, the reimbursement is recognized as a separate asset only when it is virtually certain that reimbursement will be received. The amount recognized for the reimbursement shall not exceed the amount of the provision.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.
If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessment of the time value of money and 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.

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

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.

Segment information is disclosed in Note 27 of the consolidated financial statements.

Earnings per share (EPS)
Basic EPS is calculated by dividing the profit attributable to equity holders of the Group by weighted average number of ordinary shares in issue during the year excluding ordinary shares purchased by the Group and held as treasury shares.

Diluted EPS is calculated by adjusting the weighted average number of ordinary shares outstanding and assume conversion of all dilutive potential ordinary shares.

If the number of ordinary or potential ordinary shares outstanding increases as a result of a capitalization, bonus issue or share split, or decreases as a result of a reverse share split, the calculation of basic and diluted earnings per share for all periods presented shall be adjusted retrospectively. If these changes occur after the reporting period but before the consolidated financial statements are authorized for issue, the per share calculations for those and any prior period consolidated financial statements presented shall be based on the new number of shares.

Events after the Reporting Date
Post year-end events that provide additional information about the Group's financial 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 notes to the consolidated financial statements when material.

4. Use of Judgments, Estimates and Assumptions

The preparation of the consolidated financial statements in accordance with PFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the amounts of assets, liabilities, income, and expenses reported in the consolidated financial statements at the reporting date. However, uncertainty about these judgments, estimates and assumptions could result in an outcome that could require a material adjustment to the carrying amount of the affected asset or liability in the future.

Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions are recognized in the period in which the judgments and estimates are revised and in any future period affected.

Judgments
In the process of applying the accounting policies, the Group has made the following judgments, apart from those involving estimations, which have an effect on the amounts recognized in the consolidated financial statements:

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

Classifying real estate for sale, investment properties and property and equipment. The Group determined whether a property qualifies as a real estate for sale, an investment property or an item of property and equipment. In making its judgement, the Group considers whether the property is held for sale in the ordinary course of business, held primarily to earn rentals or capital appreciation or both, or used for operations and administrative purposes.

Determining the highest and best use of investment properties. The Group determines the highest and best use of its investment properties when measuring fair value. In making its judgement, the Group takes into account the use of the investment properties that is physically possible, legally permissible, and financially feasible. The Group has determined that the highest and best use of the investment properties is their current use.

Determination whether an arrangement contains a lease. At inception of a contract, the Group assess whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract gives the right to control the use of an identified asset ('underlying asset') for a period of time in exchange for consideration. The right to control the use of an identified asset can be split into: (1) the right to obtain substantially all of the economic benefits from use of an identified asset and (2) the right to direct the use of an identified asset.

Company as lessee. The Group has entered into operating lease agreements as a lessee. The Group has determined that the lessor retains all significant risks and rewards of ownership of the asset subject of the lease agreement.

Determining the lease term of contracts with renewal and termination options. Company as 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.

The Group does not include the renewal period as part of the lease term for leases of office space with shorter non-cancellable period (i.e., three to five years). The Group typically exercises its option to renew for these leases because there will be a significant negative effect on production if a replacement asset is not readily available. The renewal periods for leases of plant and machinery with longer non-cancellable periods (i.e., 10 to 15 years) are not included as part of the lease term as these are not reasonably certain to be exercised. In addition, the renewal options for leases of motor vehicles are not included as part of the lease term because the Group typically leases motor vehicles for not more than five years and, hence, is not exercising any renewal options. Furthermore, the periods covered by termination options are included as part of the lease term only when they are reasonably certain not to be exercised.

Refer to Note 25 for information on potential future rental payments relating to periods following the exercise date of extension and termination options that are not included in the lease term.

Existence of a contract. The Group's primary document for a contract with a customer is a signed contract to sell, which contain all the criteria to qualify as contract with the customer under PFRS 15. 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 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 customer, age of receivables and contract assets and pricing of the property. Management regularly evaluates the historical cancellations 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 has determined that input method used in measuring the progress of the performance obligation faithfully depicts the Group's performance in transferring control of real estate development to the customers.

In addition, the Group exercises critical judgment in determining whether the performance obligation to deliver and transfer the control over the completed real estate assets to customers is satisfied over time or at a point in time. In making this judgment, the Group considers the delivery to and acceptance by the buyer of the completed property as a transfer of control at specific point in time since the Group does not have a significant continuing involvement with the property sold to the buyer and the earning process is virtually complete. Further, the Group's enforceable right for payment becomes due upon transfer of control over the real estate asset.

Identifying performance obligation. The Group has various contracts to sell covering its sale of condominium units and other real estate properties. The Group concluded that there is one performance obligation in each of these contracts. For the contract covering condominium unit, the developer has the obligation to deliver the condominium unit duly constructed in a specific lot and fully integrated into the serviced land in accordance with the approved plan. Included in this performance obligation is the Group's service to transfer the title of the real estate unit to the buyer.

Evaluating deferred tax. In determining the amount of current and deferred tax, the Group takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. The Group believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors, including interpretation of tax laws and prior experience. This assessment relies on estimates and assumptions and may involve a series of judgments about future events. New information may become available that causes the Group to change its judgment regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

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 has considered 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 considers a representative range of possible forecast scenarios. This process involves gathering two or more 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 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.

Predicted relationship between the key indicators and default and loss rates on various portfolios of financial assets have been developed based on analyzing historical data over the past 5 years. The methodologies and assumptions including any forecasts of future economic conditions are reviewed regularly.

The Group has not identified any uncertain event that it has assessed to be relevant to the risk of default occurring but where it is not able to estimate the impact on ECL due to lack of reasonable and supportable information.

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

  The borrower is more than 90 days past due on its contractual payments, i.e., principal and/or interest, which is consistent with the regulatory definition of default.

- Qualitative criteria

  The borrower meets unlikeliness to pay criteria, which indicates the borrower is in significant financial difficulty. These are instances where:
  - The borrower is experiencing financial difficulty or is insolvent
  - The borrower is in breach of financial covenant(s)
  - An active market for that financial assets has disappeared because of financial difficulties
  - Concessions have been granted by the Group, for economic or contractual reasons relating to the borrower's financial difficulty
  - It is becoming probable that the borrower will enter Bankruptcy or other financial reorganization
  - Financial assets are purchased or originated at a deep discount that reflects the incurred credit losses.

The criteria above have been applied to all 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 and exposure at default throughout the Group's expected loss calculation.

An instrument is considered to be no longer in default (i.e., to have cured) when it no longer meets any of the default criteria for a consecutive period of six months as it has exhibited a satisfactory track record. This period of six months has been determined based on an analysis which considers the likelihood of a financial instrument returning to default status after cure using different possible cure definitions.

Contingencies. The Group is currently involved in various pending claims and lawsuits which could be decided in favor of or against the Group. The Group's estimate of the probable costs for the resolution of these pending claims and lawsuits has been developed in consultation with in-house as well as outside legal counsel handling the prosecution and defense of these matters and is based on an analysis of potential results. The Group currently does not believe that these pending claims and lawsuits will have a material adverse effect on its financial position and financial performance. It is possible, however, that future financial performance could be materially affected by the changes in the estimates or in the effectiveness of strategies relating to these proceedings. No accruals were made in relation to these proceedings.

Accounting Estimates and Assumptions

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

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 revenue. The Group's revenue from real estate is recognized based on the percentage of completion using input method. Apart from involving estimates in determining the quantity of materials, labor and equipment needed, the assessment process for the POC includes the technical determination by management's specialists (project engineers).

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 effects of COVID-19, the continuing community quarantines and restricted mobility, the progress of the Group's performance obligation is affected which resulted to lower percentages-of-completion for the six-month periods ended June 30, 2023 and 2022.

Sale of trade receivables. The Group has entered into an arrangement with a bank wherein it discounted its trade receivables with recourse. The Group believes that the sale transactions are not more than infrequent and that the receivables discounted is insignificant both individually and in aggregate. The Group continue with the objective of collecting contractual cash flows until maturity.

Estimating fair value of investment properties. The Group carries its investment properties at fair value, with changes in fair value being recognized in profit or loss except for investment properties under construction. The Group determined that its investment properties under construction is to be measured at cost. During its construction phase, fair value of the investment properties is not reliably measurable. Once the construction is complete, the Group engages annually independent qualified valuers to determine the fair value using appropriate valuation techniques. The appraiser used comparable market data adjusted as necessary to reflect the specific assets' location and condition and, estimated expected future cash flows, yields, occupancy rates, discount rates, replacement costs and remaining economic life.

Fair value measurements. A number of the Group's accounting policies and disclosures require the measurement of fair values for both financial and non-financial assets and liabilities.

The Group has an established control framework with respect to the measurement of fair values. This includes a valuation team that has the overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values. The valuation team regularly reviews significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values, then the valuation team assesses the evidence obtained to support the conclusion that such valuations meet the requirements of PFRS, including the level in the fair value hierarchy in which such valuations should be classified.

The Group uses market observable data when measuring the fair value of an asset or liability. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques (Note 3).

If the inputs used to measure the fair value of an asset or a liability can be categorized in different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy based on the lowest level input that is significant to the entire measurement.

The Group recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Evaluation of impairment of financial assets under PFRS 9. The Group uses a matrix to calculate ECLs for trade receivables other than ICRs. The ECL rates are based on days past due for groupings of various customer segments that have similar loss patterns.

The 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 ICRs and contract assets. 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 Group defines a financial instrument as in default when a customer is more than 90 days past due on its contractual obligations. 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. An instrument is considered to be no longer in default (i.e., to have cured) when it no longer meets any of the default criteria.

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.

There have been no significant changes in estimation techniques or significant assumptions made during the reporting period.

Management assessed and concluded that there is no impairment loss required to be recognized for the six-month periods ended June 30, 2023 and 2022.

Estimating NRV of real estate for sale. The Group reviews the NRV of real estate for sale and compares it with the cost since assets should not be carried in excess of amounts expected to be realized from sale. Real estate inventories are written down below cost when the estimated NRV is found to be lower than the cost.

NRV for completed real estate for sale is assessed with reference to market conditions and prices existing at the reporting date and is determined by the Group in light of recent market transactions. NRV in respect of inventory under construction is assessed with reference to market prices at the reporting date for similar completed property, less estimated costs to complete construction less an estimate of the time value of money to the date of completion. The estimates used took into consideration fluctuations of price or cost directly relating to events occurring after the end of the period to the extent that such events confirm conditions existing at the end of the period.

The carrying values of real estate for sale amounted to ₱889,301,854 and ₱673,724,465 as at June 30, 2023 and December 31, 2022, respectively (see Note 8).

Impairment of nonfinancial assets. The Group assesses impairment on its nonfinancial assets (e.g., property and equipment and investment in associate) and considers the following important indicators:

- Significant changes in asset usage;
- Significant decline in assets' market value;
- Obsolescence or physical damage of an asset;
- Significant underperformance relative to expected historical or projected future operating results;
- Significant changes in the manner of usage of the acquired assets or the strategy for the Group's overall business; and
- Significant negative industry or economic trends.

If such indications are present and where the carrying amount of the asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. The recoverable amount is the asset's fair value less cost to sell or value in use whichever is higher. The fair value less cost to sell is the amount obtainable from the sale of an asset in an arm's length transaction while value in use is the present value of estimated future cash flows expected to be generated from the continued use of the asset. The Group is required to make estimates and assumptions that can materially affect the carrying amount of the asset being assessed.

No impairment was recognized for the Group's nonfinancial assets for the six-month periods ended June 30, 2023 and 2022.

Estimated useful lives of property and equipment. The Group estimates the useful lives of property and equipment based on the period over which the assets are expected to be available for use. The estimated useful lives of property and equipment are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.

In addition, estimation of the useful lives of property and equipment is based on collective assessment of industry practice, internal technical evaluation, and experience with similar assets. It is possible, however, that future financial performance could be materially affected by changes in estimates brought about by changes in factors mentioned above. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances. A reduction in the estimated useful lives of property and equipment and would increase the recorded costs and expenses and decrease noncurrent assets.

There was no change in the useful life of property and equipment for the six-month periods ended June 30, 2023 and 2022.

Estimation of retirement liability and costs. The Group accounts for the post-employment benefit plan using the accrual approach, including those mandated under Republic Act (RA) No. 7641. Accrual approach is applied by calculating the expected liability as at reporting date using the current salary of the entitled employees and the employees' years of service, without consideration of future changes in salary rates and service periods.

Under PAS 19, Employee benefits, the cost of defined retirement benefits, including those mandated under R.A. No. 7641, should be determined through an actuarial valuation using projected unit method which the Group did not undertake. Management believes, however, that the effect on the consolidated financial statements of the difference between the current method used by the Group and the required actuarial determined valuation method is not significant.

Determination of the incremental borrowing rate used to measure lease liabilities. The measurement of the Group's lease liabilities depends on certain assumptions, which include selection of the discount rate. The discount rate is set by reference to lessee's IBR which is the rate of interest that a lessee 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.

Realizability of deferred tax assets. The Group reviews its deferred tax assets at each reporting date and reduces the carrying amount to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized. The Group's assessment on the recognition of deferred tax assets on deductible temporary differences and carryforward benefits of MCIT and NOLCO is based on the projected taxable income in the following periods (see Note 26).

5. Cash

This account consists of:

	June 30, 2023	December 31, 2022
Cash on hand	**₱1,450,000**	₱672,881
Cash in banks	**130,228,937**	78,862,480
	₱131,678,937	₱79,535,361

Cash in banks earn interest at the prevailing bank deposit rates. Finance income earned from bank deposits amounted to ₱140,694 and ₱15,514 for the six-month periods ended June 30, 2023 and 2022, respectively.

There is no restriction on the Group's cash balances as at June 30, 2023 and December 31, 2022.

6. Contract Assets and Contract Liabilities

This account consists of:

	June 30, 2023	December 31, 2022
Contract assets	**₱926,204,262**	₱790,641,788
Contract liabilities	**51,384,855**	50,513,441

Contract liabilities consists of excess collections over recognized receivables and contract assets based on percentage of completion.

7. Trade and Other Current Receivables

This account consists of:

	June 30, 2023	December 31, 2022
Trade receivables	**₱156,576,158**	₱193,945,675
Advances to suppliers, officers and employees	**23,509,870**	21,544,256
Others	**9,703,777**	2,371,888
	₱189,789,805	₱217,861,819

Trade receivables pertain to receivables from sale of condominium units. These receivables are interest-bearing and generally collectible in monthly installments over a period of 5 years. Titles to the units sold under this arrangement are transferred to the buyers only upon full payment of the contract price.

Cash advances made to officers and employees are subject to liquidation upon utilization.

Advances to suppliers and contractors pertain to supply of goods and services in relation to the development activities of the Group. These advances are unsecured and non-interest bearing.

Market value of real estate properties sold were considered as collateral for purposes of determining expected credit loss and its effect on amounts of ECL. No provision for expected credit loss was recognized for the six-month periods ended June 30, 2023 and 2022.

8. **Real Estate for Sale**

This account consists of:

	June 30, 2023	December 31, 2022
Raw land	**₱45,176,645**	₱45,176,645
Condominium units for sale	**66,463,976**	65,937,600
Assets under construction	**777,661,233**	562,610,220
	₱889,301,854	₱673,724,465

The movements of this account are as follows:

	Note	**June 30, 2023**	December 31, 2022
Balance at beginning of period		**₱673,724,465**	₱596,969,195
Construction and capitalized costs		**314,058,663**	269,468,462
Cost of real estate sales		**(98,481,274)**	(89,495,491)
Transfers to and from investment properties	*12*	**-**	(109,374,701)
Transfer from investment properties	*12*	**-**	6,157,000
Balance at end of period		**₱889,301,854**	₱673,724,465

Raw land

Raw land pertains to parcels of land acquired by the Group for future development projects that are intended for sale.

Lots for future developments are free from any liens and were not pledged as a security for borrowings.

Condominium units for sale

Condominium units for sale pertain to unsold and completed units of *Primavera City Phase 1*. *Primavera City* is a complex of mixed-use residential and commercial building composed of seven (7) towers with passive and active green features and utilizing a massive solar panel array at the building's rooftop located at Macapagal Corner Materson Avenue, Pueblo de Oro Business Park, Brgy. Upper Carmen, Cagayan de Oro City, Islands of Mindanao. The land for Primavera City project consists of seven (7) lots with a total lot area of 6,558 square meters. The construction will be divided into four (4) phases, of which Primavera City Phase 1 was 100% completed and ready for occupancy. Primavera City Phase 1 is partially financed by loan from Development Bank of the Philippines, collateralized by lot 6 and 7 as at December 31, 2022 and 2021.

Assets under construction

Assets under construction consist of land and project development cost of ongoing real estate project of the Group. As at December 31, 2022, this account includes the land and development costs of *Primavera City Phase 2 and Miramonti Phase 1*. *Miramonti* is a nature-inspired development derived from sponges, an integrated mixed-use development dedicated for commercial areas, parking, offices, and residential spaces. Miramonti project will offer multifunctional room, fitness center, swimming pool, sky garden, playground and a 24/7 hour reception to its residents. Miramonti project is strategically located adjacent to the Manila-Batangas Expressway, the Southern Tagalog Arterial Road ("STAR") Tollway, and direct access by the existing expressway exit.

Primavera City Phases 1 and 2 are partially financed by the loan from Development Bank of the Philippines. The loan is collateralized by real estate mortgage on the Group's land in Cagayan de Oro with total land area of 1,874 sqm (see Note 17).

Miramonti is financed by a loan from Land Bank of the Philippines, collateralized by real estate mortgage on the Group's land with total area of 2,057 sqm (see Note 17).

The Group has no purchase commitments pertaining to its real estate inventories as at June 30, 2023 and December 31, 2022. As at June 30, 2023 and December 31, 2022, real estate for sale is stated at cost which is lower than its NRV.

9. Prepayments and Other Current Assets

The account consists of:

	June 30, 2023	December 31, 2022
Current and deferred input VAT	**₱205,631,690**	₱174,428,364
Prepaid tax	**25,529,301**	27,380,827
Prepaid rent	**4,594,316**	4,559,316
Others	**1,569,527**	1,525,265
	₱237,324,834	₱207,893,772

10. Property and Equipment

Depreciation and amortization charged in the consolidated statements of comprehensive income are from the following assets:

		June 30	
	Note	**2023**	2022
Property and equipment		**₱1,447,892**	₱839,970
Right-of-use assets	*11*	**416,763**	–
		₱1,864,655	₱839,970

The roll forward analysis of this account follows:

	Note	Office space	Furniture and fixtures	Transportation equipment	Office software and equipment	Leasehold improvements	Total
Costs							
At December 31, 2021		₱7,323,240	₱5,819,932	₱8,555,342	₱10,293,299	₱1,982,124	₱33,973,937
Additions		-	151,761	5,715,498	1,709,577	-	7,576,836
Disposals		-	-	(444,697)	(625,234)	-	(1,069,931)
At December 31, 2022		7,323,240	5,971,693	13,826,143	11,377,642	1,982,124	40,480,842
Additions		-	1,276,988	-	575,120	-	1,852,108
Disposals		-	(648,816)	-	-	-	(648,816)
At June 30, 2023		**7,323,240**	**6,599,865**	**13,826,143**	**11,952,762**	**1,982,124**	**41,684,134**
Accumulated depreciation and amortization							
At December 31, 2021		7,323,240	4,947,018	5,447,860	5,737,137	1,550,444	25,005,699
Depreciation and amortization		-	184,127	842,111	2,442,770	244,540	3,713,548
Disposals		-	-	(444,697)	(625,234)	-	(1,069,931)
At December 31, 2022		7,323,240	5,131,145	5,845,274	7,554,673	1,794,984	27,649,316
Depreciation and amortization	*23*	-	61,383	665,129	680,031	41,349	1,447,892
At June 30, 2023		**7,323,240**	**5,192,528**	**6,510,403**	**8,234,704**	**1,836,333**	**29,097,208**
Carrying amount							
At December 31, 2022		₱-	₱840,548	₱7,980,869	₱3,822,969	₱187,140	₱12,831,526
At June 30, 2023		**₱-**	**₱1,407,337**	**₱7,315,740**	**₱3,718,058**	**₱145,791**	**₱12,586,926**

The Group's transportation equipment with carrying amounts of ₱7,315,739 and ₱7,980,869 as at June 30, 2023 and December 31, 2022 respectively were subjected to chattel mortgages for the loans obtained from a local bank (see Note 17).

The cost of fully depreciated property and equipment still in use amounted to ₱7,323,240 as at June 30, 2023 and December 31, 2022. None of the assets is restricted nor pledged as security for the Group's liabilities.

All of the Group's property and equipment have been reviewed for impairment. Based on management's evaluation, there was no indication of impairment on property and equipment as at June 30, 2023 and December 31, 2022.

11. **Right-of-Use Asset**

Movements of this account are as follows:

	Note	**June 30, 2023**	December 31, 2022
Cost			
Balance at beginning of period		**₱7,197,369**	₱3,863,267
Additions		**637,461**	3,334,102
Balance at end of period		**7,834,830**	7,197,369
Accumulated Depreciation			
Balance at beginning of period		**5,530,318**	3,863,267
Depreciation	*10*	**416,763**	1,667,051
Balance at end of period		**5,947,081**	5,530,318
Carrying Amount		**₱1,887,749**	₱1,667,051

In 2018, the Group entered lease contract with Terrace 28 Corporation for the Group's office and parking space. The term of the lease is for three (3) years starting March 1, 2018 until February 28, 2021. Monthly rental for the Office Space and Parking Space is ₱250,000 and ₱16,050, respectively. This is subject to escalation of 5% commencing on the 3rd year of the lease contract.

On March 1, 2022, the Group renewed the lease contract for two years commencing from March 1, 2022 to February 28, 2024 with quarterly rental of ₱428,200.

		June 30	
Amount recognized in profit and loss:	*Note*	**2023**	2022
Interest expense of lease liabilities	*16*	**₱21,680**	₱-
Depreciation expense of right-of-use assets	*23*	**416,763**	-
		₱438,443	₱-

12. **Investment Properties**

This account consists of:

	June 30, 2023	December 31, 2022
Primavera Residences:		
Residential	**₱13,167,000**	₱13,167,000
Commercial	**848,914,071**	848,914,071
Parking	**20,350,000**	20,350,000
Total	**₱882,431,071**	₱882,431,071

The movements of this account are as follows:

	Note	**June 30, 2023**	December 31, 2022
Balance at beginning of period		**₱882,431,071**	₱725,004,701
Transfers from real estate inventories	*8*	**-**	109,374,701
Transfer to real estate inventories	*8*	**-**	(6,157,000)
Capitalized borrowing cost		**-**	10,726,669
Unrealized gain from fair market value measurement		**-**	101,785,299
Investment property sold		**-**	(58,303,299)
Balance at end of period		**₱882,431,071**	₱882,431,071

On October 19, 202, the Group's BOD approved the transfer of commercial units previously classified as real estate inventories to investment properties.

Investment properties consist of residential converted to commercial units, commercial and parking space which are held for leasing.

As at June 30, 2023 and December 31, 2022, the fair value of the properties is based on the valuation performed by an accredited independent valuer. The valuation technique adopted for the measurement of fair value of the investment properties is the sales comparison approach. This is a comparative approach that considers the sale of similar or substitute properties and related market data and establishes a value estimate by processes involving comparison. In general, a property being valued is compared with sales of similar properties that have been transacted in the open market.

The fair value hierarchy measurement of the investment properties are as follows:

	Quoted prices in active market (Level 1)	Significant observable input (Level 2)	Significant unobservable input (Level 3)
Investment properties			
Date of valuation: December 31, 2022	₱-	₱-	₱839,627,000

There were no transfers between level 1, level 2, and level 3 during the year.

The key assumptions used to determine the fair value of the investment properties and sensitivity analysis are as follows:

Property	Valuation technique	Significant unobservable inputs	Range From	Range To	Relationship of unobservable input to fair value
Primavera Project	Sales Comparison Approach	Unit value (price per square meter)	₱74,000	₱143,000	The higher the price per square meter, the higher the fair value

Property	Valuation technique	Significant unobservable inputs	Range From	Range To	Relationship of unobservable input to fair value
Miramonti Project	Sales Comparison Approach	Unit value (price per square meter)	₱122,000	₱137,000	The higher the price per square meter, the higher the fair value

In 2022, the Group sold investment properties with carrying value of ₱58,303,299 which resulted in gain on sale amounting to ₱47,761,760 see Note 25).

