COVER SHEET

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S.E.C. Registration Number

PHILIPPINE REALTY AND HOLDINGS CORPORATION

(Company's Full Name)

ONE BALETE 1 BALETE DRIVE COR N DOMINGO ST BRGY KAUNLARAN QUEZON CITY

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

MR. MARK ANTHONY M. RAMOS	8631-3179
Contact Person	Company Telephone Number

Month Day | Day

2	0	I	S	

FORM TYPE PRELIMINARY

Month

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

NOTICE AND AGENDA OF ANNUAL STOCKHOLDERS MEETING

Notice is hereby given that the Annual Stockholders Meeting ("**ASM**" or "**Meeting**") of **PHILIPPINE REALTY AND HOLDINGS CORPORATION** (the "**Company**") will be held on **Friday, June 27, 2025, at 3:00 p.m.** The Meeting will be conducted virtually and there will no longer be a physical venue for the ASM.

The Agenda of the Meeting is as follows:

1. Call to Order;

2. Certification of Notice of Meeting and Determination of Quorum;

3. Approval of the Minutes of the Previous ASM held on June 28, 2024;

4. Report of the President and approval of the 2024 Annual Report and the 2024 Audited Financial Statements;

5. Election of the Members of the Board of Directors for the ensuing year;

6. Approval and Ratification of all Acts, Contracts, and Deeds of the Board of Directors, Board Committees, Management and Officers during their terms of office;

7. Appointment of External Auditor.

8. Other business that may properly be brought before the Meeting; and

9. Adjournment

Only stockholders of record as of March 31, 2025 are entitled to notice of, and to vote at, the said Meeting.

Pursuant to the Company's By-Laws, the Board of Directors during its meeting on February 18, 2025, approved the conduct of the Annual Stockholders' Meeting to be held in a fully virtual format, hence, stockholders may only attend the meeting by remote communication, by voting *in absentia*, or through proxy. The conduct of the Annual Stockholders' Meeting will be streamed live, and stockholders may attend the Meeting by registering on or before 5:00 PM on June 16, 2025.

Stockholders who intend to participate in the virtual ASM may register by sending an email to asmregistration@philrealty.com.ph of their intention to participate on or before 5:00 PM of June 16, 2025, together with the requirements set forth in the Information Statement and published at the Company's website at http://www.philrealty.com.ph.

Upon successful registration and validation of the documents submitted through email above, the stockholder will receive an email confirmation containing the Zoom link and a code to log in and view the 2025 ASM.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, and based on available records, I certify that the information set forth in this report is true, complete, and correct. This report is signed in the City of Pasig on May 20, 2025

PHILIPPINE REALTY AND HOLDINGS CORPORATION
Issuer

ATTY. REX P. BONIFACIO
Corporate Secretary

SECURITIES & EXCHANGE COMMISSION
SEC FORM 20-IS

Information Statement Pursuant to Rule 20
of the Securities Regulation Code

1. Check the appropriate box
   __X__Preliminary Information Statement
   ______Definitive Information Statement
2. Name of registrant as specified in its charter

   PHILIPPINE REALTY AND HOLDINGS CORPORATION

3. Country of Incorporation: Philippines

4. SEC Identification: 99905

5. Tax Identification No.: 000-188-233-000

6. Address of Principal Office: One Balete, 1 Balete Drive Corner N. Domingo St. Brgy. Kaunlaran District 4, Quezon City

   Address of Satellite Office: 1609 16th Floor, East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City, 1605

7. Registrant's telephone number, including area code:

   (02) 8631-3179

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

   Date: June 27, 2025
   Time: 3 p.m.
   Place: Livestream by accessing online Zoom link (for participation by remote communication)

9. Approximate date on which the Information Statement is first to be sent or given to security holders
   June 3, 2025

10. Securities registered pursuant to Sections 4 and 8 of the RSA:

    a. Shares of stock outstanding as of April 30, 2025

Title of each Class	Number of Shares of Common Stock Outstanding or amount of Debt Outstanding
Common	9,100,102,685 shares

11. Are any or all of registrant's securities listed on the Philippine Stock Exchange?
    Yes X No ___

    If yes, disclose the name of such Stock Exchange and the class of securities listed therein:
The common stock of the Company is listed at the Philippine Stock Exchange, Inc. (PSE)
PLEASE NOTE THAT THE CORPORATION IS NOT SOLICITING PROXIES

A. <u>GENERAL INFORMATION</u>

Item 1. Date, Time and Place of Annual Stockholders' Meeting

The 2025 Annual Stockholders' Meeting ("**ASM**" or "**Meeting**" for brevity) of Philippine Realty and Holdings Corporation ("**Company**") will be held on June 27, 2025 at 3 p.m. The Meeting will be conducted virtually and there will be no physical venue for the ASM.

The complete mailing address of the principal office of the Company is One Balete, 1 Balete Drive Corner N. Domingo Street, Barangay Kaunlaran, District 4, Quezon City and the address of the satellite office of the Company is 1609 16th Floor, East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City.

The approximate date on which the Information Statement is first to be sent and given to the security holders shall be June 03, 2025.

Item 2. Dissenter's Right of Appraisal

No corporate matters or action will be submitted in the Meeting that may call for the exercise of the Right of Appraisal under Title X of Republic Act No. 11232 or the "Revised Corporation Code of the Philippines" ("**Revised Corporation Code**").

Any shareholder of the Company shall have the right to dissent and demand payment of the fair value of his shares only in the following instances, as provided for in Section 80 of the Revised Corporation Code.

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

(b) In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets as provided in this Code;

(c) In case of merger or consolidation; and

(d) In case of investment of corporate funds for any purpose other than the primary purpose of the corporation.

The appraisal right, when available, may be exercised by any stockholder who shall have voted against the proposed corporate action, by making a written demand on the corporation for the payment of the fair value of shares held within thirty (30) days from the date on which the vote was taken: *Provided*, That failure to make the demand within such period shall be deemed a waiver of the appraisal right. If the proposed corporate action is implemented, the corporation shall pay the stockholder, upon surrender of the certificate or certificates of stock representing the stockholder's shares, the fair value thereof as of the day before the vote was taken, excluding any appreciation or depreciation in anticipation of such corporate action.

If, within sixty (60) days from the approval of the corporate action 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 (2) 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: *Provided*, *further*, That upon payment by the corporation of the agreed or awarded price, the stockholder shall forthwith transfer the shares to the corporation.

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

(a) No current director or officer of the Company, or nominee for election as director of the Company or any associate thereof, has any substantial interest, direct or indirect, by security holdings or otherwise, in any matter to be acted upon other than election to office.

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

B. CONTROL AND COMPENSATION INFORMATION

Item 4. Voting Securities and Principal Holders Thereof

a. Number of shares outstanding as of April 30, 2025

Common Shares: 9,100,102,685

Number of Votes Entitled: one (1) vote per share

b. All stockholders of record as of March 31, 2025 are entitled to receive notice of, and to vote at, the annual stockholders' meeting.

c. Manner of Voting

A stockholder entitled to vote at the Meeting shall have the right to vote in person, by proxy, through remote communication or *in absentia* the number of shares registered in his name in the stock and transfer book of the Company as of the record date, for as many persons as there are directors to be elected. Each stockholder shall have the right to 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, or he may distribute them on the same cumulative voting principle among as many nominees as he shall see fit; provided, that the whole number of votes cast by him shall not exceed the number of said shares multiplied by the whole number of directors to be elected.

Pursuant to Section 23 and 57 of the Revised Corporation Code which allow voting through remote communication or in absentia, stockholders intending to participate by remote communication should notify the Company by email to asmregistration@philrealty.com.ph on or before 5:00 PM of June 16, 2025. A stockholder voting remotely or in absentia shall be deemed present for purposes of quorum.

Please refer to Annex F on the Requirements and Procedures for the Voting and Participation in 2025 ASM for complete information on voting via remote communication or voting in absentia, as well as on how to join the livestream for the 2025 ASM.

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

i. The following persons are known to the Company to be directly or indirectly the record or beneficial owner of more than 5% of the Company's voting security as of April 30, 2025.

Title of Class	Name and Address of Record Owner and Relationship with Issuer	Name and Address of Beneficial Owner and Relationship with Record Owner	Citizenship	Number of Shares Owned	% Owned
Common	Greenhills Properties, Inc. E-2002A East Tower, PSE Centre, Exchange Road, Ortigas Center, Pasig City / Stockholder	Greenhills Properties, Inc. E-2002A East Tower, PSE Centre, Exchange Road, Ortigas Center, Pasig City / Stockholder	Filipino	5,933,556,884 shares	65.20%
Common	Phil. Depository & Trust Corp. 37/F Tower I, The Enterprise Center, 6766 Ayala Avenue cor. Paseo de Roxas, Makati / PCD Nominee		Filipino/ Non-Filipino	2,263,510,001 shares	24.66%
Common	Campos, Lanuza & Co., Inc. E-2003B, PSE Centre, Exchange Road, Pasig City / Stockholder	Campos, Lanuza & Co., Inc. E-2003B, PSE Centre, Exchange Rd., Pasig City / Stockholder	Filipino/ American/ Spanish/ Other Alien	275,196,201 shares (net of shares under PCD)	3.02%

Note: Greenhills Properties, Inc. is represented by its President, Gerardo O. Lanuza Jr. and Treasurer, Antonio O. Olbes.

Campos, Lanuza & Co., Inc. is represented by its President, Antonio U. Reyes-Cuerva.

PCD Nominee holds 24.66% interest. PCD Nominee is the registered owner of shares beneficially owned by participants in the PCD. Campos, Lanuza & Co., a participant of PCD has a total of 1,389,588,671 shares under PCD equivalent to 15.27% of the Company's voting securities.

Shares held by Directors and Executive Officers as of April 30, 2025:

ii. Security Ownership of Certain Record and Beneficial Owners and Management

Title of Class	Name of Beneficial Owner	Amount and Nature of Class		Citizenship	%age Owned
		Direct	Indirect		
Common	Gerardo Domenico Antonio V. Lanuza	226,786,043	65,083,203	Filipino	3.20
Common	Gerardo O. Lanuza, Jr.	2,174,024	204,911,203	Spanish/Filipino	2.27
Common	Edmundo C. Medrano	6,000,000	-	Filipino	0.06
Common	Gregory G. Yang	1,831,000	-	Filipino	0.02
Common	Antonio O. Olbes	506,388	-	Filipino	0.00
Common	Amador C. Bacani	229,980	-	Filipino	0.00
Common	Andrew C. Ng	84,000	-	Filipino	0.00
Common	Renato G. Nuñez	10,000	-	Filipino	0.00
Common	Jomark O. Arollado	10,000	-	Filipino	0.00
Common	Alfonso Martin E. Eizmendi	10,000	-	Filipino	0.00
Common	Chiara Rosario Julia L. Paredes	15,150,000	5,000,000	Filipino	0.22
	Total	**252,791,435**	**274,994,406**		**5.77**

iii. Voting Trust Holders of 5% or more

The Company is not aware of any person holding more than 5% of common shares under a voting trust or similar agreement.

iv. Change in Control

At present, there is no change in control nor is the Company aware of any arrangement that may result in a change in control of the Company since the beginning of the last fiscal year.

e. Foreign ownership level as of April 30, 2025

Security	Total outstanding shares	Shares owned by Foreigners	Percent of Ownership
Common Shares	9,100,102,685	75,315,125	0.83%

Item 5. Directors and Executive Officers

The By-Laws provide in part:

Each director is chosen by the stockholders at the annual meeting, or at such subsequent Meeting as may then be determined and shall hold office for one year until his successor is duly elected and qualified. (Section 1, Article II, By-Laws).

The Management Committee members and other officers, unless removed by the Board, shall serve as such until their successors are elected or appointed.

(a) Information required of Directors and Executive Officers

i. Directors and Executive Officers

Pursuant to Section 38 of the new Securities Regulation Code ("**SRC**") and SEC Memorandum Circular No. 16-02 (Guidelines on the Nomination and Election of Independent Directors), the By-Laws has been amended on October 30, 2003 to provide for the Nomination Committee and Election of Independent Directors under Article II, Sections 5 and 6, which reads:

"**Section 5. Nomination Committee** - There shall be a Nomination Committee which shall be independent and shall have at least three (3) voting members, one of whom is an independent director. It shall promulgate guidelines or criteria to govern the conduct of the nomination. It shall pre-screen the qualifications and prepare a final list of candidates which shall contain all the information about all the nominees for Independent Directors.

The Committee shall be constituted at least one month before the date set for the annual stockholders' meeting. The nomination of Independent Director/s shall be conducted by the Committee prior to a stockholders' meeting.

Only nominees whose names appear on the Final List of Candidates shall be eligible for election as Independent Director/s. No other nomination shall be entertained after the Final List of Candidates shall have been prepared. No further nominations shall be entertained or allowed on the floor during the actual annual stockholders' meeting."

In 2019, the Company amended the Corporate Governance Manual and subsumed the function of the Nominations Committee to the Corporate Governance Committee to create a Corporate Governance and Nominations Committee.

"**Section 6. Election of Independent Directors** - The election of Independent Directors shall be made in accordance with the by-laws of the Corporation, except as otherwise provided in other parts of these by-laws and subject to pertinent existing laws, rules and regulations of the Commission.

Cumulative voting shall not apply to the election of an independent director. Single balloting for the regular and independent director/s shall be made. In case however of failure of election for independent director/s, the Chairman of the Meeting shall call a separate election during the same Meeting to fill up the vacancy.

In case of resignation, disqualification or cessation of independent directorship, the vacancy shall be filled by the vote of at least a majority of the remaining directors, if still constituting a quorum, upon the nomination of the Corporate Governance and Nomination Committee; otherwise, said vacancies shall be filled by the stockholders in a regular or special meeting called for that purpose. An independent director so elected to fill a vacancy shall serve only for the unexpired term of his predecessor in office."

Following the recommendations of SEC Memorandum Circular 19, Series of 2016, issued on 22 November 2016 that approved the Code of Corporate Governance for Publicly-Listed Companies, the Corporate Governance and Nomination Committee was constituted by the Board of Directors on 20 November 2018 to assist the Board in the performance of its corporate governance responsibilities, granting the said Committee the functions that were formerly assigned to the Nomination Committee. The charter of the Corporate Governance and Nomination Committee was approved by the Board of Directors also on 20 November 2018.

At the June 30, 2024 organizational meeting of the Board of Directors, the following directors were elected as members of the Corporate Governance and Nomination Committee: Mr. Alfonso Martin E. Eizmendi, Independent Director (as Chairman), Mr. Renato G. Nuñez, Lead Independent Director (Member) and Mr. Jomark O. Arollado, Independent Director (Member).

The following persons, who constitute the final list of candidates presented and approved by the Corporate Governance and Nomination Committee have been nominated to the Board for the ensuing year and have accepted their nominations:

Gerardo Domenico Antonio V. Lanuza
Renato G. Nuñez
Gerardo O. Lanuza, Jr.

Antonio O. Olbes
Edmundo C. Medrano
Andrew C. Ng
Amador C. Bacani
Jomark O. Arollado
Alfonso Martin E. Eizmendi
Chiara Rosario Julia L. Paredes
An 11th director to be elected in a special meeting of the Board of Directors vice Gregory G. Yang who will be resigning in the same special meeting. *Mr. Gregory G. Yang will be resigning in a special meeting of the Board of Directors to be held prior to the submission by the Company of the Definitive Information Statement. The election of a director who will replace Mr. Gregory G. Yang and who will serve Mr. Yang's unexpired term will pass through and qualified by the Corporate Governance and Nominations Committee*

Mr. Alfonso Martin E. Eizmendi, Mr. Renato G. Nuñez, and Mr. Jomark O. Arollado were nominated as the three (3) Independent Directors to be elected at the Meeting. They were nominated by minority stockholders, Eduardo Lucero, Alfredo Alfonso and Patricia Sandejas, respectively.

Further, all the nominees possess all the qualifications and none of the disqualifications provided for in the SRC and its Implementing Rules and Regulations.

No one from the directors/executive officers for election at the Meeting has been involved in any legal or administrative proceedings in his/her personal capacity during the past five (5) years up to the present date that would materially affect his/her ability and integrity to serve as a director or executive officer.

A summary of the qualifications of the incumbent directors, nominees for directors for election at the annual stockholders meeting and incumbent officers is set forth in Annex "A"

ii. Significant Employees

Any director or officer who may be elected at the Meeting is expected to make significant contributions to the operations and business of the Company. Likewise, each employee is expected to do his share in achieving the Company's set goals.

iii. Family Relationships

Mr. Gerardo O. Lanuza, Jr., Chairman Emeritus of the Board, is the father of Mr. Gerardo Domenico Antonio V. Lanuza and first cousin of Mr. Antonio O. Olbes.

Ms. Chiara Rosario Julia L. Paredes is the sister of Mr. Gerardo Domenico Antonio V. Lanuza, and the daughter of Mr. Gerardo O. Lanuza, Jr.

iv. Involvement in Certain Legal Proceedings

None of the Directors or Executive Officers has been subject to any judgment of a competent court in a criminal or bankruptcy proceeding or barring or otherwise limiting his involvement in any type of business or has been found to have violated any securities law during the past five (5) years and up to the latest date.

In addition, RLT, its subsidiaries, and its affiliates, are not involved in any litigation regarding an event that occurred during the past five (5) years that they consider material.

(b) Certain Relationships and Related Party Transactions

The Parent Company and its subsidiaries, in their ordinary conduct of business, have engaged in transactions with associates and other related parties principally consisting of advances and reimbursement of expenses. Purchase of services to and from related parties are made on an arm's length basis and at current market prices at the time of the transactions. Material related party transactions are reviewed and approved by the Related Party Transactions Review Committee and approved by the Board of Directors in accordance with the Company's Related Party Transactions Policy.

However, no other transaction, without proper disclosure, was undertaken by the Group in which any director or executive officer, any nominee for election as director, any beneficial owner of more than 5% of the Company's outstanding shares (direct or indirect) or any member of his immediate family was involved or had a direct or indirect material interest.

The Company's Directors and employees are required to promptly disclose any business and family-related transactions with the Company to ensure that potential conflicts of interests are surfaced and brought to the attention of management. None of the Company's directors have entered into self-dealing and related party transactions with or involving the Company in 2024

The table below sets out principal ongoing transactions of the Company with related parties as of December 31, 2024. Additional information on RLT Related Party Transactions can be found on Note 15 of the RLT Consolidated and Note 16 of the RLT Separate Audited Financial Statements

RELATED PARTY RECEIVABLES	NATURE OF TRANSACTION	AMOUNT (In ₱ Millions)	RELATIONSHIP
Greenhills Properties, Inc.	Sales of condominium units to related parties are based on the effective price list and terms that would be available to third parties. Titles to the units remain with the Company and are not transferred until they are fully paid.	₱ 51.9	Principal Shareholder
Alexandra (USA), Inc.	Advances to subsidiaries and associates are unsecured, non-interest-bearing and to be settled in cash.	Cost - ₱ 132 Allowance for Impairment loss (132) Total ₱ -	Associate

RELATED PARTY RECEIVABLES	NATURE OF TRANSACTION	AMOUNT (In ₱ Millions)	RELATIONSHIP
Sultan's Power, Inc	Advances to subsidiaries and associates are unsecured, non-interest bearing and to be settled in cash	Cost - ₱ 76.6 Allowance for Impairment loss (66.8) Total ₱ 9.8	Subsidiary
PRHC Property Managers, Inc.	Advances to subsidiaries and associates are unsecured, non-interest bearing and to be settled in cash	Cost - ₱ 20.2 Allowance for Impairment loss (0.0) Total ₱ 20.2	Subsidiary
Universal Travel Corporation	Advances to subsidiaries and associates are unsecured, non-interest bearing and to be settled in cash	Cost - ₱ 30.1 Allowance for Impairment loss (30.1) Total ₱ -	Subsidiary

Property-for-share swap by and between Philippine Realty and Holdings Corporation and Greenhills Properties, Inc.

The Board of Directors approved on April 18, 2018 the amendment of the Parent Company's Articles of Incorporation (**AOI**) for the purpose of increasing RLT's Authorized Capital Stock (**ACS**) that was necessary to accommodate the issuance of new, primary shares from the increased capital stock in favor of Greenhills Properties, Inc. (**GPI**), a corporation incorporated under the laws of the Philippines, in exchange for prime real properties that GPI will contribute into RLT as capital.

The property-for-share swap transaction involves GPI contributing into RLT two (2) vacant lots located in the BGC more particularly described as follows: 1) Lot 1 Block 8 containing 1,600 sq.m., located at the corner of 6th Avenue and 24th Street; and 2) Lot 4 Block 8 also containing 1,600 sq.m., located at 6th Avenue corner 25th Street. Lot 1 Block 8 is registered under the name of GPI. GPI also acquired Lot 4 Block 8 from its wholly owned subsidiary, Lochinver Assets Inc. (**LAI**), by way of merger approved by the SEC on 28 November 2012, with GPI as the Surviving Corporation and LAI as the Absorbed Corporation.

The said transaction also involves RLT issuing 4,177,777,778 new common shares from the increase in its ACS, in favor of GPI in exchange for the two (2) vacant lots in BGC that GPI will contribute into RLT as capital.

In the above-described transaction, RLT engaged the services of a PSE-accredited firm to come up with a Valuation and Fairness Opinion Report. The said PSE-accredited firm expressed the opinion that the method employed by RLT is a fair basis in determining the transaction price (and the transaction value) for the issuance of new shares from an increase in the ACS.

On May 14, 2019, the SEC approved the increase in the Parent Company's ACS from ₱4,000,000,000.00 divided into 8,000,000,000 shares with par value of ₱0.50 per share to ₱8,000,000,000.00 divided into 16,000,000,000 shares with par value of ₱0.50 per share. This was after the approval by a majority of the Board of Directors on April 18, 2018 and by the vote of the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock on July 23, 2018.

On 22 June 22, 2021, the tax-free exchange of properties for shares transaction by and between RLT and GPI was completed.

On 22 June 22, 2021, RLT, through its external legal counsels, received from the Registry of Deeds for Taguig City, the land titles covering the two (2) vacant lots located in the BGC as described above, contributed by GPI as equity into RLT, already registered under the name of RLT.

Also on 22 June 22, 2021, in exchange for the two (2) BGC vacant lots, RLT issued 4,177,777,778 new common shares from its increased capital stock, in favor of GPI.

With the issuance of new shares in its favor, GPI now owns 5,933,556,844 shares in RLT, bringing its percentage ownership to 65.20% from 35.67%. The remaining shares of RLT are owned by various individuals and institutional stockholders.

As of April 30, 2024, 9,100,102,685 shares are subscribed and outstanding.

(c) Ownership Structure and Parent Company

As of April 30, 2024, Greenhills Properties Inc. (**GPI**) owns 65.20% of the total outstanding voting shares of the Company.

(d) Resignation of Directors

None of the directors have resigned or declined to stand for re-election to the Board of Directors since the date of the last annual meeting of security holders due to disagreement with the Company on any matter relating to the Company's operations, policies, or practices.

Item 6. Compensation of Directors and Executive Officers

(a) Executive Compensation

	Year	Salary	Bonus	Per Diem	Other Annual Compensation	Total
(i). CEO and all individuals serving as the registrant's CEO or acting in a similar capacity during the last completed fiscal year.						
*Alfredo S. Del Rosario Jr.	2023 - Actual	13.5M	None	0.07M	None	13.57M
**Gerardo Domenico	2024 - Actual	13.5M	None	0.07M	None	13.57M

	Year	Salary	Bonus	Per Diem	Other Annual Compensation	Total
Antonio V. Lanuza ***Edmundo C. Medrano	2025 - Projected	13.5M	None	0.07M	None	13.57M
(ii) the registrant's four most highly compensated executive officers other than the CEO who were serving as executive officers at the end of the last completed fiscal year						
Carlos T. Paca (VP Business Development); Erwin V. Ciar (VP Project and Construction Mgt); Marissa S. Bontogon (VP Controller); Susan S. Carag (VP Property Management)	2023 - Actual 2024 – Actual 2025 - Projected	12.36M 12.36M 12.36M	None None None	None None None	None None None	12.36M 12.36M 12.36M
(iii) All other officers and directors as a group unnamed	2023 - Actual 2024 – Actual 2025 - Projected	3.33M 3.33M 3.33M	None None None	None None None	None None None	3.33M 3.33M 3.33M

**On February 21, 2023, the Board of Directors approved the resignation of Mr. Alfredo S. Del Rosario, Jr. as Director, President and Chief Executive Officer for health reasons effective February 28, 2023;*
***Election of Mr. Gerardo Domenico Antonio V. Lanuza as President to serve the unexpired term of Mr. Del Rosario Jr.*
**** Mr. Edmundo C. Medrano was ~~appointed~~ elected as President on June 30, 2023*

The Executive Officers are elected annually by the Board of Directors at its first meeting following the annual stockholders' meeting. Every officer, including the President, is subject to removal at any time by the Board of Directors. All officers hold office for one year and until their successors are duly elected and qualified; provided that any officer elected to fill any vacancy shall hold office only for the unexpired term of the office filled.

The compensation of the Company's executive officers is fixed by the Board of Directors. They are covered by contracts of employment and as such they are entitled to all the benefits accruing to salaried employees of the Company. The executive officers are receiving Salaries and allowances monthly and 13th month benefits annually. The Salary column on the table above consists already of Salaries, allowances, and annual 13th month benefits.

(b) Compensation of Directors

Directors are entitled to a per diem of ₱6,000 and ₱4,000 allowance for meals and transportation for board meetings attended except for Independent Directors who receive per diem of ₱20,000.00 for board meetings attended. In addition, the members of the Board of Directors are entitled to a portion of the 5% of Net Income before Tax as profitsharing incentive for directors, officers and staff.

The directors of the Registrant received per diem in the amount of ₱1,220,000, ₱1,254,000, and ₱1,414,000, for 2024, 2023, and 2022, respectively.

Item 7. Independent Public Accountants

(a) The principal accountant and external auditor of the Company is Maceda Valencia & Co. The same accounting firm is being recommended for re-appointment at the annual stockholders' meeting.

(b) Representatives of Maceda Valencia & Co. for the current year and for the most recently completed fiscal year are expected to be present at the annual stockholders' meeting. They will have the opportunity to make a statement if they desire to do so and are expected to be available to respond to appropriate questions.

(c) **Changes in, and Disagreements with, Accountants on Accounting and Financial Disclosures**

Pursuant to the General Requirements of SRC Rule 68, Par. 3 (Qualifications and Reports of Independent Auditors), the Company has engaged Maceda Valencia & Co. as external auditor, and Mr. Jose T. Valencia is the Partner-in-Charge for the audit years 2024 and 2023. while Mr. Antonio O Maceda, Jr. was the Partner-in-Charge for the preceding three (3) years or from 2020 to 2022. There were no disagreements with the Maceda Valencia & Co. on any matter of accounting and financial disclosure.

(d) **Audit and Audit-Related Fees**

The professional fees of independent auditors Maceda Valencia & Co. for 2024 and 2023 amount to ₱1,125,000 exclusive of VAT. Out-of-pocket expenses are pegged at 15% of professional fees for 2024 and for 2023.

In addition to tax consultation services, Maceda Valencia & Co. was also engaged to provide Transfer Pricing Study.

(e) **Tax fees**

In 2024, the Parent Company did not engage the services of Maceda Valencia & Co. for tax consulting services.

(f) **The Audit Committee's approval of policies and procedures for the above services**

The Audit Committee approves the terms of engagement and scope of services of the independent auditors as endorsed by Management. For non-audit services, Management is required to disclose to the Audit Committee any non-audit engagement for the appointed independent auditors to ensure that their independence will not be compromised.