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

13. **Investment in an Associate**

The balances of the Group's investment in an associate amounted to ₱2,657,491 as at June 30, 2023 and December 31, 2022.

The Group holds a 25% ownership in common shares of Constellation Energy Corporation (CEC) acquired at total costs of ₱5,000,000. CEC was incorporated in the Philippines on June 24, 2008. It is engaged in the development of renewable energy facilities to provide clean sources of power and assure a stable supply of electricity. CEC's portfolio of projects currently includes projects in Oriental Mindoro and Negros Oriental, some of which are held 100% by Constellation and some under development with key partners.

The associate's registered principal office is located at Unit 28C BPI-Philamlife Building, 6811, Ayala Avenue, Makati City, Philippines.

The financial statements of CEC are prepared for the same reporting period as that of the Group.

The Group's share interest in CEC is accounted for using the equity method.

The summarized financial information of CEC are as follows:

Statements of financial position

Current assets	₱5,544,631
Noncurrent assets	6,574,822
Current liabilities	(1,489,489)
Net assets	₱10,629,964

Statements of comprehensive income

Income	₱273,002
Expenses, net	(4,780,761)
Loss after tax	(₱4,507,759)

Reconciliation of summarized financial information

Reconciliation of the summarized financial information presented to the carrying amount of the Group's interest in an associate, is as follows:

Net asset	₱10,629,964
Company's share of net asset (25% equity interest)	2,657,491
	₱2,657,491

14. **Other Noncurrent Assets**

The account consists of:

	June 30, 2023	December 31, 2022
Cost to obtain a contract	**₱23,447,402**	₱23,447,402
Security deposits	**7,906,243**	7,906,243
Escrow funds	**5,315,104**	5,194,377
Others	**203,756**	203,756
	₱36,872,505	₱36,751,778

Security deposits pertain mainly to deposit to CEPALCO for installation of 6x250 kilovolt-Ampere (kVA) transformer for Primavera Residences and Primavera City utility and rentals.

Escrow funds pertain to trust fund held for condominium corporations.

15. **Trade and Other Current Payables**

The account consists of:

	June 30, 2023	December 31, 2022
Trade payables	**₱1,265,287,145**	₱783,750,139
Government liabilities	**86,124,069**	87,342,137
Miscellaneous fees payable	**35,238,046**	36,929,056
Accruals and other payables	**41,527,289**	49,145,027
	₱1,428,176,549	₱957,166,359

Trade payables primarily consist of liabilities to contractors for the costs of development and construction of the Group's real estate projects. Trade and other payables are non-interest bearing and are generally on a 30-60 days term.

Government liabilities pertain to the Group's expanded withholding tax, and other statutory contributions payable.

Miscellaneous fees payable represents amounts collected in advance by the Group from the unit owners which will be used to settle the taxes and fees that will be incurred in the transfer of the condominium title under the name of the unit owners.

Accruals and other payables include advances from buyers and advance rental from leasing services.

16. Lease Liabilities

The Group leases office building and parking space with Terrace 28 Corporation located in BPI Philamlife Building, 6811 Ayala Ave, Makati, Metro Manila without a purchase option. The Group's obligations are secured by the lessors' assets for such leases.

Movements and details of this account are as follows:

	June 30, 2023	December 31, 2022
Balance at beginning of period	**₱1,707,221**	₱-
Additions	**-**	3,334,102
Accretion of interest	**-**	86,719
Payments	**(11,356)**	(1,713,600)
Balance at end of period	**1,695,865**	1,707,221
Noncurrent portion	**-**	-
Current portion	**₱1,695,865**	₱1,707,221

Details of finance cost charged in the consolidated statements of comprehensive income are as follows:

		June 30	
	Note	**2023**	2022
Borrowings	*17*	**₱12,429,886**	₱4,149,125
Lease liabilities		**21,680**	–
		₱12,451,566	₱4,149,125

17. Borrowings

This account consists of outstanding loans as at June 30, 2023 and December 31, 2022.

Movements of this account are as follows:

	June 30, 2023	December 31, 2022
Balance at beginning of period	**₱653,998,895**	₱638,412,307
Payments	**(102,781,854)**	(350,145,862)
Availments	**25,886,508**	365,732,450
Balance at end of period	**577,103,549**	653,998,895
Less: Current portion of loans payable	**240,830,323**	317,690,493
Long term portion of loans payable	**₱336,273,226**	₱336,308,402

Details and outstanding balances of loans from local banks follow:

Banking Institution	Purpose	Terms/Maturities	Security/Covenant	Effective interest rate (per annum)	**June 30, 2023**	December 31, 2022
Development Bank of the Philippines (DBP)	Construction of Primavera Twin Tower Project	Interest and principal payable quarterly	Real estate properties	5.5% - 7.5%	**₱281,051,531**	₱295,149,734
Land bank of the Philippines (LBP)	Construction project	Interest and principal payable quarterly	Real estate properties	6% - 6.5%	**225,552,018**	303,129,405
Security Bank	Working capital and car loan	Interest and principal payable monthly	Secured by and auto loan	8.17% -8.81%	**70,500,000**	52,769,626
Banco De Oro (BDO)	Car Loan	Interest and principal payable monthly	Secured by a chattel mortgage	8.96%	**-**	2,950,130
					₱577,103,549	₱653,998,895

Loans from LBP were used to partially finance the Miramonti project. These loans are secured by real estate mortgage on the Group's land with total area of 2,057 sqm (See Note 8).

Loans from AUB were obtained to finance the development and construction of Primavera City project Phase 2. The loan was paid in 2021.

Loans from DBP were used to partially finance the development and construction of Primavera City project Phase 1 and 2. These loans are secured by real estate mortgage on the Group's land for Primavera City Project with total area of 1,874 sqm (See Note 8).

The Group has neither incurred any default nor were the terms of the loans renegotiated for the six-month periods ended June 30, 2023 and 2022.

The loan agreements contain some or all of the following debt covenants/restrictions: maintenance of current ratios, debt to equity ratios, guarantees or advances; encumbrance for borrowed money, and sale of assets. The debt covenants, restrictions and requirements were complied with by the Group as at June 30, 2023 and December 31, 2022.

18. Retirement Benefit Obligation

The Group's retirement benefit obligation is computed based on the provision of Republic Act (RA) No. 7641. RA No. 7641 shall apply to all employees of at least five (5) years minimum service in the private sector, regardless of their position, designation, or status and irrespective of the method by which their wages are paid.

Pursuant to this provision, a covered employee who retires shall be entitled to retirement pay equivalent to at least one-half (1/2) month salary for every year of service, a fraction of at least six (6) months being considered as one whole year. The Group's accrual of retirement fund is non-trusteed and is unfunded.

The movements in retirement benefit obligation are as follow:

	June 30, 2023	December 31, 2022
Balance at beginning of period	**₱11,036,090**	₱10,715,065
Current service cost	**-**	911,818
Interest cost	**-**	789,046
Remeasurement gain	**-**	(1,379,839)
Balance at end of period	**₱11,036,090**	₱11,036,090

The cumulative remeasurement gain recognized in other comprehensive income follows:

	Accumulated remeasurement gain	Deferred tax asset (liability) *(Note 26)*	Net
Balance at beginning of period	₱2,186,579	(₱546,645)	₱1,639,934
Remeasurement gain	1,379,839	(344,960)	1,034,879
Balance at December 31, 2022	₱3,566,418	(₱891,605)	₱2,674,813
Balance at June 30, 2023	**₱3,566,418**	**(₱891,605)**	**₱2,674,813**

The assumptions used to determine retirement liability are as follows:

Discount rate	7.36%
Salary increase rate	3.00%

The Group does not expect to pay retirement benefits within 1-10 years.

19. Share Capital

a) *Share capital*

	June 30, 2023		December 31, 2022	
	No. of Shares	**Amount**	No. of Shares	Amount
Authorized				
Common Shares - ₱0.50 par value per share				
At beginning of period	**1,300,000,000**	**₱650,000,000**	1,300,000,000	₱650,000,000
Increase	**-**	**-**	-	-
At end of period	**1,300,000,000**	**650,000,000**	1,300,000,000	650,000,000
Preferred Shares - ₱0.50 par value per share	**100,000,000**	**50,000,000**	100,000,000	50,000,000
	1,400,000,000	**₱700,000,000**	1,400,000,000	₱700,000,000
Issued and outstanding				
Common Shares - ₱0.50 par value per share				
At beginning of period	**629,568,795**	**₱314,784,398**	629,568,795	₱314,784,398
Stock dividends	**-**	**-**	-	-
At end of period	**629,568,795**	**314,784,398**	629,568,795	314,784,398
Preferred Shares - ₱0.50 par value per share	**-**	**-**	-	-
	629,568,795	**₱314,784,398**	629,568,795	₱314,784,398

b) *Additional paid-in capital*

Additional paid-in capital arises when the amount subscribed for share capital is in excess of the par value.

The issuance of 57,622,000 shares by way of an IPO on December 7, 2015 resulted to the share premium of ₱162,400,779. Details are as follows:

Gross proceeds		₱207,440,000
Offer expenses		
Underwriting and selling fees for the offer shares	749,456	
Taxes to be paid by the Group	9,742,930	
Philippine SEC filling and legal research fees	41,076	
PSE listing and processing fees inclusive of VAT	3,052,119	
Professional fees	837,996	
Out-of-pocket and other expenses	1,804,644	(16,228,221)
Net proceeds		191,211,779
Share capital		(28,811,000)
Total share premium		₱162,400,779

On January 2016, the Group incurred the amount of ₱5,271,535 additional expenses related to the IPO. These expenses are deducted from the additional paid-in capital account. Additional paid-in capital as at June 30, 2023 and December 31, 2022 amounted to ₱157,129,244.

c) Details and movements of shares listed with PSE

As at June 30, 2023 and December 31, 2022, the Group has issued and outstanding common share capital of 629,568,795 amounting to ₱314,784,398.

The details and movement of the shares listed with PSE follows:

Date of SEC approval	Type of issuance	No. of shares issued	Issue/Offer Price
2015	Initial public offering	57,622,000	₱3.60
2017	Stock dividends	26,000,502	0.50
2019	Stock dividends	29,267,876	0.50
2021	Stock dividends	195,383,420	0.50

20. Related Party Transactions

The details of the Group's related parties are summarized as follows:

Name of related party	Relationship	Country of incorporation
Constellation Energy Corporation (CEC)	Associate	Philippines
Primavera Residences Condominium Corporation (PRCC)	Affiliate	Philippines
Individuals	Key management personnel/shareholders	-

CEC is engaged in the development of renewable energy facilities to provide clean sources of power and assure a stable supply of electricity.

PRCC was initially incorporated and registered with SEC to be the Condominium Corporation for the Primavera Residences project. The Group owns certain units at the Primavera residences and participates as a member of the affiliate's BOD.

Outstanding balances and significant transactions with related parties are as follows:

	Advances to related parties		Transactions						Impairment loss (June 30)		Allowance for impairment loss (June 30)	
	June 30, 2023	December 31, 2022	**June 30, 2023**	December 31, 2022	Terms and conditions	Security	Nature of consideration to be provided upon settlement	Guarantees given or received	**2023**	2022	**2023**	2022
Affiliates	**₱41,679,387**	₱39,575,223	**₱2,104,164**	₱-	Subject to liquidation	Unsecured	Cash	None	**₱-**	₱-	**₱-**	₱-

	Advances from related parties		Transactions					
	June 30, 2023	December 31, 2022	**June 30, 2023**	December 31, 2022	Terms and conditions	Security	Nature of consideration to be provided upon settlement	Guarantees given or received
Associate								
CEC	**₱15,832,757**	₱16,356,490	**₱-**	₱49,716	Unsecured	Cash	None	Cash

The Group made advances to major stockholders for the purpose of installing facilities in the Group's projects and providing services that would help achieve the Group envisioned project design. These cash advances are non-interest bearing, unsecured and are subject to liquidation upon utilization. Based on management's assessment, there is no indication of impairment and the carrying values of these advances to shareholders are deemed realizable as at June 30, 2023 and December 31, 2022.

Key management compensation amounted to ₱14.3 million and ₱25.2 million for the six-month periods ended June 30, 2023 and 2022, respectively. There are no long-term compensation and post-employment and termination benefits of key management personnel.

21. **Net Sales**

The Group derives revenue from transfer of goods over time and at a point in time in different geographical locations. The Group's disaggregation of each sources of revenue from contracts with customers are presented below:

	June 30	
Geographical location	**2023**	2022
Cagayan De Oro	**₱173,854,073**	₱112,536,434
Batangas	**27,063,469**	5,006,920
	₱200,917,542	₱117,543,354

Revenue recognized from sale of real estate:

	June 30	
	2023	2022
Overtime	**₱151,204,125**	₱42,011,620
Point in time	**49,713,417**	75,531,734
	₱200,917,542	₱117,543,354

The transaction price allocated to the remaining performance obligations are expected to be recognized within three to five years, from start of construction.

22. **Cost of Sales**

The account consists of:

	June 30	
	2023	2022
Completed units	**₱21,485,102**	₱20,414,136
Uncompleted units	**76,996,172**	23,289,927
	₱98,481,274	₱43,704,063

Cost of condominium units sold before the completion of the development is determined on the basis of the acquisition cost of the land plus full development costs, which include estimated costs for future development as determined by the Group.

23. **General and Administrative Expenses**

This account consists of:

		June 30	
	Note	**2023**	2022
Salaries and employees' benefits		**₱27,512,160**	₱26,993,059
Taxes and licenses		**14,808,278**	15,923,901
Professional fees		**11,339,525**	6,406,825
Advertising and promotion		**2,936,567**	4,240,153
Communication		**2,314,659**	1,864,784
Commissions		**2,220,340**	-
Depreciation and amortization		**1,864,655**	1,721,413
Transportation		**1,450,308**	1,244,052
Representation		**978,877**	2,967,614
Dues and subscriptions	*11*	**887,723**	510,698
Office supplies		**611,031**	300,415
Insurance	*10*	**523,381**	335,883
Repairs and maintenance		**260,760**	622,692

(Forward)

	June 30	
	2023	2022
Contractual services	**₱181,934**	₱610,345
Sponsorship and donation	**35,022**	89,908
Trainings and seminars	**27,705**	49,289
Others	**3,190,575**	5,073,890
	₱71,143,500	₱68,954,921

24. Other Operating Income, Net

The account consists of:

	June 30	
	2023	2022
Rental income	**₱–**	₱2,292,615
Others	**2,384,744**	17,872,591
	₱2,384,744	₱20,165,206

Others pertain mainly to forfeited collections from cancelled sales.

25. Commitments and Contingencies

Leases

Company as lessee

The Group rents its office located at Unit 28C, 28th Floor, BPI Philam-Life Building, 6811 Ayala Avenue, Makati City together with two parking slots in the building.

The lease is for a period of two years commencing from March 1, 2022 to February 28, 2024 with quarterly rent of ₱428,200.

Right of use assets and lease liabilities recognized are disclosed in Notes 11 and 16, respectively.

Company 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.

Subcontractors

The Group entered into various subcontractors agreement for the supply of goods and services related to the development and construction of its real estate projects. The Group made advances to its suppliers to mobilize the construction activities.

26. Income Taxes

<u>Corporate Recovery and Tax Incentives for Enterprises or “CREATE” Act</u>
On March 26, 2021, the President signed into law Republic Act No. 11534 or the CREATE Act. The law, which became effective on April 11, 2021, introduces reforms to corporate income taxes and incentive systems in the country by implementing certain changes to the current tax regulations.

The CREATE Act resulted to the reduction of the Group’s tax rate from 30% to 25% and MCIT from 2% to 1% of gross income for 3 years effective July 1, 2020.

The income tax expense consists of:

	June 30	
	2023	2022
Current	**₱8,897,713**	1,529,035
Deferred	**2,514,110**	3,665,407
	₱11,411,823	₱5,194,442

The current provision for corporate income tax for the six-month periods ended June 30, 2023 and 2022 represents regular corporate income tax.

Reconciliation between the provision for income tax at the statutory tax rate and the actual provision for income tax is as follows:

	June 30	
	2023	2022
Income before income tax	**₱21,366,640**	₱20,915,965
Statutory income tax at statutory tax rate	**5,341,660**	5,228,991
Tax effects of:		
Temporary differences	**6,105,337**	12,095
Permanent differences	**(35,174)**	(3,879)
	₱11,411,823	₱5,237,207

The components of deferred tax assets as at December 31, 2022 and 2021 are as follow:

	June 30, 2023	December 31, 2022
Deferred tax assets		
Capitalized commission net of amortization	**₱7,706,659**	₱10,220,769
Retirement benefit obligation	**2,759,023**	2,759,023
Gross profit on advances	**275,278**	275,278
Difference between cash paid over interest and depreciation – PFRS 16	**10,043**	10,043
	₱10,751,003	₱13,265,113
Deferred tax liabilities		
Unrealized gain on fair value of investment properties	**₱131,602,511**	₱131,602,511
Difference between tax and book basis for real estate transactions	**59,814,329**	59,814,329
Capitalized interest (borrowing cost)	**12,812,203**	12,812,203
	₱204,229,043	₱204,229,043

27. Operating Segment

The Group is organized into one reportable segment which is the development and sale of real estate. The Group also has one geographical segment and derives all its revenues from domestic operations. All the Group's activities are interrelated, and each activity is dependent on the other. Accordingly, all significant operating decisions are based upon analysis of the Group as one segment. The financial information about the sole business segment is equivalent to the consolidated financial statements of the Group.

28. **Earnings per Share**

The financial information pertinent to the derivation of the basic and diluted earnings per share for the six-months period ended June 30, 2023 and 2022 are as follows:

	June 30	
	2023	2022
Net income for the year	**₱9,954,817**	₱15,678,758
Weighted average number of shares outstanding used for computation of diluted income per share	**633,793,794**	629,568,795
Basic earnings per share	**₱0.016**	₱0.025
Diluted earnings per share	**₱0.016**	₱0.025

Basic earnings per share are calculated by dividing net income for the period by the weighted average number of ordinary shares outstanding during the period.

The Group has no dilutive potential ordinary shares for the six-month periods ended June 30, 2023 and 2022.

The average number of shares outstanding used for the computation of basic earnings per share and diluted earnings per share amounted to 633,793,794 for the six-month periods ended June 30, 2023 and 2022.

29. **Supplemental Information on the Computation of Earnings Before Interests, Taxes, Depreciation, and Amortization (EBITDA)**

Computation of EBITDA is as follows:

	June 30	
	2023	2022
Net income	**₱9,954,817**	₱15,678,758
Add (deduct): Finance cost	**12,451,566**	4,149,125
Provision for income tax	**11,411,823**	5,237,207
Depreciation and amortization	**1,864,655**	1,721,413
Finance income	**(140,694)**	(15,514)
	₱35,542,167	₱26,770,989

30. **Financial Instruments**

The following table shows the classification, carrying values and fair values of the Group's financial assets and financial liabilities as at June 30, 2023 and December 31, 2022:

	June 30, 2023		December 31, 2022	
	Carrying value	**Fair value**	Carrying value	Fair value
Financial assets				
Financial assets at amortized costs				
Cash	**₱131,678,937**	**₱131,678,937**	₱79,535,361	₱79,535,361
Contract assets	**926,204,262**	**926,204,262**	790,641,788	790,641,788
Trade and other receivables*	**166,279,935**	**166,279,935**	196,317,563	196,317,563
Advances to related parties	**41,679,387**	**41,679,387**	39,575,223	39,575,223
	₱1,265,842,521	**₱1,265,842,521**	₱1,106,069,935	₱1,106,069,935
Financial liabilities				
Financial liabilities at amortized costs				
Trade and other payables**	**₱1,342,052,480**	**₱1,342,052,480**	₱869,824,222	₱869,824,222
Advances from related parties	**15,832,757**	**15,832,757**	16,356,489	16,356,489
Borrowings	**577,103,549**	**577,103,549**	653,998,895	653,998,895
	₱1,934,988,786	**₱1,934,988,786**	₱1,540,179,606	₱1,540,179,606

** Exclusive of advances subject to liquidation, advances to suppliers and contractors, advances to employees, and advances for land acquisition*
*** Exclusive of government liabilities*

The table below shows the fair value measurement hierarchy of financial instruments which are not measured at fair value but for which carrying amounts are disclosed as close approximation of fair values:

	June 30, 2023		
	Quoted prices in active market (Level 1)	**Significant observable input (Level 2)**	**Significant unobservable input (Level 3)**
Financial assets			
Financial assets at amortized costs			
Cash	**₱-**	**₱-**	**₱131,678,937**
Contract assets	-	-	**926,204,262**
Trade and other receivables	-	-	**166,279,935**
Advances to related parties	-	-	**41,679,387**
	₱-	**₱-**	**₱1,265,842,521**

	June 30, 2023		
	Quoted prices in active market (Level 1)	**Significant observable input (Level 2)**	**Significant unobservable input (Level 3)**
Financial liabilities			
Financial liabilities at amortized costs			
Trade and other payables	**₱-**	**₱-**	**₱1,342,052,480**
Advances from related parties	-	-	**15,832,757**
Borrowings	-	-	**577,103,549**
	₱-	**₱-**	**₱1,934,988,786**

	December 31, 2022		
	Quoted prices in active market (Level 1)	Significant observable input (Level 2)	Significant unobservable input (Level 3)
Financial assets			
Financial assets at amortized costs			
Cash	₱-	₱-	₱79,535,361
Contract assets	-	-	790,641,788
Trade and other receivables	-	-	196,317,563
Advances to related parties	-	-	39,575,223
	₱-	₱-	₱1,106,069,935
Financial liabilities			
Financial liabilities at amortized costs			
Trade and other payables	₱-	₱-	₱869,824,222
Advances from related parties	-	-	16,356,489
Borrowings	-	-	653,998,895
	₱-	₱-	₱1,540,179,606

The fair value of financial instruments is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced liquidation or sale.

Cash, contract assets, trade and other receivables, advances to related parties, advances from related parties, and trade and other payables. The carrying amounts approximate their fair values due to the short-term maturities of these financial instruments.

Borrowings. The carrying amount approximates the fair value because these are interest-bearing loans at market rate.

31. Financial and Capital Risk Management, Objectives and Policies

General objectives, policies and processes
The BOD has overall responsibility and authority for the determination of the Group's risk management objectives and policies and designing and operating processes that ensure the effective implementation of such objectives and policies. The BOD has constituted certain committees to effectively manage the operations of the Group. The Group’s principal committees of the BOD include the Audit Committee, the Nomination Committee, and the Compensation and Remuneration Committee.

Financial risk management objectives and policies
The Group is exposed through its operations to market risk, credit risk and liquidity risk. The Group’s overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Group’s financial performance.

There have been no substantive changes in the Group's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from previous periods unless otherwise stated in this note.

The policies for managing specific risks are summarized below:

i. 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 is exposed to interest rate risk as the Group's borrowings are subject to quarterly repricing scheme based on market rates.

Interest rate sensitivity analysis

The outstanding balances and closing interest rates of the Group's borrowings maturing on the succeeding financial period as at June 30, 2023 and December 31, 2022 are as follows:

	June 30, 2023	December 31, 2022
Borrowings	**₱240,830,323**	₱317,690,493
Interest rate	**6.31%**	6.77%

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings, with all other variables held constant, of the Group's profit before tax.

	Change in interest rates	Effect on profit before tax
June 30, 2022	-3%	**(₱601,388)**
	+3%	**601,388**
December 31, 2022	-3%	(₱710,891)
	+3%	710,891

The assumed movement in interest rates for the interest rate sensitivity analysis is based on the management's assessment of the reasonably possible change in interest rates during the years presented.

ii. Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The receivable balances are monitored on an ongoing basis with the result that the Group's exposure to impairment is not significant. The Group does not offer credit terms without the specific approval of the management. There is no significant concentration of credit risk.

Customer credit risk is managed by managing and analyzing the credit risk for each new customer before standard payment and delivery terms and conditions are offered. The Group's policy is to deal only with creditworthy customers, tenants and counterparties. In addition, for a significant proportion of sales, advance payments are received to mitigate credit risk. Outstanding receivables are regularly monitored.

In the Group's real estate business, title to the property is transferred only upon full payment of the purchase price. Credit risk for installment contracts receivable is mitigated as the Group has the right to cancel the sales contract without need for any court action and take possession of the condominium unit in case of refusal by the buyer to pay on time the due installment contracts receivable. This risk is further mitigated because the corresponding title to the condominium units sold under this arrangement is transferred to the buyers only upon full payment of the contract price and the requirement for remedial procedures is minimal given the profile of the buyers. The credit quality of the Group's financial assets that are neither past due nor impaired is considered to be good quality and expected to be collectible without incurring any credit losses. The Group's primary target customers are high-income individuals and top corporations, in the Philippines and overseas. These measures minimize the credit risk exposure or any margin loss from possible default in the payments of installments.

Receivables from sale of real estate units are secured with pre-completed property units. The legal title and ownership of these units will only be transferred to the customers upon full payment of the contract price. For other receivables, since the Group trades only with recognized third parties, there is no requirement for collateral.

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.

The following table provides information regarding the maximum credit risk exposure of the Group arising from its principal financial assets as at June 30, 2023 and December 31, 2022:

	June 30, 2023	December 31, 2022
At amortized cost		
Cash in banks	**₱131,678,937**	₱79,535,361
Contract assets	**926,204,262**	790,641,788
Trade and other receivables*	**166,279,935**	196,317,563
Advances to related parties	**41,679,387**	39,575,223
	₱1,265,842,521	₱1,106,069,935

**Exclusive of advances subject to liquidation, advances to suppliers and contractors, advances to employees, and advances for land acquisition*

iii. Liquidity risk

This represents the risk or difficulty in raising funds to meet the Group's commitment associated with financial obligation and daily cash flow requirement. The Group is exposed to the possibility that adverse exchanges in the business environment and/or its operations would result to substantially higher working capital requirements and the subsequent difficulty in financing additional working capital.

The Group's approach to manage its liquidity profile are: (a) to ensure that adequate funding is available at all times; (b) to meet commitments as they arise without incurring unnecessary costs; and (c) to be able to access funding when needed. Also, the Group addresses liquidity concerns primarily through cash flows from operations and short-term borrowings, if necessary. The Group likewise regularly evaluates other financing instruments to broaden the Group's range of financing sources.

Capital management

The Group's capital management objectives are as follows:

- to safeguard the Group's ability to continue as a going concern so that it can continue to provide returns for shareholders and benefits for other shareholders; and
- to maintain an adequate capital base so as to maintain investor, creditor and market confidence and to sustain future business developments.

The Group sets the amount of capital it requires in proportion to risk. The Group manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

The Group is subject to externally imposed capital requirement due to loan covenants. No changes were made in the objectives, policies, or processes for managing capital during the years ended December 31, 2022, 2021 and 2020.

ITALPINAS DEVELOPMENT CORPORATION AND SUBSIDIARIES

RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION
AS AT JUNE 30, 2023

SCHEDULE I. RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION

Unappropriated Retained Earnings, *as adjusted to available for dividend distribution, Beginning*		**₱324,698,197**
Add: Net income actually earned/realized during the period		
Net income during the period closed to Retained Earnings		**9,954,817**
Less: Non-actual/unrealized income		
Unrealized foreign exchanges gain-net (except those attributable to	-	
Unrealized actuarial gain	-	
Fair value adjustment (M2M gains)	-	
Fair value adjustment of Investment Property resulting to gain	-	
Adjustment due to deviation from PFRS/GAAP-gain	-	
Other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS	-	
Sub-total		-
Add: Non-actual losses		
Equity in net loss of associate/joint venture	-	
Amortization of cost to obtain contract	-	
Depreciation on revaluation increment (after tax)	-	
Loss on fair value adjustment of investment	-	
Sub-total		-
Net income (loss) actually earned (incurred) during the period		**9,954,817**
Add (less)		
Dividend declared during the period	-	
Appropriation of Retained Earnings during the period	-	
Reversal of appropriation	-	
Effects of prior period adjustments	-	
Treasury shares	-	
Sub-total		-
Total retained earnings, end available for dividends		**₱334,653,014**

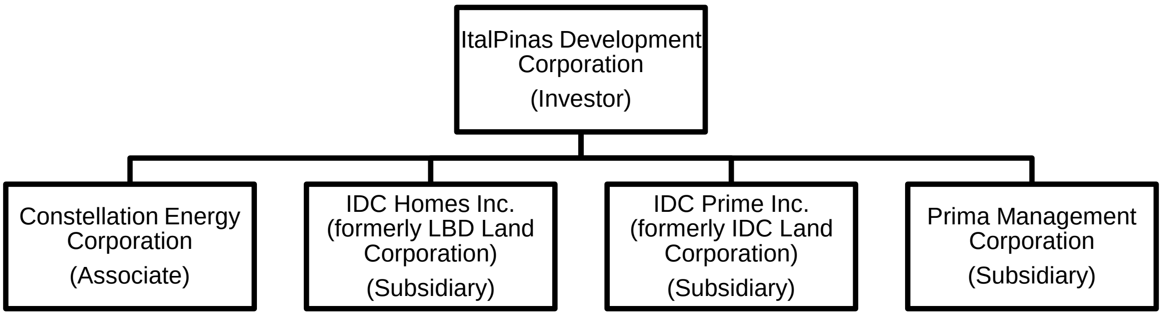
ITALPINAS DEVELOPMENT CORPORATION AND SUBSIDIARIES

SUPPLEMENTARY SCHEDULES AS REQUIRED BY PAR 6 PART II OF THE REVISED SRC RULE 68

Supplementary Schedules

A.	Map of the Group	Applicable (See Schedule I)
B.	Financial Assets	Applicable (See Schedule II)
C.	Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Shareholders (Other than Related Parties)	Applicable (See Schedule III)
D.	Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements	Applicable (See Schedule IV)
E.	Intangible Assets – Other Assets	Not Applicable
F.	Long-term debt	Applicable (See Schedule V)
G.	Indebtedness to Related Parties (Long-Term Loans from Related Companies)	Not Applicable
H.	Guarantees of Securities of Other Issuers	Not Applicable
I.	Share Capital	Applicable (See Schedule VI)
J.	Schedule of financial soundness indicators in two comparative Periods	Applicable (See Schedule VII)

Schedule I. Map of Group of Companies



Schedule II. Financial Assets

Financial asset	Name of issuing entity and association of each issue	Number of shares or principal amount of bonds and notes	Amount shown in the consolidated statements of financial position	Fair value based on its carrying amount at end of reporting period	Fair value based on approximate discounted value of future cash flows at end of reporting period	Value based on market quotation at end of reporting period	Income received	Income accrued
Cash on hand and in banks	Not applicable	Not applicable	**₱131,678,937**	**₱131,678,937**	Not applicable	Not applicable	**₱140,694**	₱-
Contract assets	Not applicable	Not applicable	**926,204,262**	**926,204,262**	Not applicable	Not applicable	**-**	-
Trade receivables and other receivables*	Not applicable	Not applicable	**166,279,935**	**166,279,935**	Not applicable	Not applicable	**-**	-
Advances to related parties	Not applicable	Not applicable	**41,679,387**	**41,679,387**	Not applicable	Not applicable	**-**	-
			₱1,265,842,521	**₱1,265,842,521**			**₱140,694**	**₱-**

** Exclusive of advances subject to liquidation, advances to suppliers and contractors, advances to employees, and advances for land acquisition*

Schedule III. Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Shareholders (Other than Related Parties)

Name and designation of debtor	Type of Receivable	Balance at beginning of period	Additions	Amounts collected	Amounts offset	Amounts written-off	Current	Noncurrent	Balance at end of period
Shareholders and affiliates	Advances	**₱39,575,223**	**₱2,104,164**	**₱-**	**₱-**	**₱-**	**₱41,679,387**	**-**	**₱41,679,387**

Schedule IV. Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements

Name and designation of debtor	Type of Receivable	Balance at beginning of period	Additions	Amounts collected	Amounts offset	Amounts written-off	Current	Noncurrent	Balance at end of period
Associate									
CEC	Advances	**₱16,356,490**	**₱-**	**₱523,732**	**₱-**	**₱-**	**₱15,832,757**	**₱-**	**₱15,832,757**

Schedule V. Long – term debt

Banking institution	Annual interest rate	Terms	Security	Maturity date	**June 30, 2023**	December 31, 2022
Development Bank of the Philippines (DBP)	5.50% to 5.75%	3 months to 5 years	Real estate properties	Up to 12/07/2025	**₱281,051,531**	₱295,149,734
Land Bank of the Philippines	6.00% to 8.25%	180 days to 6 years	Term loan	Up to 08/01/2025	**225,552,018**	303,129,405
Security Bank	7.00% to 8.81%	3 months to 5 years	Term loan and chattel mortgage	Up to 03/20/2024	**70,500,000**	52,769,626
Banco de Oro	5.00% to 8.96%	1 to 5 years	Chattel mortgage	Up to 05/11/2027	**-**	2,950,130
					₱577,103,549	₱653,998,895

Schedule VI. Share Capital

Title of issue	Number of shares authorized	Number of shares issued and outstanding as shown under related consolidated statements of financial position caption	Number of shares reserved for options, warrants, conversion and other rights	Number of shares held by related parties	Directors, officers and employees	Others
Common shares	**1,300,000,000**	**629,568,795**	**-**	**-**	**360,133,581**	**269,435,214**
Preferred shares	**100,000,000**	**-**	**-**	**-**	**-**	**-**
Totals	**1,400,000,000**	**629,568,795**	**-**	**-**	**360,133,581**	**269,435,214**

Schedule VII. Schedule of financial soundness indicators for two comparative periods

	June 30, 2023	June 30, 2022
Current/Liquidity Ratio		
Current ratio	**1.39**	1.55
Solvency Ratio/Debt-to-Equity Ratio		
Net debt-to-equity ratio	**2.13**	1.77
Asset-to-Equity Ratio		
Net assets per share	**1.71**	1.59
Profitability Ratios		
Gross profit ratio	**51%**	63%
EBITDA	**₱35,542,167**	₱26,770,989
Other Ratios		
Basic earnings per share	**₱0.016**	₱0.025
Diluted earnings per share	**₱0.016**	₱0.025

C O V E R   S H E E T
for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

C	S	2	0	0	9	0	0	9	1	7

C O M P A N Y   N A M E

I T A L P I N A S   D E V E L O P M E N T   C O R P O R A T I O N

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

U N I T   2 8 C   B P I   P H I L A M L I F E   B U I L D I N G ,   6 8 1 1
A Y A L A   A V E ,   M A K A T I ,   M E T R O   M A N I L A
P H I L I P P I N E S

Form Type	Department requiring the report	Secondary License Type, If Applicable
A A F S	CRMD	N/A

C O M P A N Y   I N F O R M A T I O N

Company's Email Address	Company's Telephone Number/s	Mobile Number
info@italpinas.com	(02) 893-0328	N/A

No. of Stockholders	Annual Meeting (Month / Day)	Calendar Year (Month / Day)
11	Last Monday of March	December 31

CONTACT PERSON INFORMATION

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

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
Mary Ann Lopez	ann@italpinas.com	(02) 893-0328	N/A

CONTACT PERSON'S ADDRESS

Unit 28C BPI Philamlife Building, 6811 Ayala Ave, Makati, Metro Manila

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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STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Italpinas Development Corporation** is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, for the years ended December 31, 2022 and 2021, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

a) The Board of Directors is responsible for overseeing the Company's financial reporting process.

b) The Board of Directors reviews and approves the financial statements including the schedules attached therein and submits the same to the shareholders.

c) Roxas Cruz Tagle and Co., the independent auditor, appointed by the shareholders has audited the financial statements of the Company in accordance with Philippine Standards on Auditing, and in its report to the shareholders, has expressed its opinion on the fairness of presentation upon completion of such audit.

ROMOLO NATI
Chairman/
Chief Executive Officer

JOSE D. LEVISTE III
President

MARY ANN B. LOPEZ
VP for Finance & Administration

Signed this 11th day of April, 2023.

SUBSCRIBED AND SWORN TO BEFORE APR 14 2023
THIS ______ AT ______ AFFIANT
EXHIBITED TO ME HIS/HER ______
ISSUED AT ______ ON ______

DOC NO. 84
PAGE NO. 18
BOOK NO. IV
SERIES OF 2023

ATTY. ROLAND E. LAS PIÑAS
Notary Public City of Manila
Notarial Commission No. 2023/016
Until Dec. 31 2024
240-C A.H. Lacson St., Samp. Mla.
Roll of Attorney No. 84035
PTR No. 0822024/JAN 3, 2023/ MLA.
IBP Membership No. 243549 / 06/20/2022
MCLE Exempted G.B.O. 1s. 2008

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Philippines

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INDEPENDENT AUDITOR'S REPORT

The Shareholders and the Board of Directors
Italpinas Development Corporation
Unit 28C BPI Philamlife Building
6811 Ayala Avenue, Makati
Philippines

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Italpinas Development Corporation** ("the Company"), which comprise the statements of financial position as at December 31, 2022 and 2021, and the statements of comprehensive income, statements of changes in equity and statements of cash flows for the years ended December 31, 2022, 2021 and 2020, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2022 and 2021, and its financial performance and its cash flows for the years ended December 31, 2022, 2021 and 2020 in accordance with Philippine Financial Reporting Standards (PFRS), as modified by the application of financial reporting relief issued and approved by the Philippine Securities and Exchange Commission (SEC), as described in Note 2 to the financial statements.

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audit of the financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 2 to the financial statements which indicates that the financial statements have been prepared in accordance with PFRSs, as modified by the application of the financial reporting reliefs issued and approved by the SEC in response to the COVID-19 pandemic. The impact of the application of the financial reporting reliefs on the 2021 financial statements are discussed in detail in Note 3. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the 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 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 financial statements.

Real Estate Revenue Recognition

The Company recognized revenue amounting to ₱189.02 million from real estate sales using the percentage of completion (POC) method for the year ended December 31, 2022.

We focused our audit on the real estate revenue recognition as significant judgment is required when estimating total project costs and the estimated costs to complete the real estate projects that are used to determine POC at the end of the reporting period and recognition of cost to obtain a contract. This is significant to our audit as the amount of revenue from real estate sales for the year ended December 31, 2022 is material to the financial statements. The significant judgments applied, and estimates used by management related to revenue recognition are disclosed in Note 4 to the financial statements.

Our procedures include an understanding of the relevant processes and controls over the accounting for customer contracts and project reviews performed by management. We examined revenue reported to supporting documentations on a sample basis, validated estimates of costs to complete, and tested the mathematical accuracy of calculations and the adequacy of project accounting. 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.

Valuation of Investment Properties

As at December 31, 2022, the Company owns a portfolio of investment properties amounting to ₱945.20 million, comprising of mixed-use residential and commercial development projects. Investment properties are stated at their fair values based on independent external valuations.

This area is significant to our audit because the determination of fair values of these properties involves significant judgment and estimations. The valuation also requires the assistance of external appraiser whose calculations also depend on certain assumptions such as sales and listing of comparable properties registered within the vicinity, adjustments to sales price, market rent levels, forecast period based on internal and external factors.

We evaluated the qualifications of the external appraiser by considering its qualifications, experience and reporting responsibilities. We considered the valuation methodologies used against those applied by other appraisers for similar property types. We also considered other alternative valuation methods. We tested the reliability of inputs used in the valuation to supporting documents. We corroborated the inputs such as the capitalization rate, discount rate and price, taking into consideration comparability and market factors.

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, 2022, but does not include the financial statements and our auditor's report thereon. The SEC Form 20-IS, SEC Form 17-A and Annual Report for the year ended December 31, 2022 are expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audits of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audits, or otherwise appears to be materially misstated.

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

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

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

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

We 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 financial statements of the current year 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 Warren M. Urriza.

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.

Report on the Supplementary Information Required by the Bureau of Internal Revenue (BIR)

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information as disclosed in Note 36 to the financial statements is presented for purposes of filing with the BIR and is not a required part of the basic financial statements. Such information is the responsibility of management. The information has been subjected to the auditing procedures applied in our audits of the basic financial statements. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

ROXAS CRUZ TAGLE AND CO.

Warren M. Urriza

Warren M. Urriza
Partner
CPA Certificate No. 0106419
Tax Identification No. 246-618-368
SEC Accreditation No. 106419-SEC, Group A, issued on March 24, 2020,
effective for the audit of 2019 to 2023 financial statements of SEC covered institutions
BIR Accreditation No. 08-001682-017-2022, issued on January 5, 2022,
effective until January 4, 2025
PTR No. 9565750, issued on January 3, 2023, Makati City

April 11, 2023
Makati City

ITALPINAS DEVELOPMENT CORPORATION

STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2022 and 2021

	Note	2022	2021 (As restated – Note 35)	2020 (As restated – Note 35)
ASSETS				
Current Assets				
Cash	*5*	**₱75,757,688**	₱52,981,482	₱100,319,970
Contract assets	*6*	**790,641,788**	798,263,685	678,786,386
Trade and other current receivables	*7*	**217,674,970**	283,533,697	469,432,138
Real estate for sale	*8*	**671,954,287**	596,969,195	414,628,505
Advances to related parties	*21*	**40,772,813**	45,908,718	42,750,141
Prepayments and other current assets	*9*	**207,893,472**	164,794,443	121,434,384
Total Current Assets		**2,004,695,018**	1,942,451,220	1,827,351,524
Noncurrent Assets				
Property and equipment	*10*	**12,789,128**	8,968,238	11,880,551
Right-of-use asset	*11*	**1,667,051**	-	2,080,221
Investment properties	*13*	**882,431,071**	725,004,701	507,709,413
Deferred tax assets	*28*	**13,265,113**	20,233,003	12,877,479
Investments in an associate and subsidiaries	*12,14*	**4,719,991**	3,919,030	5,124,050
Other noncurrent assets	*15*	**36,751,778**	31,385,999	22,399,803
Total Noncurrent Assets		**951,624,132**	789,510,971	562,071,517
		₱2,956,319,150	₱2,731,962,191	₱2,389,423,041
LIABILITIES AND EQUITY				
Current Liabilities				
Trade and other current payables	*16*	**₱954,582,435**	₱901,400,650	₱732,025,031
Contract liabilities	*6*	**50,513,441**	25,310,317	12,742,114
Lease liabilities	*17*	**1,707,221**	-	1,802,400
Borrowings, current portion	*18*	**317,690,493**	350,107,376	316,601,511
Advances from related parties	*21*	**16,356,490**	16,306,774	13,306,774
Total Current Liabilities		**1,340,850,080**	1,293,125,117	1,076,477,830
Noncurrent Liabilities				
Borrowings, net of current portion	*18*	**336,308,402**	288,304,931	288,304,931
Deferred tax liabilities	*28*	**204,229,043**	195,671,598	187,361,773
Retirement benefit obligation	*19*	**11,036,090**	10,715,065	11,434,609
Total Noncurrent Liabilities		**551,573,535**	494,691,594	487,101,313
Total Liabilities		**1,892,423,615**	1,787,816,711	1,563,579,143
Equity				
Share capital	*20*	**314,784,398**	314,784,398	217,092,688
Additional paid-in capital	*20*	**157,129,244**	157,129,244	157,129,244
Retained earnings	*20*	**589,307,080**	470,591,904	451,621,966
Other comprehensive income	*19*	**2,674,813**	1,639,934	-
Total Equity		**1,063,895,535**	944,145,480	825,843,898
		₱2,956,319,150	₱2,731,962,191	₱2,389,423,041

See Notes to the Financial Statements.

ITALPINAS DEVELOPMENT CORPORATION

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2022, 2021 and 2020

	Note	**2022**	2021 (As restated – Note 35)	2020 As restated – Note 35
Net sales	*22*	**₱189,017,777**	₱186,126,971	₱231,685,480
Cost of sales	*23*	**(89,495,491)**	(78,275,545)	(119,573,186)
Gross profit		**99,522,286**	107,851,426	112,112,294
General and administrative expenses	*24*	**(105,365,407)**	(120,759,624)	(151,008,412)
Finance costs	*17,18*	**(16,997,108)**	(23,696,366)	(21,937,927)
Share in net loss from an investment in an associate	*14*	**(1,126,940)**	(1,205,020)	(1,799,816)
Finance income	*25*	**493,292**	42,873	457,265
Other operating income, net	*26*	**183,761,555**	155,817,152	211,310,236
INCOME BEFORE INCOME TAX		**160,287,678**	118,050,441	149,133,640
INCOME TAX EXPENSE	*28*	**(41,572,503)**	(1,388,793)	(42,157,233)
NET INCOME		**118,715,175**	116,661,648	106,976,407
OTHER COMPREHENSIVE INCOME				
Not to be reclassified to profit or loss – Remeasurement gain on retirement liability (net of tax)	*19*	**1,034,879**	1,639,934	-
TOTAL COMPREHENSIVE INCOME		**₱119,750,054**	₱118,301,582	₱106,976,407
BASIC AND DILUTED EARNINGS PER SHARE	*30*	**₱0.19**	₱0.19	₱0.25

See Notes to the Financial Statements.

ITALPINAS DEVELOPMENT CORPORATION

STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2022 and 2021

	Note	**2022**	2021	2020
SHARE CAPITAL	*20*			
Balance at beginning of year		**₱314,784,398**	₱217,092,688	₱217,092,688
Stock dividends		**-**	97,691,710	-
		314,784,398	314,784,398	217,092,688
ADDITIONAL PAID-IN CAPITAL	*20*	**157,129,244**	157,129,244	157,129,244
RETAINED EARNINGS				
Balance at beginning of year, as previously presented		**514,197,637**	481,728,420	366,009,149
Effects of prior year adjustments	*35*	**(43,605,732)**	(30,106,454)	(21,363,590)
Balance at beginning of year, as restated		**470,591,905**	451,621,966	344,645,559
Total comprehensive income		**118,715,175**	116,661,648	106,976,407
Stock dividends declared	*20*	**-**	(97,691,710)	-
		589,307,080	470,591,904	451,621,966
OTHER COMPREHENSIVE INCOME				
Remeasurement gain on retirement liability	*19*			
Balance at beginning of year		**1,639,934**	-	-
Remeasurement gain for the year		**1,034,879**	1,639,934	-
Balance at end of year		**2,674,813**	1,639,934	-
TOTAL EQUITY		**₱1,063,895,535**	₱944,145,480	₱825,843,898

See Notes to the Financial Statements.

ITALPINAS DEVELOPMENT CORPORATION

STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2022, 2021 and 2020

	Note	**2022**	2021 (As restated – Note 35	2020 (As restated – Note 35)
Cash flows from operating activities				
Income before tax		**₱160,287,678**	₱118,050,441	₱149,133,640
Adjustments for:				
Gain on change in fair value of investment properties	*13,26*	**(101,785,299)**	(165,768,740)	(177,759,009)
Finance costs	*17,18*	**16,997,108**	23,696,366	21,937,927
Loss (Gain) on sale of investment properties	*13,26*	**(47,761,760)**	18,239,433	-
Depreciation and amortization	*9,10,11,24*	**5,380,599**	5,686,541	5,182,730
Retirement benefit cost	*19*	**1,700,864**	1,467,035	11,434,609
Share in net loss from an investment in an associate	*14*	**1,126,940**	1,205,020	3,127,824
Finance income	*25*	**(493,292)**	(42,873)	(457,265)
Gain on sale of property and equipment	*10*	**-**	-	(97,559)
Reversal of expected credit loss on trade receivables	*7*	**(5,698,770)**	-	-
Cost to obtain amortization	*15*	**4,930,525**	9,856,276	3,306,070
Operating income before working capital changes		**34,684,593**	12,389,499	15,808,967
Decrease (increase) in:				
Contract assets		**7,621,897**	(119,477,299)	(266,395,867)
Trade and other current receivables		**177,622,556**	202,578,728	224,424,273
Real estate for sale		**(178,202,793)**	(250,992,690)	(131,469,034)
Advances to related parties		**3,208,004**	(3,158,577)	10,443,029
Prepayments and other current assets		**(69,491,156)**	(44,341,196)	(34,364,427)
Other noncurrent assets		**(10,296,305)**	(18,842,472)	7,079,713
Increase (decrease) in:				
Contract liabilities		**25,203,124**	12,568,203	(1,744,800)
Trade and other current payables		**53,181,786**	169,375,619	217,758,520
Cash generated from (used in) operations		**43,531,706**	(39,900,185)	41,540,374
Finance income received		**493,292**	42,873	457,265
Income taxes paid		**-**	-	-
Net cash provided by (used in) operating activities		**44,024,998**	(39,857,312)	41,997,639
Cash flows from investing activities				
Acquisitions of property and equipment	*10*	**(7,534,438)**	(694,007)	(3,410,963)
Proceeds from sale of property and equipment		**-**	-	830,000
Payments for investment in subsidiaries		**-**	-	(200)
Net cash used in investing activities		**(7,534,438)**	(694,007)	(2,581,163)
Cash flows from financing activities				
Proceeds from borrowings	*18*	**365,732,450**	538,773,000	217,081,122
Repayments of borrowings	*18*	**(350,145,862)**	(505,267,135)	(141,471,492)
Finance costs paid		**(27,637,058)**	(41,403,034)	(35,037,026)
Increase (decrease) in advances from related parties		**49,716**	3,000,000	(15,000,000)
Payment of lease liabilities	*17*	**(1,713,600)**	(1,890,000)	(2,060,867)
Net cash provided by (used in) financing activities		**(13,714,354)**	(6,787,169)	23,511,737
Net increase (decrease) in cash		**22,776,206**	(47,338,488)	62,928,213
Cash				
January 1		**52,981,482**	100,319,970	37,391,757
December 31	*5*	**₱75,757,688**	₱52,981,482	₱100,319,970
NONCASH FINANCIAL INFORMATION:				
Transfer of units previously classified as “Real estate for Sale” to “Investment Properties”	*8,13*	**₱109,374,701**	₱68,652,000	₱71,262,071

See Notes to the Financial Statements.