The Chairman of the Audit Committee is Renato G. Nuñez (Vice Chairman of the Board and Lead Independent Director). The members are Alfonso Martin E. Eizmendi (Independent Director), Jomark O. Arollado (Independent Director), and Amador C. Bacani (Director).

Item 8. Compensation Plans

No matters or actions with respect to any compensation plan pursuant to which cash or noncash compensation may be paid or distributed will be taken up during the Meeting.

C. ISSUANCE AND EXCHANGE OF SECURITIES

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

No matters or actions concerning authorization or issuance of securities will be taken up during the Meeting.

Item 10. Modification or Exchange of Securities

The Company will not be presenting any matter or act involving the modification of any class of the Company's securities or the issuance or authorization for issuance of one class of the Company's securities in exchange for outstanding securities of another class during the Meeting.

Item 11. Financial and Other Information

The audited financial statements as of December 31, 2024, Management's Discussion and Analysis, Market Price of Shares and Dividends and other data related to the Company's financial information are attached hereto as Annex "B". The Schedules required under Part II(7)(D)(Annex 68 J) of Revised SRC Rule 68 will be included in the Annual Report (SEC Form 17-A).

Item 12. Mergers, Consolidations, Acquisitions and Similar Matters

There is no proposed merger, consolidation, acquisition by sale, or liquidation of the Company that will be presented during the Meeting.

Item 13. Acquisition or Disposition of Property

There are no matters or actions to be taken up in the annual stockholders' meeting with respect to acquisition or disposition of any property by the Company requiring stockholders' approval under the Revised Corporation Code.

Item 14. Restatement of Accounts

As used herein and in other sections of this Information Statement, unless the context otherwise requires, the Group refers to the Company and its subsidiaries where the Company has control pursuant to Part II Item 10 of the Revised SRC Rule 68 (Consolidated Financial Statements).

The accounting policies adopted are consistent with those of the previous financial year except for the adoption of the new and amended Philippine Financial Reporting Standards (PFRS) and the Philippine Interpretations of International Financial Reporting Interpretation Committee (IFRIC) which became effective beginning January 1, 2018.

Please refer to Note 31 of the attached Company's audited financial statements on the Summary of Significant Accounting Policies for the accounting of the new PFRS and IFRIC which became effective in 2022.

D. OTHER MATTERS

Item 15. Action with respect to Reports

The following matters were submitted to the stockholders for approval/ratification in the last Annual Stockholders' Meeting:

(a) Approval of the Minutes of the Stockholders Meeting held on June 30, 2024
(b) Approval of the Annual Report of the Board of Directors and Audited Financial Statements as of December 31, 2023
(c) Ratification of acts and proceedings of the Board of Directors, Board committees and officers since the last Annual Stockholders' Meeting held on June 30, 2023
(d) Approval by shareholders of the extension of the term of Lead Independent Director Renato G. Nuñez for three (3) more years
(e) Appointment of External Auditor for 2024; and
(f) Other matters that may require consideration by the stockholders.

The Minutes of the 2024 Stockholders' Meetings are uploaded on the Company's website and may be viewed through the following link: https://www.philrealty.com.ph/investor-relations/#investor-relations. It is also attached in this report the Minutes of the 2024 Stockholders' Meetings as Annex K

The Minutes contain the following information:

(a) A description of the voting and vote tabulation procedures used in the previous meeting
(b) A description of the opportunity given to the stockholders to ask questions and a record of the questions asked and answers given;
(c) The matters discussed and resolutions reached;
(d) A record of the voting results for each agenda item; and
(e) A list of the directors, officers, and stockholders who attended the meeting.

Dividend Policy

Dividends may be declared out of a corporation's unrestricted retained earnings which shall be payable in cash, in property, or in stocks based on outstanding stock held by them. The amount of retained earnings available for declaration as dividends may be determined pursuant to regulations issued by the SEC. The approval of the Board of Directors is generally sufficient to approve the distribution of dividends, except in the case of stock dividends which requires the approval of stockholders representing not less than 2/3 of the outstanding capital stock at a regular or special meeting duly called for the purpose.

Subject to the preferential dividend right of the Preferred Shares, each holder of a Common Share is entitled to such dividends. Aside from what is stated in the Company's amended by-laws and as provided in existing laws, the Company does not have a specific dividend policy. The Company's amended by-laws provide that the Board of Directors shall have the power and authority to fix and determine and from time to time vary, the amount to be reserved as working capital, to meet contingencies, to provide for the utilization of dividends and/or for other purposes, to such extent, in such manner and upon such terms as the Board of Directors shall deem expedient in order to determine the part of nets profits or surplus which shall be declared and paid as dividends; and generally to fix and determine the use and disposition of any net profits or surplus.

The Company has not declared dividends since its last declaration on October 24, 1995.

A director or trustee attendance report

The record of attendance of the directors at the meetings of the Board of Directors (the "Board") held from June 2024 to May 2025 is as follows:

Directors	No. of Meetings Attended/Held	Percent Present
Gerardo Domenico Antonio V. Lanuza	10/12	83%
Renato G. Nuñez	12/12	100%
Gerardo O. Lanuza Jr.	6/12	50%
Antonio O. Olbes	7/12	58%
Chiara Rosario Julia Lanuza Paredes	8/12	67%
Gregory G. Yang	5/12	42%
Andrew C. Ng	10/12	83%
Amador C. Bacani	12/12	100%
Edmundo C. Medrano	12/12	100%
Jomark O. Arollado	11/12	92%
Alfonso Martin E. Eizmendi	11/12	92%

Director disclosures on self-dealings and related party transaction

To the best of the Company's knowledge, there is no undisclosed transaction that was undertaken by the Company involving any director, executive officer, or any nominee for election as director with which such director, executive officer, or nominee for director was involved or had material interest.

Directors and members of the Management are required to disclose any business or family-related transactions with the Company to ensure that the Board of Directors and Management are apprised of any possible conflict of interest.

For further information on the Group's related party transactions, please refer to Note 15 of the RLT Consolidated Audited Financial Statements and Note 16 of the RLT Separate Audited Financial Statements.

Appraisals and performance reports for the board and the criteria and procedure for assessment.

The Company did not conduct in 2024, formal self-assessment for the whole board, individual members, the Chairman, and the Committees. However, the Company remains committed to conduct self-assessment for the whole board, individual members, the Chairman, and the Committees as mentioned in Sec. 6.6 of the Company's Corporate Governance Manual that "The Board shall conduct an annual self-assessment of its performance, including the performance of the Chairman, individual members and committees. Every three years, the assessment shall be supported by an external facilitator. The external facilitator can be any independent third party such as, but not limited to, a consulting firm, academic institution, or professional organization."

The Company discussed and explored possible assistance from the Nasdaq Governance Solutions for Board self-assessment and peer assessment modules, but the price quoted by the said organization was prohibitive.

With this, the Company undertakes to develop a formal self-assessment that can be used in the years to come.

Item 16. Matters Not Required to be Submitted

There are no matters or actions to be taken up in the Meeting that will not require the vote of the stockholders as of the record date.

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

There are no matters or actions to be taken up in the Meeting that is related to amendment of Charter, By-Laws, or Other Documents.

Item 18. Other Proposed Action

(a) Ratification of the acts of the Board of Directors and Officers

Major acts of the board of directors, board committees and officers from July 2024 to April 2025 to be ratified in the forthcoming Meeting of the stockholders on 27 June 2025.

1. Approval of the renewal by Philippine National Bank of the Corporation's credit facilities, comprising a ₱450,000,000.00 Revolving Credit Line and a ₱10,000,000.00 Domestic Bills Purchase Line, under such terms conditions as maybe imposed by PNB and agreed to by the Corporation's authorized representatives.

2. Approval of the amendment to the Loan Drawdown and Repayment/Amortization Schedules on the Corporation's ₱3,800,000,000.00 Term Loan with Philippine Bank of Communications for the UNICO Residential Project, under such terms and conditions to be agreed upon by PBCOM and the Corporation's authorized representatives, with authority granted to the Chairman of the Board and the President of the Corporation to execute related documents.

3. Approval of the audit fees of Maceda Valencia Co., Inc. for 2024.

4. Approval of the conduct of the Annual Stockholders' Meeting via virtual means through live streaming on June 27, 2025, at 3:00 p.m., and the fixing of the Record Date for determining stockholders entitled to notice of and to vote at said meeting.

5. Approval of the Corporation's Audited Financial Statements for the year ended December 31, 2024, and the authorization of designated corporate officers to sign, execute, and/or deliver any and all documents, certifications, and papers necessary or incidental to the issuance, filing, and submission of said financial statements to the

appropriate government agencies, regulatory bodies, financial institutions, and other stakeholders:

6. Confirmation of 2023 Board Resolutions approving the Corporation's applications for cash refunds of unutilized excess creditable taxes withheld for the taxable years 2021 (₱27,648,388.00) and 2022 (₱13,586,045.00).

7. Approval of a new term loan in the amount of ₱300,000,000.00 and the renewal of two existing credit lines totaling ₱600,000,000.00 with the Philippine Bank of Communications.

8. Confirmation of previous board and stockholders' approval on the incorporation of a wholly owned subsidiary, Three Corners Realty Corporation, and the transfer of the Corporation's Lot 4, Block 8 property in Bonifacio Global City (BGC), a 1,600 sq.m. property located at the corner of 25th Street and 6th Avenue to the said subsidiary to facilitate its development, in exchange for preferred shares of the said newly incorporated entity; and the appointment of designated corporate officers to represent the Corporation in undertaking, negotiating, executing, and finalizing all documents, agreements, and regulatory filings necessary to implement the incorporation and property transfer.

9. Appointment of Attorneys-in-Fact to represent and act on behalf of the Corporation in relation to its requests for reconsideration or reinvestigation before the Bureau of Internal Revenue, as well as in pursuing judicial claims for the refund of income tax and/or creditable withholding tax before the Court of Tax Appeals and the Supreme Court

10. Approval of the Corporation's authority to obtain a loan in the amount of ₱50,000,000.00 from Philippine National Bank and the designation of authorized corporate officers to represent the Corporation in securing, negotiating, executing, and finalizing the loan transaction and all related documents.

Item 19. Voting Procedures

Voting in the 2025 ASM will be conducted virtually. The procedures for registration, participation and voting in the 2025 Annual Stockholders Meeting of the Company are detailed in "**ANNEX F**" of the Information Statement.

In the election of directors, the (11) nominees with the greatest number of votes will be elected directors. If the number of nominees for election as directors does not exceed the number of directors to be elected, the Secretary of the Meeting shall be instructed to cast all votes represented at the Meeting equally in favor of all such nominees.

For corporate matters that will be submitted for approval and for such other matters as may properly come before the Meeting, a vote of the majority of the shares present at the Meeting is necessary for their approval.

All agenda items indicated in the Notice of Meeting will be included in the Online Stockholder Voting System and the registered stockholder may vote as follows:

i. For items other than election of the Directors, the stockholder may vote: "For", "Against", or "Abstain". The vote shall be considered as cast for all the stockholder's shares.

ii. For the election of Directors, the stockholder may vote for all the nominees, not vote for any of the nominees, or vote for some of the nominees only, in such number of shares as the stockholder may see fit, provided that the total number of votes cast shall not exceed the number of shares owned, multiplied by the number of Directors to be elected.

The Company undertakes to provide, free of charge, the Annual Report on SEC Form 17-A and SEC Form 17-Q ending March 31, 2025, should the stockholder request for one. The written request should be forwarded by mail to Atty. Rex P. Bonifacio, Corporate Secretary, Philippine Realty and Holdings Corporation at Pastelero Law Office, Unit E-1503, 15th Floor, East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City, or via email at corporatesecretary@philrealty.com.ph. At the discretion of management, a charge may be made for exhibits, provided such charge is limited to reasonable expenses incurred by the registrant in furnishing such exhibits.

This information statement and the Annual Report in SEC Form 17-A will also be posted at the Company's website at http://www.philrealty.com.ph/

Electronic copy of the Information Statement and the Management Report, and SEC Form 17-A and other relevant documents in relation to the annual stockholders meeting may also be accessed through the aforementioned website www.philrealty.com.ph/investor-relations/ and through the PSE EDGE portal.

Pasig, Metro Manila, May 20, 2025.

ATTY. REX P. BONIFACIO
Corporate Secretary

ANNEX "A"

DIRECTORS AND KEY OFFICERS
(as of December 31, 2024)

The write-ups below include positions held as of December 31, 2024 and in the past five years, and personal data as of December 31, 2024 of directors and executive officers.

Board of Directors

Gerardo Domenico Antonio V. Lanuza[1]	Chairman
Renato G. Nuñez	Vice-Chairman / Independent Director
Gerardo O. Lanuza, Jr.	Chairman Emeritus
Antonio O. Olbes	Vice-Chairman Emeritus
Edmundo C. Medrano[1]	Member
Gregory G. Yang[2]	Member
Andrew C. Ng	Member
Amador C. Bacani	Member
Jomark O. Arollado	Independent Director
Alfonso Martin E. Eizmendi	Independent Director
Chiara Rosario Julia L. Paredes	Member

[1] *On February 21, 2023, the Board of Directors approved the resignation of Mr. Alfredo S. Del Rosario, Jr. as Director and President and Chief Executive Officer for health reasons effective February 28, 2023. On the same date, Mr. Gerardo Domenico Antonio V. Lanuza was elected as President to serve the unexpired term of Mr. Del Rosario Jr. On 30 June 2023, Mr. Edmundo C. Medrano was elected President.*

[2] *Mr. Gregory G. Yang will be resigning in a special meeting of the Board of Directors to be held prior to the submission by the Company of the Definitive Information Statement. The election of a director who will replace Mr. Gregory G. Yang and who will serve Mr. Yang's unexpired term will pass through and qualified by the Corporate Governance and Nominations Committee*.

Gerardo Domenico Antonio V. Lanuza / 41 – Filipino

Chairman of the Board of Philippine Realty and Holdings Corporation since June 2019 and a member of the Board of Directors since January 2009. He was Executive Vice President and Chief Operating Officer of Philippine Realty and Holdings Corporation from 2014 to 2019 and was Vice President for Special Projects in 2010. He is a director at various companies such as Greenhills Properties Inc., A Brown Co. Inc., Klassik Motors Corp., and Campos, Lanuza & Co. Inc., where he also serves as the Vice President for Sales. He earned his Bachelor of Science degree in Legal Management at the De La Salle University, Manila in 2006.

Renato G. Nuñez / 54 (Independent Director) - Filipino

Vice-Chairman and Independent Director of Philippine Realty and Holdings Corporation since 2015. Mr. Nuñez is also the current Chairman and Independent Director of PRHC Property Managers Inc. He was the President of CATS Motors, Inc. until June 30, 2023. He is currently the President of Techglobal Data Center, Inc., Techzone Philippines, Inc., LIA Philfoods, Inc., and Everland Estate Development Corp. Moreover, he is also a current Director of All British

Cars, Inc., Cambie Property, Inc. Coventry Motors Corp., and Total Consolidated Asset Management, Inc. Previously, he served as Vice President of Leisure & Resorts World Corp., as well as Midas Hotel & Casino. He was once the Managing Director of Blue Chip Gaming & Leisure Corp., Vice President and Director of AB Leisure Global, Inc., President of Arwen Gaming & Leisure Specialist, Inc., Vice President for Finance of Binondo Leisure and Resort Corp., and Vice President of AB Leisure Exponent., Inc. He completed his BS Industrial Management Engineering degree Minor in Mechanical Engineering at De La Salle University in 1991.

<u>Gerardo Lanuza, Jr. / 78 – Spanish / Filipino</u>

Chairman Emeritus of the Board of Philippine Realty and Holdings Corporation. Mr. Lanuza has been a Director of Philippine Realty and Holdings Corporation since 1981. He is the Chairman and President of Greenhills Properties Inc. He sits as a Director in the following corporations: Gerzon Management Corporation, Broadford Property Holdings Inc., Merdom Corporation, Al Husn Manila, Inc., Domera Trading Corporation, Chiamil Trading Corporation, Nicora Trading Corporation, Xcell Property Ventures Inc., Julnad Assets Holdings Inc., Mernic Assets Holdings Inc., La Bodequita del Medio Inc., Merlan Holdings Inc., Peridot Asset Holdings Inc., Penzance Properties Holdings Corporation, Ju-Lan Assets Holdings Co. Inc., and Stonehaven Realty Services Inc. He is the nominee of Campos Lanuza & Co. Inc. to the Philippine Stock Exchange. He also serves as Treasurer of Lanuza Asset Holding Co. He was formerly Chairman of International Exchange Bank (IBank), Vice Chairman of Philippine Racing Club Inc., Vice President and Director of Makati Stock Exchange, Inc. and Director of Vulcan Industrial & Mining Corporation, Golden Arrow Mining Co., Inc., Apex Mining Co. Inc., Concrete Aggregates Corp., Philippine Overseas Drilling and Oil Development Corp., Surigao Consolidated Mining Co., Inc. and A Brown Company, Inc. He is a member of the Pasay-Makati Realtors Board, Inc. and Chamber of Real Estate and Builders Association, Inc. He graduated from De La Salle College with a degree in Bachelor of Science in Mechanical Engineering in 1969.

<u>Antonio O. Olbes / 78 - Filipino</u>

Vice-Chairman Emeritus of the Philippine Realty and Holdings Corporation. Mr. Olbes has been a Director of RLT since 1986. He had previously served as Chairman and President of Meridian Assurance Corp. from 1994-2008, and President of Raco Trading Phils., Inc. He was formerly a manager at Sycip, Gorres, Velayo & Co., and was Executive Vice President, in charge of trading, at Francisco de Asia and Co. He held a number of directorships, which includes seats in the following groups: PRHC Property Managers, Inc., Greenhills Properties Inc. (Treasurer), Universal Travel Corporation (Vice-Chairman), ICON Tower Residences, Green Vista Development Corporation, SEBLO Business Holdings Corporation, and Xcell Property Ventures Inc.. He has also been named Honorary Consul General (in the Philippines) for the Republic of Nicaragua. He earned his Bachelor of Arts degree in Economics at Holy Cross College, Massachusetts, USA, and his master's degree in business administration from Bobson College, Massachusetts, USA. He completed his Advanced Management Program at Oxford University, United Kingdom, in July 1995.

<u>Edmundo C. Medrano / 71 – Filipino</u>

Mr. Medrano, a Director of Philippine Realty and Holdings Corporation since June 2019. He was appointed as President of the Company on June 30, 2023. He was elected in 2018 as an Independent Director at Credit Information Corporation representing the private sector and

Chairman of its Audit Committee. He is currently a member of the Board of Directors of PRHC Property Managers, Inc., Universal Travel Corporation, Sultan's Power Inc. and Recon-X Energy Corporation. He previously held the positions of Executive Vice President at Philtrust Bank; Vice Chairman, President and Chief Operating Officer at Producers Savings Bank Corporation; Senior Vice President at Asiatrust Development Bank; Senior Vice President at AB Capital and Investment Corporation and Head of Investment Banking and concurrently General Manager of AB Leasing and Finance Corporation; and First Vice President at AsianBank Corporation. He took his Master of Business Management at the Asian Institute of Management from 1974 to 1976. He graduated from De La Salle College with a Degree of Bachelor of Science in Commerce major in Accounting in 1974, ***Cum Laude***, and Bachelor of Arts major in Economics in 1974, ***Cum Laude***.

Andrew C. Ng / 41 – Filipino

Mr. Ng was first elected as Director of RLT on August 2009. He is Vice President of Alpha Alleanza Manufacturing, Inc. Philippines since 2009. He was formerly the Assistant Operations Manager Trainee of Pinncale Foods, Inc., Philippines, serving from 2005 to 2009, and was a Management Trainee at Procter & Gamble Philippines in 2004. He earned his Bachelor of Science degree in Industrial Engineering at De La Salle University, Manila in 2005.

Amador C. Bacani / 76 – Filipino

Mr. Bacani has served as a Director of RLT since 1998. He was formerly the President of Philippine Realty and Holdings Corporation from 2002 to 2014. He also worked in the same Company as Executive Vice President from 1995 to 2002. He is currently the President of Xcell Property Ventures, Inc. (a joint venture partner of the Company). Previously, he was First Vice President and Head of Consumer Banking Group of Rizal Commercial Banking Corporation and served as First Vice President & Head of Branches Operations Support Division as well. He held several other high-level positions in Campos, Lanuza & Co. Inc., Decision Systems Corporation, Security Bank and Trust Company, Allied Banking Corporation, Asian Merchant Finance Inc., Bank of the Philippine Islands, Citibank, N.A. (Manila), and Procter & Gamble Phils., Inc. He graduated with a Bachelor of Science degree in Mechanical Engineering, ***Summa Cum Laude***, from De La Salle College in 1969, and earned his Master of Science in Industrial Administration degree at the Carnegie-Mellon, USA, in 1972.

Jomark O. Arollado / 41 (Independent Director) – Filipino

Mr. Arollado has been an Independent Director of RLT since June 2017. Served as Plant Manager and Strategic Business Unit ("SBU") Head of Rapid Forming Corporation since 2013. Previously, he was also a Plant Manager of Silangan Philtrade Corporation, serving from 2011 to 2012. His first professional stint at Rapid Forming Corporation was in 2006 as the SBU head. Prior, he worked as the ISO Document Controller at SGV & Co. in 2004. He graduated with a Bachelor of Science degree in Industrial Engineering at Dela Salle University Manila in 2005.

Alfonso Martin E. Eizmendi / 60 (Independent Director) - Filipino

Mr. Eizmendi has been an Independent Director of RLT since June 2017. President and CEO of Royal Link Industries Inc., Yields Financial Corporation, Park Cent Tower Realty Corp., and

WGP Villa Realty Corp. Aside from Philippine Realty and Holdings Corp., he is also a Director of Meridian Assurance Corp. Secret 6 Inc., CleanPro, Director and President of The Icon Plaza Condominium Corp., Frimar Realty and Frimar USA. He was formerly the Vice-Chairman of Vi@je Corp. from 2000 to 2001, and Chairman of Blue Star Insurance Brokerage from 1998 to 2001. He graduated from De La Salle University in 1986 with a Bachelor's Degree in Political Science.

Chiara Rosario Julia L. Paredes /34 (Director) - Filipino

Ms. Paredes was elected as Director in the June 30, 2023 annual stockholders meeting. She is currently a member of the Board of Director of Recon–X Energy Corporation and Vice President of Sultan's Power Inc. She is currently a Research Assistant at De La Salle University and she was an Assistant Instructor in the same university. She graduated with a Bachelor of Science in Physics with Specialization in Materials Science, ***Summa Cum Laude***, from De La Salle University in 2013, and earned her Master of Science in Physics at De La Salle University in 2016. She finished her Doctoral degree (Doctor of Philosophy in Physics) from De La Salle University in 2022.

Key Executive Officers

Gerardo Domenico Antonio V. Lanuza	Chairman and President
Alfredo S. Del Rosario Jr.	Director, President and Chief Executive Officer
Edmundo C. Medrano	Director and President
Erwin V. Ciar	Vice President and Head, Project Construction and Management
Adeline Susan C. Carag	Vice President and Head, Property Management Services
Carlos Miguel T. Paca	Vice President and Head, Business Development and Investment Relations Officer
Richard Nicolas K. Go	Vice President and Head, Sales
Marissa S. Bontogon	Vice President and Treasurer and Risk Officer
Atty. Rex P. Bonifacio	Corporate Secretary
Mark Anthony M. Ramos	Vice President and Controller and Compliance Officer

Erwin V. Ciar / 50 – Filipino

Vice President and Head, Project Construction and Management of Philippine Realty and Holdings Corporation since September 2014. He is a Director, and the President, of Charcoal Food Services Inc. He is also Member of Board of Directors and Treasurer of PRHC Property Managers Inc. He is a Director at Andrea North Condominium Corporation, and Recon-X Energy Corporation. Mr. Ciar has extensive work experience for twenty-three years in the fields of project and construction management, construction supervision and contract management. He was the Vice Director for PCMD at Bitexco Group of Companies from 2008 to 2014. He graduated from the Pamantasan ng Lungsod ng Maynila in 1996 with a Bachelor of Science Degree in Civil Engineering.

Adeline Susan C. Carag / 67 – Filipino

Ms. Carag is currently Vice President and Head, Property Management Services of Philippine Realty and Holdings Corporation. She held this position since November 2016. She was formerly the President of PRHC Property Managers Inc. She graduated from Eulogio “Amang” Rodriguez Institute of Science and Technology (EARIST) in 1978 with a degree of Bachelor of Science in Chemical Engineering and Bachelor of Science in Industrial Education.

Carlos Miguel T. Paca / 50 – Filipino

Mr. Paca concurrently holds the positions of Vice President Head, Business Development, and Investor Relations Officer of Philippine Realty and Holdings Corporation. He held this position since March 2017. He is also the General Manager of PRHC Property Managers Inc. He also holds the position as Member of the Board of Directors of Philippine Stock Exchange Centre Condominium Corporation, Hola Comerciantes, Inc., and Meridian Assurance Corp. He graduated from De La Salle University with a degree of Bachelor of Science in Industrial Engineering with Minor in Mechanical Engineering in 1995.

Richard Nicolas K. Go / 42 – Filipino

Mr. Go is currently the Vice President and Head of Sales of Philippine Realty and Holdings Corporation. He held this position since June 2017. He previously worked as Sales Manager at Arthaland Corporation. He graduated from De La Salle University College of Saint Benilde in 2004 with a degree in Hotel, Restaurant and Institution Management.

Marissa S. Bontogon / 52 – Filipino

Vice President and Treasurer and Risk Officer of Philippine Realty and Holdings Corporation. She held her position as Vice President since August 2020 and as Treasurer and Risk Officer since June 30, 2023. She is a Certified Public Accountant and Certified Financial Consultant. She received her Bachelor of Science in Accountancy Degree from De La Salle University in 1992.

Atty. Rex P. Bonifacio / 53 – Filipino

Atty. Bonifacio is the current Corporate Secretary of Philippine Realty and Holdings Corporation. Concurrently, he is also the Corporate Secretary of Philippine Stock Exchange Centre Condominium Corporation and a Partner at Pastelero Law Office. He finished his Pre law at San Sebastian College Recoletos Manila in 1992 with a degree of AB Political Science, ***Cum Laude***. In 1996, he completed his Bachelor of Laws degree in San Sebastian College of Law.

Mark Anthony M. Ramos / 41 – Filipino

Mr. Ramos concurrently holds the positions of Vice President and Controller and Compliance Officer. He is a Certified Public Accountant and Certified Internal Auditor. He earned his Masters in Business Administration from Ateneo Graduate School of Business. He graduated from the Philippine School of Business Administration with a Degree of Bachelor of Science in Accountancy in 2003, ***Cum Laude.***

He was appointed by the Board of Directors of Philippine Realty and Holdings Corporation for the positions of Vice President and Controller and Compliance Officer on June 30, 2023.

ANNEX "B"

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The financial results for the first three (3) months of 2025 of Philippine Realty and Holdings Corporation (interchangeably referred to by its PSE trading symbol "**RLT**" or "**Parent Company**" or as the "**RLT Group**" or "**Group**") reflected a consolidated net loss after tax of ₱55 million. But in spite of this, the Group still maintained acceptable and very conservative liquidity and solvency ratios.