ITALPINAS DEVELOPMENT CORPORATION

NOTES TO THE FINANCIAL STATEMENTS

1. Reporting Entity

Italpinas Development Corporation ("the Company") was incorporated under the laws of the Republic of the Philippines and registered with the Philippine Securities and Exchange Commission (SEC) on January 26, 2009 primarily to engage in the development and construction of real estate projects.

The Company's common shares are listed in the Philippines Stock Exchange.

The Company's registered principal office is located at Unit 28C BPI Philamlife Building, 6811, Ayala Avenue, Makati City, Philippines.

Registration with the Board of Investments (BOI)
The Company was registered with the BOI as a new developer of low-cost mass housing project (Vertical - Primavera Residences Condominium Tower A and Tower B) on April 26, 2012, and as an expanding developer of low-cost mass housing project (Primavera Residences Tower B – Pueblo de Oro Business Park, Upper Carmen, Cagayan de Oro City) on January 30, 2015.

In 2016, the Company registered another project with the BOI (Primavera City Phase 1 Towers A and B) under new developer of economic and low-cost housing. As a BOI-registered entity, the Company is entitled to income tax holiday (ITH) incentive provided under Article 39(a) of Executive Order No. 226 as amended by Republic Act (RA) No. 7918. The ITH entitlement is for a period of 4 years, from October 27, 2016 to October 26, 2020 for Primavera City Phase 1 Towers A and B.

Approval of financial statements
The financial statements were approved and authorized for issuance in accordance with a resolution by the Company's Board of Directors (BOD) on April 11, 2023.

2. Basis of Preparation

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

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

In 2021, MC No. 08 – 2021, Amendment to SEC MC No. 14 - 2018, MC No. 03 -2019, MC No. 04 - 2020, and MC No. 34 - 2020 to clarify transitory provision, provides real estate companies the accounting policy option of applying either the full retrospective approach or the modified retrospective approach when they apply the provisions of the PIC and IFRIC pronouncement.

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

These financial statements are separate financial statements of the Company. The Company opted not to prepare consolidated financial statements as the Company has no significant investments in subsidiaries and the carrying value of the financial information of the subsidiaries are individually and in aggregate, immaterial. Hence, the separate financial statements of the Company represents the financial statements of the Company and its subsidiaries.

Basis of Measurement
The financial statements of the Company have been prepared on a historical cost basis, except for investment properties which are measured at fair value on each reporting date.

Functional and Presentation Currency
The financial statements are presented in Philippine Peso (₱), which is the functional currency of the Company. All values are rounded off to the nearest peso except when otherwise indicated.

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3. **Significant Accounting Policies**

Adoption of New and Amended PFRS
The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the following new and amended PFRS which the Company adopted effective for annual periods 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.

- 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 Company

- Amendments to PAS 37*: Onerous Contracts – Costs of fulfilling a contract*. The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to the contract can either be incremental costs of fulfilling that contract (examples would be direct labor, materials) or an allocation of other costs that relate directly to fulfilling the contracts (an example would be the allocation of the depreciation charge for an item of property, plan, and equipment used in fulfilling the contract).

- Annual Improvements to PFRS: 2018-2020 Cycle

  - Amendments to PFRS 1, *First-time Adoption of IFRS - Subsidiary as a first-time adopter*. The amendment permits a subsidiary that applies paragraph D16(a) of PFRS 1 to measure cumulative translation differences using the amounts reported by its parent, based on the parent's date of transition to PFRSs.

  - Amendments to PFRS 9, *Financial Instruments - Fees in the '10 percent' test for derecognition of financial liabilities.* The amendment clarifies which fees an entity includes when it applies the '10 percent' test in paragraph B3.3.6 of PFRS 9 in assessing whether to derecognize a financial liability. An entity includes only fees paid or received between the entity (the borrower) and the lender, including fees paid or received by either the entity or the lender on the other's behalf.

New and Amended PFRS Issued But Not Yet Effective
Relevant new and amended PFRS which are not yet effective for the year ended December 31, 2022 and have not been applied in preparing the financial statements are summarized below.

Effective beginning on or after January 1, 2023

- Amendments to PAS 8, *Definition of Accounting Estimates*

  The amendments introduce a new definition of accounting estimates and clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, the amendments clarify that the effects on an accounting estimate of a change in an input or a change in a measurement technique are changes in accounting estimates if they do not result from the correction of prior period errors.

  An entity applies the amendments to changes in accounting policies and changes in accounting estimates that occur on or after January 1, 2023, with earlier adoption permitted. The amendments are not expected to have a material impact on the Company.

- Amendments to PAS 1 and PFRS Practice Statement 2, *Disclosure of Accounting Policies*

  The amendments provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by:

  - Replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies, and
  - Adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

  The amendments to the Practice Statement provide non-mandatory guidance. Meanwhile, the amendments to PAS 1 are effective for annual periods beginning on or after January 1, 2023.

  Early application is permitted as long as this fact is disclosed. The amendments are not expected to have a material impact on the Company.

- Amendments to PAS 12, *Deferred Tax related to Assets and Liabilities arising from a Single Transaction*

  The amendments narrow the scope of the initial recognition exception under PAS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

  The amendments also clarify that where payments that settle a liability are deductible for tax purposes, it is a matter of judgement (having considered the applicable tax law) whether such deductions are attributable for tax purposes to the liability recognized in the financial statements (and interest expense) or to the related asset component (and interest expense).An entity applies the amendments to transactions that occur on or after the beginning of the earliest comparative period presented for annual reporting periods on or after January 1, 2023.

Effective beginning on or after January 1, 2024

- 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

- Amendments to PFRS 16, *Lease Liability in a Sale and Leaseback*

  The amendments specify how a seller-lessee measures the lease liability arising in a sale and leaseback transaction in a way that it does not recognize any amount of the gain or loss that relates to the right of use retained.

Deferred effectivity

- Amendments to PFRS 10, *Consolidated Financial Statements* and PAS 28, *Investments in Associates and Joint Ventures – Sale or Contribution of Assets Between an Investor and its Associate or Joint Venture* – The amendments address a current conflict between the two standards and clarify that a gain or loss should be recognized fully when the transaction involves a business, and partially if it involves assets that do not constitute a business. The effective date of the amendments, initially set for annual periods beginning on or after January 1, 2016, was deferred indefinitely in December 2015 but earlier application is still permitted.

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

- 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 on 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:

  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)
  b. Treatment of land in the determination of the POC discussed in PIC Q&A 2018-12-E
  c. Treatment of uninstalled materials in the determination of the POC discussed in PIC Q&A 2018-12-E (as amended by PICQ&A 2020-02)
  d. Accounting for CUSA Charges discussed in PIC Q&A No. 2018-12-H

  The Company availed of the SEC reliefs to defer the above specific provisions of PIC Q&A No. 2018-12. Had these provisions been adopted, the Company 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 Company believes that 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

- IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23, Borrowing Cost) for the Real Estate Industry

  In March 2019, the IFRIC issued an Agenda Decision clarifying the criteria for the capitalization of borrowing costs in relation to the construction of residential multi-unit real estate development which are sold to customers prior to the start of construction or completion of the development.

  Paragraph 8 of PAS 23 allows the capitalization of borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset. Paragraph 5 of PAS 23 defines a qualifying asset as an asset that takes a substantial period of time to get ready for its intended use or sale. The IFRIC Agenda Decision clarified that the related assets namely, installment contracts receivable, contract asset or real estate inventory, are not considered qualifying assets and therefore the corresponding borrowing cost may not be capitalized.

  On February 11, 2020, the Philippine SEC issued MC No. 4-2020, providing relief to the real estate industry by deferring the mandatory implementation of the above IFRIC Agenda Decision until December 31, 2020. Further, on December 15, 2020, the Philippine SEC issued SEC MC No. 34-2020, which extends the relief on the application of the IFRIC Agenda Decision provided to the real estate industry until December 31, 2023. Effective January 1, 2024, real estate companies shall adopt the IFRIC Agenda Decision and any subsequent amendments thereto retrospectively or as the SEC will later prescribe. A real estate company may opt not to avail of the deferral and instead comply in full with the requirements of the IFRIC agenda decision.

  The Company opted to avail of the relief as provided by the SEC. Had the Company adopted the IFRIC agenda decision, borrowing costs capitalized to real estate inventories related to projects with pre-selling activities should have been expensed out in the period incurred. This adjustment should have been applied retrospectively and would have resulted to restatement of prior year financial statements. A restatement would have impacted interest expense, cost of real estate sales, provision for deferred income tax, real estate inventories, deferred tax liability and opening balance of retained earnings.

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

(a) expected to be realized or intended to be sold or consumed in the normal operating cycle;
(b) held primarily for the purpose of trading;
(c) expected to be realized within 12 months after the reporting period; or
(d) cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

A liability is current when it is:

(a) expected to be settled in the normal operating cycle;
(b) held primarily for trading;
(c) due to be settled within 12 months after the reporting period; or
(d) there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period.

The Company classifies all other assets and liabilities as noncurrent. Deferred tax assets and liabilities are classified as noncurrent.

<u>Fair value measurements</u>
The Company measures a number of financial and non-financial assets and liabilities at fair value at each reporting date.

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: (a) in the principal market for the asset or liability; or (b) in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or most advantageous market must be accessible to the Company.

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

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

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing the categorization at the end of each reporting period.

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

<u>Financial assets and financial liabilities</u>

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

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

"Day 1" Difference. Where the transaction in a non-active market is different from the fair value of other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable market, the Company recognizes the difference between the transaction price and fair value (a "Day 1" difference) in profit or loss. In cases where there is no observable data on inception, the Company deems the transaction price as the best estimate of fair value and recognizes "Day 1" difference in profit or loss when the inputs become observable or when the instrument is derecognized. For each transaction, the Company determines the appropriate method of recognizing the "Day 1" difference.

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

As at December 31, 2022 and 2021, the Company does not have financial assets and liabilities at FVPL and financial assets at FVOCI.

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

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

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

Trade receivables that are factored out to the bank with recourse to the Company are not derecognized until the recourse period has expired and the risks and rewards of the receivables have been fully transferred. The corresponding cash received from the bank is recognized as borrowings.

As at December 31, 2022 and 2021, the Company's cash, contract assets, trade and other receivables, and advances to related parties are included under this category.

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

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

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

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

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

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

As at December 31, 2022 and 2021, the Company's liabilities arising from its trade and other payables, excluding statutory liabilities, advances from related parties and borrowings are included under this category.

<u>Reclassification</u>

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

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

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

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

For a financial asset reclassified out of the financial assets at FVOCI category to financial assets at amortized cost, any gain or loss previously recognized in OCI, and any difference between the new amortized cost and maturity amount, are amortized to profit or loss over the remaining life of the investment using the effective interest method. If the financial asset is subsequently impaired, any gain or loss that has been recognized in OCI is reclassified from equity to profit or loss.

In the case of a financial asset that does not have a fixed maturity, the gain or loss shall be recognized in profit or loss when the financial asset is sold or disposed. If the financial asset is subsequently impaired, any previous gain or loss that has been recognized in OCI is reclassified from equity to profit or loss.

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

Derecognition of financial assets and liabilities

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

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

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

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

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

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

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

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

Classification of Financial Instrument between Liability and Equity. A financial instrument is classified as liability if it provides for a contractual obligation to:

- Deliver cash or another financial asset to another entity;

- Exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Company; or

- Satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares.

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

Cash
Cash includes cash on hand and in banks.

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

Cost includes acquisition cost plus any other directly attributable costs of developing the asset to its saleable condition and cost of improving the properties up to the reporting date.

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

Land for future development. Upon commencement of development, the real estate properties held for future development is transferred to real estate for sale.

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

Prepayments are classified in the statement of financial position as current assets when the expense related to the prepayments are expected to be incurred within one year or the Company's normal operating cycle, whichever is longer. Otherwise, prepayment is classified as non-currents.

Other assets are recognized when the Company expects to receive future economic benefit from it and the amount can be measured reliably. Other assets are classified in the statement of financial position as current assets when the cost of goods or services related to the assets are expected to be incurred within one year or the Company's normal operating cycle, whichever is longer. Otherwise, other assets are classified as noncurrent assets.

Prepaid Taxes. Prepaid taxes represent taxes withheld by the Company's customers required under the Philippine taxation laws and regulations. If at the end of the financial reporting period, the Company has current income tax due, the prepaid tax shall be applied as payment for the tax due, and any excess shall be carried over to the succeeding period. Prepaid tax is stated at their estimated net realizable values and is included as part of "Prepayments and other current assets" in the statements of financial position.

Property and equipment
Property and equipment are stated at cost less accumulated depreciation and any accumulated impairment in value. Such cost includes the cost of replacing part of the property and equipment at the time the cost is incurred, if the recognition criteria are met, and excludes the costs of day-to-day servicing.

The initial cost of property and equipment comprises its construction cost or purchase price, including import duties, taxes and any directly attributable costs in bringing the asset to its working condition and location for its intended use. Cost also includes any related asset retirement obligation (ARO). Expenditures incurred after the asset has been put into operation, such as repairs, maintenance and overhaul costs, are normally recognized as expense in the period the costs are incurred. Major repairs are capitalized as part of property and equipment only when it is probable that future economic benefits associated with the items will flow to the Company and the cost of the items can be measured reliably.

Depreciation, which commences when the assets are available for their intended use, is computed using the straight-line method over the following estimated useful lives of the assets:

Transportation equipment	5 years
Office space	5 years
Leasehold improvements	5 years
Office software and equipment and furniture and fixtures	2-5 years

Leasehold improvements are amortized over the term of the lease, or the estimated useful life of the leasehold improvements whichever is shorter.

An asset is depreciated when it is available for use until it is derecognized even if during that period the item is idle. Fully depreciated assets and fully amortized assets still in use are retained in the financial statements.

The remaining useful lives, residual values and depreciation method are reviewed and adjusted periodically, if appropriate, to ensure that such periods and method of depreciation are consistent with the expected pattern of economic benefits from the items of property and equipment.

The carrying amounts of property and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying amounts may not be recoverable.

Fully depreciated assets are retained in the accounts until they are no longer in use.

An item of property and equipment is derecognized when either it has been disposed of or when it is permanently withdrawn from use and no future economic benefits are expected from its use or disposal. Any gain or loss arising from the retirement and disposal of an item of property and equipment (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognized in the statements of comprehensive income in the period of retirement and disposal.

Investment Properties

Investment properties comprise completed property that are held to earn rentals or for capital appreciation or both.

Investment properties are measured initially at cost. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the reporting date. Gains or losses arising from changes in the fair values of investment properties are included in profit or loss in the period in which they arise, including the tax effect. Fair values are determined based on an annual valuation performed by an accredited external independent valuer applying a valuation model recommended by the International Valuation Standards Committee.

Investment property is derecognized either when it has been disposed of or when it is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the retirement and disposal of investment property is recognized in the statements comprehensive of income in the period of retirement and disposal.

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

For a transfer from investment property to owner-occupied property or real estate for sale, the cost of property for subsequent accounting is its carrying amount at the date of change in use. If the property occupied by the Company as an owner-occupied property becomes an investment property, the Company accounts for such property in accordance with the policy stated under property and equipment up to the date of change in use.

Transfer are made to (or from) investment property only when there is a change in use. For transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner-occupied property becomes an investment property, the Company accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use. For a transfer from real estate for sale to investment property that will be carried at fair value, any difference between the fair value of the property at that date and its previous carrying amount shall be recognized in profit or loss. The treatment of transfer from inventories to investment property that will be carried at fair value is consistent with the treatment of sale of real estate for sale.

Investment in an Associate
An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control over those policies. Investment in an associate is accounted for using the equity method of accounting.

Under the equity method of accounting, the investment in an associate is initially recognized at cost. The carrying amount of the investment is adjusted to recognize changes in the Company's share of the profit or loss and other comprehensive income of the associate since the acquisition date. Goodwill relating to the associate is included in the carrying amount of the investment and is neither amortized nor individually tested for impairment.

The statements of comprehensive income reflect the Company's share in the results of operations of the associate. When there has been a change recognized directly in the equity of the associate, the Company recognizes its share of any changes, when applicable, in the statement of changes in equity. Unrealized gains and losses resulting from transactions between the Company and the associate are eliminated to the extent of the interest in the associate.

The Company's share in profit or loss of the associate is shown in the statements of comprehensive income and represents profit or loss after tax and non-controlling interest in the subsidiary of the associate.

The financial statements of the associate are prepared for the same reporting period as the Company. When necessary, adjustments are made to bring the accounting policies in line with those of the Company.

After application of the equity method, the Company determines whether it is necessary to recognize an impairment loss in its investment in its associate. At each reporting date, the Company determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Company calculates the amount of impairment as the difference between the recoverable amount of the investment in the associate and its carrying value, and then recognizes the loss as "Equity share in net loss of an associate" in the statement of comprehensive income.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognized in OCI is reclassified to profit or loss where appropriate.

Upon loss of significant influence over the associate, the Company measures and recognizes any retained 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 retained investment and proceeds from disposal is recognized in the statements of comprehensive income.

Impairment of Non-financial Assets
The carrying amounts of investments, property and equipment and investment properties are reviewed for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable. The recoverable amount of the asset is the greater of fair value less costs to sell and value in use. The fair value less costs to sell is the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less costs of disposal. 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 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. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs. Impairment losses are recognized in the statements of comprehensive 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 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 statements of comprehensive income. After such a reversal, the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

Other Noncurrent Assets

Other noncurrent assets mainly include cost to obtain a contract and refundable deposits.

Security deposits. Security deposits represent deposits made in relation to installation of transformer for Primavera Residences and Primavera City utility. The security deposit is carried at cost.

Investment in Subsidiaries

Subsidiaries are entities over which the Company has control. The Company controls a subsidiary when it has power over the subsidiary; it is exposed, or has rights, to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary.

The Company carries its investment in subsidiaries at cost.

The Company annually reassess whether it controls a subsidiary if facts and circumstances indicate that there are changes to one or more of the three elements of control.

If the Company loses control over a subsidiary, it shall (i) derecognize the carrying value of the investment; (ii) recognize the fair value of the consideration received that resulted in the loss of control, distribution of shares of the subsidiary to owners in their capacity as owners or any investment retained in the former subsidiary at its fair value at the date the control is lost; (iii) reclassify to profit and loss or transfer to retained earnings, the amounts recognized in OCI in relation to the subsidiary; and (iv) recognize any resulting difference as gain or loss in the statements of comprehensive income in the year the control was lost.

Borrowings

Borrowings are initially recognized at fair value, net of any transaction costs, directly attributable to the issue of the instrument. Such liability is subsequently measured at amortized cost using the EIR method, which ensures that any finance cost over the period of repayment is at a constant rate on the balance of the liability carried in the statements of financial position.

Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalized as prepayment for liquidity services and amortized over the period of the facility to which it relates.

The Company classifies its borrowings as current liability if settlement is expected within one year or less, and the Company does not have unconditional right to defer settlement of the liability, and does not breach any loan provisions on or before the end of the reporting period. If not, these are presented as noncurrent liability.

Borrowing costs

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

The interest capitalized is calculated using the Company's weighted average cost of borrowings after adjusting for borrowings associated with specific developments. Where borrowings are associated with specific developments, the amounts capitalized is the gross interest incurred on those borrowings less any investment income arising on their temporary investment. Interest is capitalized from the commencement of the development work until the date of practical completion. The capitalization of borrowing costs is suspended if there are prolonged periods when development activity is interrupted. If the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recorded.

Equity

Share Capital. Share capital includes common shares and preferred shares.

Common shares. Common shares are classified as equity. Incremental costs directly attributable to the issue of common shares are recognized as a deduction from equity, net of any tax effects.

Preferred shares. Preferred shares are classified as equity if they are non-redeemable, or redeemable only at the option of the Company, and any dividends thereon are discretionary. Dividends thereon are recognized as distributions within equity upon approval by the BOD of the Company.

Preferred shares are classified as a liability if they are redeemable on a specific date or at the option of the shareholders, or if dividend payments are not discretionary. Dividends thereon are recognized as interest expense in the statements of comprehensive income as accrued.

Additional paid-in capital. When the shares are sold at premium, the difference between the proceeds and the par value is credited to the "Additional paid-in capital" account. When shares are issued for a consideration other than cash, the proceeds are measured by the fair value of the consideration received. In case the shares are issued to extinguish or settle the liability of the Company, the shares are measured either at the fair value of the shares issued or fair value of the liability settled, whichever is more reliably determinable.

Retained earnings. Retained earnings represent the cumulative balances of periodic net income or loss, dividend distribution, prior period adjustments, effect of changes in accounting policy and other capital adjustments. When retained earnings account has a debit balance, it is called "deficit", and presented as a reduction from equity.

Appropriated retained earnings. The appropriation of retained earnings is the designation of a portion of the unrestricted retained earnings for a stated and specific future purpose as determined and approved by the Company's BOD. The appropriation of retained earnings is presented separately in the statements of changes in equity and the specific details of the purpose of the appropriation are disclosed in the notes to the financial statements. The appropriated retained earnings may not be used for dividends.

When the objective of the appropriation is consummated, the appropriation is reversed.

Dividends. Dividends are recognized when they become legally payable. Dividend distribution to equity shareholders is recognized as a liability in the Company's financial statements in the period in which the dividends are declared and approved by the Company's BOD.

Other Comprehensive Income. Other comprehensive income comprises items of income and expense, including items previously presented under the statements of changes in equity, that are not recognized in profit or loss for the year. Other comprehensive income of the Company pertains to remeasurement gain (loss) on retirement benefits.

Revenue recognition

Revenue from Contract with Customers. The 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 Company expects to be entitled in exchange for those goods or services. The Company 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 4.

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

In measuring the progress of its performance obligation over time, the Company uses the input method. The Company's revenue from real estate sales is recognized over time in proportion to the progress of the development. The Company measures its progress based on actual costs incurred to date relative to the total expected costs of the related real estate project.

Any excess of progress of work over the right to an amount of consideration that is unconditional, recognized as residential and office development receivables, under trade receivables, is included in the "Contract asset" account in the asset section of the statements of financial position.

Any excess of collections over the total of recognized trade receivables and contract assets is included in the "Contract liabilities" account in the liabilities section of the statement of financial position.

The Company opted to defer the application guidelines of the provisions of the PIC Q&A No. 2018-12 (relief granted by SEC under Memorandum Circular No. 14 Series of 2018 and Memorandum Circular No. 3 Series of 2019) with respect to the accounting for significant financing component, uninstalled materials and the exclusion of land in the computation of POC.

Rental income. Revenue from operating lease is recognized on a straight-line basis over the related lease terms. Lease incentives granted are recognized as an integral part of the total rent income over the term of the lease.

Interest income. Interest income is recognized as it accrues, taking into account the effective yield on the asset.

Other income. Other customer related fees such as penalties and surcharges are recognized as they accrue, taking into account the provisions of the related contract.

Forfeitures and cancelation of real estate contracts. Income from forfeited reservation and collections is recognized when the deposits from potential buyers are deemed nonrefundable due to prescription of the period for entering into a contract sale. Such income is also recognized, subject to the provisions of Republic Act 6552, *Realty Installment Buyer Act,* upon prescription of the period for the payment of required amortizations from defaulting buyers.

Cost and Expense Recognition

Cost of real estate sales. The Company recognizes costs relating to satisfied performance obligations as these are incurred taking into consideration the contract fulfillment assets. 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 units being recognized as cost of sales while the portion allocable to the unsold units being recognized as part of real estate for sale.

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.

General and administrative expenses. General and administrative expenses constitute costs of administering the business and are expensed as incurred.

Contract Balances

Installment contract receivable. An installment contract receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Contract assets. A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.

Contract liabilities. A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Company performs under the contract. The contract liabilities also include payments received by the Company from the customers for which revenue recognition has not yet commenced and payments in excess of percentage of completion.

Cost to Obtain a Contract. The incremental costs of obtaining a contract with a buyer are recognized as an asset if the Company expects to recover them. The Company has determined that commissions paid to sales personnel 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 "Operating expenses" account in the profit or loss.

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

Amortization and derecognition of capitalized costs to obtain a contract. The 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 operating expenses.

Capitalized costs 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.

Employee benefits

a. *Short-term benefits.* The Company recognizes a liability net of amounts already paid and an expense for services rendered by employees during the accounting period. A liability is also recognized for the amount expected to be paid under short-term cash bonus or profit-sharing plan if the Company has present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

b. *Compensated absences.* Compensated absences are recognized for the number of paid leave days (including holiday entitlement) remaining at the end of the reporting period. They are included in Trade and other payables account in the statements of financial position at the undiscounted amount that the Company expects to pay as a result of the unused entitlement.

c. *Retirement benefits.* Retirement benefit costs are determined using the projected unit credit method, which reflects services rendered by employees to the date of valuation and incorporates assumptions concerning employees' projected salaries.

   The Company recognizes service costs, comprising of current service costs, past service costs, gains and losses on curtailments and non-routine settlements and net interest expense or income in profit or loss. Net interest is calculated by applying the discount rate to the net retirement liability or asset.

   Past service costs are recognized in profit or loss on the earlier of the date of the plan amendment or curtailment and the date that the Company recognizes restructuring-related costs.

   Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on defined benefit obligation) are recognized immediately in other comprehensive income in the period in which these arise. Remeasurements are not reclassified to profit or loss in subsequent periods.

   The retirement liability is the aggregate of the present value of the defined benefit obligation and the fair value of plan assets out of which the obligations are to be settled directly. The present value of the retirement liability is determined by discounting the estimated future cash outflows using interest rate on government bonds that have terms to maturity approximating the terms of the related retirement liability.

Leases
At the inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Company has the right to direct the use of the asset. The Company when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. The Company has the right to direct the use of the asset of either:
  - the Company has the right to operate the asset; or
  - the Company designed the asset in a way that predetermines how and for what purpose it will be used.

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

Company as lessee. The Company enters into lease agreements as a lessee with respect to its office, parking space and staff house.

The Company recognizes a right-of-use asset and a corresponding lease liability with respect to the lease of the building and parking space. The lease liability is initially measured at the present value of the minimum lease payment at the commencement date, discounted by using the lessee's incremental borrowing rate (IBR) in the lease.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated over the shorter period of the lease term and the useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The amortization period for the right-of-use asset is 2 years. The Company applies PAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the 'Property, Plant and Equipment' policy.

The lease liability and right-of-use asset are presented as a separate line in the statement of financial position.

Short-term leases. The Company also leases staff house which qualifies for a short-term lease (i.e., lease term of less than 12 months from the commencement date and do not contain a purchase option). The Company has elected the exemption under PFRS 16 for short-term lease. As a practical expedient, PFRS 16 permits the Company not to apply the new lessee accounting model to leases for which the lease term ends within 12 months after the date of initial application. For this lease, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

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

<u>Related parties</u>
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 and significant influence. Related parties may be individuals or corporate entities.

<u>Taxes</u>
Current Tax. Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Current tax relating to items recognized directly in equity is recognized in equity and not in the statements of comprehensive income. The Company periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretations and establishes provisions where appropriate.

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

Deferred tax liabilities are recognized using the liability method for all taxable temporary differences, except:

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

Deferred tax assets are recognized for all deductible temporary differences, carryforward benefits of unused tax credits - Minimum Corporate Income Tax (MCIT) and unused tax losses - Net Operating Loss Carry Over (NOLCO), to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward benefits of MCIT and NOLCO can be utilized, except:

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

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

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

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

Current tax and deferred tax are recognized in the profit or loss, except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

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

Value-added Tax (VAT). Input VAT is the indirect tax paid by the Company on the local purchase of goods or services from a VAT-registered person. Input VAT is deducted from the output VAT in arriving at the VAT due and payable. Claims for input VAT are stated at face value less provision for impairment, if any. Allowance for unrecoverable input VAT, if any, is maintained by the Company at a level considered adequate to provide for potential uncollectible portion of the claims. The Company, on a continuing basis, makes a review of the status of the claims designed to identify those that may require provision for impairment losses.

Deferred input VAT. Deferred input VAT represents unamortized amount of input VAT on capital goods. Deferred input VAT that are expected to be claimed against output VAT for no more than 12 months after the reporting date are classified as current assets otherwise, these are classified as noncurrent.

<u>Provisions</u>
Provisions are recognized when: (a) the Company has a present obligation (legal or constructive) as a result of past events; (b) it is probable (i.e., more likely than not) that an outflow of resources embodying economic benefits will be required to settle the obligation; and (c) a reliable estimate of the amount of the obligation can be made. Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, the reimbursement is recognized as a separate asset only when it is virtually certain that reimbursement will be received. The amount recognized for the reimbursement shall not exceed the amount of the provision.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.
If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessment of the time value of money and 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.

<u>Contingencies</u>
Contingent liabilities are not recognized in the financial statements. They are disclosed in the notes to the financial statements unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the financial statements but are disclosed in the notes to the financial statements when an inflow of economic benefits is probable.

Segment Reporting
The 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.

Segment information is disclosed in Note 29 of the financial statements.

Earnings per share (EPS)
Basic EPS is calculated by dividing the profit attributable to equity holders of the Company by weighted average number of ordinary shares in issue during the year excluding ordinary shares purchased by the Company and held as treasury shares.

Diluted EPS is calculated by adjusting the weighted average number of ordinary shares outstanding and assume conversion of all dilutive potential ordinary shares.

If the number of ordinary or potential ordinary shares outstanding increases as a result of a capitalization, bonus issue or share split, or decreases as a result of a reverse share split, the calculation of basic and diluted earnings per share for all periods presented shall be adjusted retrospectively. If these changes occur after the reporting period but before the financial statements are authorized for issue, the per share calculations for those and any prior period financial statements presented shall be based on the new number of shares.

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

4. Use of Judgments, Estimates and Assumptions

The preparation of the financial statements in accordance with PFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the amounts of assets, liabilities, income, and expenses reported in the financial statements at the reporting date. However, uncertainty about these judgments, estimates and assumptions could result in an outcome that could require a material adjustment to the carrying amount of the affected asset or liability in the future.

Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions are recognized in the period in which the judgments and estimates are revised and in any future period affected.

Judgments
In the process of applying the accounting policies, the Company has made the following judgments, apart from those involving estimations, which have an effect on the amounts recognized in the financial statements:

Classifying financial instruments. The Company exercises judgments in classifying a financial instrument, or its component parts, on initial recognition as a financial asset, a financial liability, or an equity instrument in accordance with the substance of the contractual arrangement and the definitions of a financial asset or liability. The substance of a financial instrument, rather than its legal form, governs its classification in the statements of financial position.

Classifying real estate for sale, investment properties and property and equipment. The Company determined whether a property qualifies as a real estate for sale, an investment property or an item of property and equipment. In making its judgement, the Company considers whether the property is held for sale in the ordinary course of business, held primarily to earn rentals or capital appreciation or both, or used for operations and administrative purposes.

Determining the highest and best use of investment properties. The Company determines the highest and best use of its investment properties when measuring fair value. In making its judgement, the Company takes into account the use of the investment properties that is physically possible, legally permissible, and financially feasible. The Company has determined that the highest and best use of the investment properties is their current use.

Determination whether an arrangement contains a lease. At inception of a contract, the Company assess whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract gives the right to control the use of an identified asset (‘underlying asset’) for a period of time in exchange for consideration. The right to control the use of an identified asset can be split into: (1) the right to obtain substantially all of the economic benefits from use of an identified asset and (2) the right to direct the use of an identified asset.

Company as lessee. The Company has entered into operating lease agreements as a lessee. The Company has determined that the lessor retains all significant risks and rewards of ownership of the asset subject of the lease agreement.

The rent expense recognized from short-term lease for December 31, 2022 and 2021 amounted to ₱391,537 and nil, respectively (see Note 24).

Determining the lease term of contracts with renewal and termination options. Company as lessee. The 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.

The Company does not include the renewal period as part of the lease term for leases of office space with shorter non-cancellable period (i.e., three to five years). The Company typically exercises its option to renew for these leases because there will be a significant negative effect on production if a replacement asset is not readily available. The renewal periods for leases of plant and machinery with longer non-cancellable periods (i.e., 10 to 15 years) are not included as part of the lease term as these are not reasonably certain to be exercised. In addition, the renewal options for leases of motor vehicles are not included as part of the lease term because the Company typically leases motor vehicles for not more than five years and, hence, is not exercising any renewal options. Furthermore, the periods covered by termination options are included as part of the lease term only when they are reasonably certain not to be exercised.

Refer to Note 27 for information on potential future rental payments relating to periods following the exercise date of extension and termination options that are not included in the lease term.

Existence of a contract. The Company’s primary document for a contract with a customer is a signed contract to sell, which contain all the criteria to qualify as contract with the customer under PFRS 15. 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 Company before revenue recognition is to assess the probability that the 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 customer, age of receivables and contract assets and pricing of the property. Management regularly evaluates the historical cancellations if it would still support its current threshold of customers’ equity before commencing revenue recognition.

Revenue recognition method and measure of progress. The Company concluded that revenue for real estate sales is to be recognized over time because (a) the Company’s performance does not create an asset with an alternative use and; (b) the 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 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 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 Company.

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

In addition, the Company exercises critical judgment in determining whether the performance obligation to deliver and transfer the control over the completed real estate assets to customers is satisfied over time or at a point in time. In making this judgment, the Company considers the delivery to and acceptance by the buyer of the completed property as a transfer of control at specific point in time since the Company does not have a significant continuing involvement with the property sold to the buyer and the earning process is virtually complete. Further, the Company's enforceable right for payment becomes due upon transfer of control over the real estate asset.

Identifying performance obligation. The Company has various contracts to sell covering its sale of condominium units and other real estate properties. The Company concluded that there is one performance obligation in each of these contracts. For the contract covering condominium unit, the developer has the obligation to deliver the condominium unit duly constructed in a specific lot and fully integrated into the serviced land in accordance with the approved plan. Included in this performance obligation is the Company's service to transfer the title of the real estate unit to the buyer.

Evaluating deferred tax. In determining the amount of current and deferred tax, the Company takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. The Company believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors, including interpretation of tax laws and prior experience. This assessment relies on estimates and assumptions and may involve a series of judgments about future events. New information may become available that causes the Company to change its judgment regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

Incorporation of forward-looking information. The 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 Company has considered 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 Company's evaluation and assessment and after taking into consideration external actual and forecast information, the Company considers a representative range of possible forecast scenarios. This process involves gathering two or more 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 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.

Predicted relationship between the key indicators and default and loss rates on various portfolios of financial assets have been developed based on analyzing historical data over the past 5 years. The methodologies and assumptions including any forecasts of future economic conditions are reviewed regularly.

The Company has not identified any uncertain event that it has assessed to be relevant to the risk of default occurring but where it is not able to estimate the impact on ECL due to lack of reasonable and supportable information.

Definition of default and credit-impaired financial assets. The 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

  The borrower is more than 90 days past due on its contractual payments, i.e., principal and/or interest, which is consistent with the regulatory definition of default.

- Qualitative criteria

  The borrower meets unlikeliness to pay criteria, which indicates the borrower is in significant financial difficulty. These are instances where:

  - The borrower is experiencing financial difficulty or is insolvent
  - The borrower is in breach of financial covenant(s)
  - An active market for that financial assets has disappeared because of financial difficulties
  - Concessions have been granted by the Company, for economic or contractual reasons relating to the borrower's financial difficulty

- It is becoming probable that the borrower will enter Bankruptcy or other financial reorganization
- Financial assets are purchased or originated at a deep discount that reflects the incurred credit losses.

The criteria above have been applied to all financial instruments held by the 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 and exposure at default throughout the Company's expected loss calculation.

An instrument is considered to be no longer in default (i.e., to have cured) when it no longer meets any of the default criteria for a consecutive period of six months as it has exhibited a satisfactory track record. This period of six months has been determined based on an analysis which considers the likelihood of a financial instrument returning to default status after cure using different possible cure definitions.

Contingencies. The Company is currently involved in various pending claims and lawsuits which could be decided in favor of or against the Company. The Company's estimate of the probable costs for the resolution of these pending claims and lawsuits has been developed in consultation with in-house as well as outside legal counsel handling the prosecution and defense of these matters and is based on an analysis of potential results. The Company currently does not believe that these pending claims and lawsuits will have a material adverse effect on its financial position and financial performance. It is possible, however, that future financial performance could be materially affected by the changes in the estimates or in the effectiveness of strategies relating to these proceedings. No accruals were made in relation to these proceedings.

Accounting Estimates and Assumptions

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

Revenue recognition on real estate projects. The Company's revenue recognition policy requires management to make use of estimates and assumptions that may affect the reported amounts of revenue. The Company's revenue from real estate is recognized based on the percentage of completion using input method. Apart from involving estimates in determining the quantity of materials, labor and equipment needed, the assessment process for the POC includes the technical determination by management's specialists (project engineers).

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 effects of COVID-19, the continuing community quarantines and restricted mobility, the progress of the Company's performance obligation is affected which resulted to lower percentage-of-completion in 2022 and 2021.

Sale of trade receivables. The Company has entered into an arrangement with a bank wherein it discounted its trade receivables with recourse. The Company believes that the sale transactions are not more than infrequent and that the receivables discounted is insignificant both individually and in aggregate. The Company continue with the objective of collecting contractual cash flows until maturity.

Estimating fair value of investment properties. The Company carries its investment properties at fair value, with changes in fair value being recognized in profit or loss except for investment properties under construction. The Company determined that its investment properties under construction is to be measured at cost. During its construction phase, fair value of the investment properties is not reliably measurable. Once the construction is complete, the Company engages annually independent qualified valuers to determine the fair value using appropriate valuation techniques. The appraiser used comparable market data adjusted as necessary to reflect the specific assets' location and condition and, estimated expected future cash flows, yields, occupancy rates, discount rates, replacement costs and remaining economic life.

The unrealized gain on fair value valuation measurement of investment properties recognized to profit or loss amounted to ₱101,785,299, ₱165,768,740 and ₱177,759,009 in 2022, 2021, and 2020, respectively (see Note 26).

Fair value measurements. A number of the Company's accounting policies and disclosures require the measurement of fair values for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. This includes a valuation team that has the overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values. The valuation team regularly reviews significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values, then the valuation team assesses the evidence obtained to support the conclusion that such valuations meet the requirements of PFRS, including the level in the fair value hierarchy in which such valuations should be classified.

The Company uses market observable data when measuring the fair value of an asset or liability. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques (Note 3).

If the inputs used to measure the fair value of an asset or a liability can be categorized in different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy based on the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Evaluation of impairment of financial assets under PFRS 9. The Company uses a matrix to calculate ECLs for trade receivables other than ICRs. The ECL rates are based on days past due for groupings of various customer segments that have similar loss patterns.

The matrix is initially based on the Company's historical observed default rates. The Company 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 Company uses vintage analysis approach to calculate ECLs for ICRs and contract assets. 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 Company defines a financial instrument as in default when a customer is more than 90 days past due on its contractual obligations. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full. An instrument is considered to be no longer in default (i.e., to have cured) when it no longer meets any of the default criteria.

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 Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

There have been no significant changes in estimation techniques or significant assumptions made during the reporting period.

As of December 31, 2022 and 2021, the allowance for ECL on financial assets and contract assets of the Company amounted to nil and ₱5,698,770, respectively (see Note 7).

Management assessed and concluded that there is no impairment loss required to be recognized in 2022 and 2021.

Estimating NRV of real estate for sale. The Company reviews the NRV of real estate for sale and compares it with the cost since assets should not be carried in excess of amounts expected to be realized from sale. Real estate inventories are written down below cost when the estimated NRV is found to be lower than the cost.

NRV for completed real estate for sale is assessed with reference to market conditions and prices existing at the reporting date and is determined by the Company in light of recent market transactions. NRV in respect of inventory under construction is assessed with reference to market prices at the reporting date for similar completed property, less estimated costs to complete construction less an estimate of the time value of money to the date of completion. The estimates used took into consideration fluctuations of price or cost directly relating to events occurring after the end of the period to the extent that such events confirm conditions existing at the end of the period.

The carrying values of real estate for sale amounted to ₱671,954,287 and ₱596,969,195 as at December 31, 2022, and 2021, respectively (see Note 8).

Impairment of nonfinancial assets. The Company assesses impairment on its nonfinancial assets (e.g., property and equipment and investment in associate) and considers the following important indicators:

- Significant changes in asset usage;
- Significant decline in assets' market value;
- Obsolescence or physical damage of an asset;
- Significant underperformance relative to expected historical or projected future operating results;
- Significant changes in the manner of usage of the acquired assets or the strategy for the Company's overall business; and
- Significant negative industry or economic trends.

If such indications are present and where the carrying amount of the asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. The recoverable amount is the asset's fair value less cost to sell or value in use whichever is higher. The fair value less cost to sell is the amount obtainable from the sale of an asset in an arm's length transaction while value in use is the present value of estimated future cash flows expected to be generated from the continued use of the asset. The Company is required to make estimates and assumptions that can materially affect the carrying amount of the asset being assessed.

No impairment was recognized for the Company's nonfinancial assets as of December 31, 2022, 2021 and 2020.

Estimated useful lives of property and equipment. The Company estimates the useful lives of property and equipment based on the period over which the assets are expected to be available for use. The estimated useful lives of property and equipment are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.

In addition, estimation of the useful lives of property and equipment is based on collective assessment of industry practice, internal technical evaluation, and experience with similar assets. It is possible, however, that future financial performance could be materially affected by changes in estimates brought about by changes in factors mentioned above. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances. A reduction in the estimated useful lives of property and equipment and would increase the recorded costs and expenses and decrease noncurrent assets.

There was no change in the useful life of property and equipment 2022 and 2021.

Estimation of retirement liability and costs. The Company accounts for the post-employment benefit plan using the accrual approach, including those mandated under Republic Act (RA) No. 7641. Accrual approach is applied by calculating the expected liability as of reporting date using the current salary of the entitled employees and the employees' years of service, without consideration of future changes in salary rates and service periods.

Under PAS 19, Employee benefits, the cost of defined retirement benefits, including those mandated under R.A. No. 7641, should be determined through an actuarial valuation using projected unit method which the Company did not undertake. Management believes, however, that the effect on the financial statements of the difference between the current method used by the Company and the required actuarial determined valuation method is not significant.

Determination of the incremental borrowing rate used to measure lease liabilities. The measurement of the Company's lease liabilities depends on certain assumptions, which include selection of the discount rate. The discount rate is set by reference to lessee's IBR which is the rate of interest that a lessee 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.

Realizability of deferred tax assets. The Company reviews its deferred tax assets at each reporting date and reduces the carrying amount to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized. The Company's assessment on the recognition of deferred tax assets on deductible temporary differences and carryforward benefits of MCIT and NOLCO is based on the projected taxable income in the following periods (see Note 28).

5. Cash

This account consists of:

	2022	2021
Cash on hand	**₱622,881**	₱5,627,206
Cash in banks	**75,134,807**	47,354,276
	₱75,757,688	₱52,981,482

Cash in banks earn interest at the prevailing bank deposit rates. Finance income earned from bank deposits amounted to ₱159,293 and ₱36,899 for the years ended December 31, 2022 and 2021 respectively (see Note 25).

There is no restriction on the Company's cash balances as of December 31, 2022 and 2021.

6. Contract Assets and Contract Liabilities

This account consists of:

	2022	2021
Contract assets	**₱790,641,788**	₱798,263,685
Contract liabilities	**(50,513,441)**	(25,310,317)
	₱740,128,347	₱772,953,368

Contract liabilities consists of excess collections over recognized receivables and contract assets based on percentage of completion. In 2022, additional contract liabilities amounted to ₱27.22 million, and revenue recognized amounted to ₱1.96 million. In 2021, additional contract liabilities amounted to ₱16.26 million and revenue recognized amounted to ₱3.69 million.

7. Trade and Other Current Receivables

This account consists of:

	2022	2021
Trade receivables	**₱194,250,249**	₱269,797,489
Advances to officers and employees	**15,863,520**	13,545,886
Advances to suppliers and contractors	**4,286,142**	4,131,031
Others	**3,275,059**	1,758,061
	217,674,970	289,232,467
Less: Allowance for expected credit loss	**-**	5,698,770
	₱217,674,970	₱283,533,697

Trade receivables pertain to receivables from sale of condominium units. These receivables are interest-bearing and generally collectible in monthly installments over a period of 5 years. Titles to the units sold under this arrangement are transferred to the buyers only upon full payment of the contract price.

Cash advances made to officers and employees are subject to liquidation upon utilization.

Advances to suppliers and contractors pertain to supply of goods and services in relation to the development activities of the Company. These advances are unsecured and non-interest bearing.

Finance income earned from receivables amounted to ₱333,999 and ₱5,974 in 2022 and 2021, respectively (see Note 25).

Movements in allowance for expected credit loss follow:

	Note	2022	2021
Beginning		**₱5,698,770**	₱5,698,770
Reversal		**(5,698,770)**	-
		₱-	₱5,698,770

Market value of real estate properties sold were considered as collateral for purposes of determining expected credit loss and its effect on amounts of ECL. No provision for expected credit loss was recognized in 2022 and 2021.

8. Real Estate for Sale

This account consists of:

	2022	2021
Raw land	**₱45,176,645**	₱45,176,645
Condominium units for sale	**65,937,600**	70,573,085
Assets under construction	**560,840,042**	481,219,465
Balance at end of year	**₱671,954,287**	₱596,969,195

The movements of this account are as follows:

	Note	2022	2021
Balance at beginning of year		**₱596,969,195**	₱414,628,505
Construction cost		**224,960,548**	319,411,959
Capitalized borrowing costs	18	**15,246,053**	-
Cost of real estate sales		**(62,003,808)**	(68,419,269)
Transfers to investment properties	13	**(109,374,701)**	(68,652,000)
Transfer from investment properties	13	**6,157,000**	-
Balance at end of year		**₱671,954,287**	₱596,969,195

Raw land
Raw land pertains to parcels of land acquired by the Company for future development projects that are intended for sale.

Land for future developments are free from any liens and were not pledged as a security for borrowings.

Condominium units for sale
Condominium units for sale pertain to unsold and completed units of *Primavera City Phase 1*. *Primavera City* is a complex of mixed-use residential and commercial building composed of seven (7) towers with passive and active green features and utilizing a massive solar panel array at the building's rooftop located at Macapagal Corner Materson Avenue, Pueblo de Oro Business Park, Brgy. Upper Carmen, Cagayan de Oro City, Islands of Mindanao. The land for Primavera City project consists of seven (7) lots with a total lot area of 6,558 square meters. The construction will be divided into four (4) phases, of which Primavera City Phase 1 was 100% completed and ready for occupancy. Primavera City Phase 1 is partially financed by loan from Development Bank of the Philippines, collateralized by lot 6 and 7 as at December 31, 2022 and 2021.

Assets under construction
Assets under construction consist of land and project development cost of ongoing real estate project of the Company. As at December 31, 2022, this account includes the land and development costs of *Primavera City Phase 2 and Miramonti Phase 1*. *Miramonti* is a nature-inspired development derived from sponges, an integrated mixed-use development dedicated for commercial areas, parking, offices, and residential spaces. Miramonti project will offer multifunctional room, fitness center, swimming pool, sky garden, playground and a 24/7 hour reception to its residents. Miramonti project is strategically located adjacent to the Manila-Batangas Expressway, the Southern Tagalog Arterial Road ("STAR") Tollway, and direct access by the existing expressway exit.