A. REVIEW OF 1st QUARTER 2025 OPERATIONS VS. 2024

I. REVIEW OF CONSOLIDATED STATEMENT OF INCOME FOR THE PERIOD ENDING MARCH 31, 2025 VS. MARCH 31, 2024

For the period ended March 31 (In millions)				
	2025 (Unaudited)	**2024 (Unaudited)**	**Change in Peso**	**Change in Percentage**
REVENUES				
Sales of real estate	₱ -	₱30	(₱30)	(100%)
Rent	20	19	1	5%
Management fees	10	11	(1)	(9%)
Interest income	3	3	-	-
Commission	4	3	1	33%
Other income	1	1	-	-
TOTAL	**38**	**67**	(29)	(43%)
COSTS AND EXPENSES				
Cost of real estate sold	-	11	(11)	(100%)
Cost of services	22	17	5	29%
General and administrative expenses	50	63	(13)	(21%)
Finance cost	19	23	(4)	(17%)
Equity in net loss of associate	1	1	-	-
TOTAL	**92**	**115**	(23)	(20%)
LOSS BEFORE INCOME TAX	(54)	(48)	6	13%
INCOME TAX EXPENSE	1	1	-	-
NET LOSS AFTER TAX	**(₱55)**	**(₱49)**	₱6	12%
OTHER COMPREHENSIVE INCOME (LOSS)	(1)	3	(4)	(133%)
TOTAL COMPREHENSIVE LOSS	**(₱56)**	**(₱46)**	**₱10**	22%

1. **Consolidated net loss after tax**. The RLT Group posted a net loss after tax of ₱55 million for the three (3) months ended 31 March 2025.

   The RLT Group's higher net loss was caused by lower total revenue in the first three (3) months of 2025 compared to the same period last year.

   a. **Income**

   1) **Sales of Real Estate.** No Sales of Real Estate was recorded for the first three (3) months of 2025 as the Parent Company opted to increase the

price for its very few remaining ready-for-occupancy high-end condominium units. In comparison, the Group generated ₱30 million in revenue from Sales of Real Estate during the same period last year.

Sales of Real Estate pertains to units sold by the Parent Company at the Skyline and SkyVillas Towers located in Quezon City and at the Icon Plaza located in Bonifacio Global City (**BGC**).

2) **Rent**. Rental Income increased by ₱1 million or by 5% due to the origination of new lease contracts.

3) **Management Fee.** This account decreased by ₱1 million or by 9% due to lower income from the Group's property management subsidiary.

4) **Commission.** Commission increased by ₱1 million due to higher insurance business generated for the first three (3) months of 2025.

b. Costs and Expenses

1) **Cost of Real Estate Sold**. The Cost of Real Estate Sold for the three (3) months ended 31 March 2025, decreased by ₱11 million, which represents a 100% decrease. The Cost of Real Estate Sold moves in tandem with Sales of Real Estate. As reported earlier, there were no reported Sales of Real Estate in the first three (3) months of 2025.

   In March 2024, the percentage of the Cost of Real Estate Sold to Sales of Real Estate was 37%.

2) **Cost of Services.** Cost of Services increased by ₱5 million or by 29% due to higher expenses incurred by the Parent Company, such as Commission expenses, and by its property management subsidiary, for the three (3) months ended 31 March 2025 compared to the same period last year.

3) **General and Administrative Expenses.** General and Administrative Expenses reported a decrease of ₱13 million or by 21%. This decline was attributed to lower expenses incurred by the Parent Company, including repairs and maintenance, commissions, and business taxes, during the first three (3) months of 2025 compared to the same period last year.

4) **Finance Cost.** Finance Cost decreased to ₱19 million from ₱23 million last year, marking a 17% drop, due to the repayment of non-project related loans (or non-UNICO Project related loans) the interests on which are not capitalized during the first three (3) months of the current year.

5) **Other Comprehensive income.** This account decreased by ₱4 million or by 133%. This is primarily due to the mark-to-market unrealized losses attributable to the Parent Company's stock investments.

II. **Review of Consolidated Statement of Financial Position for the Period Ending 31 March 2025 vs. 31 December 2024**

As of 31 March 2025 vs. 31 December 2024				
	March 31, 2025 (Unaudited)	**December 31, 2024 (Audited)**	**Change in Peso**	**Change in Percentage**
Assets				
Cash and cash equivalents	₱218	₱213	₱5	2%
Financial assets	34	35	(1)	(3%)
Trade and other receivables – net	370	379	(9)	(2%)
Real estate inventories	2,516	2,396	120	5%
Prepayments and other assets – net	991	995	(4)	-
Investments in and advances to associates – net	54	54	-	-
Property and equipment – net	80	84	(4)	(5%)
Investment properties – net	5,327	5,326	1	-
Other Assets	243	248	(5)	(2%)
TOTAL ASSETS	**₱9,833**	**₱9,730**	**₱103**	**1%**
Liabilities				
Trade and other payables	₱390	₱306	₱84	27%
Loans and notes payable	1,923	1,842	81	4%
Retirement benefit obligation	95	91	4	4%
Other liabilities	965	975	(10)	(1%)
Total Liabilities	**3,373**	**3,214**	**159**	5%
Equity				
Capital stock	5,056	5,056	-	-
Reserves	53	54	(1)	(2%)
Retained earnings	1,502	1,557	(55)	(4%)
Treasury stock	(110)	(110)	-	-
Equity attributable to non-controlling interest	(41)	(41)	-	-
Total Equity	**₱6,460**	**₱6,516**	**(₱56)**	**(1%)**
TOTAL LIABILITIES AND EQUITY	**₱9,833**	**₱9,730**	**₱103**	**1%**

1. **Total Assets**. The RLT Group's Total Assets stood at ₱9.8 billion as of 31 March 2025, higher by ₱103 million compared to the Total Assets reported by the Group as of 31 December 2024. The RLT Group's Real Estate Assets accounted for 80% of the Total Assets of the Group as of 31 March 2025.

   Real Estate Inventories increased by ₱120 million or 5% mainly due to additional construction costs charged to the Parent Company's UNICO Residential Project.

   Property and equipment – Net decreased by ₱4 million, or 5%, due to the disposal of transportation equipment by the Parent Company.

   Total Liabilities. Total Liabilities as of 31 March 2025 increased by ₱159 million or by 5% compared to 31 December 2024. The increase was due to new bank loans by the Parent Company for the construction and development of its UNICO Residential Project in BGC, as well as an increase in the Group's Trade and Other Payables.

Trade and other payables increased by ₱84 million or by 27% due to the increase in payable to suppliers and contractors of the Unico Residential Project.

2. **Total Equity.** Total Equity as of 31 March 2025 decreased by ₱56 million compared to 31 December 2024. This is attributable to the net loss incurred by the Group amounting to ₱55 million as of 31 March 2025 and Unrealized holding loss on financial assets at Fair Value through Other Comprehensive Income (**FVOCI**) amounting to ₱1 million.

III. **Performance Indicators**

The table below presents the comparative performance indicators of the RLT Group as of 31 March 2025 compared to 31 December 2024.

Performance Indicators	31 March 2025 Unaudited	31 December 2024 Audited
Current ratio[1]	2.99:1	3.28:1
Debt-to-equity ratio[2]	0.52:1	0.49:1
Asset-to-equity ratio[3]	1.51:01	1.49:1
Book value per share[4]	₱0.73	₱0.73
Earnings per share[5]	(₱0.01)	(₱0.01)

[1] *Current assets / current liabilities*
[2] *Total debt / consolidated stockholders' equity*
[3] *Total assets / Total stockholders' equity*
[4] *Total stockholders' equity plus Subscriptions receivable / No. of shares outstanding*
5 Net income attributable to equity holders of Parent Company / Weighted average no. of common shares issued and outstanding

The table above reflects the continuing conservative stance of the RLT Group in terms of the Group's liquidity and solvency positions. The steady performance of the Debt-to-Equity and Asset-to-Equity Ratios of the Group for the periods under review clearly demonstrate that the Group's conservative solvency position and low debt level.

1. **Current Ratio.** The Group's Current ratio remained at a very conservative and acceptable level at 2.99:1 despite a very slight deterioration from 3.28:1 as of 31 December 2024.

2. **Debt-to-Equity Ratio.** Similarly, the RLT Group's Debt-to-Equity Ratio remained very conservative at 0.52:1 for the period under review.

3. **Asset-to-Equity Ratio.** The Asset-to-Equity Ratio for the period under review reflected a slight improvement at 1.51:1.

4. **Book Value per Share.** The performance of the Company's Book Value per Share has also been steady at ₱0.73 per share.

There are no known events, trends or uncertainties that have material impact on liquidity and will trigger direct or contingent financial obligations including any default or acceleration of an obligation for the three months ended period March 31, 2024. Moreover, for this period there is also no known material:

i. Off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons;
ii. Commitments for capital expenditures, general purpose of such commitments, expected sources of funds for such expenditures;
iii. Events, trends or uncertainties that have material impact on Sales;
iv. Any significant elements of income or loss that did not arise from the registrant's continuing operations;
v. Seasonal aspects that have material effect on the financial statements.

B. REVIEW OF 2024 OPERATIONS VS. 2023

I. <u>REVIEW OF CONSOLIDATED STATEMENT OF INCOME FOR THE PERIOD ENDING DECEMBER 31, 2024 VS. DECEMBER 31, 2023</u>

For the years ended December 31 (In millions)				
	2024 (Audited)	**2023 (Audited)**	**Change in Peso**	**Change in Percentage**
Revenue				
Sales of real estate	₱54	₱175	(₱121)	(69%)
Rent	78	65	13	20%
Management fees	43	41	3	7%
Interest income	11	14	(3)	(21%)
Commission	10	5	5	100%
Other income	187	427	(240)	(56%)
TOTAL	**383**	**727**	**(344)**	**(47%)**
Costs and Expenses				
Cost of real estate sold	34	90	(56)	(62%)
Cost of services	79	75	4	5%
General and administrative	260	308	(48)	(16%)
Finance cost	89	70	19	27%
Equity in net loss of associates	2	2	0	0%
Other expenses	-	5	(5)	(100%)
TOTAL	**464**	**550**	**(86)**	**(17%)**
INCOME BEFORE INCOME TAX	(81)	177	(258)	(146%)
INCOME TAX EXPENSE	40	64	(24)	(38%)
NET INCOME	**(₱121)**	**₱113**	**(₱234)**	**(₱207%)**
OTHER COMPREHENSIVE INCOME (LOSS)	8	(9)	17	189%
TOTAL COMPREHENSIVE INCOME	**(₱113)**	**₱104**	**(₱217)**	**(209%)**

1. **<u>Consolidated net income after tax</u>**. Philippine Realty and Holdings Corporation posted net loss after tax of ₱113 million for the 12 months ended December 31, 2024 compared to ₱104 million net income after tax for the same period last year. The decrease in the Company's profitability is explained below.

   a. **<u>Income</u>**

      1. **<u>Sales of real estate</u>.** Sales of real estate decreased by ₱121 million or by 69% for the 12 months ended December 31, 2024 compared to the sales of real estate for the same period in 2023. Sales of real estate pertains to

units sold at the Skyline and SkyVillas Towers located in Quezon City, and at The Icon Plaza located in Bonifacio Global City.

2. **Rent.** Rental Income increased by ₱13 million or 20% due to the origination of new lease contracts.

3. **Management fees.** Property management fees increased by ₱3 million or by 7% due to the higher fees earned PRHC Property Managers, Inc. (**PPMI**) during the year.

4. **Interest income.** Interest income decreased by 21% due to lower interest income and late payment penalties collected in 2024 from buyers compared to last year.

5. **Commission income.** Commission income increased by ₱5 million or 100% due to the increase in the number of clients of Tektite Insurance Brokers, Inc. (**TIBI**).

6. **Other income.** Other income for the twelve months ended December 31, 2024 decreased by ₱240 million or by 56% compared to the twelve months ended December 31, 2023. Other income consists largely of Gain on fair value changes in Investment Properties that decreased by ₱101 million in 2024 or by 39% compared to 2023. Investment Properties consist largely of land, commercial, office, storage condominium units as well as office and residential parking spaces held to earn rentals or for capital apprecia-tion (or both). The Group's properties that are located in the Tektite Towers, a vacant lot in the Bonifacio Global City (**BGC**), residential and office/commercial units in The Icon Plaza located in the BGC, The El Retiro Mansion in Baguio City, and commercial lots in San Fernando City, La Union, are classified as Investment Properties.

b. **Costs and Expenses**

1. **Cost of real estate sold**. In terms of percentage to Sales of real estate, Cost of real estate sold increased to 63% in 2024 whereas it was at 51% of Sales of real estate for the same period in 2023.

2. **Cost of services.** The cost of service increased to ₱79 million from ₱75 Million for the same period last year due to higher expenses incurred by the Parent Company and its property management subsidiary such as Repairs and maintenance, Condominium dues, Real property taxes, and Other costs in the year 2024.

3. **General and administrative expenses.** General and administrative expenses decreased by ₱48 million or by 16%, mainly due to decrease in Commission expense and implementation of cost rationalization measures.

4. **Finance cost.** The increase in Finance Cost in the amount of ₱19 million was due to full charging of Interest Expense to operations compared to previous years where part of interest payments was capitalized to real estate projects considered as qualifying assets.

5. **Other expenses.** The ₱5 million decrease in Other Expenses is explained by the loss on repossession of real estate properties recorded in 2023 and whereas none was incurred in 2024.

6. **Income Tax expense.** The decrease in Income Tax Expense by ₱24 million was due to the lower fair value gain in 2024 that resulted as well in lower deferred tax liability in 2024.

c. **Other Comprehensive income (loss).** The increase in Other comprehensive income was due to remeasurement gain on retirement benefit obligations and unrealized holding gain on financial assets at Fair Value through Other Comprehensive Income (FVOCI).

d. **Subsidiaries.**

The contributions of the Parent Company's subsidiaries to revenues and net income are shown below.

1. **PRHC Property Managers, Inc. (PPMI)**. The Parent Company's property management subsidiary registered a Total Comprehensive income of ₱9.0 million for the twelve months ended December 31, 2024. It is higher by ₱10.9 million compared to the Total Comprehensive loss of ₱1.9 million registered by PPMI for the same period last year.

2. **Tektite Insurance Brokers, Inc. (TIBI)**. The Group's insurance brokerage firm posted Total Comprehensive Income of ₱4.3 million for the twelve months ended December 31, 2024 which is higher by ₱4.03 million compared to the ₱0.3 million Total Comprehensive income registered by TIBI for the same period last year.

II. REVIEW OF CONSOLIDATED STATEMENT OF FINANCIAL POSITION FOR THE PERIOD ENDING DECEMBER 31, 2024 VS. DECEMBER 31, 2023

As of December 31 (In millions)				
	2024 (Audited)	**2023 (Audited)**	**Change in Peso**	**Change in Percentage**
Assets				
Cash and cash equivalents	₱212	₱283	(₱71)	(25%)
Financial assets	35	42	(7)	(17%)
Trade and other receivables – net	379	563	(184)	(33%)
Real estate inventories	2,396	2,074	372	(18%)
Prepayments and other assets – net	995	463	532	115%
Investments in and advances to associates - net	54	56	(2)	(4%)
Property and equipment – net	84	92	(8)	(9%)
Investment properties – net	5,326	5,164	162	3%
Other Assets	249	275	(26)	(9%)
TOTAL ASSETS	**₱9,730**	**₱9,012**	**₱718**	**8%**
Liabilities				

As of December 31 (In millions)				
	2024 (Audited)	2023 (Audited)	Change in Peso	Change in Percentage
Trade and other payables	₱306	₱139	₱167	120%
Loans and Notes Payable	1,842	1,202	640	53%
Retirement benefit obligation	91	86	5	6%
Other liabilities	975	956	19	2%
TOTAL	**3,214**	**2,383**	**831**	**35%**
<u>Equity</u>				
Capital stock	5,056	5,056	-	0%
Reserves	55	56	(1)	(2%)
Retained Earnings	1,557	1,669	112	7%
Treasury Stock	(110)	(110)	-	0%
Equity attributable to equity holders of the parent	**6,558**	**6,671**	**(113)**	**(2%)**
Minority interest	(42)	(42)	-	0%
TOTAL	**₱6,516**	**₱6,629**	**(₱113)**	**2%**
TOTAL LIABILITIES AND EQUITY	**₱9,730**	**₱9,012**	**₱718**	**8%**

1. **<u>Total assets</u>**. The Group's Total assets stood at ₱9.7 billion as of December 31, 2024, higher by ₱718 million compared to the ₱9.0 billion level of Total assets as of December 31, 2023.

Cash and cash equivalents decreased by ₱71 million due to the payment of loans, advances made to Contractors for the ongoing construction of Project Unico, Finance Costs paid, and net operating costs paid.

Financial assets decreased by ₱7 million due to sale of Investments during the year.

Trade and other receivables – net decreased to ₱379 million from ₱563 million or 33% due to collections from customers and clients during the year.

Prepayments and Other Assets increased by 115% due to the payment of taxes and advance payments made to contractors in accordance with contracts executed.

Property and Equipment decreased by 9% due to depreciation expenses.

Investment properties increased by ₱162 million or from ₱5.2 billion in 2023 to ₱5.3 billion in 2024 largely due to recognition of Gain on fair value on the Group's existing Investment Properties.

Other assets decreased by 9% due to various adjustments made pertaining to the adoption of new accounting standards.

2. **<u>Total liabilities</u>.** Total liabilities increased by ₱831 million largely due to additional loans acquired by the Parent Company, and increase in trade payables, due to the ongoing construction of RLT's Unico Project in the BGC.

Trade and other payables increased by ₱167 million due to the increase in the Parent Company's obligations to contractors in connection with the Unico Project.

Loans and notes payable increase by 53% because of additional Loans availed by the Parent Company in 2024.

Retirement benefit obligation increased to ₱91 million from ₱86 million due to the increase in the present value of the Group's defined retirement benefit obligations.

Other Liabilities are comprised of Lease Liability and Deferred Tax Liability. The increase was mainly due to the higher Deferred tax liabilities caused by the additional recognition of Gain on Change in Fair Value of the Group's Investment Properties.

3. **Total Equity.** Total equity was recorded at ₱6.52 billion as of December 31, 2024, lower by ₱113 million compared to ₱6.33 billion as of December 31, 2023.

Retained Earnings decreased by ₱113 million due to the Net loss reported by the Parent Company.

III. Performance Indicators

The table below presents the comparative performance indicators of the Parent Company and its subsidiaries.

Performance Indicators	31 December 2024 Audited	31 December 2023 Audited
Current ratio[1]	3.28:1	3.52:1
Debt-to-equity ratio[2]	0.49:1	0.36:1
Asset-to-equity ratio[3]	1.49:1	1.36:1
Book value per share[4]	₱0.75	₱0.76
Earnings (loss) per share[5]	(₱0.01)	₱0.01

[1] *Current assets / current liabilities*
[2] *Total debt / consolidated stockholders' equity*
[3] *Total assets / Total stockholders' equity*
[4] *Total stockholders' equity plus Subscriptions receivable / No. of shares outstanding*
[5] *Net income attributable to equity holders of Parent Company / Weighted average no. of common shares issued and outstanding*

The table above reflects the consistent favorable performance of the RLT Group in terms of solvency, liquidity, and profitability. The steady performance of debt-to-equity ratios and asset-to-equity ratios of the RLT Group for the periods under review demonstrate that the Parent Company's real estate business is currently being managed prudently.

1. **Current ratio. T**he Group's current ratio remains healthy despite showing a decrease from 3.52:1 in December 2023 to 3.28:1 in December 2024.

2. **Debt-to-equity ratio.** The RLT Group's debt-to-equity ratio in spite of incurring additional loans remained acceptable and very conservative at 0.49:1 as of end-2024 and 0.36: 1 as of end-2023.

3. **Asset-to-equity ratio.** Similarly, the asset-to-equity ratio of the Company also remained very conservative at 1.49:1 in December 2024 from 1.36:1 as of December 2023.

4. **Book value per share.** The performance of the RLT Group's Book value per share has also been a very encouraging as it showed decrease from ₱0.76 per share as of end-December 2023 to ₱0.75 per share as of 31 December 20244.

   There was no issuance, repurchase or payment/repayment of either debt and equity securities nor dividends during the year 2024.

   As of this report, there is no other known event that will trigger direct or contingent financial obligation that is material to the Company. Moreover, there is no material off-balance sheet transaction, arrangement, obligation, and other relationship of the Company with unconsolidated entities or other persons created during this period.

5. **Earnings (loss) per share**. The Company registered a (₱0.01) loss per share as of year-end 2024.

There are no known events, trends or uncertainties that have material impact on liquidity and will trigger direct or contingent financial obligations including any default or acceleration of an obligation for the twelve months ended period December 31, 2024. Moreover, for this period there is also no known material:

i. Off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons;
ii. Commitments for capital expenditures, general purpose of such commitments, expected sources of funds for such expenditures;
iii. Events, trends or uncertainties that have material impact on Sales;
iv. Any significant elements of income or loss that did not arise from the registrant's continuing operations;

Seasonal aspects that have material effect on the financial statements.

C. REVIEW OF 2023 OPERATIONS VS. 2022

I. <u>REVIEW OF CONSOLIDATED STATEMENT OF INCOME FOR THE PERIOD ENDING DECEMBER 31, 2023 VS. DECEMBER 31, 2022</u>

For the years ended December 31 (In millions)				
	2023 (Audited)	**2022 (Audited)**	**Change in Peso**	**Change in Percentage**
Revenue				
Sales of real estate	₱175	₱225	(₱50)	(22%)
Rent	65	56	9	16%
Management fees	41	35	6	17%
Interest income	14	16	(2)	(13%)
Commission	5	6	(1)	(17%)
Other income	427	540	(113)	(21%)
TOTAL	**727**	**878**	**(151)**	**(17%)**
Costs and Expenses				
Cost of real estate sold	90	106	(16)	(15%)
Cost of services	75	63	12	19%
General and administrative	308	339	(31)	(9%)
Finance cost	70	64	6	9%
Equity in net loss of associates	2	1	1	100%
Other expenses	5	0	5	100%
TOTAL	**550**	**573**	**(23)**	**(4%)**
INCOME BEFORE INCOME TAX	177	305	(128)	(42%)
INCOME TAX EXPENSE	64	125	(61)	(49%)
NET INCOME	**₱113**	**₱180**	**(₱67)**	**(₱37%)**
OTHER COMPREHENSIVE INCOME (LOSS)	(9)	13	(22)	(169%)
TOTAL COMPREHENSIVE INCOME	**₱104**	**₱193**	**(₱89)**	**(46%)**

2. **<u>Consolidated net income after tax</u>**. Philippine Realty and Holdings Corporation posted net income after tax of ₱113 million for the 12 months ended December 31, 2023 compared to ₱180 million net income after tax for the same period last year. The decrease in the Company's profitability is explained below.

a. **<u>Income</u>**

1. **<u>Sales of real estate</u>.** The sales of real estate decreased by ₱50 million or by 22% for the 12 months ended December 31, 2023 compared to the sales of real estate for the same period in 2022. Sales of real estate pertain to units sold at the Skyline and SkyVillas Towers located in Quezon City, and at The Icon Plaza located in Bonifacio Global City.

2. **<u>Rent</u>.** Rental Income increased by ₱9 million or 16% due to improving lease rates and origination of new lease contracts.

3. **<u>Management fees</u>.** Property management fees increased by ₱6 million or by 17% due to the increase in the number of clients of PRHC Property

Managers, Inc. (**PPMI**).

4. **Interest income.** Interest income decreased by 13% due to lower interest and penalties collected in 2023 from buyers due to late payments compared to last year.

5. **Commission income.** Commission income decreased by ₱1 million or 17% due to the decrease in clients by the Company's Insurance brokerage firm.

6. **Other income.** Other income for the twelve months ended December 31, 2023 decreased by ₱113 million or by 21% compared to the twelve months ended December 31, 2022. Other income consists largely of Gain on Fair Value Changes in Investment Properties that decreased by ₱258 million in 2023 or by 50% compared to 2022. Investment Properties consist largely of land, commercial, office, storage condominium units as well as office and residential parking spaces held to earn rentals or for capital appreciation (or both). The Group's properties that are located in the Tektite Towers, a vacant lot in the Bonifacio Global City (**BGC**), residential and office/commercial units in The Icon Plaza located in the BGC, The El Retiro Mansion in Baguio City, and commercial lots in San Fernando City, La Union, are classified as Investment Properties.

   In 2023, the Parent Company sold an Investment Property in La Union that generated a Gain on sale amounting to ₱128 million.

b. **Costs and Expenses**

1. **Cost of real estate sold**. In terms of percentage to Sales of Real Estate, Cost of Real Estate Sold increased to 52% in 2023, whereas it was at 47% of Sales of real estate for the same period in 2022.

2. **Cost of services.** The Cost of Service increased to ₱75 million from ₱63 million for the same period last year due to higher expenses incurred by the Parent Company and its property management subsidiary such as condominium dues, Real property taxes, and Other costs in the year 2023.

3. **General and administrative expenses.** General and Administrative Expenses decreased by ₱31 million or by 9%, mainly due to a ₱25 million decrease in Provision for Impairment Loss on Trade and Other Receivables.

4. **Finance cost.** The ₱6 million increase in Finance Cost was due to full charging of Interest Expense to operations compared to previous years where part of interest payments was capitalized to real estate projects considered as qualifying assets.

5. **Equity in net loss of associates.** The 100% increase was due to the increase in the Net Loss from operations of the Parent Company's Associate Company.

6. **Other expenses.** The ₱5 million increase in Other Expenses is explained by the loss on repossession of real estate properties recorded in 2023.

7. **Income Tax expense.** The decrease in Income Tax Expense by ₱61 million was due to the reduction in taxable income in 2023.

8. **Other Comprehensive income (loss).** The decrease was due to remeasurement loss on retirement benefit obligations on the Group's Retirement Fund.

a. **Subsidiaries.**

The contributions of the Parent Company's subsidiaries to revenues and net income are shown below.

1. **PRHC Property Managers, Inc. (PPMI)**. The Parent Company's property management subsidiary registered a Total Comprehensive loss of ₱1.9 million for the twelve months ended December 31, 2023. It is lower by ₱10.7 million compared to the Total Comprehensive income of ₱8.8 million registered by PPMI for the same period last year.

2. **Tektite Insurance Brokers, Inc. (TIBI)**. The Group's insurance brokerage firm posted a Total Comprehensive Income of ₱0.27 million for the twelve months ended December 31, 2023, which is lower by ₱0.73 million compared to the ₱0.999 million Total Comprehensive income registered by TIBI for the same period last year.

II. REVIEW OF CONSOLIDATED STATEMENT OF FINANCIAL POSITION FOR THE PERIOD ENDING DECEMBER 31, 2023 VS. DECEMBER 31, 2022

As of December 31 (In millions)				
	2023 (Audited)	**2022 (Audited)**	**Change in Peso**	**Change in Percentage**
Assets				
Cash and cash equivalents	₱283	₱164	₱119	73%
Financial assets	42	43	(1)	(2%)
Trade and other receivables – net	563	542	21	4%
Real estate inventories	2,074	2,086	(12)	(1%)
Prepayments and other assets – net	463	413	50	12%
Investments in and advances to associates - net	56	58	(2)	(3%)
Property and equipment – net	92	60	32	53%
Investment properties – net	5,164	4,927	237	5%
Other Assets	275	300	(25)	(8%)
TOTAL ASSETS	**₱9,012**	**₱8,593**	₱419	**5%**
Liabilities				
Trade and other payables	₱139	₱195	(₱56)	(29%)
Loans and Notes Payable	1,202	894	308	34%
Retirement benefit obligation	86	67	19	28%
Other liabilities	956	911	45	5%
TOTAL	**2,383**	**2,067**	316	15%
Equity				
Capital stock	5,056	5,056	-	0%
Reserves	56	66	(10)	(15%)

As of December 31 (In millions)				
	2023 (Audited)	2022 (Audited)	Change in Peso	Change in Percentage
Retained Earnings	1,669	1,556	113	7%
Treasury Stock	(110)	(110)	-	0%
Equity attributable to equity holders of the parent	**6,671**	**6,568**	**103**	**2%**
Minority interest	(42)	(42)	-	0%
TOTAL	**₱6,629**	**₱6,526**	**₱103**	**2%**
TOTAL LIABILITIES AND EQUITY	**₱9,012**	**₱8,593**	**₱419**	**5%**

1. **Total assets**. The Group's Total assets stood at ₱9.0 billion as of December 31, 2023, higher by ₱419 million compared to the ₱8.6 billion level of Total assets as of December 31, 2022.