Primavera City Phases 1 and 2 are partially financed by the loan from Development Bank of the Philippines amounting to ₱295.15 million for 2022. The loan is collateralized by real estate mortgage on the Company's land in Cagayan de Oro with total land area of 1,874 sqm (see Note 18).

Miramonti is financed by a ₱256.87 million loan from Land Bank of the Philippines, collateralized by real estate mortgage on the Company's land with total area of 2,057 sqm (see Note 18).

The Company has no purchase commitments pertaining to its real estate inventories as at December 31, 2022 and 2021. As at December 31, 2022 and 2021, real estate for sale is stated at cost which is lower than its NRV.

9. Prepayments and Other Current Assets

The account consists of:

	2022	2021
Input VAT	**₱139,553,950**	₱88,698,209
Deferred input VAT	**34,874,414**	31,848,393
Prepaid tax	**27,380,827**	38,508,092
Prepaid rent	**4,559,316**	4,521,842
Others	**1,524,965**	1,217,907
	₱207,893,472	₱164,794,443

10. **Property and Equipment**

The roll forward analysis of this account follows:

	Note	Office space	Furniture and fixtures	Transportation equipment	Office software and equipment	Leasehold improvements	Total
Costs							
At December 31, 2020		₱7,323,240	₱5,682,646	₱8,555,342	₱9,736,578	₱1,982,124	₱33,279,930
Additions		-	137,286	-	556,721	-	694,007
At December 31, 2021		7,323,240	5,819,932	8,555,342	10,293,299	1,982,124	33,973,937
Additions		-	151,761	5,715,498	1,667,179	-	7,534,438
Disposals		-	-	(444,697)	(625,234)	-	(1,069,931)
At December 31, 2022		**7,323,240**	**5,971,693**	**13,826,143**	**11,335,244**	**1,982,124**	**40,438,444**
Accumulated depreciation and amortization							
At December 31, 2020		7,112,871	4,769,684	4,285,883	3,925,941	1,305,000	21,399,379
Depreciation and amortization	*24*	210,369	177,334	1,161,977	1,811,196	245,444	3,606,320
At December 31, 2021		7,323,240	4,947,018	5,447,860	5,737,137	1,550,444	25,005,699
Depreciation and amortization	*24*	-	184,127	842,111	2,442,770	244,540	3,713,548
Disposals		-	-	(444,697)	(625,234)	-	(1,069,931)
At December 31, 2022		**7,323,240**	**5,131,145**	**5,845,274**	**7,554,673**	**1,794,984**	**27,649,316**
Carrying amount							
At December 31, 2021		₱-	₱872,914	₱3,107,482	₱4,556,162	₱431,680	₱8,968,238
At December 31, 2022		**₱-**	**₱840,548**	**₱7,980,869**	**₱3,780,571**	**₱187,140**	**₱12,789,128**

The Company's transportation equipment with carrying amounts of ₱7,980,869 and ₱3,107,482 as at December 31, 2022 and 2021, respectively, were subjected to chattel mortgages for the loans obtained from a local bank (see Note 18). In 2020, the Company sold transportation equipment with net book value of ₱732,441 for ₱830,000 resulting to a gain of ₱97,559 recognized under "Other Income".

The cost of fully depreciated property and equipment still in use amounted to ₱7,323,240 as at December 31, 2022 and 2021. None of the assets is restricted nor pledged as security for the Company's liabilities.

All of the Company's property and equipment have been reviewed for impairment. Based on management's evaluation, there was no indication of impairment on property and equipment as at December 31, 2022 and 2021.

11. Right-Of-Use Asset

Cost	**2022**	2021
Balance at beginning of the year	**₱3,863,267**	₱3,863,267
Additions	**3,334,102**	-
Balance, end of year	**7,197,369**	3,863,267
Accumulated Depreciation		
Balance at beginning of the year	**3,863,267**	1,783,046
Depreciation	**1,667,051**	2,080,221
Balance, end of year	**5,530,318**	3,863,267
Net carrying amount, December 31	**₱1,667,051**	₱-

In 2018, the Company entered lease contract with Terrace 28 Corporation for the Company's office and parking space. The term of the lease is for three (3) years starting March 1, 2018 until February 28, 2021. Monthly rental for the Office Space and Parking Space is ₱250,000 and ₱16,050, respectively. This is subject to escalation of 5% commencing on the 3rd year of the lease contract. The lease was renewed for one year until February 28, 2022.

On March 1, 2022, the Company renewed the lease contract for two years commencing from March 1, 2022 to February 28, 2024 with quarterly rental of ₱428,200.

Amount recognized in profit and loss:	*Note*	**2022**	2021
Interest expense of lease liabilities	*17*	**₱86,719**	₱87,600
Depreciation expense of right-of-use assets	*24*	**1,667,051**	2,080,221
Expense relating to short term lease	*24*	**391,537**	-
		₱2,145,307	₱2,167,821

12. Investments in Subsidiaries

This account consists of:

	Financial year-end	**Carrying amount** **2022**	2021
IDC Homes Inc (formerly LBD Land Corporation)	December 31	**₱1,000,000**	₱67,300
IDC Prime Inc (formerly IDCLand Corporation)	December 31	**1,000,000**	67,300
Prima Management Corporation	December 31	**62,500**	-
		₱2,062,500	₱134,600

The Company holds 99.92% ownership interest in common shares in IDC Home Inc and IDC Prime Inc. These entities were incorporated in the Philippines and registered with Philippine SEC on August 19, 2019, which are engaged in the development of real estate, mass community and low-cost housing, townhouses and row houses development, residential subdivision, condominiums, buildings and other massive horizontal and vertical developments, hotels, shopping malls and leisure parks, resorts, and property management.

Prima Management Corporation (PMC), wholly owned by the Company, was also incorporated, and registered with the SEC on February 23, 2022. PMC is engaged in providing management and technical advice for commercial, industrial, manufacturing, and other kinds of enterprises; and to undertake, carry on, assist or participate in the promotion, organization, management, liquidation or reorganizations or corporations, partnerships and other entities.

The management concluded that there is no impairment required as the recoverable amount is higher than the carrying amount.

The subsidiaries registered principal office is located at Unit C BPI-Philamlife Building, 6811 Ayala Avenue, Makati City Philippines.

The subsidiaries are not yet operating and have minimal administrative costs as at December 31, 2022 and 2021. Management believes that the subsidiaries are not significant to the Company. The Company did not issue consolidated financial statements as at December 31, 2022 and 2021 due to insignificance of the subsidiaries to the operations of the Company.

13. Investment Properties

This account consists of:

	2022	2021
Primavera Residences:		
Residential	**₱13,167,000**	₱38,408,866
Commercial	**848,914,071**	666,480,624
Parking	**20,350,000**	20,115,211
Total	**₱882,431,071**	₱725,004,701

The movements of this account are as follows:

	Note	**2022**	2021
At January 1		**₱725,004,701**	₱507,709,413
Transfers from real estate inventories	*8*	**109,374,701**	68,652,000
Transfer to real estate inventories	*8*	**(6,157,000)**	-
Capitalized borrowing cost	*18*	**10,726,669**	17,794,268
Unrealized gain from fair market value measurement	*26*	**101,785,299**	165,768,740
Investment property sold		**(58,303,299)**	(34,919,720)
At December 31		**₱882,431,071**	₱725,004,701

On October 19, 2022 and August 5, 2021, the Company's BOD approved the transfer of commercial units previously classified as real estate inventories to investment properties.

Investment properties consist of residential converted to commercial units, commercial and parking space which are held for leasing.

As at December 31, 2022, the fair value of the properties is based on the valuation performed by an accredited independent valuer. The valuation technique adopted for the measurement of fair value of the investment properties is the sales comparison approach. This is a comparative approach that considers the sale of similar or substitute properties and related market data and establishes a value estimate by processes involving comparison. In general, a property being valued is compared with sales of similar properties that have been transacted in the open market.

Movements of the cumulative gain on change in fair value are as follows:

	Note	**2022**	2021
At January 1		**₱501,540,560**	₱359,793,291
Remeasurement recognized in profit or loss	*26*	**101,785,299**	165,768,740
Realized gain due to disposal		**(76,915,816)**	(24,021,471)
At December 31		**₱526,410,043**	₱501,540,560

The fair value hierarchy measurement of the investment properties are as follows:

2022	Quoted prices in active market (Level 1)	Significant observable input (Level 2)	Significant unobservable input (Level 3)
Investment properties			
Date of valuation: **December 31, 2022**	**₱-**	**₱-**	**₱839,627,000**

2021	Quoted prices in active market (Level 1)	Significant observable input (Level 2)	Significant unobservable input (Level 3)
Investment properties			
Date of valuation: December 31, 2021	₱-	₱-	₱690,969,600

There were no transfers between level 1, level 2, and level 3 during the year.

The key assumptions used to determine the fair value of the investment properties and sensitivity analysis are as follows:

Property	Valuation technique	Significant unobservable inputs	Range **2022**	Range 2021	Relationship of unobservable input to fair value
Primavera Project	Sales Comparison Approach	Unit value (price per square meter)	**₱74,000 to 143,000**	₱75,000 to 137,000	The higher the price per square meter, the higher the fair value

Property	Valuation technique	Significant unobservable inputs	Range **2022**	Range 2021	Relationship of unobservable input to fair value
Miramonti Project	Sales Comparison Approach	Unit value (price per square meter)	**₱122,000 to 137,000**	₱121,000 to 136,000	The higher the price per square meter, the higher the fair value

In 2022 and 2021, the Company sold investment properties with carrying value of ₱58,303,299 and ₱34,919,720, respectively, which resulted in gain (loss) on sale amounting to ₱47,761,760 and (₱18,239,433), respectively (see Note 26).

The Company earned rental income amounting to ₱2,642,923, ₱2,730,230 and ₱1,417,190 for the years ended December 31, 2022, 2021 and 2020 respectively (see Note 26).

Expenses incurred in relation to invesment properties amounted to ₱9.10 million and ₱8.50 million in 2022 and 2021, respectively.

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

14. Investment in an Associate

The movements in investment are as follows:

	2022	2021
Balance, beginning of year	**₱3,784,430**	₱4,989,450
Share in net loss for the year	**(1,126,939)**	(1,205,020)
Balance, end of year	**₱2,657,491**	₱3,784,430

The Company holds a 25% ownership in common shares of Constellation Energy Corporation (CEC) acquired at total costs of ₱5,000,000. CEC was incorporated in the Philippines on June 24, 2008. It is engaged in the development of renewable energy facilities to provide clean sources of power and assure a stable supply of electricity. CEC's portfolio of projects currently includes projects in Oriental Mindoro and Negros Oriental, some of which are held 100% by Constellation and some under development with key partners.

The associate's registered principal office is located at Unit 28C BPI-Philamlife Building, 6811, Ayala Avenue, Makati City, Philippines.

The financial statements of CEC are prepared for the same reporting period as that of the Company.

The Company's share interest in CEC is accounted for using the equity method.

The summarized financial information of CEC as at December 31, 2022 and 2021 and for the years ended December 31, 2022 and 2021 are as follows:

Statements of financial position

	2022	2021
Current assets	**₱5,544,631**	₱8,837,219
Noncurrent assets	**6,574,822**	8,143,638
Current liabilities	**(1,489,489)**	(1,843,134)
Net assets	**₱10,629,964**	₱15,137,723

Statements of comprehensive income

	2022	2021
Income	**₱273,002**	₱302,751
Expenses, net	**(4,780,761)**	(5,122,831)
Loss after tax	**(₱4,507,759)**	(₱4,820,080)

Reconciliation of summarized financial information

Reconciliation of the summarized financial information presented to the carrying amount of the Company's interest in an associate, is as follows:

	2022	2021
Net asset	**₱10,629,965**	₱15,137,723
Company's share of net asset (25% equity interest)	**2,657,491**	3,784,430
	₱2,657,491	₱3,784,430

15. **Other Noncurrent Assets**

The account consists of:

	2022	2021 (As restated – Note 35)
Cost to obtain a contract	**₱23,447,402**	₱23,280,017
Security deposits	**7,906,243**	7,902,225
Escrow funds	**5,194,377**	-
Others	**203,756**	203,757
	₱36,751,778	₱31,385,999

Security deposits pertain mainly to deposit to CEPALCO for installation of 6x250 kilovolt-Ampere (kVA) transformer for Primavera Residences and Primavera City utility and rentals.

Escrow funds pertain to trust fund held for condominium corporations.

The movements of cost to obtain a contract are as follows:

	Note	**2022**	2021
Balance at the beginning of the year		**₱23,280,017**	₱22,894,752
Additions		**5,097,910**	10,241,541
Amortization	*23*	**(4,930,525)**	(9,856,276)
Balance at the end of the year		**₱23,447,402**	₱23,280,017

16. **Trade and Other Current Payables**

The account consists of:

	2022	2021 (As restated – Note 35)
Trade payables	**₱783,750,139**	₱750,394,275
Government liabilities	**87,253,092**	76,136,597
Miscellaneous fees payable	**35,279,004**	26,259,073
Accruals and other payables	**48,300,200**	48,610,705
	₱954,582,435	₱901,400,650

Trade payables primarily consist of liabilities to contractors for the costs of development and construction of the Company's real estate projects. Trade and other payables are non-interest bearing and are generally on a 30-60 days term.

Government liabilities pertain to the Company's expanded withholding tax, and other statutory contributions payable.

Miscellaneous fees payable represents amounts collected in advance by the Company from the unit owners which will be used to settle the taxes and fees that will be incurred in the transfer of the condominium title under the name of the unit owners.

Accruals and other payables include advances from buyers and advance rental from leasing services.

17. **Lease Liabilities**

The Company leases office building and parking space with Terrace 28 Corporation located in BPI Philamlife Building, 6811 Ayala Ave, Makati, Metro Manila without a purchase option. The Company's obligations are secured by the lessors' assets for such leases.

Movements and details of this account are as follows:

	2022	2021
Balance at the beginning of the year	**₱-**	₱1,802,400
Additions	**3,334,102**	-
Accretion of interest	**86,719**	87,600
Payments	**(1,713,600)**	(1,890,000)
Balance at end of the year	**1,707,221**	-
Noncurrent portion	**-**	-
Current portion	**₱1,707,221**	₱-

Maturity Analysis	2022	2021
Year 1	**₱1,713,600**	₱-
Less: Unearned interest	**(6,379)**	-
	₱1,707,221	₱-

Analyzed as:	2022	2021
Noncurrent	**₱-**	₱-
Current	**1,707,221**	-
	₱1,707,221	₱-

Reconciliation of liabilities arising from financing activities

The table below details changes in the Company's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were or future cash flows will be, classified in the Company's statement of cash flows as cash flows from financing activities:

Lease liabilities	**2022**	2021
At beginning of the year	**₱-**	₱1,802,400
Noncash changes (i)	**3,420,821**	87,600
Financing cash flows (ii)	**(1,713,600)**	(1,890,000)
At end of the year	**₱1,707,221**	₱-

(i) Non-cash changes represent the recognition of lease liabilities corresponding to right-of-use assets
(ii) Financing cash flow comprises the lease payment made during the year

18. **Borrowings**

This account consists of outstanding loans as at December 31, 2022 and 2021.

Movements of this account are as follows:

	2022	2021
Balance at beginning of year	**₱638,412,307**	₱604,906,442
Availments	**365,732,450**	538,773,000
Payments	**(350,145,862)**	(505,267,135)
Balance at end of year	**₱653,998,895**	638,412,307
Less: Current portion of loans payable	**317,690,493**	350,107,376
Long term portion of loans payable	**₱336,308,402**	₱288,304,931

Details and outstanding balances of loans from local banks as at December 31 follow:

Banking Institution	Purpose	Terms/Maturities	Security/Covenant	Effective interest rate (per annum)	**2022**	2021
Development Bank of the Philippines (DBP)	Construction of Primavera Twin Tower Project	Interest and principal payable quarterly	Real estate properties	5.5% - 7.5%	**₱295,149,734**	₱311,216,225
Land bank of the Philippines (LBP)	Construction project	Interest and principal payable quarterly	Real estate properties	6% - 6.5%	**256,874,355**	264,232,202
United Coconut Planters Bank (UCPB)	Working capital requirement	Interest payable monthly, principal payable upon maturity	Entered under suretyship	6.0%	**46,255,050**	59,400,000
Banco De Oro (BDO)	Car Loan	Interest and principal payable monthly	Secured by a chattel mortgage	8.96%	**2,950,130**	2,124,177
Security Bank	Car Loan	Interest and principal payable monthly	Secured by and auto loan	8.17% -8.81%	**52,769,626**	922,471
EastWest Bank (EW)	Car Loan	Interest and principal payable monthly	Secured by a chattel mortgage	9.72%	**-**	517,232
					₱653,998,895	₱638,412,307

Loans from LBP were used to partially finance the Miramonti project. These loans are secured by real estate mortgage on the Company's land with total area of 2,057 sqm (see note 8).

Loans from UCPB were obtained to augment working capital requirements. These loans are secured by office units, residential units, and commercial units of Primavera Residences.

Loans from AUB were obtained to finance the development and construction of Primavera City project Phase 2. The loan was paid in 2021.

Loans from DBP were used to partially finance the development and construction of Primavera City project Phase 1 and 2. These loans are secured by real estate mortgage on the Company's land for Primavera City Project with total area of 1,874 sqm (See Note 8).

The Company has neither incurred any default nor were the terms of the loans renegotiated for the years ended December 31, 2022 and 2021.

The loan agreements contain some or all of the following debt covenants/restrictions: maintenance of current ratios, debt to equity ratios, guarantees or advances; encumbrance for borrowed money, and sale of assets. The debt covenants, restrictions and requirements were complied with by the Company as of December 31, 2022 and 2021.

Finance costs arising from these borrowings recognized in statements of comprehensive income amounted to ₱16,870,788, ₱23,608,766 and ₱21,937,927 for the years ended December 31, 2022, 2021 and 2020, respectively. Interest capitalized as part of construction cost under "real estate for sale" and "investment properties" are shown below.

	Note	**2022**	2021
Real estate for sale	*8*	**₱15,246,053**	₱-
Investment properties	*13*	**10,726,669**	17,794,268
		₱25,972,722	₱17,794,268

19. Retirement Benefit Obligation

The Company's retirement benefit obligation is computed based on the provision of Republic Act (RA) No. 7641. RA No. 7641 shall apply to all employees of at least five (5) years minimum service in the private sector, regardless of their position, designation, or status and irrespective of the method by which their wages are paid.

Pursuant to this provision, a covered employee who retires shall be entitled to retirement pay equivalent to at least one-half (1/2) month salary for every year of service, a fraction of at least six (6) months being considered as one whole year. The Company's accrual of retirement fund is non-trusteed and is unfunded.

The movements in retirement benefit obligation are as follow:

	2022	2021
Balance at January 1	**₱10,715,065**	₱11,434,609
Current service cost	**911,818**	897,915
Interest cost	**789,046**	569,120
Remeasurement gain	**(1,379,839)**	(2,186,579)
Balance at December 31	**₱11,036,090**	₱10,715,065

The components of retirement benefits charged to operations are as follows:

	2022	2021
Current service cost	**₱911,818**	₱897,915
Net interest cost	**789,046**	569,120
	₱1,700,864	₱1,467,035

The cumulative remeasurement gain recognized in other comprehensive income follows:

	2022		
	Accumulated remeasurement gain	**Deferred tax asset (liability)** *(Note 28)*	**Net**
Balance at January 1	**₱2,186,579**	**(₱546,645)**	**₱1,639,934**
Remeasurement gain	**1,379,839**	**(344,960)**	**1,034,879**
Balance at December 31	**₱3,566,418**	**(₱891,605)**	**₱2,674,813**

	2021		
	Accumulated remeasurement gain	Deferred tax asset (liability) *(Note 28)*	Net
Balance at January 1	₱-	₱-	₱-
Remeasurement gain	2,186,579	(546,645)	1,639,934
Balance at December 31	₱2,186,579	(₱546,645)	₱1,639,934

The assumptions used to determine retirement liability are as follows:

	2022	2021
Discount rate	**7.36%**	4.98%
Salary increase rate	**3.00%**	3.00%

The sensitivity analyses based on reasonably possible changes of the assumptions are as follows:

	Increase (Decrease)	**Effect on retirement liability** **2022**	2021
Discount rate	+1	**(₱1,400,739)**	(₱1,498,436)
	-1	**1,663,573**	1,802,979
Salary increase rate	+1	**1,720,807**	1,824,030
	-1	**(1,466,404)**	(1,539,936)

The Company does not expect to pay retirement benefits within 1-10 years.

20. Share Capital

a) Share capital

	2022		2021	
	No. of Shares	**Amount**	No. of Shares	Amount
Authorized				
Common Shares - ₱0.50 par value per share				
At January 1	**1,300,000,000**	**₱650,000,000**	655,987,200	₱327,993,600
Increase	**-**	**-**	644,012,800	322,006,400
At December 31	**1,300,000,000**	**650,000,000**	1,300,000,000	650,000,000
Preferred Shares - ₱0.50 par value per share	**100,000,000**	**50,000,000**	100,000,000	50,000,000
	1,400,000,000	**₱700,000,000**	1,400,000,000	₱700,000,000
Issued and outstanding				
Common Shares - ₱0.50 par value per share				
At January 1	**629,568,795**	**₱314,784,398**	434,185,375	₱217,092,688
Stock dividends	**-**	**-**	195,383,420	97,691,710
At December 31	**629,568,795**	**314,784,398**	629,568,795	314,784,398
Preferred Shares - ₱0.50 par value per share				
	629,568,795	**₱314,784,398**	629,568,795	₱314,784,398

b) Additional paid-in capital

Additional paid-in capital arises when the amount subscribed for share capital is in excess of the par value.

The issuance of 57,622,000 shares by way of an IPO on December 7, 2015 resulted to the share premium of ₱162,400,779. Details are as follows:

Gross proceeds		₱207,440,000
Offer expenses		
Underwriting and selling fees for the offer shares	749,456	
Taxes to be paid by the Company	9,742,930	
Philippine SEC filling and legal research fees	41,076	
PSE listing and processing fees inclusive of VAT	3,052,119	
Professional fees	837,996	
Out-of-pocket and other expenses	1,804,644	(16,228,221)
Net proceeds		191,211,779
Share capital		(28,811,000)
Total share premium		₱162,400,779

On January 2016, the Company incurred the amount of ₱5,271,535 additional expenses related to the IPO. These expenses are deducted from the additional paid-in capital account. Additional paid-in capital as at December 31, 2022 and 2021 amounted to ₱157,129,244.

c) Stock dividends

In a meeting held on October 21, 2019, the Company's BOD approved the declaration of stock dividends at the rate of 35%, to be taken from the Company's retained earnings.

On December 16, 2019, the Company's issued stock dividends of 112,566,575 common shares to shareholders of record as at November 20, 2019, amounting to ₱56,283,288.

In a meeting held on September 25, 2020, the Company's BOD approved the declaration of stock dividends, to be taken from an increase in the authorized share capital from ₱377,993,600 to ₱700,000,000.

On November 26, 2021, following the Company's application for the increase in authorized share capital, the SEC approved and authorized the issuance of 195,383,420 common shares to cover the stock dividends declared on September 25, 2020. Payment date is on January 14, 2022.

d) Details and movements of shares listed with PSE

As at December 31, 2022 and 2021, the Company has issued and outstanding common share capital of 629,568,795 amounting to ₱314,784,398 and 434,185,375 amounting to ₱217,092,688, respectively.

The details and movement of the shares listed with PSE follows:

Date of SEC approval	Type of issuance	No. of shares issued	Issue/Offer Price
2015	Initial public offering	57,622,000	₱3.60
2017	Stock dividends	26,000,502	0.50
2019	Stock dividends	29,267,876	0.50
2021	Stock dividends	195,383,420	0.50

21. **Related Party Transactions**

The details of the Company's related parties are summarized as follows:

Name of related party	Relationship	Country of incorporation
IDC Homes Inc (formerly LBD Land Corporation)	Subsidiary	Philippines
IDC Prime Inc (formerly IDC Land Corporation)	Subsidiary	Philippines
Prima Management Corporation	Subsidiary	Philippines
Constellation Energy Corporation (CEC)	Associate	Philippines
Primavera Residences Condominium Corporation (PRCC)	Affiliate	Philippines
Individuals	Key management personnel/shareholders	-

CEC is engaged in the development of renewable energy facilities to provide clean sources of power and assure a stable supply of electricity.

PRCC was initially incorporated and registered with SEC to be the Condominium Corporation for the Primavera Residences project. The Company owns certain units at the Primavera residences and participates as a member of the affiliate's BOD.

Outstanding balances and significant transactions with related parties are as follows:

	Advances to related parties		Transactions		Terms and conditions	Security	Nature of consideration to be provided upon settlement	Guarantees given or received	Impairment loss		Allowance for impairment loss	
	2022	2021	**2022**	2021					**2022**	2021	**2022**	2021
Subsidiaries												
IDC Homes Inc (formerly LBD Land Corporation)	**₱101,434**	₱59,965	**₱41,469**	₱45,965	Subject to liquidation	Unsecured	Cash	None	**₱-**	₱-	**₱-**	₱-
IDC Prime Inc (formerly IDC Land Corporation)	**250,711**	236,275	**14,436**	222,275	Subject to liquidation	Unsecured	Cash	None	**-**	-	**-**	-
Prima Management Corporation	**792,104**	-	**792,104**	-	Subject to liquidation	Unsecured	Cash	None	**-**	-	**-**	-
Individuals												
Shareholders	**39,628,564**	45,612,478	**(5,983,914)**	2,890,337	Subject to liquidation	Unsecured	Cash	None	**-**	-	**-**	-
	₱40,772,813	₱45,908,718	**(₱5,135,905)**	₱3,158,577					**₱-**	₱-	**₱-**	₱-

	Advances from related parties		Transactions		Terms and conditions	Security	Nature of consideration to be provided upon settlement	Guarantees given or received
	2022	2021	**2022**	2021				
Associate								
CEC	**₱16,356,490**	₱16,306,774	**₱49,716**	₱3,000,000	Unsecured	Cash	None	Cash
	₱16,356,490	₱16,306,774	**₱49,716**	₱3,000,000				

Advances to related parties are intended for property development costs. The balance of advances to PRCC and CEC as at December 31, 2022 and 2021 pertain to expenses paid by the Company on behalf of PRCC and CEC. The Company also made advances to a major stockholder for the purpose of installing facilities in the Company's projects and providing services that would help achieve the Company envisioned project design. These cash advances are non-interest bearing, unsecured and are subject to liquidation upon utilization. Based on management's assessment, there is no indication of impairment and the carrying values of these advances to shareholders are deemed realizable as at December 31, 2022 and 2021.

Key management compensation amounted to ₱26.7 million and ₱25.2 million in 2022 and 2021, respectively. There are no long-term compensation and post-employment and termination benefits of key management personnel. The retirement benefit expense for key management personnel amounted to ₱783,364 and ₱793,410 in 2022 and 2021, respectively.

22. **Net Sales**

The Company derives revenue from transfer of goods over time and at a point in time in different geographical locations. The Company's disaggregation of each sources of revenue from contracts with customers are presented below:

Geographical location	**2022**	2021	2020
Cagayan De Oro	**₱148,026,961**	₱85,237,861	₱125,933,230
Batangas	**40,990,816**	100,889,110	105,752,250
	₱189,017,777	₱186,126,971	₱231,685,480

Revenue recognized from sale of real estate as at December 31:

	2022	2021	2020
Overtime	**₱116,466,379**	₱124,533,527	₱218,636,780
Point in time	**72,551,398**	61,593,444	13,048,700
	₱189,017,777	₱186,126,971	₱231,685,480

The transaction price allocated to the remaining performance obligations are expected to be recognized within three to five years, from start of construction.

23. **Cost of Sales**

The account consists of:

	2022	2021 (As restated – Note 35)	2020 (As restated – Note 35)
Cost of sales – completed units	**₱55,837,198**	₱19,013,234	₱16,698,325
Cost of sales – uncompleted units	**33,658,293**	59,262,311	102,874,861
	₱89,495,491	₱78,275,545	₱119,573,186

Cost of condominium units sold before the completion of the development is determined on the basis of the acquisition cost of the land plus full development costs, which include estimated costs for future development as determined by the Company.

Amortization of cost to obtain a contract amounting to ₱4,930,525 and ₱9,856,276 was charged to Cost of sales in 2022 and 2021, respectively.

24. General and Administrative Expenses

This account consists of:

	Note	2022	2021	2020
Salaries and other employee benefits		**₱17,814,629**	₱51,083,615	₱58,289,288
Commission		**14,689,201**	9,968,978	16,947,014
Legal and professional fees		**12,895,366**	10,930,059	11,341,628
Advertising and marketing		**9,388,405**	3,706,668	7,913,170
Taxes and licenses		**8,281,825**	14,806,852	19,383,454
Representation and entertainment		**6,999,854**	1,773,212	1,716,611
Depreciation and amortization	*10,11*	**5,380,599**	5,686,541	5,182,730
Bank charges		**4,001,641**	2,631,393	5,850,006
Communication, light and water		**3,829,070**	3,038,330	2,213,604
Transportation and travel		**3,652,781**	1,733,774	1,981,396
SSS, Philhealth and HDMF contributions		**2,521,761**	1,780,359	1,361,834
Repairs and maintenance		**2,388,078**	1,972,508	1,399,018
Dues and subscription		**1,442,116**	1,109,909	799,340
Contractual service fees		**1,359,452**	833,516	919,986
Insurance		**1,242,634**	592,535	950,258
Office supplies		**838,033**	674,920	762,334
Rental	*27*	**391,537**	-	2,260,607
Donations		**309,908**	1,810,633	2,405,948
Trainings and seminars		**107,772**	54,275	53,472
Miscellaneous		**7,830,745**	6,571,547	9,276,714
		₱105,365,407	₱120,759,624	₱151,008,412

Miscellaneous pertain mainly to penalties for the buyback loan agreement.

25. Finance Income

The account consists of:

	Note	2022	2021	2020
Cash in banks	*5*	**₱159,293**	₱36,899	₱49,517
Trade receivables	*7*	**333,999**	5,974	407,748
		₱493,292	₱42,873	₱457,265

26. Other Operating Income, Net

The account consists of:

	Note	2022	2021	2020
Unrealized gain from fair market value measurement	*13*	**₱101,785,299**	₱165,768,740	₱177,759,009
Gain (loss) on sale of investment properties	*13*	**47,761,760**	(18,239,433)	-
Rental income	*13*	**2,642,923**	2,730,230	1,417,190
Others		**31,571,573**	5,557,615	32,134,037
		₱183,761,555	₱155,817,152	₱211,310,236

Others pertain mainly to forfeited collections from cancelled sales. Also in 2022, the Company recorded reversal of expected credit loss under other income (Note 7).

27. **Commitments and Contingencies**

Leases

Company as lessee

The Company rents its office located at Unit 28C, 28th Floor, BPI Philam-Life Building, 6811 Ayala Avenue, Makati City together with two parking slots in the building.

The lease is for a period of two years commencing from March 1, 2022 to February 28, 2024 with quarterly rent of ₱428,200.

The Company's future minimum lease payment are as follows:

	2022	2021	2020
Within one year	**₱1,713,600**	₱-	₱780,564
After one year but not more than five years	**-**	-	-
	₱1,713,600	₱-	₱780,564

Right of use assets and lease liabilities recognized are disclosed in Notes 11 and 17, respectively.

Short-term and leases of low-value assets

Rent expense for short term and low value leases are disclosed in Note 24.

Company as Lessor

The 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.

Rental income on these operating leases for the years ended December 31, 2022, 2021 and 2020 are disclosed in Note 26.

Subcontractors

The Company entered into various subcontractors agreement for the supply of goods and services related to the development and construction of its real estate projects. The Company made advances to its suppliers to mobilize the construction activities.

28. **Income Taxes**

Corporate Recovery and Tax Incentives for Enterprises or "CREATE" Act
On March 26, 2021, the President signed into law Republic Act No. 11534 or the CREATE Act. The law, which became effective on April 11, 2021, introduces reforms to corporate income taxes and incentive systems in the country by implementing certain changes to the current tax regulations.

The CREATE Act resulted to the reduction of the Company's tax rate from 30% to 25% and MCIT from 2% to 1% of gross income for 3 years effective July 1, 2020.

The income tax expense consists of:

	2022	2021 (As restated – Note 35)	2020 (As restated – Note 35)
Current	**₱31,422,875**	₱981,137	₱2,221,836
Deferred	**10,149,628**	407,656	39,935,397
	₱41,572,503	₱1,388,793	₱42,157,233

The current provision for corporate income tax in 2022, 2021 and 2020 represents regular corporate income tax.

Current provision for income tax in 2021 includes adjustment for current tax of prior periods amounted to ₱555,459 representing the effect of change in the effective tax rate due to the effectivity of CREATE Act.

The amount of provision for deferred income tax in 2021 relating to changes in tax rate amounted to ₱31,084,318.

Reconciliation between the provision for income tax at the statutory tax rate and the actual provision for income tax for the years ended December 31, 2022, 2021 and 2020 is as follows:

	2022	2021	2020
Income before income tax	**₱160,287,678**	₱118,050,441	₱149,133,640
Statutory income tax at statutory tax rate of 25% in 2022 and 2021 and 30% 2020	**₱40,071,920**	₱29,512,610	₱44,740,092
Tax effects of:			
Non-deductible expenses	**1,540,406**	570,327	1,329,850
Income subject to final tax	**(39,823)**	(9,225)	(14,855)
Reduction in deferred tax due to change in tax rate	**-**	(31,084,318)	-
Expired NOLCO and MCIT	**-**	2,954,858	186,440
Reduction of prior year income tax to impact of CREATE Act	**-**	(555,459)	-
BOI registered activities under ITH	**-**	-	(4,084,294)
	₱41,572,503	₱1,388,793	₱42,157,233

The components of deferred tax assets as at December 31, 2022 and 2021 are as follow:

	2022	Credited (charged) to profit or loss	Credited (charged to OCI)	2021	Credited (charged) to profit or loss	Credited (charged to OCI)
Deferred tax assets						
Capitalized commission net of amortization	**₱10,220,769**	**(₱204,502)**	**₱-**	₱10,425,271	₱1,877,432	-
Retirement benefit obligation	**2,759,023**	**425,216**	**(344,960)**	2,678,767	(204,971)	(₱546,645)
Gross profit on advances	**275,278**	**-**	**-**	275,278	(55,055)	-
Difference between cash paid over interest and depreciation – PFRS 16	**10,043**	**10,043**	**-**	-	-	-
MCIT	**-**	**(5,030,747)**	**-**	5,030,747	(288,136)	-
Allowance for expected credit loss	**-**	**(1,424,692)**	**-**	1,424,692	(284,939)	-
NOLCO	**-**	**(398,248)**	**-**	398,248	(1,624,453)	-
Others	**-**	**-**	**-**	-	(65,548)	-
	13,265,113	**(6,622,930)**	**(344,960)**	20,233,003	(645,670)	(546,645)
Deferred tax liabilities						
Unrealized gain on fair value of investment properties	**(131,602,511)**	**(6,217,371)**	**-**	(125,385,140)	(17,447,152)	-
Difference between tax and book basis for real estate transactions	**(59,814,329)**	**2,870,291**	**-**	(62,684,620)	20,834,354	-
Capitalized interest (borrowing cost)	**(12,812,203)**	**(5,210,365)**	**-**	(7,601,838)	(3,731,483)	-
Difference between cash paid over interest and depreciation – PFRS 16	**-**	**-**	**-**	-	582,295	-
	(204,229,043)	**(8,557,445)**	**-**	(195,671,598)	238,014	-
	(₱190,963,930)	**(₱15,180,375)**	**(₱344,960)**	(₱175,438,595)	(₱407,656)	(₱546,645)

The Company has recognized deferred tax assets arising from net operating loss carry-over (NOLCO) and minimum corporate income tax (MCIT). The Company's NOLCO and excess MCIT that can be claimed as deduction from future taxable income and income tax payable, respectively, are as follows:

NOLCO

Year incurred		Incurred during the year	Expired/ Applied	Balance	Expiry year
2021	₱-	₱1,592,994	(₱1,592,994)	₱-	2026

MCIT

Year incurred	Beginning balance	Incurred during the year	Expired/ Applied	Ending balance	Expiry year
2019	₱1,827,774	₱-	(₱1,827,774)	₱-	2022
2020	1,666,377	-	(1,666,377)	-	2023
2021	1,536,596	-	(1,536,596)	-	2024
	₱5,030,747	₱-	(₱5,030,747)	₱-	

29. Operating Segment

The Company is organized into one reportable segment which is the development and sale of real estate. The Company also has one geographical segment and derives all its revenues from domestic operations. All the Company's activities are interrelated, and each activity is dependent on the other. Accordingly, all significant operating decisions are based upon analysis of the Company as one segment. The financial information about the sole business segment is equivalent to the financial statements of the Company.

30. **Earnings per Share**

The financial information pertinent to the derivation of the basic and diluted earnings per share for the years ended December 31, 2022, 2021 and 2020 are as follows:

	2022	2021 (As restated – Note 35)	2020 (As restated – Note 35)
Net income for the year	**₱118,715,175**	₱116,661,648	₱106,976,407
Weighted average number of shares outstanding used for computation of diluted income per share	**629,568,795**	629,568,795	434,185,375
Basic earnings per share	**₱0.19**	₱0.19	₱0.25
Diluted earnings per share	**₱0.19**	₱0.19	₱0.25

Basic earnings per share are calculated by dividing net income for the year by the weighted average number of ordinary shares outstanding during the period.

The Company has no dilutive potential ordinary shares for the years ended December 31, 2022, 2021 and 2020.

Average number of shares outstanding used for the computation of basic earnings per share and diluted earnings per share:

	Number of shares outstanding			**Weighted average number of shares**		
	2022	2021	2020	**2022**	2021	2020
January 1	**629,568,795**	629,568,795	434,185,375	**629,568,795**	629,568,795	434,185,375
December 16	**-**	-	-	**-**	-	-
	629,568,795	629,568,795	434,185,375	**629,568,795**	629,568,795	434,185,375

31. **Supplemental Information on the Computation of Earnings Before Interests, Taxes, Depreciation, and Amortization (EBITDA)**

Computation of EBITDA for the years ended December 31, 2022, 2021 and 2020 is as follows:

	2022	2021	2020
Net income	**₱118,715,175**	₱116,661,648	₱106,976,407
Add: Finance cost	**16,997,108**	23,696,366	21,937,927
Provision for income tax	**41,572,503**	1,388,793	42,157,233
Depreciation and amortization	**5,380,599**	5,686,541	5,182,730
Finance income	**(493,292)**	(42,873)	(457,265)
	₱182,172,093	₱147,390,475	₱175,797,032

32. **Supplemental Disclosure on Cash Flow Information**

Reconciliation of liabilities arising from financing activities:

	2022	2021
Borrowings		
At January 1	**₱638,412,307**	₱604,906,442
Loan acquisition	**365,732,450**	538,773,000
Repayments	**(350,145,862)**	(505,267,135)
At December 31	**₱653,998,895**	₱638,412,307

33. **Financial Instruments**

The following table shows the classification, carrying values and fair values of the Company's financial assets and financial liabilities as at December 31:

	2022		2021	
	Carrying value	**Fair value**	Carrying value	Fair value
Financial assets				
Financial assets at amortized costs				
Cash	**₱75,757,688**	**₱75,757,688**	₱52,981,482	₱52,981,482
Contract assets	**790,641,788**	**790,641,788**	798,263,685	798,263,685
Trade and other receivables*	**196,622,137**	**196,622,137**	265,856,780	265,856,780
Advances to related parties	**40,772,813**	**40,772,813**	45,908,718	45,908,718
	₱1,103,794,426	**₱1,103,794,426**	₱1,163,010,665	₱1,163,010,665
Financial liabilities				
Financial liabilities at amortized costs				
Trade and other payables**	**₱867,329,343**	**₱867,329,343**	₱780,875,082	₱780,875,082
Advances from related parties	**16,356,490**	**16,356,490**	16,306,774	16,306,774
Borrowings	**653,998,895**	**653,998,895**	638,412,307	638,412,307
	₱1,537,684,728	**₱1,537,684,728**	₱1,435,594,163	₱1,435,594,163

** Exclusive of advances subject to liquidation, advances to suppliers and contractors, advances to employees, and advances for land acquisition*
*** Exclusive of government liabilities*

The table below shows the fair value measurement hierarchy of financial instruments which are not measured at fair value but for which carrying amounts are disclosed as close approximation of fair values:

	December 31, 2022		
	Quoted prices in active market (Level 1)	**Significant observable input (Level 2)**	**Significant unobservable input (Level 3)**
Financial assets			
Financial assets at amortized costs			
Cash	**₱-**	**₱-**	**₱75,757,688**
Contract assets	-	-	**790,641,788**
Trade and other receivables	-	-	**196,622,137**
Advances to related parties	-	-	**40,772,813**
	₱-	**₱-**	**₱1,103,794,426**
Financial liabilities			
Financial liabilities at amortized costs			
Trade and other payables	**₱-**	**₱-**	**₱867,329,343**
Advances from related parties	-	-	**16,356,490**
Borrowings	-	-	**653,998,895**
	₱-	**₱-**	**₱1,537,684,728**

	December 31, 2021		
	Quoted prices in active market (Level 1)	Significant observable input (Level 2)	Significant unobservable input (Level 3)
Financial assets			
Financial assets at amortized costs			
Cash	₱-	₱-	₱52,981,482
Contract assets	-	-	798,263,685
Trade and other receivables	-	-	265,856,780
Advances to related parties	-	-	45,908,718
	₱-	₱-	₱1,163,010,665
Financial liabilities			
Financial liabilities at amortized costs			
Trade and other payables	₱-	₱-	₱780,875,082
Advances from related parties	-	-	16,306,774
Borrowings	-	-	638,412,307
	₱-	₱-	₱1,435,594,163

The fair value of financial instruments is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced liquidation or sale.

Cash, contract assets, trade and other receivables, advances to related parties, advances from related parties, and trade and other payables. The carrying amounts approximate their fair values due to the short-term maturities of these financial instruments.

Borrowings. The carrying amount approximates the fair value because these are interest-bearing loans at market rate.

34. **Financial and Capital Risk Management, Objectives and Policies**

General objectives, policies and processes
The BOD has overall responsibility and authority for the determination of the Company's risk management objectives and policies and designing and operating processes that ensure the effective implementation of such objectives and policies. The BOD has constituted certain committees to effectively manage the operations of the Company. The Company's principal committees of the BOD include the Audit Committee, the Nomination Committee, and the Compensation and Remuneration Committee.

Financial risk management objectives and policies
The Company is exposed through its operations to market risk, credit risk and liquidity risk. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance.

There have been no substantive changes in the Company's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from previous periods unless otherwise stated in this note.

The policies for managing specific risks are summarized below:

i. 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 Company is exposed to interest rate risk as the Company's borrowings are subject to quarterly repricing scheme based on market rates.

Interest rate sensitivity analysis

The outstanding balances and closing interest rates of the Company's borrowings maturing on the succeeding financial period as at December 31, 2022 and 2021 are as follows:

	2022	2021	2020
Borrowings	**₱317,690,493**	₱350,107,376	₱316,601,511
Interest rate	**6.31%**	6.77%	7.19%

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings, with all other variables held constant, of the Company's profit before tax.

	Change in interest rates	Effect on profit before tax
December 31, 2022	-3%	**(₱601,388)**
	+3%	**601,388**
December 31, 2021	-3%	(₱710,891)
	+3%	710,891
December 31, 2020	-3%	(₱623,662)
	+3%	623,662

The assumed movement in interest rates for the interest rate sensitivity analysis is based on the management's assessment of the reasonably possible change in interest rates during the years presented.

ii. Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The receivable balances are monitored on an ongoing basis with the result that the Company's exposure to impairment is not significant. The Company does not offer credit terms without the specific approval of the management. There is no significant concentration of credit risk.

Customer credit risk is managed by managing and analyzing the credit risk for each new customer before standard payment and delivery terms and conditions are offered. The Company's policy is to deal only with creditworthy customers, tenants and counterparties. In addition, for a significant proportion of sales, advance payments are received to mitigate credit risk. Outstanding receivables are regularly monitored.

In the Company's real estate business, title to the property is transferred only upon full payment of the purchase price. Credit risk for installment contracts receivable is mitigated as the Company has the right to cancel the sales contract without need for any court action and take possession of the condominium unit in case of refusal by the buyer to pay on time the due installment contracts receivable. This risk is further mitigated because the corresponding title to the condominium units sold under this arrangement is transferred to the buyers only upon full payment of the contract price and the requirement for remedial procedures is minimal given the profile of the buyers. The credit quality of the Company's financial assets that are neither past due nor impaired is considered to be good quality and expected to be collectible without incurring any credit losses. The Company's primary target customers are high-income individuals and top corporations, in the Philippines and overseas. These measures minimize the credit risk exposure or any margin loss from possible default in the payments of installments.

Receivables from sale of real estate units are secured with pre-completed property units. The legal title and ownership of these units will only be transferred to the customers upon full payment of the contract price. For other receivables, since the Company trades only with recognized third parties, there is no requirement for collateral.

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 Company security deposits and advance rentals which helps reduce the Company's credit risk exposure in case of defaults by the tenants. For existing tenants, the Company 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.

The following table provides information regarding the maximum credit risk exposure of the Company arising from its principal financial assets as at December 31, 2022 and 2021:

	2022	2021	2020
At amortized cost			
Cash in banks	**₱75,134,807**	₱47,354,276	₱100,319,970
Contract assets	**790,641,788**	798,263,685	678,786,386
Trade and other receivables*	**196,622,137**	265,856,780	451,515,332
Advances to related parties	**40,772,813**	45,908,718	42,750,141
	₱1,103,171,545	₱1,157,383,459	₱1,273,371,829

**Exclusive of advances subject to liquidation, advances to suppliers and contractors, advances to employees, and advances for land acquisition*

The following table provides information regarding the Company's analysis of the age of financial assets by class as at the reporting date:

	At December 31, 2022				
	Cash in banks	**Contract Assets**	**Trade and other receivables***	**Advances to related parties**	**Total**
Neither past due nor impaired	**₱75,134,807**	**₱683,859,811**	**₱196,622,137**	**₱40,772,813**	**₱996,389,568**
Past due but not impaired			**-**	**-**	**-**
1-30 days	**-**	**53,306,375**	**-**	**-**	**53,306,375**
31-60 days	**-**	**10,322,822**	**-**	**-**	**10,322,822**
Over 60 days	**-**	**43,152,780**	**-**	**-**	**43,152,780**
Impaired	**-**	**-**	**-**	**-**	**-**
	₱75,134,807	**₱790,641,788**	**₱196,622,137**	**₱40,772,813**	**₱1,103,171,545**

	At December 31, 2021				
	Cash in banks	Contract Assets	Trade and other receivables*	Advances to related parties	Total
Neither past due nor impaired	₱47,354,276	₱714,578,425	₱265,856,780	₱45,908,718	₱1,073,698,199
Past due but not impaired					
1-30 days	-	47,817,259	-	-	47,817,259
31-60 days	-	24,334,086	-	-	24,334,086
Over 60 days	-	11,533,915	-	-	11,533,915
Impaired	-	-	5,698,770	-	5,698,770
	₱47,354,276	₱798,263,685	₱271,555,550	₱45,908,718	₱1,163,082,229

** Exclusive of advances subject to liquidation, advances to suppliers and contractors and advances for land acquisition*

Credit quality per class of financial assets

The Company's bases in grading its financial assets are as follows:

High grade - These are receivables which have a high probability of collection (the counterparty has the apparent ability to satisfy its obligation and the security on receivables are readily enforceable).

Standard grade - These are receivables where collections are probable due to the reputation and the financial ability of the counterparty to pay but have been outstanding for a certain period of time.

Substandard grade - These are receivables that can be collected provided the Company makes persistent effort to collect them.