   Cash and cash equivalents increased by ₱119 million due to the combined effects of additional loans availed and proceeds from sale of Investment properties in the remaining days of 2023.

   Prepayments and Other Assets increased by 12% due to taxes and advance payments to contractors.

   Property and Equipment increased by 53% due to the acquisition of new transportation vehicles in 2023.

   Investment properties increased by ₱237 million or from ₱4.9 billion in 2022 to ₱5.2 Billion in 2023 largely due to recognition of Gain on Fair Value on the Parent Company's existing Investment Properties.

   Other assets decreased by 8% due to various adjustments made pertaining to the adoption of new accounting standards.

2. **Total liabilities.** Total liabilities increased by ₱316 million largely due to additional loans acquired by the Parent Company and increase in Deferred tax liabilities arising from fair value gains on Investment properties.

   Trade and other payables decreased by ₱56 million due to payments made to several suppliers and contractors.

   Loans and notes payable increased by 34% because of additional Loans availed by the Parent Company in the year 2023.

   Retirement benefit obligation increased to ₱86 million from ₱67 million due to the increase in the present value of the defined retirement benefit obligation.

   Other Liabilities are comprised of Lease Liability and Deferred Tax Liability. The increase was due to higher Deferred tax liabilities because of the recognition of Gain on Change in Fair Value of the Group's Investment Properties.

3. **Total Equity.** Total equity was recorded at ₱6.63 billion as of December 31, 2023, higher by ₱103 million compared to ₱6.53 billion as of December 31, 2022.

   Reserves decreased by 15% due to lower market value in 2023 of the Parent Company's investments classified as Financial Asset Through Other Comprehensive Income, compared to 2022.

   Retained Earnings increased by ₱113 million due largely to the Net Income reported by the Parent Company.

Performance Indicators

The table below presents the comparative performance indicators of the Company and its subsidiaries.

Performance Indicators	31 December 2023 Audited	31 December 2022 Audited
Current ratio[1]	3.52:1	3.61:1
Debt-to-equity ratio[2]	0.36:1	0.32:1
Asset-to-equity ratio[3]	1.36:1	1.32:1
Book value per share[4]	₱0.76	₱0.75
Earnings per share[5]	₱0.01	₱0.02

[1] *Current assets / current liabilities*
[2] *Total debt / consolidated stockholders' equity*
[3] *Total assets / Total stockholders' equity*
[4] *Total stockholders' equity plus Subscriptions receivable / No. of shares outstanding*
[5] *Net income attributable to equity holders of Parent Company / Weighted average no. of common shares issued and outstanding*

The table above reflects the consistent favorable performance of the RLT Group in terms of solvency, liquidity, and profitability. The steady performance of debt-to-equity ratios and asset-to-equity ratios of the RLT Group for the periods under review demonstrate that the Parent Company's real estate business is currently being managed prudently.

1. **Current ratio. T**he Group's current ratio remains healthy despite showing a decrease from 3.61:1 in December 2022 to 3.52:1 in December 2023.

2. **Debt-to-equity ratio.** The RLT Group's debt-to-equity ratio remained acceptable and very conservative at 0.36:1 as of end-2023 and 0.32: 1 as of end-2022.

3. **Asset-to-equity ratio.** Similarly, the asset-to-equity ratio of the Company also remained very conservative at 1.36:1 in December 2023 from 1.32:1 as of December 2022.

4. **Book value per share.** The performance of the RLT Group's Book value per share has also been a very encouraging as it showed increase from ₱0.75 per share as of end-December 2022 to ₱0.76 per share as of 31 December 2023.

   There was no issuance, repurchase or payment/repayment of either debt and equity securities nor dividends during the year 2023.

   As of this report, there is no other known event that will trigger direct or contingent financial obligation that is material to the Company. Moreover, there is no material off-balance sheet transaction, arrangement, obligation, and other relationship of the Company with unconsolidated entities or other persons created during this period.

5. **Earnings per share**. The RLT Group's Earnings per share remained at ₱0.01 in year 2023.

There are no known events, trends or uncertainties that have material impact on liquidity and will trigger direct or contingent financial obligations including any default or acceleration of an obligation for the twelve months ended period December 31, 2023. Moreover, for this period there is also no known material:

v. Off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons;
vi. Commitments for capital expenditures, general purpose of such commitments, expected sources of funds for such expenditures;
vii. Events, trends or uncertainties that have material impact on Sales;
viii. Any significant elements of income or loss that did not arise from the registrant's continuing operations;
ix. Seasonal Aspects that have material effect on the financial statements.

D. REVIEW OF 2022 OPERATIONS VS. 2021

I. REVIEW OF CONSOLIDATED STATEMENT OF INCOME FOR THE PERIOD ENDING DECEMBER 31, 2022 VS. DECEMBER 31, 2021

For the years ended December 31 (In millions)				
	2022 (Audited)	**2021 (Audited)**	**Change in Peso**	**Change in Percentage**
Revenue				
Sales of real estate	₱225	₱154	₱71	46%
Rent	56	55	1	2%
Management fees	35	37	(2)	(5%)
Interest income	16	17	(1)	(6%)
Commission	6	5	1	20%
Other income	541	637	(96)	(15%)
TOTAL	**879**	**905**	**(26)**	**(3%)**
Costs and Expenses				
Cost of real estate sold	106	113	(7)	(6%)
Cost of services	63	69	(6)	(9%)
General and administrative	336	304	32	10%
Finance cost	64	71	(7)	(10%)
Equity in net loss of associates	1	4	(3)	(75%)
Other expenses	3	91	(88)	(97%)
TOTAL	**573**	**652**	**(79)**	**(12%)**
INCOME BEFORE INCOME TAX	306	253	53	21%
INCOME TAX EXPENSE	125	60	65	108%
NET INCOME	**₱181**	**₱193**	**(₱12)**	**(6%)**
OTHER COMPREHENSIVE INCOME	13	11	2	18%
TOTAL COMPREHENSIVE INCOME	**₱194**	**₱204**	**(₱10)**	**(5%)**

1. **<u>Consolidated net income after tax</u>**. Philippine Realty and Holdings Corporation posted net income after tax of ₱181 million for the 12 months ended December 31, 2022 compared to ₱193 million net income after tax for the same period last year. The decrease in the Company's profitability is explained below.

   a. **<u>Income</u>**

      1. **<u>Sales of real estate</u>.** The sales of real estate increased by ₱71 million or by 46% for the 12 months ended December 31, 2022 compared to the sales of real estate for the same period in 2021. Sales of real estate pertain to units sold at the Skyline and SkyVillas Towers located in Quezon City, and at The Icon Plaza located in Bonifacio Global City.

      2. **<u>Management fees</u>.** Property management fees decreased by ₱2 million or by 5% due to the decrease in the number of clients of PRHC Property Managers, Inc. (**PPMI**).

      3. **<u>Interest income.</u>** Interest income decreased by 6% due to lower interest income and penalties collected in 2022 from buyers due to late payments compared to last year.

      4. **<u>Commission income.</u>** Commission income increased by ₱1 million or 20% due to an increase in clients by the Company's insurance brokerage firm.

      5. **<u>Other income.</u>** Other income for the twelve months ended December 31, 2022 decreased by ₱96 million or by 15% compared to the twelve months ended December 31, 2021. Other income consists largely of Gain on fair value changes in Investment Properties that decreased by ₱92 million in 2022 or by 15% compared to 2021. Investment Properties consist largely of land, commercial, office, storage condominium units as well as office and residential parking spaces held to earn rentals or for capital appreciation, or both. The Group's properties located in the Tektite Towers (formerly Philippine Stock Exchange Centre), a vacant lot in the Bonifacio Global City (**BGC**), residential and office/commercial units in The Icon Plaza located in the BGC, The El Retiro Mansion in Baguio City, and commercial lots in San Fernando City, La Union, are classified as Investment Properties.

   b. **<u>Costs and Expenses</u>**

      1. **<u>Cost of real estate sold</u>**. In terms of percentage to Sales of real estate, Cost of real estate sold decreased to 47% in 2022, whereas it was at 73% of Sales of real estate for the same period in 2021. The 6% decrease was attributed to lower standard cost applied to the units sold in year 2022.

      2. **<u>Cost of services.</u>** The cost of service decreased to ₱63 million from ₱69 million from the same period last year due to lower expenses such as Condominium dues, Real property taxes, and Other costs in the year 2022.

      3. **<u>General and administrative expenses</u>.** General and administrative expenses increased by ₱32 million or by 10%, mainly due to the ₱19 million increase in

Taxes and licenses.

4. **Finance cost.** The ₱7 million decrease in Finance Cost was due to lower finance cost charged to operations in 2022.

5. **Equity in net loss of associates.** The 75% decrease was due to the decrease in the Net Loss from operations by one of the Parent Company's Associate companies.

6. **Other expenses.** The ₱88 million decrease in Other Expenses is explained by the reversal of the ₱89 million Gain on Sale of an Investment Property booked in 2014 due to the cancellation of the said installment sale transaction.

7. **Income Tax expense.** The increase in Income Tax Expense by ₱65 million was due to the reduction in the income tax rate under the CREATE Act from 30% to 25% the full adjustments on which, affecting prior years, were made in 2021. The Group also reflected the impact of the changes in tax rates on its Deferred tax assets and Deferred tax liabilities in 2021.

c. **Other Comprehensive income.** The increase was due to remeasurement gain on retirement benefit obligation on the Group's Retirement Fund.

d. **Subsidiaries.**

The contributions of the Parent Company's subsidiaries to revenues and net income are shown below.

1. **PRHC Property Managers, Inc. (PPMI)**. The Parent Company's property management subsidiary registered a Total Comprehensive income of ₱8.8 million for the twelve months ended December 31, 2022. It is higher by ₱11.7 million compared to the Total Comprehensive loss of ₱2.1 million registered by PPMI for the same period last year.

2. **Tektite Insurance Brokers, Inc. (TIBI)**. The Group's insurance brokerage firm posted a Total Comprehensive Income of ₱0.999 million for the twelve months ended December 31, 2022 which is higher by ₱0.484 million compared to the ₱0.337 million Total Comprehensive income registered by TIBI for the same period last year.

II. REVIEW OF CONSOLIDATED STATEMENT OF FINANCIAL POSITION FOR THE PERIOD ENDING DECEMBER 31, 2022 VS. DECEMBER 31, 2021

As of December 31 (In millions)				
	2022 (Audited)	2021 (Audited)	Change in Peso	Change in Percentage
Assets				
Cash and cash equivalents	₱164	₱203	(₱39)	(19%)
Financial assets	43	44	(1)	(2%)
Trade and other receivables – net	543	594	(51)	(9%)
Real estate inventories	2,086	2,136	(50)	(2%)

As of December 31 (In millions)				
	2022 (Audited)	**2021 (Audited)**	**Change in Peso**	**Change in Percentage**
Prepayments and other assets – net	413	411	2	1%
Investments in and advances to associates - net	58	60	(2)	(3%)
Property and equipment – net	60	73	(13)	(18%)
Investment properties – net	4,927	4,406	521	12%
Other Assets	299	304	(5)	(2%)
TOTAL	**₱8,593**	**₱8,231**	₱362	**4%**
Liabilities				
Trade and other payables	₱195	₱222	(₱27)	(12%)
Loans and notes payable	894	813	81	10%
Retirement benefit obligation	67	71	(4)	(6%)
Other liabilities	911	797	114	14%
	2,067	**1,903**	**164**	**9%**
Equity				
Capital stock	5,056	5,056	-	-
Reserves	66	52	14	27%
Retained Earnings	1,537	1,350	187	14%
Treasury Stock	(110)	(110)	-	-
Equity attributable to non-controlling interests	(23)	(20)	3	15%
	₱6,526	**₱6,328**	**₱198**	**3%**
TOTAL	**₱8,593**	**₱8,231**	**₱362**	**4%**

1. **Total assets**. The Group's Total assets stood at ₱8.6 billion as of December 31, 2022, higher by ₱362 million compared to the ₱8.2 billion level of Total assets as of December 31, 2021.

   Cash and cash equivalents decreased by ₱39 million due to payments by the Company to their suppliers.

   Trade and Other receivables decreased by ₱51 million or by 9% due to the collection of receivables in 2022 and were also reduced by the additional Allowance for impairment loss booked in 2022.

   The Company's Real estate assets accounted for 82% of the Total assets of the Company as of December 31, 2022, compared to 79% for the same period last year.

   Property and equipment decreased by ₱13 million mainly due to depreciation expenses booked during the year.

   Investment properties increased by ₱521 million or from ₱4.4 billion in 2021 to ₱4.9 billion in 2022 largely due to the recognition of gain on fair value on the Parent Company's existing Investment Properties.

2. **Total liabilities.** Total liabilities increased by ₱164 million largely due to additional loans acquired by the Parent Company and an increase in Deferred tax liabilities on the fair value gain on Investment properties.

Trade and other payables decreased by ₱27 million due to payments made to several suppliers and contractors.

Loans and notes payable increase by 10% because of additional Loans acquired by the parent Company in the year 2022.

Retirement benefit obligation was reduced to ₱67 million from ₱71 million due to the decrease in the present value of the defined benefit obligations.

Other Liabilities are comprised of Lease liability and Deferred tax liability. Other liabilities increased due to the booking of higher Deferred tax liabilities because of the recognition of Gain on change of market value of the Group's Investment properties.

3. **Total Equity.** Total equity was recorded at ₱6.5 billion as of December 31, 2022, higher by ₱198 million compared to the ₱6.3 billion reported as of December 31, 2021.

Reserves increased by 27% due to the higher market value in 2022 compared to 2021, of the Parent Company's investments classified as Financial assets through other comprehensive income.

Retained Earnings increased by ₱187 million due largely to the Net Income reported by the Parent Company.

Equity attributable to non-controlling interests increased by ₱3 million due to an increase in Net Loss of the Parent Company's subsidiaries in waste management.

III. **Performance Indicators**

The table below presents the comparative performance indicators of the Company and its subsidiaries.

Performance Indicators	31 December 2022 Audited	31 December 2021 Audited
Current ratio[1]	3.61:1	5.31:1
Debt-to-equity ratio[2]	0.32:1	0.30:1
Asset-to-equity ratio[3]	1.32:1	1.30:1
Book value per share[4]	₱0.73	₱0.70
Earnings per share[5]	₱0.02	₱0.02

[1] *Current assets / current liabilities*
[2] *Total debt / consolidated stockholders' equity*
[3] *Total assets / Total stockholders' equity*
[4] *Total stockholders' equity plus Subscriptions receivable / No. of shares outstanding*
[5] *Net income attributable to equity holders of Parent Company / Weighted average no. of common shares issued and outstanding*

The table above reflects the continuing conservative posture of the RLT Group in terms of solvency, liquidity, and profitability.

1. **Current ratio. T**he Group's current ratio remains healthy despite showing a decrease from 5.31:1 in December 2021 to 3.61:1 in December 2022.

2. **Debt-to-equity ratio.** The RLT Group's debt-to-equity ratio remained very conservative and almost unchanged at 0.32:1 as of end-2022 and 0.30: 1 in 2021.

3. **Asset-to-equity ratio.** Similarly, the asset-to-equity ratio of the Company also remained very conservative at 1.32:1 in December 2022 from 1.30:1 as of December 2021.

   The steady performance of debt-to-equity ratios and asset-to-equity ratios of the RLT Group for the periods under review clearly demonstrate that the Parent Company's real estate business is currently being financed primarily by funds provided by its shareholders and a small amount of debt.

4. **Book value per share.** The performance of the RLT Group's Book value per share has also been a very encouraging as it showed an increase from ₱0.70 per share as of end-December 2021 to ₱0.73 per share as of 31 December 2022.

   There was no issuance, repurchase or payment/repayment of either debt and equity securities nor dividends during the year 2022.

   As of this report, there is no other known event that will trigger direct or contingent financial obligation that is material to the Company. Moreover, there is no material off-balance sheet transaction, arrangement, obligation, and other relationship of the Company with unconsolidated entities or other persons created during this period.

5. **Earnings per share**. The RLT Group's Earnings per share remained unchanged at ₱0.02 in 2022.

There are no known events, trends, or uncertainties that have material impact on liquidity and will trigger direct or contingent financial obligations including any default or acceleration of an obligation for the twelve months ended period December 31, 2022. Moreover, for this period there is also no known material:

i. Off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Company with unconsolidated entities or other persons;
ii. Commitments for capital expenditures, general purpose of such commitments, expected sources of funds for such expenditures;
iii. Events, trends or uncertainties that have material impact on sales;
iv. Any significant elements of income or loss that did not arise from the registrant's continuing operations;
v. Seasonal aspects that have material effect on the financial statements.

TOP CONTRIBUTORS TO REVENUE

The table below presents the top contributors to revenue (before elimination of intercompany transactions) for the 1st quarter ended March 31, 2025, and for the years ended December 31, 2024, December 31, 2023, and December 31, 2022.

(In millions)

SUBSIDIARIES	March 2025 Unaudited	Dec 2024 Audited	Dec 2023 Audited	Dec 2022 Audited
PRHC Property Managers, Inc. (**PPMI**)	₱11	₱48	₱45	₱35
Tektite Insurance Brokers, Inc. (**TIBI**)	₱4	₱10	₱6	₱6

Key Financial Ratios of the Top Majority-Owned Subsidiaries

PRHC Property Managers, Inc. (PPMI)

Performance Indicators	31 March 2025 Unaudited	31 December 2024 Audited	31 December 2023 Audited	31 December 2022 Audited
Current ratio[1]	5.35:1	5.75:1	2.25:1	2.82:1
Debt-to-equity ratio[2]	0.49:1	0.51:1	0.59:1	0.46:1
Asset-to-equity ratio[3]	1.49:1	1.48:1	1.59:1	1.46:1
Book value per share[4]	₱13.85	₱13.74	₱12.00	₱12.58
Earnings per share[5]	₱0.11	₱1.51	(₱0.44)	₱0.04

[1] *Current assets / current liabilities*
[2] *Total debt / consolidated stockholders' equity*
[3] *Total assets / Total stockholders' equity*
[4] *Total stockholders' equity plus Subscriptions receivable / No. of shares outstanding*
[5] *Net income attributable to equity holders of Parent Company / Weighted average no. of common shares issued and outstanding*

Tektite Insurance Brokers, Inc. (TIBI)

Performance Indicators	31 March 2025 Unaudited	31 December 2024 Audited	31 December 2023 Audited	31 December 2022 Audited
Current ratio[1]	16.29:1	5.25:1	3.99:1	35.90:1
Debt-to-equity ratio[2]	0.37:1	0.68:1	1.32:1	0.88:1
Asset-to-equity ratio[3]	1.37:1	1.68:1	2.32:1	1.88:1
Book value per share[4]	₱0.89	₱0.71	₱0.40	₱0.36
Earnings per share[5]	₱0.19	₱0.28	₱0.02	₱0.05

[1] *Current assets / current liabilities*
[2] *Total debt / consolidated stockholders' equity*
[3] *Total assets / Total stockholders' equity*
[4] *Total stockholders' equity plus Subscriptions receivable / No. of shares outstanding*
[5] *Net income attributable to equity holders of Parent Company / Weighted average no. of common shares issued and outstanding*

ANNEX "C"

MARKET PRICE AND DIVIDENDS ON THE REGISTRANT'S COMMON EQUITY

A. Principal Market where the Registrant's common equity is traded

Market Information

Principal market for the Registrant's Common shares: Philippine Stock Exchange

High and Low Sales Prices for each quarter for years 2023, 2024, 2025 based on Philippine Stock Exchange's Daily Quotation Report:

	2023		2024		2025	
	High	High	High	Low	High	Low
1st Quarter	0.21	0.19	0.14	0.14	0.14	0.12
2nd Quarter	0.14	0.13	0.16	0.15		
3rd Quarter	0.19	0.18	0.14	0.13		
4th Quarter	0.14	0.14	0.13	0.12		

The market capitalization of the Company as of December 31, 2024 based on the closing price of ₱0.13 per share was ₱1,183,013,349.

The price information as of the close of the latest practicable trading date April 30, 2025 is ₱0.14 per share.

B. Holders

As of April 30, 2025, the Company has 2,307 stockholders. The list of the top twenty (20) stockholders of the Company as of April 30, 2025 is as follows:

Name of Stockholder	Citizenship	No. of Shares	Percentage (%)
Greenhills Properties, Inc.	Filipino	5,933,556,844	65.20%
PCD Nominee Corporation	Filipino	2,251,645,205	24.74%
Campos, Lanuza & Co., Inc.	Filipino	275,196,201	3.02%
Gerardo Domenico Antonio Lanuza	Filipino	219,843,366	2.42%
Belson Securities, Inc.	Filipino	30,580,956	0.34%
Socorro C. Ramos	Filipino	21,291,750	0.23%
Brisot Economic Dev. Corp	Filipino	15,280,621	0.17%
Vulcan Industrial & Mining Corp.	Filipino	15,159,434	0.17%
Ramon de Leon	Filipino	11,810,854	0.13%
Ricardo Leong	Filipino	11,810,854	0.13%
Calixto Laureano	Filipino	11,810,854	0.13%
Oscar S. Cu ITF Anthony Cu	Filipino	7,390,000	0.08%
Meridian Securities	Filipino	6,269,888	0.07%
Guoco Sec (Phils) Inc.	Filipino	5,961,532	0.07%
Guild Securities	Filipino	5,598,162	0.06%
E. Chua Chiaco Securities, Inc.	Filipino	5,538,016	0.06%
Citisecurities, Inc.	Filipino	5,408,078	0.06%
National Bookstore, Inc.	Filipino	5,393,450	0.06%
Wellington Chan	Filipino	5,185,801	0.06%
Madrigal Maria Susana Abad-Santos	Filipino	4,600,000	0.05%

Name of Stockholder	Citizenship	No. of Shares	Percentage (%)
Gustav P. Warns Vicente	Filipino	4,600,000	0.05%
Oscar Cu	Filipino	4,550,750	0.05%
Cualoping Securities	Filipino	4,335,974	0.05%
Total		**8,862,818,590**	**97.40%**

C. Dividends

No dividend was declared by the Company since its last declaration on October 24, 1995. In 1996, the Board of Directors approved the appropriation of ₱250 Million of the Company's Retained earnings for the purchase of its own capital stock. In 2018, the Board approved the reclassification of ₱140 Million Appropriated retained earnings to Unappropriated retained earnings.

D. Recent sales of unregistered securities

For the year 2024, the Company had no sales of unregistered securities.

E. Corporate Governance

The Company, its directors, officers and employees complied with the leading practices and principles on good corporate governance as embodied in the Company's Manual on Corporate Governance ("Manual"). The Company accomplished the PSE Corporate Governance Guidelines for Listed Companies: Disclosure Survey for 2016. On August 28, 2012, the Company's Board of Directors approved the Audit Committee Charter in compliance with SEC Memorandum Circular No. 4, Series of 2012. Pursuant thereto, the Company created an Internal Audit Unit and has engaged the services of an Accountant for the Internal Auditor post.

The Company has complied with all leading practices of good governance. An evaluation system has been established to measure the level of compliance with the Manual by Directors and top-level management. The Company has undertaken minor revisions in its internal control system and adopted a strict implementation of the provisions of its Manual including the adoption of appropriate penalties for non-compliance. Since the last Annual Meeting, there has been no deviation from the Company's Manual that would require a report or disclosure.

Last May 2017, the Company revised the Corporate Governance Manual in accordance with the SEC Memorandum Circular No. 19 which contained the Code of Corporate Governance for Publicly Listed Companies.

On June 13, 2019, the Company amended its Manual on Corporate Governance.

ANNEX "D"

NATURE AND SCOPE OF BUSINESS

Philippine Realty and Holdings Corporation was incorporated on July 13, 1981 with an initial capitalization of ₱2 million. In 1986, the Company's capitalization was increased to ₱100 million to accommodate the entry of new stockholders. In September 1987, the Company became a public corporation. Its present authorized capital stock is ₱8 billion, divided into 8 billion shares, of which 4.92 billion shares are outstanding and subscribed.

The Company's main real estate activity since it started operations has been the development and sale of residential/office condominium projects and to a limited extent, the lease of commercial and office spaces.

It has developed unique and trend setting projects: *The Alexandra*, the first to offer consumers the combination of high-rise condominium and subdivision living; *The Tektite Towers*, once the official headquarters of the Philippine Stock Exchange, Inc. and home of the country's corporate and financial stalwarts; *The Alexis*, a low-rise condominium within an upscale subdivision; the exclusive *La Isla;* and *Casa Miguel*, a 4-storey walk-up residential condominium in San Juan, Metro Manila.

After the completion of the Philippine Stock Exchange Centre in January 1996, the Company launched its Andrea North project in the 2.8-hectare former Pepsi Cola property in New Manila, Quezon City. This project is an Alexandra-type upscale and high-rise condominium complex, which consists of five residential towers.

On November 16, 2012 the Company held the Ceremonial Concrete Pouring for its second tower in the Andrea North Complex named the SkyVillas Tower. The Company also completed the construction of its Showroom which showcases the model units of The SkyVillas Tower and an area dedicated for retail shops. Construction of the joint venture project, Icon Plaza at the Bonifacio Global City with Xcell Property Ventures, Inc. commenced in mid-2010 and is 74.28% completed as of year-end.

In 2002, the Company filed with the court a petition for corporate rehabilitation with prayer for suspension of payments. The Company settled its loan obligations with all the five creditor banks through *dacion-en-pago*, cash payments from the sale of assets and loan restructuring. The Company has completed another major component of the rehabilitation plan which is the completion of construction of the Andrea North Skyline Tower. In February 2011, the Company filed a Motion to terminate rehabilitation proceedings on account of successful implementation of the Rehabilitation Plan. However, in November 2012 the court denied the Company's motion on the basis that it has still substantial obligations to pay in accordance with the court-approved rehabilitation plan.

As of December 2013, the Company's liabilities to its contractors, Andrea North Skyline buyers, and unsecured creditors were already paid, such that, the Company filed a motion to terminate the rehabilitation proceedings on account of the successful implementation of the rehabilitation plan, which was granted by the Court in March 2014.

On February 9, 2016, the SEC approved the Company's application for quasi-reorganization reducing the par value of its shares from P1.00 to P0.50 and the additional paid-in capital arising from the reduction of the par value was subsequently applied to the Company's accumulated deficit.

On January 4, 2017, the Regional Trial Court Branch 93 of Quezon City issued a Certificate of Finality to certify that the order issued dated March 18, 2014 has become final and executory.

The Company plans to leverage its key understanding of the property market through its Medium-Term Business and Financial plan. The objective of the plan is to serve as a roadmap which will drive the Company's profitability primarily by operating income from recurring revenue sources and the proposed projects to be undertaken. First, major properties owned by the Company and GPI, who has undertaken to provide operational and financial support to the Company, will be developed for sale and lease. The Company plans to also maximize the utilization of all its existing developments and Investment Properties. The Company is likewise looking to grow its business through acquisition of revenue generating assets or developments in key cities within and outside Metro Manila. Lastly, aside from internally-generated funds, the Company will continue to consider securing necessary and sufficient funding from various financial sources.