The table below shows the credit quality by class of financial assets (gross of allowance for credit losses) of the Company based on their historical experience with the corresponding third parties:

	At December 31, 2022				
	Cash in banks	**Contract assets**	**Trade and other receivables**	**Advances to related parties**	**Total**
High grade	**₱75,134,807**	**₱790,641,788**	**₱196,622,137**	**₱40,772,813**	**₱1,103,171,545**
Standard grade	**-**	**-**	**-**	**-**	**-**
Impaired	**-**	**-**	**-**	**-**	**-**
	₱75,134,807	**₱790,641,788**	**₱196,622,137**	**₱40,772,813**	**₱1,103,171,545**

	At December 31, 2021				
	Cash in banks	Contract assets	Trade and other receivables	Advances to related parties	Total
High grade	₱47,354,276	₱798,263,685	₱265,856,780	₱45,908,718	₱1,157,383,459
Standard grade	-	-	-	-	-
Impaired	-	-	5,698,770	-	5,698,770
	₱47,354,276	₱798,263,685	₱271,555,550	₱45,908,718	₱1,163,082,229

The credit quality of the Company's financial assets is evaluated using internal credit rating. Financial assets are considered as high grade if the counterparties are not expected to default in settling their obligations, thus credit risk exposure is minimal. These counterparties include banks, customers and related parties who pay on or before due date.

The Company has no financial assets whose terms have been renegotiated.

iii. Liquidity risk

This represents the risk or difficulty in raising funds to meet the Company's commitment associated with financial obligation and daily cash flow requirement. The Company is exposed to the possibility that adverse exchanges in the business environment and/or its operations would result to substantially higher working capital requirements and the subsequent difficulty in financing additional working capital.

The Company's approach to manage its liquidity profile are: (a) to ensure that adequate funding is available at all times; (b) to meet commitments as they arise without incurring unnecessary costs; and (c) to be able to access funding when needed. Also, the Company addresses liquidity concerns primarily through cash flows from operations and short-term borrowings, if necessary. The Company likewise regularly evaluates other financing instruments to broaden the Company's range of financing sources.

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact on netting arrangements, if any.

	As at December 31, 2022			
	On demand	**Within 1 year**	**More than 1 year but not more than 5 years**	**Total**
Trade and other payables*	**₱867,329,343**	**₱-**	**₱-**	**₱867,329,343**
Advances from related parties	**16,356,490**	**-**	**-**	**16,356,490**
Borrowings	**-**	**317,690,493**	**336,308,402**	**653,998,895**
Future interest on borrowing	**-**	**19,901,038**	**19,473,035**	**39,374,073**
	₱883,685,833	**₱337,591,531**	**₱355,781,437**	**₱1,577,058,801**

	As at December 31, 2021			
	On demand	Within 1 year	More than 1 year but not more than 5 years	Total
Trade and other payables*	₱780,875,082	₱-	₱-	₱780,875,082
Advances from related parties	16,306,774	-	-	16,306,774
Borrowings	-	350,107,376	288,304,931	638,412,307
Future interest on borrowing	-	30,305,822	37,137,668	67,443,490
	₱797,181,856	₱380,413,198	₱325,442,599	₱1,503,037,653

** Exclusive of government liabilities*

The contractual undiscounted payments related to borrowings consist of the principal amount and future interests, details of which are as follows:

	2022	2021
Principal of loan	**₱653,998,895**	₱638,412,307
Current portion	**317,690,493**	350,107,376
Net of current portion	**₱336,308,402**	₱288,304,931
Future interest	**₱39,374,073**	₱67,443,490
Current portion	**19,901,038**	30,305,822
Net of current portion	**₱19,473,035**	₱37,137,668
Cash flow from principal of loan	**₱653,998,895**	₱638,412,306
Cash flow from future interest	**39,374,073**	67,443,490
	₱693,372,968	₱705,855,796

Capital management

The Company's capital management objectives are as follows:

- to safeguard the Company's ability to continue as a going concern so that it can continue to provide returns for shareholders and benefits for other shareholders; and
- to maintain an adequate capital base so as to maintain investor, creditor and market confidence and to sustain future business developments.

The Company sets the amount of capital it requires in proportion to risk. The Company manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

The Company is subject to externally imposed capital requirement due to loan covenants. No changes were made in the objectives, policies, or processes for managing capital during the years ended December 31, 2022, 2021 and 2020.

35. Prior Year Adjustments

The following table summarizes the impact of the restatement in the Company's statements of financial position as at December 31, 2021, January 1, 2021 and 2020 and statements of comprehensive income, statements of cash flows and for the years ended December 31, 2021 and 2020 for each of the line item affected.

	As at December 31, 2021			
	As previously stated	Prior year adjustment		As restated
Statement of financial position				
Other noncurrent assets	₱45,138,005	(₱13,752,006)	i.	₱31,385,999
Deferred tax assets	9,807,732	10,425,271	ii.	20,233,003
Trade and other current payables	857,011,679	44,388,971	i.	901,400,650
Deferred tax liabilities	199,781,571	(4,109,973)	ii.	195,671,598
Retained earnings	514,197,636	(43,605,732)		470,591,904

	For the year ended December 31, 2021			
	As previously stated	Prior year adjustment		As restated
Statement of comprehensive income				
Cost of sales	(₱70,245,485)	(₱8,030,060)	i.	(₱78,275,545)
General and administrative expenses	(110,790,646)	(9,968,978)	i.	(120,759,624)
Income tax expense	(5,888,552)	4,499,759	ii.	(1,388,793)

	As at January 1, 2021			
	As previously stated	Prior year adjustment		As restated
Statement of financial position				
Other noncurrent assets	₱25,056,004	(₱2,656,201)	i.	₱22,399,803
Trade and other current payables	694,539,293	37,485,738	i.	732,025,031
Deferred tax liabilities	197,397,258	(10,035,485)	ii.	187,361,773
Retained earnings	481,728,420	(30,106,454)		451,621,966

	For the year ended December 31, 2020			
	As previously stated	Prior year adjustment		As restated
Statement of comprehensive income				
Cost of sales	(₱124,863,049)	₱5,289,863	i.	(₱119,573,186)
General and administrative expenses	(134,061,398)	(16,947,014)	i.	(151,008,412)
Income tax expense	(45,071,521)	2,914,288	ii.	(42,157,233)

	As at January 1, 2020			
	As previously stated	Prior year adjustment		As restated
Statement of financial position				
Other noncurrent assets	₱20,592,132	(₱5,081,565)	i.	₱15,510,567
Trade and other current payables	694,539,293	23,403,222	i.	717,942,515
Deferred tax liabilities	151,886,495	(7,121,197)	ii.	144,765,298
Retained earnings	366,009,149	(21,363,590)		344,645,559

i. To correct the carrying amount of capitalized incremental costs of obtaining a contract with a customer
ii. To record impact to deferred taxes of the adjustment in Note i.

36. **Supplemental Information Required by the BIR**

Revenue Regulation (RR) No. 15-2010

The Bureau of Internal Revenue (BIR) has issued RR No. 15-2010 which requires certain tax information to be disclosed in the notes to the financial statements in addition to the disclosures mandated under PFRS. Presented below is the supplementary information required under
RR 15-2010:

a. Value added tax (VAT)

Output VAT

Output VAT declared in 2022 and the revenue upon which the same was based consist of:

	Net Sales/Receipts	Output VAT
Vatable sales	₱218,688,872	₱26,242,665
Exempt sales	156,611,225	-
	₱375,300,097	₱26,242,665

Input VAT

As of December 31, 2022, the details of the input VAT are as follows:

Balance at beginning of the year	₱88,698,209
Add: Current year's domestic purchases/payments for:	
Domestic purchase of goods other than capital goods	50,766,077
Importation of goods other than capital goods	-
Domestic purchase of services	43,242,937
Purchases not qualified for input tax	-
Total available input VAT	182,707,223
Less: Claims for tax credit	26,242,665
Less: Input tax allocable to exempt sales	16,910,608
Balance at end of year	₱139,553,950

b. Other taxes and licenses

Details of the Company's other taxes and licenses and permits in 2022 are as follows:

a. Local	
CTC and Business Permit	₱5,200,225
DST	2,816,809
Others	263,291
b. National	
BIR annual registration	1,500
	₱8,281,825

c. Withholding taxes

Details of withholding taxes paid/payable in 2022 are as follows:

Withholding tax on compensation	₱6,992,473
Expanded withholding taxes	10,936,712
	₱17,929,185

d. Tax assessment and cases

The Company has no unpaid deficiency tax assessments as at December 31, 2022 nor does it have any pending tax cases, litigation and/or prosecution in courts or bodies outside the BIR.

Revenue Regulation (RR) No. 34-2020

BIR issued Revenue Regulations (RR) No. 34-2020, Prescribing the Guidelines and Procedures for the Submission of BIR Form No. 1709, Transfer Pricing Documentation (TPD) and other Supporting Documents, Amending for this Purpose the Pertinent Provisions of RR Nos. 19-2020 and 21-2002, as amended by RR No. 15-2010, to streamline the guidelines and procedures for the submission of BIR Form No. 1709, TPD and other supporting documents. Section 2 of the RR enumerated the taxpayers required to file and submit the RPT Form, together with the Annual Income Tax Return.

The Company is covered under Section 2 of the RR 34-2020, hence the requirements and procedures for related party transactions provided under the said RR is applicable.

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INDEPENDENT AUDITOR'S SUPPLEMENTAL WRITTEN STATEMENT

The Shareholders and the Board of Directors
Italpinas Development Corporation
Unit 28C BPI Philamlife Building
6811 Ayala Avenue, Makati City
Philippines

We have examined the financial statements of **Italpinas Development Corporation** ("the Company") as at and for the year ended December 31, 2022, on which we have rendered the attached report dated April 11, 2023.

In compliance with the Revised Securities Regulation Code Rule 68, we are stating that the Company has a total number of ten (10) shareholders owning one hundred (100) or more shares.

ROXAS CRUZ TAGLE AND CO.

Warren M. Urriza

Warren M. Urriza
Partner
CPA Certificate No. 0106419
Tax Identification No. 246-618-368
SEC Accreditation No. 106419-SEC, Group A, issued on March 24, 2020,
effective for the audit of 2019 to 2023 financial statements of SEC covered institutions
BIR Accreditation No. 08-001682-017-2022, issued on January 5, 2022,
effective until January 4, 2025
PTR No. 9565750, issued on January 3, 2023, Makati City

April 11, 2023
Makati City

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INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTARY SCHEDULES

The Shareholders and the Board of Directors
Italpinas Development Corporation
Unit 28C BPI Philamlife Building
6811 Ayala Avenue, Makati City
Philippines

We have audited, in accordance with Philippine Standards on Auditing, the financial statements of **Itapinas Development Corporation** ("the Company") as at December 31, 2022 and 2021 and for the years ended December 31, 2022, 2021 and 2020, included in this Audited Financial Statements (AFS) and have issued our report thereon dated April 11, 2023. Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The schedules listed in the Index to Financial Statements and Supplementary Schedules in this AFS are presented for purposes of complying with the Revised Securities Regulation Code (SRC) Rule 68 and the Securities and Exchange Commission (SEC) Memorandum Circular No. 11, Series of 2008 and are not part of the basic financial statements. Such schedules are the responsibility of management. The schedules have been subjected to the auditing procedures applied in our audits of the basic financial statements. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

ROXAS CRUZ TAGLE AND CO.

Warren M. Urriza

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April 11, 2023
Makati City

ITALPINAS DEVELOPMENT CORPORATION

RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION
AS AT DECEMBER 31, 2022

SCHEDULE I. RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION

Unappropriated Retained Earnings, *as adjusted to available for dividend distribution, Beginning*		**₱301,710,856**
Add: Net income actually earned/realized during the period		
Net income during the period closed to Retained Earnings		**118,715,175**
Less: Non-actual/unrealized income		
Unrealized foreign exchanges gain-net (except those attributable to	**-**	
Unrealized actuarial gain	**-**	
Fair value adjustment (M2M gains)	**-**	
Fair value adjustment of Investment Property resulting to gain	**(101,785,299)**	
Adjustment due to deviation from PFRS/GAAP-gain	**-**	
Other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS	**-**	
Sub-total		**(101,785,299)**
Add: Non-actual losses		
Equity in net loss of associate/joint venture	**1,126,940**	
Amortization of cost to obtain contract	**4,930,525**	
Depreciation on revaluation increment (after tax)	**-**	
Loss on fair value adjustment of investment	**-**	
Sub-total		**6,057,465**
Net income (loss) actually earned (incurred) during the period		**22,987,341**
Add (less)		
Dividend declared during the period	**-**	
Appropriation of Retained Earnings during the period	**-**	
Reversal of appropriation	**-**	
Effects of prior period adjustments	**-**	
Treasury shares	**-**	
Sub-total		**-**
Total retained earnings, end available for dividends		**₱324,698,197**

ITALPINAS DEVELOPMENT CORPORATION

INDEX TO THE FINANCIAL STATEMENTS
AUDITED FINANCIAL STATEMENTS (AFS)
DECEMBER 31, 2022

Financial Statements

ITALPINAS DEVELOPMENT CORPORATION

SUPPLEMENTARY SCHEDULES AS REQUIRED BY PAR 6 PART II OF THE REVISED SRC RULE 68

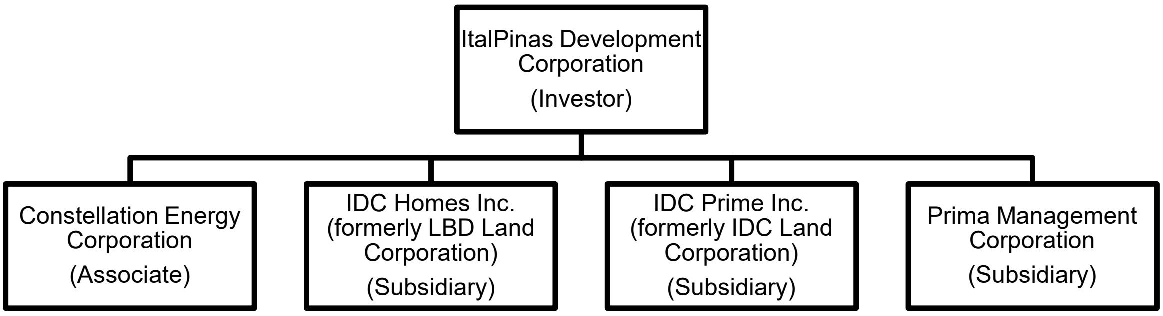
DECEMBER 31, 2022

Supplementary Schedules

Independent Auditors' Report on Supplementary Schedules dated April 11, 2023

A.	Map of the Group of Companies	Applicable (See Schedule I)
B.	Financial Assets	Applicable (See Schedule II)
C.	Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Shareholders (Other than Related Parties)	Applicable (See Schedule III)
D.	Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements	Not Applicable
E.	Intangible Assets – Other Assets	Not Applicable
F.	Long-term debt	Applicable (See Schedule IV)
G.	Indebtedness to Related Parties (Long-Term Loans from Related Companies)	Not Applicable
H.	Guarantees of Securities of Other Issuers	Not Applicable
I.	Share Capital	Applicable (See Schedule V)
J.	Schedule of financial soundness indicators in two comparative Periods	Applicable (See Schedule VI)

Schedule I. Map of Group of Companies



Schedule II. Financial Assets

Financial asset	Name of issuing entity and association of each issue	Number of shares or principal amount of bonds and notes	Amount shown in the statement of financial position	Fair value based on its carrying amount at end of reporting period	Fair value based on approximate discounted value of future cash flows at end of reporting period	Value based on market quotation at end of reporting period	Income received	Income accrued
Cash on hand and in banks	Not applicable	Not applicable	**₱75,757,688**	**₱75,757,688**	Not applicable	Not applicable	**₱159,293**	₱-
Contract assets	Not applicable	Not applicable	**790,641,788**	**790,641,788**	Not applicable	Not applicable	**-**	-
Trade receivables and other receivables*	Not applicable	Not applicable	**196,622,137**	**196,622,137**	Not applicable	Not applicable	**333,999**	-
Advances to related parties	Not applicable	Not applicable	**40,772,813**	**40,772,813**	Not applicable	Not applicable	**-**	-
			₱1,103,794,426	**₱1,103,794,426**			**₱493,292**	₱-

** Exclusive of advances subject to liquidation, advances to suppliers and contractors, advances to employees, and advances for land acquisition*

Schedule III. Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Shareholders (Other than Related Parties)

Name and designation of debtor	Type of Receivable	Balance at beginning of period	Additions	Amounts collected	Amounts offset	Amounts written-off	Current	Noncurrent	Balance at end of period
IDC Homes Inc (formerly LBD Land Corporation)	Advances	**₱59,965**	**₱41,469**	**₱-**	**₱-**	**₱-**	**₱101,434**	**₱-**	**₱101,434**
IDC Prime Inc (formerly IDC Land Corporation)	Advances	**236,275**	**14,436**	**-**	**-**	**-**	**250,711**	**-**	**250,711**
Prima Management Corporation	Advances	**-**	**792,104**	**-**	**-**	**-**	**792,104**	**-**	**792,104**
Constellation Energy Corporation (CEC)	Advances	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Primavera Residences Condominium Corporation (PRCC)	Advances	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Shareholders	Advances	**45,612,478**	**-**	**(5,983,914)**	**-**	**-**	**₱39,628,564**	**-**	**₱39,628,564**
		₱45,908,718	**₱848,009**	**(₱5,983,914)**	**₱-**	**₱-**	**₱40,772,813**	**₱-**	**₱40,772,813**

Schedule IV. Long – term debt

Banking institution	Annual interest rate	Terms	Security	Maturity date	**2022**	2021
Eastwest Bank						
	9.72%	4 years	Autoloan	7/15/2023	**₱-**	₱517,231
Development Bank of the Philippines (DBP)						
	5.95%	5 years	Real estate properties	10/23/2022	**-**	59,379
	5.95%	5 years	Real estate properties	10/23/2022	**-**	19,000,000
	5.95%	5 years	Real estate properties	10/23/2022	**-**	-
	5.95%	5 years	Real estate properties	10/23/2022	**-**	8,850,000
	5.95%	5 years	Real estate properties	10/23/2022	**-**	7,600,000
	5.95%	5 years	Real estate properties	10/23/2022	**-**	3,466,667
	5.95%	5 years	Real estate properties	11/28/2021	**-**	-
	5.95%	5 years	Real estate properties	11/28/2021	**-**	-
	5.95%	5 years	Real estate properties	11/28/2021	**-**	-
	7.50%	3 months	Unsecured	11/28/2021	**-**	-
	7.50%	3 months	Unsecured	11/28/2021	**-**	-
	7.50%	3 months	Unsecured	11/28/2021	**-**	-
	5.50%	5 years	Real estate properties	04/02/2027	**16,020,000**	17,800,000
	5.50%	5 years	Real estate properties	04/02/2027	**22,500,000**	25,000,000
	5.50%	5 years	Real estate properties	04/02/2027	**14,220,000**	15,800,000
	5.50%	5 years	Real estate properties	04/02/2027	**5,565,600**	-
	6.00%	5 years	Real estate properties	04/02/2027	**6,714,000**	-
	6.00%	5 years	Real estate properties	04/02/2027	**25,200,000**	-
	6.75%	5 years	Real estate properties	04/02/2027	**30,000,000**	-
	6.75%	5 years	Real estate properties	04/02/2027	**14,700,000**	-
	5.75%	5 years	Real estate properties	12/07/2025	**28,800,000**	38,400,000
	5.75%	5 years	Real estate properties	12/07/2025	**16,200,000**	21,600,000

Forward

Banking institution	Annual interest rate	Terms	Security	Maturity date	2022	2021
	5.75%	5 years	Real estate properties	12/07/2025	**₱12,631,579**	₱16,842,105
	5.75%	5 years	Real estate properties	12/07/2025	**6,315,789**	8,421,053
	5.75%	5 years	Real estate properties	12/07/2025	**25,263,158**	33,684,211
	5.75%	5 years	Real estate properties	12/07/2025	**3,333,333**	4,444,444
	5.75%	5 years	Real estate properties	12/07/2025	**13,333,333**	17,777,778
	5.75%	5 years	Real estate properties	12/07/2025	**12,000,000**	16,000,000
	5.75%	5 years	Real estate properties	12/07/2025	**42,352,941**	56,470,588
United Coconut Planters Bank (UCPB)						
	6%	6 months	Suretyship	07/03/2022	**-**	9,000,000
	6%	6 months	Suretyship	07/10/2022	**-**	9,000,000
	6%	6 months	Suretyship	07/05/2022	**-**	3,600,000
	6%	6 months	Suretyship	07/12/2022	**-**	12,600,000
	6%	6 months	Suretyship	07/22/2022	**-**	11,700,000
	6%	6 months	Suretyship	08/05/2022	**-**	13,500,000
	7.75%	6 months	Suretyship	01/30/2023	**10,935,000**	-
	7.75%	6 months	Suretyship	05/26/2023	**6,925,500**	-
	7.80%	6 months	Suretyship	05/26/2023	**2,770,200**	-
	7.90%	6 months	Suretyship	05/26/2023	**6,925,500**	-
	7.95%	6 months	Suretyship	05/26/2023	**9,695,700**	-
	7.75%	6 months	Suretyship	05/26/2023	**9,003,150**	-
Security Bank						
	8.17%	5 years	Autoloan	12/26/2022	**-**	272,924
	8.81%	5 years	Autoloan	07/15/2023	**120,627**	649,547
	7.13^	5 years	Autoloan	10/1/2025	**2,649,000**	-
	7.00%	3 months	Short term	02/09/2023	**30,000,000**	-
	7.25%	3 months	Short term	03/20/2023	**20,000,000**	-
Banco de Oro						
	23.53%	1 year	Chattel mortgage	12/12/2021	**-**	-
	8.96%	5 years	Chattel mortgage	12/28/2025	**1,331,730**	2,124,177
		5 years	Chattel mortgage	05/11/2027	**1,618,400**	-

Forward

Banking institution	Annual interest rate	Terms	Security	Maturity date	**2022**	2021
Land Bank of the Philippines						
	6%	180 days	Term loan	06/27/2022	**₱47,025,000**	₱55,000,000
	6%	180 days	Term loan	08/23/2023	**40,500,000**	
	6.5%	6 years	Term Loan	08/01/2025	**-**	20,565,000
	6.25%	6 years	Term Loan	08/01/2025	**3,880,000**	17,700,000
	6.25%	5 years	Term Loan	08/01/2025	**17,600,000**	36,000,000
	6.25%	5 years	Term Loan	08/01/2025	**26,400,000**	24,000,000
	6.25%	5 years	Term Loan	08/01/2025	**18,526,316**	25,263,158
	6.25%	4 years	Term Loan	08/01/2025	**27,500,000**	37,500,000
	6.25%	4 years	Term Loan	08/01/2025	**9,705,882**	13,235,295
	6.25%	4 years	Term Loan	08/01/2025	**13,750,000**	18,750,000
	6.25%	4 years	Term Loan	08/01/2025	**11,893,750**	16,218,750
	6.55%	3 years	Term Loan	08/01/2025	**11,785,715**	-
	7.46%	3 years	Term Loan	08/01/2025	**9,307,694**	-
	8.25%	3 years	Term Loan	08/01/2025	**19,000,000**	-
Total borrowings					**653,998,895**	638,412,307
Less: current portion of the loan					**(317,690,493)**	(350,107,376)
					₱336,308,402	₱288,304,931

Schedule V. Share Capital

Title of issue	Number of shares authorized	Number of shares issued and outstanding as shown under related statement of financial position caption	Number of shares reserved for options, warrants, conversion and other rights	Number of shares held by related parties	Directors, officers and employees	Others
Common shares	**1,300,000,000**	**629,568,795**	**-**	**-**	**360,133,581**	**269,435,214**
Preferred shares	**100,000,000**	**-**	**-**	**-**	**-**	**-**
Totals	**1,400,000,000**	**629,568,795**	**-**	**-**	**360,133,581**	**269,435,214**

Schedule VI. Schedule of financial soundness indicators for two comparative periods

	December 31, 2022	December 31, 2021
Current/Liquidity Ratio		
Current ratio	**1.50**	1.50
Solvency Ratio/Debt-to-Equity Ratio		
Net debt-to-equity ratio	**1.78**	1.89
Asset-to-Equity Ratio		
Net assets per share	**1.69**	1.57
Interest Rate Coverage Ratio		
Interest cover	**10.43**	5.98
Profitability Ratios		
Gross profit ratio	**53%**	58%
EBITDA	**₱182,172,093**	₱147,390,475
Other Ratios		
Basic earnings per share	**₱0.19**	₱0.19
Diluted earnings per share	**₱0.19**	₱0.19

Roselle Cruz <taxandcompliance@italpinas.com>

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