The Board of Directors approved on April 18, 2018 the amendment of the Parent Company's Articles of Incorporation (**AOI**) for the purpose of increasing RLT's Authorized Capital Stock (**ACS**) that was necessary to accommodate the issuance of new, primary shares from the increased capital stock in favor of Greenhills Properties, Inc. (**GPI**), a corporation incorporated under the laws of the Philippines, in exchange for prime real properties that GPI will contribute into the Parent Company as capital.

The property-for-share swap transaction involves GPI contributing into the Parent Company two (2) vacant lots located in the BGC more particularly described as follows: 1) Lot 1 Block 8 containing 1,600 sq.m., located at the corner of 6th Avenue and 24th Street; and 2) Lot 4 Block 8 also containing 1,600 sq.m., located at 6th Avenue corner 25th Street. Lot 1 Block 8 is registered under the name of GPI. GPI also acquired Lot 4 Block 8 from its wholly owned subsidiary, Lochinver Assets Inc. (**LAI**), by way of merger approved by the SEC on 28 November 2012, with GPI as the Surviving Corporation and LAI as the Absorbed Corporation.

The said transaction also involves the Parent Company issuing 4,177,777,778 new common shares from the increase in its ACS, in favor of GPI in exchange for the two (2) vacant lots in BGC that GPI will contribute into the Parent Company as capital.

In the above-described transaction, the Parent Company engaged the services of a PSE-accredited firm, R. G. Manabat & Co., the Philippine member firm of KPMG International, to come up with a Valuation and Fairness Opinion Report. The said PSE-accredited firm expressed the opinion that the method employed by the Parent Company is a fair basis in determining the transaction price (and the transaction value) for the issuance of new shares in favor of GPI from the increase in the ACS.

On May 14, 2019, the SEC approved the increase in the Parent Company's ACS from ₱4,000,000,000.00 divided into 8,000,000,000 shares with par value of ₱0.50 per share to ₱8,000,000,000.00 divided into 16,000,000,000 shares with par value of ₱0.50 per share. This was after the approval by a majority of the Board of Directors on April 18, 2018 and by the vote of the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock on July 23, 2018.

On 22 June 22, 2021, the tax-free exchange of properties for shares transaction by and between the Parent Company and GPI was completed.

On 22 June 22, 2021, the Parent Company, through its external legal counsels, received from the Registry of Deeds for Taguig City, the land titles covering the two (2) vacant lots located in the BGC as described above, contributed by GPI as equity into the Parent Company, already registered under the name of the Parent Company.

Also on 22 June 22, 2021, in exchange for the two (2) BGC vacant lots, the Parent Company issued 4,177,777,778 new common shares from its increased capital stock, in favor of GPI.

With the issuance of new shares in its favor, GPI now owns 5,933,556,844 shares in the Parent Company, bringing its percentage ownership to 65.20% from 35.67%. The remaining shares of the Parent Company are owned by various individuals and institutional stockholders.

As of March 31, 2025, 9,100,102,685 shares are subscribed and outstanding.

Significant Subsidiaries

The Parent Company has organized/invested in the following subsidiaries and affiliates (the Parent Company together with its subsidiaries and affiliates are referred herein as "**RLT Group of Companies**" or simply "**RLT Group**").

PRHC Property Managers, Inc. (100% owned)

PRHC Property Managers, Inc. (**PPMI**) was incorporated in May 1991 to oversee the administration, operation and monitoring of RLT's growing number of real estate properties. Its clients include: Philippine Stock Exchange Centre Condominium Corporation, Casa Miguel Condominium Corporation, Andrea North Condominium Corporation, Nobel Plaza Condominium, LTA Condominium, The Pinnacle Condominium and Greenrich Mansion Condominium, Tycoon Centre Condominium Unitowners Association Inc., and Seibu Tower Condominium Corporation.

PPMI ensures that the properties are managed according to the established requirements and standards in the industry.

PPMI also leases the recently renovated, heritage El Retiro Mansion property from the Parent Company and operates the same as a vacation home or as a venue for various exclusive events. El Retiro sits on a 1.6 ha. property along Outlook Drive.

Tektite Insurance Brokers, Inc. (100% owned)

Tektite Insurance Brokers, Inc. (**TIBI**) was incorporated in January 1989 as Philrealty Insurance Agency. Due to increasing demand, it was reorganized to become an insurance brokerage firm in 1994. Major clients include: RLT Group of Companies, RG Meditron, Philippine Stock Exchange Centre Condominium Corporation, Icon Plaza Condominium Corporation and Develop Dimension Inc.

Universal Travel Corporation (81.53% owned)

Universal Travel Corporation (**UTC**) was incorporated in October 1993 and was engaged in the business of travel services by providing, arranging, marketing, engaging or rendering advisory and consultancy services relating to tours and tour packages. UTC catered principally to the offices at the Philippine Stock Exchange Centre (**PSEC**). In August 2018, the Company announced that it ceased its travel agency business operations on a voluntary basis due to continuing losses and increasing capital deficiency. The terminated employees of UTC were all paid their separation benefits and all creditors were also paid prior to the temporary cessation of its business operations. This move is part of the business rationalization process presently being undertaken by the Parent Company where it seeks to explore new investment/business opportunities while at the same time lightening up on existing unrelated or unprofitable investments.

Sultan Power Inc. (100% owned)

Sultan Power, Inc. (**SPI**) was incorporated under Philippine laws and registered with the SEC on March 19, 2015 as a holding company. SPI achieved majority ownership in Recon-X Energy Corporation (**Recon-X**) by acquiring 51% of the total issued and outstanding shares of the latter company.

RECON-X was incorporated under Philippine laws and registered with the SEC on June 27, 2014 to engage in the business of recycling and converting plastics into fuel (gasoline, diesel and kerosene) using patented technology. The process was duly certified on November 2, 2015, by the Intellectual Property Office of the Philippines (**IPOPHL**) for "Improved Method of Converting Land-Filled Plastic Wastes into Hydrocarbon Fuel", certified by the Department of Science and Technology (**DOST**) and by the Department of Energy (**DOE**). As of December 31, 2021, RECON-X was able to procure the additional catalysts and materials needed for the plastic diesel conversion plant to be used to process wastes into fuel. In 2022, RECON-X has undergone physical plant improvements and debottlenecking to enhance the yield of converted fuels. Given the ongoing streamlining of operations and training of employees for production, RECON-X commenced its commercial operations in May 2023 as it has already officially produced its first batch of fuel.

Product/Services

A. Sale of Condominium units

RLT develops and sells high-end condominium units located at One Balete Drive corner N. Domingo Street, Quezon City, and is now planning on developing a new luxury residential towers in the BGC, in addition to the completed Skyline Tower and the SkyVillas Tower in One Balete.

In addition, the Parent Company entered into two (2) joint venture arrangements with Xcell Property Ventures Inc. (**Xcell**) for the development of the Icon Residences (a 2-tower residential condominium building) and Icon Plaza (residential/commercial condominium building). RLT contributed the parcels of land located at the Bonifacio Global City (**BGC**) where the Icon Residences Towers and the Icon Plaza Tower were constructed thereon. Xcell provided the funds for the construction of the condominium towers. The Parent Company has several units for lease at Icon Residences and at Icon Plaza.

B. Leasing

RLT has investment properties, such as residential and commercial office and storage units and parking slots, for lease at the following locations: 1) Philippine Stock Exchange Centre located at Exchange Road, Ortigas Center Pasig City; 2) Icon Plaza located at 5th Avenue, BGC, Taguig City; 3) Icon Residences Tower 1; 4) Skyline Tower; and 5) SkyVillas Tower. The latter two (2) towers are located at the One Balete Compound, One Balete Drive corner N. Domingo Street, Quezon City. The contracts of lease are renewable for periods ranging from six months to five years.

The Company is also sub-leasing two parcels of land with total area of 3,200 square meters located along 5^{th} Avenue BGC, Taguig City where one parcel of land houses commercial units for lease.

RLT is also leasing to tenants approximately 500 sq.m. of the Ground Floor space of the One Balete Building located at One Balete Drive corner N. Domingo Street, Quezon City.

C. Property Management

The property management subsidiary, PRHC Property Managers, Inc. (**PPMI**) oversees the administration, operation and monitoring of real estate assets of the Parent Company and other Companies.

On December 16, 2020, the Parent Company and PPMI entered into a Lease and Hotel Management Services Agreement, wherein PPMI proposed to lease, operate and manage the Parent Company's "El Retiro Mansion" property located in Baguio City.

D. Insurance Brokerage

Tektite Insurance Brokers, Inc. (**TIBI**) operates as the insurance brokerage arm of the Parent Company and for the benefit of other Companies.

ANNEX "E"

CONSOLIDATED FINANCIAL STATEMENTS

The following document has been received:

Receiving: ICTD ERMD
Receipt Date and Time: May 02, 2025 03:53:38 PM

Company Information

SEC Registration No.: 0000099905
Company Name: PHILIPPINE REALTY AND HOLDINGS CORPORATION
Industry Classification: K70200
Company Type: Stock Corporation

Document Information

Document ID: OST10502202583249971
Document Type: Financial Statement
Document Code: FS
Period Covered: December 31, 2024
Submission Type: Consolidated
Remarks: None

Acceptance of this document is subject to review of forms and contents

COVER SHEET
for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

0	0	0	0	0	9	9	9	0	5

Company Name

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES

Principal Office (No./Street/Barangay/City/Town)Province)

ONE BALETE, 1 BALETE DRIVE CORNER N. DOMINGO ST. BRGY. KAUNLARAN DISTRICT 4, QUEZON CITY

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

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number/s	Mobile Number
mark.ramos@philrealty.com.ph	02-86313179	0917-509-6326

No. of Stockholders	Annual Meeting Month/Day	Calendar Year Month/Day
2,303	2nd week of June	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
Mark Anthony A. Ramos	mark.ramos@philrealty.com.ph	02-86313179	0917-509-6326

Contact Person's Address

One Balete, 1 Balete Drive cor. N. Domingo Street Brgy. Kaunlaran District 4, Quezon City

Note 1: In case of death, resgination 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.

BUREAU OF INTERNAL REVENUE
AFS eSUBMISSION

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All files successfully uploaded

Transaction Code:
AFS-0-NRW2NVQ20AJEF9B89Q4SPV2TZ0NZ2RMQQ2

Submission Date/Time:
Apr 11, 2025 04:42 PM

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Version 1.0.2.0

Amyleen Joy Dayrit

From:	Mark Anthony Ramos
Sent:	Friday, April 11, 2025 4:55 PM
To:	Amyleen Joy Dayrit
Subject:	FW: Your BIR AFS eSubmission uploads were received

FYC

Thanks and best regards

MARK ANTHONY M. RAMOS
Vice President and Controller and Compliance Officer
PHILIPPINE REALTY AND HOLDINGS CORPORATION
Head Office (632) 8631 3179 / Satellite Office (632) 532 7538
✉ mark.ramos@philrealty.com.ph
www.philrealty.com.ph

From: eafs@bir.gov.ph <eafs@bir.gov.ph>
Sent: Friday, April 11, 2025 4:42 PM
To: Mark Anthony Ramos <MARK.RAMOS@PHILREALTY.COM.PH>
Cc: Mark Anthony Ramos <MARK.RAMOS@PHILREALTY.COM.PH>
Subject: Your BIR AFS eSubmission uploads were received

Hi PHILIPPINE REALTY AND HOLDINGS CORPORATION,

Valid files

- EAFS000188233ITRTY122024.pdf
- EAFS000188233RPTTY122024.pdf
- EAFS000188233OTHTY122024.pdf
- EAFS000188233TCRTY122024-01.pdf
- EAFS000188233AFSTY122024.pdf

Invalid file

- <None>

Transaction Code: **AFS-0-NRW2NVQ20AJEF9B89Q4SPV2TZ0NZ2RMQQ2**
Submission Date/Time: **Apr 11, 2025 04:42 PM**
Company TIN: **000-188-233**

Please be reminded that you accepted the terms and conditions for the use of this portal and expressly agree, warrant and certify that:

- The submitted forms, documents and attachments are complete, truthful and correct based on the personal knowledge and the same are from authentic records;
- The submission is without prejudice to the right of the BIR to require additional document, if any, for completion and verification purposes;
- The hard copies of the documents submitted through this facility shall be submitted when required by the BIR in the event of audit/investigation and/or for any other legal purpose.

This is a system-generated e-mail. Please do not reply.

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES

CONSOLIDATED FINANCIAL STATEMENTS
December 31, 2024, 2023 and 2022

Philippine Realty & Holdings Corporation

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **PHILIPPINE REALTY AND HOLDINGS CORPORATION and SUBSIDIARIES (the Group)** is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, for the years ended December 31, 2024, 2023 and 2022, in accordance with the prescribed financial reporting framework indicated therein, 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 and 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 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.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

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

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

GERARDO DOMENICO ANTONIO V. LANUZA
Chairman

EDMUNDO C. MEDRANO
President

MARISSA S. BONTOGON
Vice President and Treasurer

Signed this 18th day of March 2025.

MAR 24 2025

SUBSCRIBED AND SWORN to before me this ______ day of ______________, 2025, affiants exhibiting to me their Tax Identification Nos., as follows:

Name	Tax Identification No.
Gerardo Domenico Antonio V. Lanuza	243-616-771
Edmundo C. Medrano	134-515-229
Marissa S. Bontogon	162-411-720

DOC NO. 147
PAGE NO. 39
BOOK NO. LIX
SERIES OF 2025

ATTY. BRYAN G. PEKAS
Notary Public for Quezon City
Valid until December 31, 2025
Roll of Attorney No. 66393
IBP No. 491739 / 02 January 2025, Q.C.
Admin Matter No. NP-317 (2024-2025)
PTR No. 10095447, 01-02-2025, Marikina City
MCLE Compliance No. VII-0025903; 01-30-2023
603 EDSA Diamond Finance Bldg. Brgy. SMDP Cubao, Q.C.

MVCo
Certified Public Accountants and Management Consultants
Member of Nexia

5F Don Jacinto Building
Dela Rosa corner Salcedo Streets
Legaspi Village, Makati City
1229 Philippines
Telephone + 63 (2) 8403 7229 to 30
Fax + 63 (2) 8553 4909

MVCo@MVCo.com.ph
www.MVCo.com.ph
www.nexia.com

REPORT OF INDEPENDENT AUDITORS TO ACCOMPANY FINANCIAL STATEMENTS FOR FILING WITH THE SECURITIES AND EXCHANGE COMMISSION

The Shareholders and Board of Directors
Philippine Realty and Holdings Corporation
One Balete, 1 Balete Drive corner N. Domingo Street
Brgy. Kaunlaran District 4
Quezon City

We have audited the consolidated financial statements of Philippine Realty and Holdings Corporation and Subsidiaries as at and for the year ended December 31, 2024, on which we have rendered our report dated March 18, 2025.

In compliance with Revised Securities Regulation Code Rule 68 and based on the certification received from the Parent Company's corporate secretary and the results of our work done, as at December 31, 2024, we are stating that the said Parent Company has two thousand two hundred sixty-seven (2,267) shareholders owning one hundred (100) or more shares.

MACEDA VALENCIA & CO.

JOSE T. VALENCIA
Partner
CPA License No. 32659
Tax Identification No. 119-894-676-000
PTR No. 10476168
Issued on January 9, 2025 at Makati City
BOA/PRC Reg. No. 4748 valid until August 7, 2027
BIR Accreditation No. 08-005063-000-2024 (firm); 08-005063-001-2024 (individual)
Issued on March 26, 2024; valid until March 25, 2027

March 18, 2025
Makati City

MVCo
Certified Public Accountants and Management Consultants
Member of Nexia

5F Don Jacinto Building
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www.nexia.com

REPORT OF INDEPENDENT AUDITORS

The Shareholders and Board of Directors
Philippine Realty and Holdings Corporation
One Balete, 1 Balete Drive corner N. Domingo Street
Brgy. Kaunlaran District 4
Quezon City

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Philippine Realty and Holdings Corporation and Subsidiaries (the "Group"), which comprise the consolidated statements of financial position as at December 31, 2024 and 2023, and the consolidated statements of total comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for the three years in the period ended December 31, 2024, and notes to the consolidated financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the three years in the period ended December 31, 2024 in accordance with Philippine Financial Reporting Standards (PFRSs).

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a consolidated opinion on these matters.

The Risk

Real Estate Revenue Recognition and Determination of Related Cost

The Group's revenue recognition process, policies and procedures on real estate sales are material to our audit because these involve the application of material judgment and estimation. In addition, real estate sales amounted to P54.28 million or 14% of Revenues and Other Income while costs of real estate sales amounted to P33.97 million or 7% of Cost and Expenses for the year ended December 31, 2024. The areas affected by revenue recognition, which requires material judgments and estimates, include determining when a contract will qualify for revenue recognition. These areas were material to our audit as an error in application of judgments and estimates could cause a material misstatement in the financial statements.

The Group's policy for revenue recognition on real estate sales are more fully described in Note 30 to the financial statements. The material judgments applied, and estimates used by management related to revenue recognition are more fully described in Note 31 to the financial statements.

Our Response

We obtained an understanding of the revenue and cost recognition policy on real estate sales transactions. We performed risk assessment procedures to obtain audit evidence about the design and implementation of relevant controls. We performed a walkthrough as part of obtaining an understanding of the revenue and cost recognition process to identify and further understand what could go wrong in the process and to identify relevant controls that management has implemented to address what could go wrong. In performing walkthroughs, we obtained sufficient information to be able to evaluate the design and implementation of relevant controls and tested for operating effectiveness over revenue and cost recognition process and financial reporting close process.

On the revenue recognition process, the following controls, among others, were identified and tested for operating effectiveness.

- Control over initiation – sales reservation and payment scheme are based on valid transactions and sales cancellations are issued based on cancellation policy;
- Control over authorization – (a) Reservation and payment scheme, Contract to Sell, and Deed of Absolute Sale and (b) Notice of Cancellation for cancellation are approved by authorized officer;
- Control over recording and processing - Sales are systems generated at point of recognition and are counterchecked by responsible finance officer and cancellations are manually recognized based on approved Notice of Cancellation.

On the cost recognition process, the following key controls, among others, were tested for operating effectiveness.

- Control over initiation - Project costs are initiated based on budget.
- Control over authorization - (a) Budgets are approved by management and the Board; (b) Project spendings are made based on approved letters of award; (c) Recommendations for payment are compared with letter of award and approved by authorized officer; and (d) Changes in contract are approved by authorized officer;
- Control over recording and processing - (a) Payments are recorded based on approved recommendation of payment; (b) Costs are systems generated on point of recognition based on approved standard cost; and (c) Other capitalized costs such as interest cost are manually recorded based on policy.

On financial reporting close process, controls over preparation of relevant disclosures were tested for operating effectiveness. Financial statements and relevant disclosures are prepared and reviewed by authorized finance officer.

We also performed substantive test procedures on selected sales and cancellations transactions during the year by examining the approved payment scheme, Contract to Sell or Deed of Absolute Sale or Notice of Cancellation, and reperformed calculation of sales or cancellations recognized.

Valuation of Real Estate Inventories

The Risk

Real estate inventories constitute a material component in the Group's statements of financial position. Real estate inventories amounted to P2.40 billion representing 25% of the total assets as at December 31, 2024. Real estate inventories include properties under construction and acquired properties that are held for sale in the ordinary course of business and land held for development. Real estate inventories are valued at the lower of cost or market and net realizable value.

The valuation of real estate inventories is influenced by assumptions and estimates regarding construction costs to be incurred, and future selling prices. Weak demand and the consequential over supply of residential units might exert downward pressure on transaction volumes and selling prices of residential properties.

Our Response

Based on the controls over cost recognition process, we examined supporting documents of transactions of sampled projects to ensure that costs are complete and accurate and relates to the project and any spending noted outside the budgeted costs, including capitalized interest, are explained.

We reperformed standard cost calculation for selected projects and compared it with the standard cost used to cost inventories. We compared standard cost against net realizable values of selected projects through inspection of most recent sales contracts and expected sales proceeds from the remaining properties. We also tested the basis of percentage of completion for a project completed during the year.

Allowance for Impairment Losses on Trade and Other Receivables

The Risk

The allowance for impairment losses on trade and other receivables is considered to be a matter of significance as it requires the application of judgment and use of subjective assumptions by management. As of December 31, 2024, trade and other receivables amounted to of P379 million, contributing 4% to the Group's total assets.

Our Response

We tested the calculation methodology which is based on cash flows of future payments considering historical data of collections and defaults including the value of repossessed inventories and possible refunds. We also tested the assumptions including interest rates used in computing for the expected credit loss.

Valuation of Investment Properties

The Risk

Investment properties is considered to be a matter of significance as it requires the application of valuation judgment and use of assumptions by management. As of December 31, 2024, investment property has a total carrying amount of P5.33 billion contributing 55% to the Group's total assets.

Our Response

To validate additions to investment properties, we examined supporting documents such as contracts, Deeds of Absolute Sale, supplier invoices and/or official receipts.

To determine fair value adjustments, we obtained the latest appraisal report and evaluated appropriateness of assumptions and valuation method, and completeness of the information used.

We also evaluated the competence and objectivity of the external expert engaged by the management to value the investment properties by ensuring the expert is an accredited appraiser by the Securities and Exchange Commission (SEC).

Presentation of Loans and Capitalization of Borrowing Costs

The Risk

The Group has a material loan balance of P1.81 billion as of December 31, 2024, which is material to the financial statements. Interest costs of P36.92 million have been capitalized during the year in relation to the ongoing project. The capitalization of interest is accounted for under PAS 23 Borrowing Costs. We identified this as a key audit matter due to the magnitude of the loan and capitalized interest relative to the Group's financial position, the complexity involved in determining the amount of interest eligible for capitalization, and the material judgments required. These judgments include assessing which expenditures qualify for capitalization, determining the appropriate capitalization rate, and ensuring the capitalization period aligns with the construction timeline of the related assets. There is an inherent risk of misstatement if these judgments are not appropriately applied or if the underlying assumptions are unreasonable.

Our Response

We reviewed loan agreements and the terms and conditions such as but not limited to debt covenants, guarantees, payment, schedule and interest, and determined appropriateness of disclosures in the financial statements.

We obtained an understanding of the terms of the loan agreement and management's process for identifying qualifying assets and calculating capitalized interest.

We tested the accuracy of the interest capitalization calculation, including the interest rate applied and the period of capitalization, by agreeing inputs to loan documentation and project timelines.

We evaluated the appropriateness of management's judgments regarding the eligibility of assets for interest capitalization, including corroborating the status of construction projects with supporting evidence such as progress reports and contractor invoices.

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, 2024, but does not include the consolidated financial statements and our auditor's report thereon. The SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2024 are expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it become available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits, 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 consolidated financial statements in accordance with PFRSs, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with PSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

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

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast material doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Jose T. Valencia.

MACEDA VALENCIA & CO.

JOSE T. VALENCIA
Partner
CPA License No. 32659
Tax Identification No. 119-894-676-000
PTR No. 10476168
Issued on January 9, 2025 at Makati City
BOA/PRC Reg. No. 4748 valid until August 7, 2027
BIR Accreditation No. 08-005063-000-2024 (firm); 08-005063-001-2024 (individual)
Issued on March 26, 2024; valid until March 25, 2027

March 18, 2025
Makati City

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2024 AND 2023

	Note	2024	2023
ASSETS			
Current Assets			
Cash and cash equivalents	3	**P212,525,104**	P283,145,676
Financial assets at fair value through profit or loss (FVPL)	4	**6,750,000**	6,750,000
Trade and other receivables - current portion	6	**310,056,766**	355,309,445
Real estate inventories	7	**2,395,612,671**	2,073,624,267
Prepayments and other current assets – net	8	**995,291,809**	463,159,351
Investment in finance lease – current portion	12	**16,798,904**	15,606,638
Total Current Assets		**3,937,035,254**	3,197,595,377
Non-current Assets			
Financial assets at fair value through other comprehensive income (FVOCI)	5	**27,925,315**	35,197,203
Trade and other receivables – net of current portion	6	**68,744,092**	207,967,647
Investments in and advances to associates – net	9	**54,301,261**	56,436,750
Investment properties	10	**5,326,432,281**	5,163,547,388
Property and equipment – net	11	**83,892,120**	91,481,034
Right-of-use assets – net	12	**76,909,906**	87,619,912
Investment in finance lease – net of current portion	12	**155,173,275**	171,970,892
Other non-current assets		**53,386**	53,386
Total Non-current Assets		**5,793,431,636**	5,814,274,212
		P9,730,466,890	P9,011,869,589
LIABILITIES AND EQUITY			
LIABILITIES			
Current Liabilities			
Trade and other payables - current portion	13	**P201,192,447**	P63,237,619
Loans and note payable - current portion	14	**984,428,257**	829,668,150
Lease liability - current portion	12	**16,367,703**	15,570,165
Total Current Liabilities		**1,201,988,407**	908,475,934
Non-current Liabilities			
Trade and other payables - net of current portion	13	**104,872,422**	76,059,054
Loans and note payable - net of current portion	14	**857,491,696**	372,351,579
Retirement benefit obligation	16	**90,759,285**	85,635,684
Deferred tax liabilities – net	24	**790,887,733**	753,432,863
Lease liability – net of current portion	12	**126,725,111**	143,092,814
Deferred rent income	12	**41,405,086**	43,608,343
Total Non-current Liabilities		**2,012,141,333**	1,474,180,337
Total Liabilities		**P3,214,129,740**	P2,382,656,271

Forward

	Note	2024	2023
EQUITY			
Equity Attributable to Equity Holders of the Parent Company			
Capital stock	*25*	**P4,275,721,448**	P4,275,721,448
Additional paid-in capital	*25*	**780,630,029**	780,630,029
Reserves	*26*	**54,362,518**	56,177,322
Retained earnings		**1,557,228,901**	1,668,286,406
Treasury stock	*25*	**(110,049,633)**	(110,049,633)
		6,557,893,263	6,670,765,572
Equity Attributable to Non-Controlling Interests	*27*	**(41,556,113)**	(41,552,254)
		6,516,337,150	6,629,213,318
		P9,730,466,890	P9,011,869,589

See Notes to the Consolidated Financial Statements.

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF TOTAL COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2024, 2023 AND 2022

	Notes	**2024**	2023	2022
INCOME				
Sales of real estate		**P54,281,940**	P174,460,724	P224,998,917
Rent	*12*	**78,226,430**	65,161,614	56,370,168
Management fees	*17*	**42,928,666**	41,203,464	34,655,944
Interest	*19*	**10,840,037**	14,050,801	15,924,493
Commission	*18*	**10,313,645**	5,215,928	5,567,455
Other income	*20*	**186,653,703**	426,546,957	540,509,715
		383,244,421	726,639,488	878,026,692
COSTS AND EXPENSES				
Cost of real estate sold	*7*	**33,972,600**	90,154,100	106,296,787
Cost of services	*21*	**79,282,634**	74,604,569	62,246,466
General and administrative expenses	*22*	**259,703,091**	307,660,262	338,465,029
Finance costs	*12,14*	**89,057,427**	70,157,474	63,809,071
Equity in net loss of an associate	*9*	**2,135,489**	1,799,380	1,431,300
Other expenses	*23*	**200,543**	4,898,497	230,051
		464,351,784	549,274,282	572,478,704
INCOME (LOSS) BEFORE INCOME TAX		**(81,107,363)**	177,365,206	305,547,988
INCOME TAX EXPENSE	*24*	**40,132,029**	64,496,247	125,159,497
NET INCOME (LOSS)		**(P121,239,392)**	P112,868,959	P180,388,491
Attributable to:				
Equity holders of the parent	*28*	**(P121,235,533)**	P112,880,755	P183,087,318
Non-controlling interest	*27*	**(3,859)**	(11,796)	(2,698,827)
		(P121,239,392)	P112,868,959	P180,388,491
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified to profit or loss				
Remeasurement gain (loss) on defined benefit obligation, net of tax	*26*	**P3,510,610**	(P8,521,221)	P14,897,978
Unrealized holding gain (loss) on financial assets at FVOCI	*5,26*	**4,852,614**	(878,903)	(1,568,430)
		8,363,224	(9,400,124)	13,329,548
TOTAL COMPREHENSIVE INCOME (LOSS)		**(P112,876,168)**	P103,468,835	P193,718,039
BASIC EARNINGS (LOSS) PER SHARE	*28*	**(P0.01)**	P0.01	P0.02

See Notes to the Consolidated Financial Statements.

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2024, 2023 AND 2022

	Equity Attributable to Equity Holders of the Parent Company							
	Capital Stock (Note 25)	Additional Paid-in Capital (Note 25)	Reserves (Note 26)	Retained Earnings	Treasury Stock (Note 25)	Total	Non-controlling Interests (Note 27)	Total Equity
Balance at January 1, 2022	P4,275,698,948	P780,630,029	P52,201,114	P1,368,606,555	(P110,049,633)	P6,367,087,013	(P38,841,631)	P6,328,245,382
Comprehensive income (loss)								
Net income (loss) for the year	-	-	-	183,087,317	-	183,087,317	(2,698,827)	180,388,490
Other comprehensive income for the year	-	-	13,329,548	-	-	13,329,548	-	13,329,548
Adjustments	-	-	-	3,711,779	-	3,711,779	-	3,711,779
Total comprehensive income (loss) for the year	-	-	13,329,548	186,799,096	-	200,128,644	(2,698,827)	197,429,817
Transaction with owners								
Collection of subscription receivable	22,500	-	-	-	-	22,500	-	22,500
Balance at December 31, 2022	4,275,721,448	780,630,029	65,530,662	1,555,405,651	(110,049,633)	6,567,238,157	(41,540,458)	6,525,697,699
Comprehensive income (loss)								
Net income (loss) for the year	-	-	-	112,880,755	-	112,880,755	(11,796)	112,868,959
Other comprehensive loss for the year	-	-	(9,400,124)	-	-	(9,400,124)	-	(9,400,124)
Adjustments	-	-	46,784	-	-	46,784	-	46,784
Total comprehensive income (loss) for the year	-	-	(9,353,340)	112,880,755	-	103,527,415	(11,796)	103,515,619
Balance at December 31, 2023	P4,275,721,448	P780,630,029	P56,177,322	P1,668,286,406	(P110,049,633)	P6,670,765,572	(P41,552,254)	P6,629,213,318
Comprehensive income (loss)								
Net loss for the year	-	-	-	(121,235,533)	-	(121,235,533)	(3,859)	(121,239,392)
Other comprehensive income for the year	-	-	8,363,224	-	-	8,363,224	-	8,363,224
Total comprehensive income (loss) for the year	-	-	8,363,224	(121,235,533)	-	(112,872,309)	(3,859)	(112,876,168)
Disposal of Financial Asset at FVOCI	-	-	(10,178,028)	10,178,028	-	-	-	-
Balance at December 31, 2024	**P4,275,721,448**	**P780,630,029**	**P54,362,518**	**P1,557,228,901**	**(P110,049,633)**	**P6,557,893,263**	**(P41,556,113)**	**P6,516,337,150**

See Notes to the Consolidated Financial Statements.

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF TOTAL CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2024, 2023 AND 2022

	Notes	2024	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES				
Income before (loss) income tax		**(P81,107,363)**	P177,365,206	P305,547,988
Adjustments for:				
Finance costs	*12,14*	**89,057,427**	70,157,474	63,809,071
Depreciation and amortization	*21,22*	**25,964,742**	19,410,315	27,990,961
Provision for retirement benefits	*16,20,22*	**12,157,585**	14,813,508	15,631,169
Equity in net loss of an associate	*9*	**2,135,489**	1,799,380	1,431,300
Loss (gain) on repossession of real estate inventories	*20,23*	-	3,524,627	(1,498,643)
Gain on sale of investment properties		-	(128,065,333)	-
Foreign exchange loss (gain) – net	*20,23*	**(812,642)**	402,230	(1,952,441)
Dividend income	*5,20*	**(1,637,722)**	-	(1,953,910)
Provision for (reversal of) impairment loss on trade and other receivables	*6,20,22*	**(7,130,236)**	(22,136,446)	27,589,342
Interest income	*19*	**(10,840,037)**	(14,050,801)	(15,924,493)
Gain on change in fair value of investment properties	*10,20*	**(158,384,893)**	(259,380,144)	(526,868,292)
Operating loss before working capital changes		**(130,597,650)**	(136,159,984)	(106,197,948)
Decrease (increase) in:				
Trade and other receivables		**184,404,735**	47,982,799	18,515,029
Prepayments and other current assets		**(534,071,280)**	(48,950,129)	2,783,533
Real estate inventories		**(289,515,518)**	35,211,279	69,979,015
Increase (decrease) in:				
Trade and other payables		**177,994,362**	(57,931,774)	(26,867,654)
Other non-current liabilities		**(2,203,252)**	2,601,128	(544,808)
Cash absorbed by operations		**(593,988,603)**	(157,246,681)	(42,332,833)
Interest received	*19*	**1,719,953**	14,050,801	15,924,493
Dividends received	*20*	**1,637,722**	-	1,953,910
Contributions to retirement fund	*16*	**(2,500,000)**	(7,000,000)	-
Net cash used in operating activities		**(593,130,928)**	(150,195,880)	(24,454,430)
CASH FLOWS FROM INVESTING ACTIVITIES				
Additions to property and equipment	*11*	**(7,954,948)**	(40,698,040)	(4,768,327)
Additions to investment properties	*10*	-	(3,939,956)	(30,030,586)
Proceeds from sale of investment in stock	*5*	**12,124,501**	-	-
Proceeds from sale of investment properties		-	62,036,427	-
Proceeds from disposal of property and equipment		**244,482**	776,528	24,135
Net cash from (used in) investing activities		**4,414,035**	18,174,959	(34,774,778)

Forward

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF TOTAL CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2024, 2023 AND 2022

	Note	**2024**	2023	2022
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from availment of loans	*14*	**P3,132,611,060**	P2,018,581,702	P1,013,706,633
Collection of lease receivables		**24,449,088**	23,672,896	23,284,800
Lease liability payments		**(22,972,049)**	(22,972,049)	(22,941,000)
Finance cost paid		**(124,093,584)**	(56,615,119)	(63,809,071)
Payments of loans and note payable	*14*	**(2,492,710,836)**	(1,710,985,337)	(931,743,558)
Proceeds from collection of subscriptions receivable		**-**	-	22,500
Net cash from financing activities		**517,283,679**	251,682,093	18,520,304
EFFECTS OF EXCHANGE RATE CHANGES IN CASH AND CASH EQUIVALENTS		**812,642**	(402,230)	1,952,441
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		**(70,620,572)**	119,258,942	(38,756,464)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	*3*	**283,145,676**	163,886,734	202,643,198
CASH AND CASH EQUIVALENTS AT END OF YEAR	*3*	**P212,525,104**	P283,145,676	P163,886,734

See Notes to the Consolidated Financial Statements.

1. Corporate Information

Philippine Realty and Holdings Corporation (the "Parent Company") was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on July 13, 1981. The principal activities of the Parent Company include the acquisition, development, sale and lease of all kinds of real estate and personal properties, and as an investment and holding company.

The Parent Company was listed with the Philippine Stock Exchange (PSE) on September 7, 1987.

The Parent Company's registered office is at One Balete, 1 Balete Drive corner N. Domingo St. Brgy. Kaunlaran, District 4, Quezon City 1111, Philippines.

The consolidated financial statements include the accounts of the Parent Company and the following domestic subsidiaries:

	Principal Activities		Ownership Interest 2024	2023
PRHC Property Managers, Inc. (PPMI)	Property Management	Direct	**100%**	100%
Tektite Insurance Brokers, Inc. (TIBI)	Insurance Brokerage	Direct	**100%**	100%
Sultan's Power, Inc. (SPI)	Holding Company	Direct	**100%**	100%
Three Corners Realty Corporation (TCRC)	Real Estate	Direct	**100%**	-
Universal Travel Corporation (UTC)	Travel and Tours Agency	Direct	**81.53%**	81.53%
Recon-X Energy Corporation	Waste Management	Indirect	**51%**	51%

2. Basis of Preparation

Statement of Compliance
The consolidated financial statements of the Group have been prepared in accordance with Philippine Financial Reporting Standards (PFRS). PFRS includes all applicable PFRS, Philippine Accounting Standards (PAS), and interpretations of the Philippine Interpretations Committee (PIC), Standing Interpretations Committee (SIC) and International Financial Reporting Interpretations Committee (IFRIC), as approved by the Philippine Financial Sustainability Reporting Standards Council (FSRSC) and adopted by the SEC.

Approval of Financial Statements
The accompanying consolidated financial statements as at and for the year ended December 31, 2024 were approved and authorized for issuance by the Board of Directors (BOD) of the parent company on March 18, 2025.

Basis of Measurement
The consolidated financial statements have been prepared under the historical cost convention, except for the following which are measured using alternative basis at each reporting date:

Financial assets at FVPL	Fair value
Financial assets at FVOCI	Fair value
Investment properties	Fair value
Retirement benefit obligation	Present value of the defined benefit obligation less fair value of plan assets

Functional and Presentation Currency
The consolidated financial statements are presented in Philippine peso, which is the presentation and functional currency of the Group. All financial information presented have been rounded to the nearest peso, unless otherwise stated.

Use of Estimates and Judgments
The preparation of the consolidated financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

In particular, information about material areas of estimation uncertainty and critical judgments in applying accounting policies that have the most material effect on the amounts recognized in the consolidated financial statements are described in Notes 30 and 31.

3. Cash and Cash Equivalents

This account consists of:

	2024	2023
Cash on hand	**P1,051,000**	P45,000
Cash in banks	**41,728,474**	271,847,207
Cash equivalents	**169,745,630**	11,253,469
	P212,525,104	P283,145,676

Cash in banks earned an average annual interest of 0.04% and 0.05% in 2024 and 2023. Cash equivalents represent money market placements or short-term investments with maturities up to three months and annual interests ranging from 2.25% to 5.12% and 2.25% to 5.00% in 2024 and 2023, respectively.

Interest income recognized amounted to P1.00 million, P1.33 million and P0.49 million in 2024, 2023 and 2022, respectively (see Note 19).

4. Financial Assets at Fair Value Through Profit or Loss (FVPL)

This account is composed of listed equity securities that are held for trading. The fair values of these securities totaling P6,750,000 are based on quoted market prices.

5. Financial Assets at Fair Value Through Other Comprehensive Income (FVOCI)

As at December 31, financial assets at FVOCI consist of investments in:

		For the Years Ended December 31, 2024 and 2023		
	Note	Golf and country club shares	Listed shares of stock	Total
Cost				
December 31, 2023		P3,350,000	P58,332,808	P61,682,808
Disposals		-	(1,946,473)	(1,946,473)
December 31, 2024		**P3,350,000**	**P56,386,335**	**P59,736,335**
Accumulated unrealized holding gain (loss)				
January 1, 2023		(P950,000)	(P24,656,703)	(P25,606,703)
Unrealized holding loss	*26*	-	(878,903)	(878,903)
December 31, 2023		(950,000)	(25,535,606)	(26,485,606)
Unrealized holding gain (loss)	*26*	6,600,000	(1,747,386)	4,852,614
Disposals	*26*	-	(10,178,028)	(10,178,028)
December 31, 2024		**5,650,000**	**(37,461,020)**	**(31,811,020)**
Carrying amount December 31, 2023		P2,400,000	P32,797,203	P35,197,203
Carrying amount December 31, 2024		**P9,000,000**	**P18,925,315**	**P27,925,315**

The investments in shares of stock of various listed equity securities present the Parent Company with opportunity for return through dividend income. The above investments in equity instruments are not held for trading and the Group irrevocably elected to present subsequent changes in fair values in OCI.

The fair values of these investments are based on quoted market prices. Unrealized holding gains or losses from market value fluctuations are recognized as part of the Group's reserves.

In 2024, the Parent Company sold its shares in Premium Leisure Corporation with carrying amount of P10,178,028.

Unrealized holding gain (loss) recognized in other comprehensive income from financial assets at FVOCI amounted to P4.85 million in 2024, P0.88 million in 2023 and P1.57 million in 2022 (see Note 26).

Dividend income recognized in profit or loss amounted to P1,637,722, nil and P1,953,910 in 2024, 2023 and 2022, respectively (see Note 20).

6. Trade and Other Receivables

This account is composed of:

	Note	**2024**	2023
Trade:			
Sale of real estate		**P405,485,246**	P503,026,750
Lease		**29,571,731**	20,797,969
Management fees		**8,726,074**	5,526,833
Commission		**8,484,851**	4,431,572
Advances		**3,857,475**	82,745,378
Premiums receivable		**3,637,023**	4,012,287
Other receivables	*15*	**38,266,244**	69,094,325
		498,028,644	689,635,114
Less: allowance for impairment loss		**119,227,786**	126,358,022
		378,800,858	563,277,092
Less: non-current portion		**68,744,092**	207,967,647
Trade and other receivables- current portion		**P310,056,766**	P355,309,445

Trade receivables from sale of real estate include amounts due from buyers of the Parent Company's condominium projects, generally over a period of two (2) to three (3) years. The condominium certificates of title remain in the possession of the Parent Company until full payment has been made by the customers. Trade receivables for restructured accounts carry yield-to-maturity interest rates of 1.5% per month in 2024 and 2023. Total Interest income recognized from trade receivables amounted to P718,376, P3,134,708 and P4,737,419 in 2024, 2023 and 2022, respectively (see Note 19). Certain trade receivables with total carrying value of P95 million and P216 million as at December 31, 2024 and 2023, respectively, are pledged to a local bank as collateral to the Company's loans payable (see Note 14).

Advances – others consist mainly of advances to officers and employees that are settled either through liquidation or salary deduction.

Receivables amounting to P119.23 million and P126.36 million as of December 31, 2024 and 2023, respectively, were fully provided with allowance. The movements in the allowance for Expected Credit Losses (ECL) on receivables are as follows:

	2024						
	Sale of real estate	**Lease**	**Management fees**	**Premiums receivable**	**Advances**	**Other receivables**	**Total**
Beginning balance	**P73,462,630**	**P4,787,074**	**P3,189,750**	**P2,899,963**	**P862,891**	**P41,155,714**	**P126,358,022**
Provisions	**-**	**2,247,620**	**-**	**-**	**-**	**1,056,518**	**3,304,138**
(Reversals)	**(4,804,515)**	**-**	**-**	**-**	**-**	**(5,629,859)**	**(10,434,374)**
	P68,658,115	**P7,034,694**	**P3,189,750**	**P2,899,963**	**P862,891**	**P36,582,373**	**P119,227,786**

	2023						
	Sale of real estate	Lease	Management fees	Premiums receivable	Advances	Other receivables	Total
Beginning balance	P83,512,900	P5,478,810	P 3,189,750	P5,082,902	P862,891	P52,550,154	P150,677,407
Provisions	-	-	-	-	-	2,863,554	2,863,554
(Reversals)	(10,050,270)	(691,736)	-	(2,182,939)	-	(14,257,994)	(27,182,939)
	P73,462,630	P4,787,074	P3,189,750	P2,899,963	P862,891	P41,155,714	P126,358,022

7. Real Estate Inventories

This account consists of:

	2024	2023
In progress:		
BGC Project	**P2,052,612,439**	P1,694,007,543
Andrea North Estate	**117,572,442**	115,191,934
	2,170,184,881	1,809,199,477
Completed units:		
Andrea North SkyVillas Tower	**37,678,000**	42,177,734
Andrea North Skyline Tower	**14,362,111**	24,927,304
The Icon Plaza	**38,020,766**	54,790,767
Casa Miguel	-	7,192,072
	90,060,877	129,087,877
Land held for development:		
New Manila, Quezon City	**135,366,913**	135,336,913
	P2,395,612,671	P2,073,624,267

BGC Project pertains to the Unico Project, a 40-storey upscale residential condominium located in Bonifacio South District in Taguig City. The project broke ground on March 5, 2024. The carrying amount represents the cost of the land, and all other costs incurred in the planning and preparation, site preparation, foundation and structural framework. Accumulated cost also includes capitalized interest.

Certain real estate inventories are mortgaged as collaterals to loans (see Note 14).

The cost of real estate inventories sold recognized in the consolidated statements of total comprehensive income amounted to P33,972,600, P90,154,100 and P106,296,787 in 2024, 2023 and 2022, respectively.

8. Prepayments and Other Current Assets

This account consists of:

	2024	2023
Creditable withholding tax	**P303,612,516**	P320,913,002
Prepaid expenses	**493,584,701**	67,986,287
Prepaid taxes	**78,576,033**	52,218,439
Input tax	**65,652,616**	5,733,603
Investment in escrow	**31,552,471**	-
Others	**22,313,472**	16,308,020
	P995,291,809	P463,159,351

Creditable withholding tax pertains to taxes withheld by the Group's customers in accordance with tax regulations which remained unutilized as at the end of the reporting period. This can be utilized by the Group as a deduction from future income tax obligations.

Prepaid expenses consist of advance payment to contractors, rent, real property tax, insurance premium and membership dues.

Prepaid taxes include unutilized creditable withholding taxes which the Company opted for refund with the Bureau of Internal Revenue and tax certificates.

Input tax refers to the value-added tax (VAT) that a Company pays on goods or services purchased for its operations.

Investment in escrow pertains to the Parent Company's account in PBCom in connection with the escrow agreement with Department of Human Settlements and Urban Development for the construction of Project UNICO.

9. Investments in and Advances to Associates

Details of the ownership interests in associates as at December 31 are as follows:

	2024	2023
Meridian Assurance Corporation (MAC)	**30%**	30%
Le Cheval Holdings, Inc. (LCHI)	**45%**	45%
Alexandra (USA), Inc. (AUI)	**45%**	45%

Details of investments in and advances to associates are as follows:

	2024	2023
Meridian Assurance Corporation		
Investment - acquisition cost	**P88,875,080**	P88,875,080
Release of investment	**(7,045,222)**	(7,045,222)
Investment - acquisition cost	**81,829,858**	81,829,858
Accumulated equity in net loss:		
Balance at beginning of year	**(25,518,257)**	(23,718,877)
Equity in net loss for the year	**(2,135,489)**	(1,799,380)
Balance at end of year	**(27,653,746)**	(25,518,257)
	P54,176,112	P56,311,601
Le Cheval Holdings, Inc.		
Investment - acquisition cost	**P11,250**	P11,250
Allowance for impairment loss	**(11,250)**	(11,250)
	P -	P -
Accumulated equity in net loss:		
Balance at end of year	**P125,149**	P125,149
Alexandra (USA), Inc.		
Investment - acquisition cost	**P14,184,150**	P14,184,150
Allowance for impairment loss	**(14,184,150)**	(14,184,150)
	-	-
Advances to AUI	**132,417,765**	132,417,765
Allowance for unrecoverable advances	**(132,417,765)**	(132,417,765)
	-	-
	P54,301,261	P56,436,750

Allowance for impairment loss pertains to the company's investments in associates that have ceased operations or in process of liquidation.

Aggregated amounts relating to associates are as follows:

	2024	2023
Meridian Assurance Corporation (MAC)		
Total assets	**P351,969,981**	P351,413,031
Total liabilities	**(27,149,697)**	(26,887,253)
Net assets	**324,820,284**	324,525,778
Income	**659,480**	2,811,091
Cost and expenses	**(7,777,777)**	(15,818,365)
Net loss	**(P7,118,297)**	P13,007,274
Le Cheval Holdings, Inc. (LCHI)		
Total assets	**P45,362**	P45,362
Total liabilities	**142,248**	142,248
Net liabilities	**(96,886)**	(96,886)
Income	**-**	-
Cost and expenses	**-**	-
Net loss	**P -**	P -

The following are the principal activities of the Group's Associates:

Meridian Assurance Corporation
MAC was incorporated and registered with the SEC on March 16, 1960, renewed on November 13, 2007, primarily to engage in the business of insurance and guarantee of any kind and in all branches except life insurance, for consideration, to indemnify any person, firm or corporation against loss, damage or liability arising from any unknown or contingent event, and to guarantee liabilities and obligations of any person, firm or corporation and to do all such acts and exercise all such powers as may be reasonably necessary to accomplish the above purposes which may be incidental.

On July 7, 2021, MAC received a letter from the Insurance Commission (IC) confirming MAC's withdrawal from the insurance business. It is also stated in the letter that MAC is no longer required to submit annual financial statements and other documentary requirements to the commission starting financial year-end 2021. As at December 31, 2022, MAC is in the process of preparing the necessary documents for the amendment of its Articles of Incorporation and By-laws for filing with the SEC and IC. Thereafter, the Company plans to engage in the business of asset management. As of December 31, 2024, the Company's application for amendment of its Articles of Incorporation and By-laws is still in process with SEC.

The registered office of MAC is Unit E-2003B East Tower, Tektite Towers (formerly Philippine Stock Exchange Centre), Exchange Road, Ortigas Center, Pasig City.

Le Cheval Holdings, Inc.
LCHI, which was incorporated and registered with the SEC on August 30, 1994 as a holding company is inactive.

Alexandra (USA), Inc.
AUI was incorporated in the United States of America (USA). AUI is involved in property development in Florida, USA. AUI is jointly owned with GPI (45%) and Warrenton Enterprises Corporation (10%) of William Cu-Unjieng. AUI is in the process of liquidation.

10. Investment Properties

Investment properties consist of:

	2024	2023
Cost		
Land	**P879,859,578**	P879,859,578
Land and building	**402,443,016**	402,443,016
Condominium units and parking slots	**789,567,537**	785,067,537
	2,071,870,131	2,067,370,131
Accumulated unrealized holding gain	**3,254,562,150**	3,096,177,257
	P5,326,432,281	P5,163,547,388

Land
This pertains to a lot in BGC, Taguig and San Fernando, La Union which are presently being held for capital appreciation.

Land and building
This property pertains to a land and building located in Baguio which is being leased to PPMI under a lease agreement which is renewed annually.

Condominium units and parking slots
These are condominium units and parking spaces at the East Tower and West Tower of Tektite Towers held for rental.

Details of the accumulated unrealized fair value gain are as follows:

	2024	2023
Accumulated unrealized holding gain		
Land	**P1,059,827,822**	P1,049,947,822
Land and building	**161,143,984**	151,492,984
Condominium units and parking slots	**2,033,590,344**	1,894,736,451
	P3,254,562,150	P3,096,177,257

The movements in accumulated unrealized fair value gain in 2024 and 2023 are as follows:

	Note	2024	2023
Beginning balance		**P3,096,177,257**	P2,836,797,113
Changes in fair value during the year	*20*	**158,384,893**	259,380,144
Total		**P3,254,562,150**	P3,096,177,257

Details of the carrying amount of investment properties are as follows:

	2024	2023
Carrying amount of investment properties		
Land	**P1,939,687,400**	P1,929,807,400
Land and building	**563,587,000**	553,936,000
Condominium units and parking slots	**2,823,157,881**	2,679,803,988
	P5,326,432,281	P5,163,547,388

An independent valuation of the Company's investment properties was performed by qualified appraisers as of December 3, 6, 13, and 14, 2024 and February 13, 2025 to determine their fair values. The external independent appraiser used sales comparison approach in arriving at the value of the properties. In this approach, the values of the properties were determined based on sales and listings of comparable properties. This is done by adjusting the differences between the subject property and those actual sales and listings regarded as comparable. The properties used as bases of comparison are situated within the immediate vicinity or at a different floor level of the same building. Comparison would be premised on factors such as location, size and physical attributes, selling terms, facilities offered and time element.

Rental income recognized from the investment properties in 2024, 2023 and in 2022 amounted to P78,497,780, P65,466,246 and P56,674,800, respectively. Real property taxes attributable to the investment properties in 2024, 2023 and 2022 amounted to P7,027,242, P6,970,788 and P7,870,171, respectively and are included as part of taxes and licenses in cost of services. Condominium dues attributable to the investment properties in 2024, 2023 and 2022 amounted to P8,797,869, P10,254,996 and P8,395,079, respectively and are included also in cost of services.

Certain investment properties are mortgaged as collateral to loans (see Note 14).

11. Property and Equipment

The details of the carrying amounts of property and equipment, the gross carrying amounts, and accumulated depreciation and amortization of property and equipment are shown below:

	For the Years Ended December 31, 2024 and 2023				
	Condominium Units, Building and Building Improvements	Office Furniture, Fixtures and Equipment	Transportation, Machinery and Other Equipment	Leasehold and Office Improvements	Total
Cost					
January 1, 2023	P104,577,213	P30,632,356	P63,686,024	P1,221,181	P200,116,774
Additions	-	2,551,328	38,146,712	-	40,698,040
Disposals	-	(58,482)	(11,404,302)	-	(11,462,784)
December 31, 2023	104,577,213	33,125,202	90,428,434	1,221,181	229,352,030
Additions	2,184,552	1,107,700	4,662,696	-	7,954,948
Disposals	-	(6,937,431)	(26,620,700)	-	(33,558,131)
December 31, 2024	**106,761,765**	**27,295,471**	**68,470,430**	**1,221,181**	**203,748,847**
Accumulated depreciation					
January 1, 2023	49,574,352	29,842,676	59,156,599	1,221,181	139,794,808
Provision	3,138,362	1,468,008	4,156,074	-	8,762,444
Disposals	-	(38,988)	(10,647,268)	-	(10,686,256)
December 31, 2023	52,712,714	31,271,696	52,665,405	1,221,181	137,870,996
Provision	4,828,108	1,922,359	8,548,913	-	15,299,380
Disposals	-	(6,930,109)	(26,383,540)	-	(33,313,649)
December 31, 2024	**57,540,822**	**26,263,946**	**34,830,778**	**1,221,181**	**119,856,727**
Carrying Amount					
At December 31, 2023	P51,864,499	P1,853,506	P37,763,029	P -	P91,481,034
At December 31, 2024	**P49,220,943**	**P1,031,525**	**P33,639,652**	**P -**	**P83,892,120**

Certain transportation equipment of the Group with total carrying value of P31.89 million and P35.96 million as at December 31, 2024 and 2023, respectively are pledged as security under chattel mortgage (see Note 14).

12. Leases

A. Rights-of-use assets

The Parent Company leases two parcels of land located at 5th Avenue corner 24th Street and 5th avenue corner 25th Street, Bonifacio Global City, Taguig City. These contracts have a term of fifteen (15) years, renewable for another ten (10) years upon submission of a written notice to renew at least ninety days prior to the expiration of the original term, with terms and conditions mutually agreed by both parties.

The Parent Company also leases Unit 10A in Icon Plaza located 26th Street, Bonifacio Global City, Taguig City. The contract has a term of five (5) years and is renewable upon mutual agreement of both parties.

The carrying amount of right-of-use assets as at December 31, 2024 and 2023 is shown below:

	2024	2023
Right-of-use assets	**P133,796,186**	P133,840,828
Accumulated depreciation	**(56,886,280)**	(46,220,916)
	P76,909,906	P87,619,912

Amounts recognized in profit or loss:

	Notes	2024	2023	2022
Depreciation expense	*21,22*	**P10,665,362**	P10,647,871	P10,496,270
Interest expense		**7,401,885**	8,131,867	8,824,235

B. Investment in finance leases

The Parent Company entered into a sublease contract relating to one of the parcels of land being leased in BGC as discussed above. This agreement was assessed by the management to be of a finance lease and is renewable at the end of the lease term of initially fifteen (15) years upon mutual consent of the parties.

Amounts receivable under finance lease	2024	2023
Year 1	**P24,856,576**	P24,449,088
Year 2	**25,671,552**	24,856,576
Year 3	**26,099,392**	25,671,552
Year 4	**26,955,072**	26,099,392
Year 5	**27,404,352**	26,955,072
Onwards	**76,889,472**	104,293,824
Undiscounted lease payments	**207,876,416**	232,325,504
Present value of minimum lease payments receivable	**P171,972,179**	P187,577,530
Less: current portion	**16,798,904**	15,606,638
Investment in finance lease – net of current portion	**P155,173,275**	P171,970,892

Interest income recognized in profit or loss amounted to P8,843,737, P9,573,151 and P10,229,536 in 2024, 2023 and 2022, respectively (see Note 19).

C. Lease liabilities

A maturity analysis of lease liabilities under both lessee and lessor based on the total cash flows is reported in the table below:

	2024		2023	
	Undiscounted	**Discounted**	Undiscounted	Discounted
Right-of-use assets				
Less than 1 year	**P11,844,653**	**P8,521,596**	P11,812,050	P8,098,430
More than 1 year	**74,400,000**	**63,362,555**	86,244,653	71,884,151
	86,244,653	**71,884,151**	98,056,703	79,982,581
Finance lease				
Less than 1 year	**11,160,000**	**7,846,107**	11,160,000	7,471,735
More than 1 year	**74,400,000**	**63,362,556**	85,560,000	71,208,663
	85,560,000	**71,208,663**	96,720,000	78,680,398
	P171,804,653	**P143,092,814**	P194,776,703	P158,662,979

D. Short-term operating leases as lessor

The Group entered into short-term lease agreements including condominium units, office spaces, food plaza spaces and parking spaces. The lease contracts between the Group and its lessees have a term of one (1) year which are renewable annually.

Total rental income earned in 2024, 2023 and 2022 amounted to P78,226,430, P65,161,614 and P56,370,168, respectively.

Deferred rental income amounting to P41,405,086 and P43,608,343 as of December 31, 2024 and 2023, respectively, pertains to advance rent received from lessees to be applied on the last three (3) months of the lease contract.

Refundable deposits on these lease agreements amounted to P19,389,920 and P19,306,580 in 2024 and 2023, respectively, and are included as part of trade and other payables (see Note 13).

13. Trade and Other Payables

This account consists of:

	Note	2023	2022
Trade payables		**P149,981,540**	P2,050,231
Non-trade payables		**44,914,260**	54,628,754
Retention fee payable		**38,664,663**	14,629,535
Accrued expenses		**32,801,182**	26,033,544
Refundable deposits	*12*	**19,389,920**	19,306,580
Customers' deposits		**11,504,762**	16,593,017
Due to government agencies		**8,223,796**	5,782,849
Others		**584,746**	272,163
		306,064,869	139,296,673
Less: non-current portion		**104,872,422**	76,059,054
		P201,192,447	P63,237,619

Trade payables consist mainly of amount due to contractors and suppliers relating to the Unico Project.

Non-trade payables consist of transfer fees and retention commission payable.

Retention fee payable pertains to retention fees withheld from the contractors of ongoing projects.

Accrued expenses consist of accrual for costs of outside services, insurance, supplies, tax and other legal expenses.

Customers' deposits consist of down payments representing less than 25% of the contract price of the condominium units sold which are deductible from the total contract price.

Due to government agencies consist mainly of payable to the Bureau of Internal Revenue, SSS, HDMF and PhilHealth.

14. Loans and Note Payable

The movements in the loans and note payable are summarized as follows:

	2024	2023
Balance at beginning of year	**P1,202,019,729**	P894,423,364
Availments of loan	**3,132,611,060**	2,018,581,702
Payments of principal	**(2,492,710,836)**	(1,710,985,337)
Balance at end of year	**P1,841,919,953**	P1,202,019,729

The loans and note payable are composed of the following:

	2024	2023
Payable within one year:		
Parent Company		
Philippine National Bank	**P355,784,313**	P350,000,000
Philippine Bank of Communications	**621,391,611**	472,985,126
Union Bank of the Philippines	**6,773,656**	5,927,594
RCBC Savings Bank	**478,677**	596,175
Subsidiary		
RCBC Savings Bank	-	159,255
	P984,428,257	P829,668,150
Payable after one year:		
Parent Company		
Philippine Bank of Communications	**P833,346,880**	P344,794,867
Union Bank of the Philippines	**19,975,771**	26,152,493
Philippine National Bank	**3,233,668**	-
RCBC Savings Bank	**935,377**	1,404,219
	857,491,696	372,351,579
	P1,841,919,953	P1,202,019,729

Philippine National Bank (PNB)
The Parent Company availed new interest-bearing loans with total principal amount of P1.5 billion and P1.4 billion in 2024 and 2023, respectively, payable within three (3) months subject to extension upon lapse of the maturity date. These loans are secured by certain real estate inventories with the carrying amount of P135.4 million (see Note 7).

Philippine Bank of Communications (PBCom)
In 2019, the Parent Company entered into a long-term credit facility agreement with PBCom. PBCom approved an interest-bearing Term Loan under which the Parent Company drew down P500 million in 2019. These loans are payable within six (6) years from the date of drawdown payable quarterly in arrears and secured by certain investment properties mortgaged in favor of PBCom with the total carrying amount of P633.8 million and P606.4 million as of December 31, 2024 and 2023, respectively.

In 2020, PBCom approved an interest-bearing Loan Line amounting to P300 million available for drawings in the form of 180-day promissory notes (PNs) payable at maturity of the PNs. The principal payment is on the maturity date of the PNs.

In 2021, PBCom approved an interest-bearing Contract to Sell Financing line amounting to P300 million available for drawings. The Parent Company drew down P64.72 million and P141.83 million in 2024 and 2023, respectively, payable at maturity of the deed of undertaking and are secured by certain receivables assigned in favor of PBCom amounting to P95 million and P216 million as at December 31, 2024 and 2023, respectively (see Note 6).

In 2023, PBCom approved an interest-bearing Term Loan amounting to P3.8 billion. The Company drew down P640 million and P150 million in 2024 and 2023, respectively, payable in 5 years. This loan was availed specifically to fund the Unico Project.

The loan includes a covenant in which the Parent Company shall maintain a maximum debt-to-equity ratio of 2:1 at all times. As at December 31, 2024 and 2023, the Parent Company is compliant with the loan covenant.

In 2023, PBCom approved an interest-bearing Loan Line amounting to P300 million available for drawings in the form of 180-day promissory notes (PNs) payable at maturity of the PNs.

Union Bank of the Philippines (UBP)
In 2024 and 2023, the Parent Company availed interest-bearing car loans from Union Bank payable in installment within sixty (60) months. These loans are secured by the vehicle acquired under this facility (see Note 11).

RCBC Savings Bank (RCBC)
Parent
In 2023, the Parent Company availed interest-bearing car loans from RCBC Savings Bank payable in installment within sixty (60) months. These loans are secured the vehicles acquired under this facility (see Note 11).

Total interest on the above loan agreements charged to profit or loss amounted to P81,652,640, P61,951,600 and P54,819,311 in 2024, 2023 and 2022, respectively. Interest on loans payable capitalized as part of the cost of real estate development amounted to P36,928,244 and P15,383,994 in 2024 and 2023, respectively. The capitalization rate used was 8.19% and 7.43% in 2024 and 2023, respectively.

Subsidiary
In 2019, PPMI availed of a five-year interest-bearing note payable amounting to P3,744,000 from a local bank to finance the purchase of transportation equipment. The loan was obtained in February 2019 and will mature in February 2024. The loan was fully paid on February 15, 2024.

Interest expense charged to profit or loss amounted to P2,902 and P74,007 in 2024 and 2023, respectively.

15. Related Party Transactions

The details of related party transactions and balances are as follows:

As at and for the year ended December 31, 2024:	Transactions	Outstanding balance	Terms and conditions
Trade receivables			The receivables are secured with related units until full payment.
Ultimate Parent Company			
Greenhills Properties, Inc.			
Sale of parking space	P -		
Collections during the year	-	P51,892,140	
Other receivables			Other receivables are secured with related units until full payment.
Affiliates			
Collections during the year	(5,414,714)	11,722,798	
Officers			
Collections during the year	(896,186)	620,722	
Principal Shareholder			
Greenhills Properties, Inc.			
Collections during the year	(10,156,557)	659,068	

Forward

Advances			Advances to subsidiaries and associates are unsecured, non-interest bearing and to be settled in cash.
Associates			
Alexandra (USA), Inc.	**-**	**132,417,765**	
Le Cheval Holdings, Inc.	**-**	**122,248**	
Less: Allowance for impairment loss	**-**	**132,540,013**	
Balance, net	-	-	
Key management personnel			Key management includes directors (executive and non-executive) and executive officers. Short-term benefits are payable monthly and post-employment benefits are payable upon retirement
Short-term benefits			
Salaries and other short-term employee benefits	**P36,803,995**		
Post-employment benefits			
Provision for retirement benefits/PVO	**6,965,696**		

As at and for the year ended December 31, 2023:	Transactions	Outstanding balance	Terms and conditions
Trade receivables			The receivables are secured with related units until full payment.
Ultimate Parent Company			
Greenhills Properties, Inc.			
Sale of parking space	P -		
Collections during the year	-	P51,892,140	
Other receivables			Other receivables are secured with related units until full payment.
Affiliates			
Addition during the year	646,157	17,137,513	
Officers			
Collections during the year	(5,634,469)	1,052,146	
Principal Shareholder			
Greenhills Properties, Inc.			
Addition during the year	159,892	10,815,625	
Advances			Advances to subsidiaries and associates are unsecured, non-interest bearing and to be settled in cash.
Associates			
Alexandra (USA), Inc	-	132,417,765	
Le Cheval Holdings, Inc.	-	122,248	
Less: Allowance for impairment loss	-	132,540,013	
Balance, net	-	-	
Key management personnel			Key management includes directors (executive and non-executive) and executive officers. Short-term benefits are payable monthly and post-employment benefits are payable upon retirement
Short-term benefits	-		
Salaries and other short-term employee benefits	P38,481,536		
Post-employment benefits	-		
Provision for retirement benefits/PVO	7,466,814		

Advances to related parties

The Parent Company's substantial receivables from AUI, an associate, which is intended to fund the latter's working capital requirement, represents non-interest-bearing advances with no fixed term with the option to convert to equity in case of increase in capital. Advances contributed by AUI's stockholders were in accordance with the percentage of ownership of the stockholders in AUI. As previously mentioned, AUI is in the process of liquidation (see Note 9).

16. Retirement Benefit Plans

The Parent Company and Tektite Insurance Brokers, Inc. (TIBI) operate funded, non-contributory defined benefit retirement plans covering substantially all of their regular employees. The plans are administered by local banks as trustee and provide for a lump-sum benefit payment upon retirement. The benefits are based on the employees' monthly salary at retirement date multiplied by years of credited service. No other post-retirement benefits are provided.

PPMI has an unfunded, noncontributory defined benefit retirement plan.

Through their defined benefit retirement plans, the Group is exposed to a number of risks, the most material of which are detailed below:

- *Asset volatility* - The plan liabilities are calculated using a discount rate set with reference to corporate bond yields; if plan assets underperform this yield, this will create a deficit.

- *Inflation risk* - Some of the Group retirement obligations are linked to inflation, and higher inflation will lead to higher liabilities (although, in most cases, caps on the level of inflationary increases are in place to protect the plan against extreme inflation). The majority of the plans' assets are either unaffected by (fixed interest bonds) or loosely correlated with (equities) inflation, meaning that an increase in inflation will also increase the deficit.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation were carried out by an independent actuary on February 05, 2024, February 19, 2024 and March 11, 2025 for the year ended December 31, 2024 and February 23, 2024, February 28, 2024 and March 1, 2024 for the year ended December 31, 2023. The present value of the defined benefit obligation, and the related current service cost were measured using the Projected Unit Credit Method.

Key assumptions used for the Parent Company:

	Valuation at	
	2024	2023
Discount rate	**6.10%**	6.10%
Future salary increase	**4.00%**	4.00%

Key assumptions used for PPMI:

	Valuation at	
	2024	2023
Discount rate	**6.08%**	6.10%
Future salary increase	**6.00%**	6.00%

Key assumptions used for TIBI:

	Valuation at	
	2024	2023
Discount rate	**6.19%**	5.87%
Future salary increase	**5.00%**	5.00%

Assumptions regarding future mortality and disability are set based on actuarial advice in accordance with published statistics and experience.

The reconciliation of the present value of the defined benefit obligation (DBO) and the fair value of the plan assets to the recognized liability presented as accrued retirement liability in the consolidated statements of financial position is as follows:

	2024	2023
Present value of defined benefit obligation	**P118,763,464**	P121,003,805
Fair value of plan assets	**(28,004,179)**	(35,368,121)
Recognized liability	**P90,759,285**	P85,635,684

A Plan amendment by PPMI during the year changed the benefit payable under the Plan, which resulted in the recognition of reversal of past service cost for the year.

The movements in the present value of defined benefit obligation are shown below:

	2024	2023
Liability at beginning of year	**P121,003,805**	P94,301,784
Current service cost	**10,069,909**	10,309,836
Interest cost	**6,704,063**	6,602,564
Remeasurement gains		
Changes in financial assumptions	**(33,278)**	11,266,396
Changes based on experience	**(5,178,925)**	(937,495)
Benefits paid from company reserves	**(13,802,110)**	(539,280)
Liability at end of year	**P118,763,464**	P121,003,805

The movements in the plan assets are shown below:

	2024	2023
Fair value of plan assets at beginning of year	**P35,368,121**	P27,348,299
Interest income	**1,881,640**	2,098,892
Actual contribution	**2,500,000**	7,000,000
Benefits paid	**(11,067,363)**	-
Remeasurement loss	**(218,159)**	(1,079,070)
Return on plan assets, excluding amounts included in interest income	**(460,060)**	-
Fair value of plan assets at end of year	**P28,004,179**	P35,368,121

The main categories of plan assets as at December 31, 2024 and 2023 are as follows:

	2024	2023
Cash and cash equivalents	**P22,938,086**	P28,873,687
Equity instruments	**5,020,397**	6,480,332
Accrued interest	**94,333**	63,821
Liabilities	**(48,637)**	(49,719)
	P28,004,179	P35,368,121

The retirement expense - net recognized in profit or loss consists of:

	2024	2023	2022
Current service cost	**P9,580,682**	P10,309,836	P12,174,121
Past service cost	**(2,734,747)**	-	-
Net interest on defined benefit liability	**5,311,650**	4,503,672	3,457,048
	P12,157,585	P14,813,508	P15,631,169

The reversal of provision for retirement benefits and provision for retirement benefits is recognized under other income and, general and administrative expenses, respectively, in the consolidated statements of total comprehensive income (see Notes 20 and 22).

The sensitivity analysis of the defined benefit obligation is:

	Increase (decrease) in basis points	Effect on defined benefit obligation
Discount rate	1.00%	(P11,200,231)
	(1.00%)	13,209,953
Future salary increase	1.00%	13,329,428
	(1.00%)	(11,487,526)

The above sensitivity analyses are based on changes in principal assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to material actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the retirement liability recognized in the consolidated statements of financial position.

The BOD reviews the level of funding required for the retirement fund for the parent company. This includes the asset-liability matching (ALM) strategy and investment risk management policy. The Group's ALM objective is to match maturities of the plan assets to the retirement benefit obligation as they fall due. The Group monitors how the duration and expected yield of the investments are matching the expected cash outflows arising from the retirement benefit obligation.

As of December 31, 2024, the weighted average duration of defined benefit obligation are 11.00 years, 11.30 years and 2.30 years for Parent Company, PPMI and TIBI, respectively (2023: 9.90 years, 12.50 years and 2.50 years, respectively).

17. Management Fees and Other Services Fees

The Group provides general management services and financial management and supervision over the janitorial and security services through PPMI. In consideration for the said services, PPMI charges the property owners a fixed monthly amount with a 10% escalation rate annually. These management contracts are renewable for a period of two (2) to three (3) years upon mutual agreement of both PPMI and the property owners. PPMI is entitled to fixed reimbursement of actual cost of the on-site staff. The total income from management fees and other services fees amounted to P42.93 million, P41.20 million and P34.66 million in 2024, 2023 and 2022, respectively.

18. Commission

The Group derives commission income from insurance brokerage through TIBI which amounted to P10.31 million, P5.22 million and P5.57 million in 2024, 2023 and 2022, respectively.

19. Interest Income

The Group's interest income was derived from the following:

	Note	2024	2023	2022
Sublease	*12*	**P8,843,737**	P9,573,151	P10,229,536
Cash and cash equivalents	*3*	**1,001,577**	1,327,085	494,516
Penalty for late payments	*6*	**517,759**	2,815,144	4,305,819
Trade receivables	*6*	**200,617**	319,564	431,600
Others		**276,347**	15,857	463,022
		P10,840,037	P14,050,801	P15,924,493

20. Other Income

The account consists of:

	Note	2024	2023	2022
Gain on change in fair value of investment properties	*10*	**P158,384,893**	P259,380,144	P526,868,292
Reversal of allowance for impairment losses on receivables	*6*	**10,434,374**	25,000,000	-
Dividend income	*5*	**1,637,722**	-	1,953,910
Reversal of retirement expense	*16*	**909,560**	-	-
Foreign exchange gain		**812,642**	-	1,952,441
Gain on sale of investment properties		-	128,065,333	-
Gain on money market investments		**1,483**	61,811	-
Gain on repossession of real estate inventories		-	-	1,498,643
Others		**14,473,029**	14,039,669	8,236,429
		P186,653,703	P426,546,957	P540,509,715

Others mainly pertain to billings of the Parent Company to affiliates for shared service fee.

21. Cost of Services

The account consists of:

	Note	2024	2023	2022
Salaries, wages, and other benefits		**P22,963,870**	P22,332,559	P18,387,056
Depreciation and amortization on ROU assets	*12*	**10,057,962**	9,937,930	8,763,860
Outside services		**9,269,645**	8,238,708	6,774,278
Condominium dues	*10*	**8,797,869**	10,254,996	8,395,079
Taxes and licenses		**7,034,449**	7,082,369	7,949,813
Utilities		**6,115,060**	6,405,401	4,804,628
Repairs and maintenance		**4,535,462**	1,423,249	649,308
Commission		**3,723,830**	3,054,398	1,630,729
Insurance and bond premiums		**2,491,399**	2,155,302	2,052,286

Forward

	2024	2023	2022
SSS, Pag-IBIG and other contributions	**2,491,356**	2,031,418	1,459,167
Communication	**471,709**	492,331	532,221
Employees' welfare	**35,882**	53,753	64,823
Others	**1,294,141**	1,142,155	783,218
	P79,282,634	P74,604,569	P62,246,466

Others include various expenses that are individually immaterial.

22. General and Administrative Expenses

The account consists of:

	Note	2024	2023	2022
Salaries, wages, and other benefits		**P67,631,868**	P65,670,871	P71,586,651
Taxes and licenses		**29,085,906**	92,729,926	64,020,284
Professional fees		**22,691,261**	28,917,983	21,799,851
Transportation and travel		**19,387,636**	16,694,189	34,324,100
Depreciation and amortization				
Property and equipment	*11*	**15,299,380**	8,762,444	17,494,691
ROU assets	*12*	**607,400**	709,941	1,732,410
Marketing expense		**13,572,046**	26,435,882	33,285,461
Provision for retirement benefits	*16*	**13,067,145**	14,813,508	15,631,169
Outside services		**12,688,231**	8,004,499	6,726,186
Repairs and maintenance		**12,606,871**	4,320,622	5,461,617
Representation and entertainment		**10,586,080**	870,586	916,823
Insurance and bond premiums		**9,370,547**	8,012,471	7,295,002
SSS, Pag-IBIG, Medicare and other benefits		**6,883,141**	8,127,483	5,528,706
Condominium dues		**4,664,829**	4,408,640	5,351,072
Utilities		**3,380,716**	2,569,246	1,838,399
Provision for impairment loss on trade and other receivables	*6*	**3,304,138**	2,863,554	27,589,342
Postage and communication		**2,438,410**	2,459,827	2,455,107
Supplies and materials		**115,218**	323,620	168,221
Rental		**40,909**	40,909	516,225
Membership dues		**-**	-	697,754
Miscellaneous		**12,281,359**	10,924,061	14,045,958
		P259,703,091	P307,660,262	P338,465,029

23. Other Expenses

The account consists of:

	2024	2023	2022
Bank charges	**P200,543**	P971,640	P144,637
Loss on repossession of real estate properties	**-**	3,524,627	-
Foreign exchange loss	**-**	402,230	-
Loss on money market investment	**-**	-	85,414
	P200,543	P4,898,497	P230,051

24. Income Taxes

The components of income tax expense are as follows:

	2024	2023	2022
Current	**P3,700,533**	P4,874,336	P1,755,527
Deferred	**36,431,496**	59,621,911	123,403,970
	P40,132,029	P64,496,247	P125,159,497

The reconciliation of the provision for income tax expense computed at the statutory rate to the provision shown in the consolidated statements of total comprehensive income is as follows:

	2024	2023	2022
Income (loss) before income tax	**(P81,107,363)**	P177,365,206	P305,547,988
Income tax expense using statutory tax rate	**(P20,513,435)**	P44,341,301	P76,336,592
Additions to (reductions in) income tax resulting from the tax effects of:			
Non-deductible expenses	**15,923,465**	17,534,397	18,144,504
Movement on unrecognized deferred tax assets	**45,177,036**	1,959,011	31,723,767
Unrecognized net operating loss carry-over (NOLCO)	**373,278**	1,120,162	1,120,162
Limit on interest expense	**55,215**	78,884	30,250
Expired MCIT	**-**	-	135,344
Retirement obligation	**-**	-	46,860
Dividend income	**(409,431)**	-	(488,478)
Gain on changes in fair value of investment property of a subsidiary	**(229,500)**	(217,600)	(1,766,400)
Interest income subjected to final tax	**(244,599)**	(319,908)	(123,104)
	P40,132,029	P64,496,247	P125,159,497

The components of the deferred income tax assets (liabilities) recognized by the Group are as follows:

	2024		2023	
	Tax Base	**Deferred Tax**	Tax Base	Deferred Tax
Deferred Tax Assets:				
Retirement benefit obligation	**P87,231,212**	**P21,807,803**	P81,503,968	P19,689,834
Capitalized interest charged to NOLCO	**36,928,244**	**9,232,061**	-	-
Deferred rent income	**33,205,900**	**8,301,475**	43,608,343	10,897,159
Book and tax basis difference under PFRS 16	**12,944,144**	**3,236,036**	10,550,723	2,628,999
Impairment loss on receivables	**3,189,752**	**797,438**	3,189,750	637,950
Unrealized foreign exchange loss	**-**	**-**	52,732	13,183
	173,499,252	**43,374,813**	138,905,516	33,867,125

Forward

	2024		2023	
	Tax Base	**Deferred Tax**	Tax Base	Deferred Tax
Deferred Tax Liabilities:				
Gain on change in fair value of investment properties	**(P3,211,797,991)**	**(P802,949,498)**	(P3,054,331,098)	(P763,582,774)
Gain on sublease	**(76,501,030)**	**(19,125,257)**	(83,858,576)	(20,964,644)
Capitalized interest	**(36,928,244)**	**(9,232,061)**	-	-
Unrealized gain on repossession of real estate inventories	**(9,244,982)**	**(2,311,246)**	(9,244,982)	(2,311,246)
Accrued rent receivable	**(1,765,295)**	**(441,324)**	(1,765,295)	(441,324)
Unrealized foreign exchange gain	**(812,642)**	**(203,160)**	-	-
	(3,337,050,184)	**(834,262,546)**	(3,149,199,951)	(787,299,988)
	(P3,163,550,932)	**(P790,887,733)**	(P3,010,294,435)	(P753,432,863)

The recognized deferred tax assets were from the Parent Company and PPMI.

The Group's unrecognized deferred tax assets pertain to the following:

	2024		2023	
	Tax Base	**Deferred Tax**	Tax Base	Deferred Tax
NOLCO	**P684,061,805**	**P170,963,719**	P496,152,562	P89,138,108
Allowance for impairment loss on receivables	**354,173,134**	**88,168,366**	361,308,516	124,796,819
Allowance for impairment loss on investments in subsidiaries and associates	**-**	**-**	55,618,196	12,119,549
MCIT	**6,800,699**	**6,800,699**	6,711,389	6,711,389
Accrued retirement benefit expense	**3,968,563**	**793,713**	4,131,716	826,343
	P1,049,004,201	**P266,726,497**	P923,922,379	P233,592,208

Detail of the Group's NOLCO which can be claimed as deduction from future taxable income is as follows:

Year Incurred	Expiry date	Amount	Applied	Expired	Balance
2024	2027	P185,765,906	P -	P -	P185,765,906
2023	2026	31,902,967	(1,536,920)	-	30,366,047
2022	2025	95,688,923	-	-	95,688,923
2021	2026	255,773,127	-	-	255,773,127
2020	2025	112,815,045	-	-	112,815,045
		P681,945,968	(P1,536,920)	P -	P680,409,048

In accordance to Section 4 of Revenue Regulations No. 25-2020 issued on September 30, 2020, the business or enterprise which incurred net operating loss for taxable years 2020 and 2021 shall be allowed to carry over the same as a deduction from its gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

Details of the Group's MCIT which can be claimed as deduction from future taxable income is as follows:

Year Incurred	Expiry date	Amount	Applied	Expired	Balance
2024	2027	P1,453,903	P -	P -	P1,453,903
2023	2026	3,915,279	(80,714)	-	3,834,565
2022	2025	1,625,890	-	-	1,625,890
2021	2024	867,849	(46,145)	(821,704)	-
		P7,862,921	(P126,859)	(P821,704)	P6,914,358

25. Capital and Treasury Stock

Movements in the Group's capital stock are as follows:

	2024	2023	2022
Authorized			
16,000,000,000 common shares at P0.50 par value	**P8,000,000,000**	P8,000,000,000	P8,000,000,000
Issued and outstanding			
7,866,647,523 shares in 2023 and 2022			
3,688,869,745 shares in 2020	**3,933,323,762**	3,933,323,762	3,933,323,762
Subscribed			
1,314,711,262 shares	**657,355,632**	657,355,632	657,355,632
Subscriptions receivable – Capital Stock	**(157,478,973)**	(157,478,973)	(157,478,973)
Subscription receivable – APIC	**(157,478,973)**	(157,478,973)	(157,478,973)
	342,397,686	342,397,686	342,397,686
Capital Stock	**4,275,721,448**	4,275,721,448	4,275,721,448
Additional paid-in capital	**780,630,029**	780,630,029	780,630,029
Total Capital Stock	**P5,056,351,477**	P5,056,351,477	P5,056,351,477

On July 23, 2018, the Stockholders of the parent company approved the amendment of Article VII of the Company's Articles of Incorporation increasing the Company's authorized capital stock from 8,000,000,000 common shares with a par value of P0.50 per share to 16,000,000,000 common shares with a par value of P0.50 per share. The Company's application with the SEC for the increase in authorized capital was approved on May 14, 2019.

From the increased capital stock, on June 22, 2022, the Company issued 4,177,777,778 new common shares valued at P0.54 per share based on 120-day Volume Weighted Average Price for the period October 6, 2017 to April 6, 2018, in favor of Greenhills Properties, Inc. (GPI) in exchange for two (2) vacant lots in Bonifacio Global City (see Note 11). The Company obtained a Valuation and Fairness Opinion Report from a PSE-Accredited Firm on the property-for-share swap transaction for the reason that the parties to the said transaction are related parties. The above-described transaction resulted in Additional Paid-in Capital of P167,111,111 before deducting transaction costs of P100,985,622 or a net amount of P66,125,489. Transaction costs include SEC filing fees, legal and other professional fees, documentary stamps tax on primary issue of common stocks, transfer taxes and registration fees.

Details of the Group's treasury stock are as follows:

	2024	2023	2022
Treasury Stock			
82,049,497 common shares with average cost of P1.34 per share	**P110,049,633**	P110,049,633	P110,049,633

26. Reserves

This account consists of:

	Note	**2024**	2023	2022
Appropriated retained earnings for:				
Treasury stock acquisitions		**P109,712,439**	P109,712,439	P109,712,438
Revaluation on FVOCI				
Balance at beginning of year		**(26,485,605)**	(25,606,702)	(24,038,272)
Changes in fair value during the year	*5*	**4,852,614**	(878,903)	(1,568,430)
Disposal	*5*	**(10,178,029)**	-	-
Balance at end of year	*5*	**(31,811,020)**	(26,485,605)	(25,606,702)
Remeasurement gain (loss) on retirement benefit obligation				
Balance at beginning of year		**(27,049,512)**	(18,575,075)	(33,473,053)
Adjustment		-	46,784	-
Actuarial gain (loss) during the year – gross		**4,543,955**	(11,395,861)	19,519,617
Tax effect		**(1,033,344)**	2,874,640	(4,621,639)
Balance at end of year		**(23,538,901)**	(27,049,512)	(18,575,075)
		P54,362,518	P56,177,322	P65,530,662

The Parent Company's retained earnings amounting to P109,712,439 is appropriated to cover the cost of the treasury shares.

27. Non-controlling Interest

This pertains to equity in subsidiaries not attributable, directly or indirectly, to the parent.

Details are as follows:

	2024	2023	2022
Universal Travel Corporation			
January 1	**(P7,252,254)**	(P7,240,458)	(P7,230,871)
Share in net loss	**(3,859)**	(11,796)	(9,587)
December 31	**(7,256,113)**	(7,252,254)	(7,240,458)
Recon-X Energy Corporation			
January 1	**(34,300,000)**	(34,300,000)	(31,610,760)
Share in net loss	**-**	-	(2,689,240)
December 31	**(34,300,000)**	(34,300,000)	(34,300,000)
	(P41,556,113)	(P41,552,254)	(P41,540,458)

28. Basic Earnings Per Share

	2024	2023	2022
Net income (loss) attributable to equity holders of Parent Company	**(P121,235,533)**	P112,880,755	P183,087,318
Weighted average no. of common shares issued and outstanding	**9,099,309,288**	9,099,309,288	9,099,309,288
Basic earnings (loss) per share	**(P0.01)**	P0.01	P0.02

The weighted average number of common shares issued and outstanding was computed as follows:

	2024	2023	2022
Issued and outstanding shares	**7,866,647,523**	7,866,647,523	7,866,647,523
Subscribed shares	**1,314,711,262**	1,314,711,262	1,314,711,262
Treasury shares	**(82,049,497)**	(82,049,497)	(82,049,497)
Average number of shares	**9,099,309,288**	9,099,309,288	9,099,309,288

The Group has no potential dilutive shares as at December 31, 2024, 2023 and 2022.

29. Provisions and Contingencies

The Group is a party to legal claims that arise in the ordinary course of business, the outcome of which is not presently determinable. The Group and its legal counsel, however, believe that final settlement, if any, will not be material to the Group's financial results.

30. Material Accounting Policies

Adoption of Amendments to Standards

The accounting policies adopted in the preparation of the financial statements are consistent with those of the Company's financial statements for the year ended December 31, 2023 except for the adoption of the following new standards and amended PFRS which became effective beginning January 1, 2024. Unless otherwise indicated, none of these had a material effect on the financial statements.

- Amendments to PAS 1, Classification of Liabilities as Current or Non-current affect only the presentation of liabilities in the statement of financial position — not the amount or timing of recognition of any asset, liability income or expenses, or the information that entities disclose about those items. They:

    - clarify that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period and align the wording in all affected paragraphs to refer to the "right" to defer settlement by at least twelve months and make explicit that only rights in place "at the end of the reporting period" should affect the classification of a liability;

    - clarify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability; and

- make clear that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets or services.

New and Amended Standards Not Yet Adopted
A number of new and amended standards and interpretations are effective for annual periods beginning after January 1, 2024 and have not been applied in preparing the financial statements. Unless otherwise indicated, none of these is expected to have a material effect on the financial statements. The Company will adopt the following new and amended standards and interpretations on the respective effective dates:

- Annual Improvements to PFRS Accounting Standards – Volume 11:
  - PFRS 1, *First-time Adoption of Philippine Financial Reporting Standards*. The amendment addresses a potential confusion arising from an inconsistency in wording between paragraph B6 of PFRS 1 and requirements for hedge accounting in PFRS 9, Financial Instruments.

  - PFRS 7, *Financial Instruments: Disclosures*. The amendment addresses a potential confusion in paragraph B38 of PFRS 7 arising from an obsolete reference to a paragraph that was deleted from the standard when PFRS 13 Fair Value Measurement was issued. Implementation guidance was also amended to address: (a) an inconsistency between paragraph 28 of PFRS 7 and its accompanying implementation guidance that arose when a consequential amendment resulting from the issuance of PFRS 13 was made to paragraph 28, but not to the corresponding paragraph in the implementation guidance; and (b) a potential confusion by clarifying in paragraph IG1 that the guidance does not necessarily illustrate all the requirements in the referenced paragraphs of PFRS 7 and by simplifying some explanations.

  - PFRS 9, *Financial Instruments*. The amendment addresses a potential lack of clarity in the application of the requirements in PFRS 9 to account for an extinguishment of a lessee's lease liability that arises because paragraph 2.1(b)(ii) of PFRS 9 includes a cross-reference to paragraph 3.3.1, but not also to paragraph 3.3.3 of PFRS 9.

    An amendment was also made to address a potential confusion arising from a reference in Appendix A to PFRS 9 to the definition of 'transaction price' in PFRS 15, Revenue from Contracts with Customers while term 'transaction price' is used in particular paragraphs of PFRS 9 with a meaning that is not necessarily consistent with the definition of that term in PFRS 15.

  - PFRS 10, *Consolidated Financial Statements.* The amendment addresses a potential confusion arising from an inconsistency between paragraphs B73 and B74 of PFRS 10 related to an investor determining whether another party is acting on its behalf by aligning the language in both paragraphs.

  - PAS 7, *Statement of Cash Flows*. The amendment addresses a potential confusion in applying paragraph 37 of PAS 7 that arises from the use of the term 'cost method' that is no longer defined in PFRS Accounting Standards.

  The amendments are effective for annual periods beginning on January 1, 2026.

- PFRS 18, *Presentation and Disclosure in Financial Statements* will supersede PAS 1, Presentation of Financial Statements. The standard is effective for annual periods beginning on January 1, 2027.

- PFRS 19, *Subsidiaries without Public Accountability: Disclosures* allows eligible entities to elect to apply PFRS 19's reduced disclosure requirements while still applying the recognition, measurement and presentation requirements in other PFRS accounting standards. The application of the standard is optional for eligible entities. The standard is effective for annual reporting periods beginning on or after January 1, 2027 with earlier application permitted.

New Standard and Amendments to Standards Effective on or after January 1, 2024 but Not Applicable to the Company

- PFRS 17, *Insurance Contracts*
- PAS 21, *Lack of Exchangeability*
- PFRS 9 and PFRS 7, *Contracts Referencing Nature-dependent Electricity*

The accounting policies set out below have been applied consistently to all periods presented in the separate financial statements.

Basis of Consolidation

The consolidated financial statements incorporate the financial statements of the Parent Company and entities controlled by the Parent Company, the subsidiaries, up to December 31 each year. Details of the subsidiaries are shown in Note 35.

The consolidated financial statements were prepared using uniform accounting policies for like transactions and other events in similar circumstances. Inter-company balances and transactions, including inter-company profits and unrealized profits and losses, are eliminated.

Subsidiaries

Subsidiaries are all entities over which the Group has control. The Parent Company controls an entity when the Parent Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Parent Company. They are deconsolidated from the date that control ceases.

On acquisition, the assets and liabilities and contingent liabilities of a subsidiary are measured at their fair values at the date of acquisition. Any excess of the cost of acquisition over the fair values of the identifiable net assets acquired is recognized as goodwill. Any deficiency of the cost of acquisition below the fair values of the identifiable net assets acquired i.e. discount on acquisition is credited to profit and loss in the period of acquisition. The interest of minority shareholders is stated at the minority's proportion of the fair values of the assets and liabilities recognized. Subsequently, any losses applicable to the minority interest in excess of the minority interest are allocated against the interests of the Parent Company.

Acquisition-related costs are expensed as incurred.

Changes in ownership interests in subsidiaries without change of control

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions - that is, as transactions with the owners in their capacity as owners. For purchases from non-controlling interests, the difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

Associates
An associate is an entity over which the Parent Company is in a position to exercise material influence, but not control or joint control, through participation in the financial and operating policy decisions of the investee.

A joint arrangement is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control, and a joint venture is a joint arrangement that involves the establishment of a separate entity in which each venturer has an interest.

An investment is accounted for using the equity method from the day it becomes an associate or joint venture. The investment is initially recognized at cost. On acquisition of investment, the excess of the cost of investment over the investor's share in the net fair value of the investee's identifiable assets, liabilities and contingent liabilities is accounted for as goodwill and included in the carrying amount of the investment and not amortized. Any excess of the investor's share of the net fair value of the associate's identifiable assets, liabilities and contingent liabilities over the cost of the investment is excluded from the carrying amount of the investment, and is instead included as income in the determination of the share in the earnings of the investees.

Under the equity method, the investments in the investee companies are carried in the consolidated statements of financial position at cost plus post-acquisition changes in the Parent Company's share in the net assets of the investee companies, less any impairment losses. The consolidated statements of total comprehensive income reflect the share of the results of the operations of the investee companies. The Parent Company's share of post-acquisition movements in the investee's equity reserves is recognized directly in equity. Profits and losses resulting from transactions between the Parent Company and the investee companies are eliminated to the extent of the interest in the investee companies and for unrealized losses to the extent that there is no evidence of impairment of the asset transferred. Dividends received are treated as a reduction of the carrying value of the investment.

The Group discontinues applying the equity method when their investments in investee companies are reduced to zero. Accordingly, additional losses are not recognized unless the Group has guaranteed certain obligations of the investee companies. When the investee companies subsequently report net income, the Group will resume applying the equity method but only after its share of that net income equals the share of net losses not recognized during the period the equity method was suspended.

The reporting dates of the investee companies and the Group are identical and the investee companies' accounting policies conform to those used by the Group for like transactions and events in similar circumstances. Upon loss of material influence over the associate, the Group measures and recognizes any retaining investment at its fair value. Any difference between the carrying amount of the associate upon loss of material influence and the fair value of the retaining investment and proceeds from disposal is recognized in profit or loss.

Business Combination
Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interest in the acquiree. For each business combination, the acquirer measures the non-controlling interest in the acquiree at fair value of the acquiree's identifiable net assets. Acquisition costs incurred are expensed and included in administrative expenses. When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through profit or loss.

Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability will be recognized in accordance with PAS 39 either in profit or loss or as a change to other comprehensive income. If the contingent consideration is classified as equity, it should not be remeasured until it is finally settled within equity.

Segment Information

The Group's operating segments are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. Financial information on operating segments is presented in Note 35 to the financial statements. The Chief Executive Officer (the chief operating decision maker) reviews management reports on a regular basis.

The measurement policies the Group used for segment reporting under PFRS 8 are the same as those used in the financial statements. There have been no changes in the measurement methods used to determine reported segment profit or loss from prior periods. All inter-segment transfers are carried out at arm's length prices.

Segment revenues, expenses and performance include sales and purchases between business segments. Such sales and purchases are eliminated in consolidation.

For management purposes, the Group is currently organized into five business segments. These divisions are the basis on which the Group reports its primary segment formation.

The Group's principal business segments are as follows:

a. Sale of Real Estate and Leasing
b. Property Management
c. Insurance Brokerage
d. Holding Company
e. Travel Services (discontinued as of July 31, 2018)

The Group's resources producing revenues are all located in the Philippines. Therefore, geographical segment information is not presented.

Financial Assets and Liabilities

Financial Assets

Initial recognition and Measurement

The Group recognizes a financial asset 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 is done using settlement date accounting. Financial assets are recognized initially at fair value of the consideration given. The initial measurement of financial assets, except for those designated as at FVPL, includes transaction costs.

Classification
The Group classifies its financial assets, at initial recognition, in the following categories: financial assets at amortized cost, financial assets at FVOCI and financial assets at FVPL. The classification depends on the business model of the Group for managing the financial assets and the contractual cash flow characteristics of the financial assets.

Financial assets are not reclassified subsequent to initial recognition unless the Group changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the reporting period following the change in the business model.

Financial Assets at Amortized Cost. A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVPL:

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

After initial measurement, the financial assets are subsequently measured at amortized cost using the effective interest method, less any allowance for impairment. 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 reclassified to FVPL, impaired or derecognized, as well as through the amortization process.

The Group's cash and cash equivalents, trade and other receivables and refundable deposits are included under this category.

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

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

The Group's financial assets at fair value through OCI include investments in quoted and unquoted equity instruments and proprietary club shares.

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

Financial assets at fair value through profit or loss are carried in the consolidated statements of financial position at fair value with net changes in fair value recognized in profit or loss.

The Group's investments in equity instruments at FVPL are classified under this category.

Derecognition
A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is primarily derecognized when:

- The right to receive cash flows from the asset has expired; or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; 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 rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the Group continues to recognize the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognizes the associated liability. The transferred asset and the associated liability are measured on the basis that reflects the rights and obligations that the Group has retained.

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

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

For trade receivables on sale of real estate, the Group applies a general approach in calculating ECLs. Under the general approach, ECLs are recognized in three (3) stages as follows:

- Stage 1: For credit exposures for which there has not been a material increase in credit risk since initial recognition and there is no default that occurred, a 12-month ECL is provided for credit losses that result from default events that are possible within the next 12 months.

- Stage 2: For credit exposures for which there has been a material increase in credit risk since initial recognition and there is still no default that occurred, a loss allowance equivalent to lifetime ECL is required for credit losses expected over the remaining life of the exposure.
- Stage 3: For credit exposures for which there has been a material increase in credit risk since initial recognition and for which an actual default has also occurred, a loss allowance equivalent to lifetime ECL is required for credit losses expected over the remaining life of the exposure.

The key inputs in the model include the Group's definition of default and historical data of two (2) material projects with an average of five (5) years for the origination, maturity date and default date. The Group considers trade receivables on sale of real estate in default when contractual payment are 90 days past due, except for certain circumstances when the reason for being past due is due to reconciliation with customers of payment records which are administrative in nature which may extend the definition of default to 90 days and beyond. 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.

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

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

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

For cash and cash equivalents, the Group applies the low credit risk simplification. The probability of default and loss given defaults are publicly available and are considered to be low credit risk investments. However, when there has been a material increase in credit risk since origination, the allowance will be based on the lifetime ECL. The Group uses the ratings from publicly available sources to determine whether the debt instrument has materially increased in credit risk and to estimate ECLs.

The Group considers a debt investment security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of 'investment grade'.

For trade receivables on lease and other financial assets such as accrued receivable, receivable from related parties and advances to other companies, impairment provisions would be based on the assumption that the receivable is demanded at the reporting date and it would reflect the losses (if any) that would result from this. Since the receivables are collectible on demand, the contractual period is the very short period needed to transfer the cash once demanded. Discounting would have immaterial effect in the balances.

Financial Liabilities

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

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

The Group's financial liabilities include trade and other payables, finance lease liability and loans payable.

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

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

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

This category generally applies to short term and long term debt.

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

<u>Determination of Fair Value</u>
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.

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 material to the fair value measurement as a whole:

- Level 1: quoted prices (unadjusted) in active markets 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 Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing the categorization at the end of each reporting period.

Offsetting Financial Instruments

Financial assets and financial liabilities are offset and the net amount is 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 an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

Prepayments

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 income 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 asset when the cost of goods or services related to the prepayment are expected to be incurred within one (1) year or the Group's normal operating cycle, whichever is longer. Otherwise, prepayments are classified as non-current assets.

Investments in Associates

An associate is an entity over which the Company is in a position to exercise material influence, but not control or joint control, through participation in the financial and operating policy decisions of the investee.

In the separate financial statements of the Company, investment in shares of stock of associates is accounted for using the cost method. The reporting dates of the investee companies and the Company are identical and the investee companies' accounting policies conform to those used by the Company for like transactions and events in similar circumstances. Upon loss of material influence over the associate, the Company measures and recognizes any retaining investment at its fair value. Any difference between the carrying amount of the associate upon loss of material influence and the fair value of the retaining investment and proceeds from disposal is recognized in profit or loss.

Real Estate Inventories

Property acquired or being developed 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.

Cost includes amounts paid to contractors for construction, borrowing costs, planning and design costs, costs of site preparation, professional fees, property transfer taxes, construction overheads and other related costs.

Net realizable value is the estimated selling price in the ordinary course of the business, based on market prices at the reporting date, less costs to complete and the estimated costs to sell.

The cost of inventory recognized in profit or loss on disposal is determined with reference to the specific costs incurred on the property sold and an allocation of any non-specific costs based on the relative size of the property sold.

The provision account, if any, is reviewed on a monthly basis to reflect the reasonable valuation of the Group's inventories. Inventory items identified to be no longer recoverable is written-off and charged as expense for the period.

Real estate held for development is measured at lower of cost and NRV. Expenditures for development and improvements of land are capitalized as part of the cost of the land. Directly identifiable borrowing costs are capitalized while the development and construction is in progress.

Property and Equipment

Property and equipment are initially measured at cost which consists of its purchase price and costs directly attributable to bringing the asset to its working condition for its intended use and are subsequently measured at cost less any accumulated depreciation, amortization and impairment losses, if any.

Subsequent expenditures relating to an item of property and equipment that have already been recognized are added to the carrying amount of the asset when it is probable that future economic benefits, in excess of the originally assessed standard of performance of the existing asset, will flow to the Group. All other subsequent expenditures are recognized as expenses in the period in which those are incurred.

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

	Number of years
Condominium units	20
Building	25
Building improvements	5 to 10
Office furniture, fixtures and equipment	3 to 10
Transportation and other equipment	5
Leasehold and office improvements	5

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

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

Derecognition

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal at which time, the cost and their related accumulated depreciation are removed from the accounts. Gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss.

Investment Properties

Investment properties comprised completed property and property under development or re-development that are held to earn rentals or capital appreciation or both and that are not occupied by the Group. Investment property is initially measured at cost incurred in acquiring the asset and subsequently stated at fair value. Revaluations are made with sufficient regularity by external independent appraisers to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of the period. The external independent appraiser uses sales comparison approach in arriving at the value of the properties. In this approach, the value of the properties is based on sales and listings of comparable properties. This is done by adjusting, the differences between the subject property and those actual sales and listings regarded as comparable. The properties used as bases of comparison are situated within the immediate vicinity or at different floor levels of the same building. Comparison would be premised on factors such as location, size and physical attributes, selling terms, facilities offered and time element.

A gain or loss arising from a change in the fair value of investment property is recognized in profit or loss for the period in which it arises.

A transfer is made to investment property when there is a change in use, evidenced by ending of owner-occupation, commencement of an operating lease to another party or ending of construction or development. A transfer is made from investment property when and only when there is a change in use, evidenced by commencement of owner-occupation or commencement of development with a view to sale. A transfer between investment property, owner-occupied property and inventory does not change the carrying amount of the property transferred nor does it change the cost of that property for measurement or disclosure purposes.

Derecognition
Investment properties are derecognized when either they have been disposed of, or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the retirement or disposal of an investment property is recognized in the consolidated statements of total comprehensive income in the year of retirement or disposal.

Impairment of Non-financial Assets
At each reporting date, the Group assesses whether there is any indication that any of its non-financial assets may have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss.

The recoverable amount of the non-financial asset is the higher of fair value less costs of disposal and value-in-use. 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 which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognized as an expense.

When an impairment loss reverses subsequently, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized in prior years. A reversal of an impairment loss is recognized in profit or loss.

Equity
An equity instrument is any contract that evidences a residual interest in the assets of the Parent Company after deducting all of its liabilities. Distribution to the Parent Company's shareholders is recognized as a liability in the Group's consolidated financial statements in the period in which the dividends are approved by the Parent Company's Board of Directors.

Capital stock
Capital stock is classified as equity when there is no obligation to the transfer of cash or other assets. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction from the proceeds, net of tax.

Additional paid-in capital
Additional paid-in capital pertains to premium paid over the par value of shares.

Retained earnings
Retained earnings include all the accumulated income (loss) of the Group, dividends declared and share issuance costs. Retained earnings is net of amount offset from additional paid-in capital arising from the quasi-reorganization.

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

Employee Benefits

Short-term benefits
The Group recognizes a liability net of amounts already paid and an expense for services rendered by employees during the accounting period. Short-term benefits given by the Group to its employees include salaries and wages, social security contributions, short-term compensated absences, bonuses and non-monetary benefits.

Post-employment benefits
The Group's net obligation in respect of its defined benefit plan is calculated by estimating the amount of the future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of the defined benefit obligation (DBO) is performed on a periodic basis by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized immediately in OCI. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the DBO at the beginning of the annual period to the then net defined benefit liability (asset), taking into account any changes in the net defined liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to the defined benefit plan are recognized in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognized immediately in profit or loss.

The Group recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Revenue Recognition

Revenue from contracts with customers

Revenue from real estate sales
The Parent Company primarily derives its real estate revenue from the sale of vertical real estate projects. Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Parent Company expects to be entitled in exchange for those goods or services.

The disclosures of material accounting judgements, estimates and assumptions relating to revenue from contracts with customers are provided in Note 31.

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

In measuring the progress of its performance obligation over time, the Parent Company uses the output method. The Parent Company recognizes revenue on the basis of direct measurements of the value to customers of the goods or services transferred to date, relative to the remaining goods or services promised under the contract. Progress is measured using survey of performance completed to date. This is based on the monthly project accomplishment report prepared by the third-party surveyor as approved by the construction manager which integrates the surveys of performance to date of the construction activities for both sub-contracted and those that are fulfilled by the developer itself.

Revenue from sales of completed real estate projects is accounted for using the full accrual method.

Any excess of collections over the recognized receivables are included in the "Deposits and other current liabilities" account in the liabilities section of the consolidated statements of financial position.

If any of the criteria under the full accrual or percentage-of-completion method is not met, the deposit method is applied until all the conditions for recording a sale are met. Pending recognition of sale, cash received from buyers are presented under the "Deposits and other current liabilities" account in the liabilities section of the consolidated statements of financial position.

Cancellation of real estate sales
The Group reverses the previously recognized revenue and related costs.

The Group also derives its revenue from management fee, commission, rental and interest income for which the Group assessed that there is only one performance obligation. Revenue from contracts with customers is recognized at a point in time 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.

Management fee
Management fee is recognized when the related services have been performed in accordance with the terms and conditions of the management agreement and applicable policies.

Commission income
Commission income is recognized when the real estate and insurance brokering services have been performed in accordance with the terms and conditions of the agreement, commission scheme and applicable policies. Commission income recognized is the amount earned as an agent and excludes amounts collected on behalf of the principal.

Interest income
Interest income is accrued on a time proportion basis by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

Rental income
Rent income from operating leases is recognized as income on a straight-line basis over the term of the relevant lease. Benefits received and receivable as an incentive to enter into an operating lease are also spread on a straight-line basis over the lease term.

Miscellaneous income
Miscellaneous income is recognized when earned.

Cost recognition from real estate sales
Cost of real estate sales is recognized consistent with the revenue recognition method applied and is determined with reference to the specific, including estimated costs, on the property allocated to sold area. Cost of residential and commercial lots and units sold before the completion of the development is determined on the basis of the acquisition cost of the land plus its full development costs, which include estimated costs for future development works, as determined by the Parent Company's in-house technical staff.

Estimated development costs include direct land development, shared development cost, building cost, external development cost, professional fees, post construction, contingency, miscellaneous and socialized housing. Miscellaneous costs include payments such as permits and licenses, business permits, development charges and claims from third parties which are attributable to the project. Contingency includes fund reserved for unforeseen expenses and/ or cost adjustments. Revisions in estimated development costs brought about by increases in projected costs in excess of the original budgeted amounts are considered as special budget appropriations that are approved by management and are made to form part of total project costs on a prospective basis and allocated between costs of sales and real estate inventories.

Cost and Expense Recognition
Costs and expenses are recognized in profit or loss when a decrease in future economic benefit related to a decrease in an asset or an increase in a liability has arisen that can be measured reliably. Costs and expenses are recognized in profit or loss on the basis of: (i) a direct association between the costs incurred and the earning of specific items of income; (ii) systematic and rational allocation procedures when economic benefits are expected to arise over several accounting periods and the association with income can only be broadly or indirectly determined; or (iii) immediately when an expenditure produces no future economic benefits or when, and to the extent that, future economic benefits do not qualify or cease to qualify for recognition in the consolidated statements of financial position as an asset.

Cost and expenses in the consolidated statements of total comprehensive income are presented using the function of expense method. General and administrative expenses are costs attributable to general, administrative and other business activities of the Group.

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 were incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Borrowing costs are 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.

The capitalization rate is calculated as the weighted average of the borrowing costs applicable to the entity's outstanding borrowings during the period, excluding borrowings made specifically for the qualifying asset. This rate is then applied to the expenditures on the qualifying asset to determine the borrowing costs eligible for capitalization.

Leases

The Group as Lessee
The Group assesses whether a contract is or contains a lease, at inception of the contract. The Group recognizes a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets (such as tablets and personal computers, small items of office furniture and telephones). For these leases, 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.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the lessee uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- The amount expected to be payable by the lessee under residual value guarantees;
- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the consolidated statements of financial position.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease term has changed or there is a material event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).

- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Group did not make any such adjustments during the periods presented.

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.

Whenever the Group incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognized and measured under PAS 37. To the extent that the costs relate to a right-of-use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are depreciated over the shorter period of lease term and 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 depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the consolidated statements of financial position.

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 and Equipment' policy.

Short-term leases with terms of less than 12 months or lease of low value assets are expensed as incurred.

The Group as Lessor

The Group enters into lease agreements as a lessor with respect to some of its investment properties.

Leases for which the Group is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Rental income from operating leases is recognized on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized on a straight-line basis over the lease term.

When a contract includes lease and non-lease components, the Group applies PFRS 15 to allocate the consideration under the contract to each component.

The Group as Sub-lessor
The Group is a sub-lessor (intermediate lessor) to one of its right-of-use assets.

An intermediate lessor classifies the sublease as a finance lease or an operating lease as follows:

- If the head lease is a short-term lease, the sublease is classified as an operating lease
- Otherwise, the sublease is classified by reference to the right-of-use asset arising from the head lease, rather than by reference to the underlying asset. A lease is classified as a finance lease if it transfers substantially all the risks and rewards from the right-of-use asset resulting from the head lease; otherwise, it is classified as an operating lease.

For subleases classified as a finance lease, the intermediate lessor derecognizes the right-of-use asset relating to the head lease that is transfers to the sublessee and recognizes the net investment in the sublease; any difference between the right-of-use assets and the investment in the finance sublease is recognized in profit or loss. At the commencement date, net investment in the finance lease is measured at an amount equal to the present value of the lease payments for the underlying right-of-use assets during the lease term. The lessor recognizes finance income over the lease term, based on a pattern reflecting a constant period rate of return on the lessor's net investment in the lease.

For subleases classified as operating lease, the intermediate lessor recognizes the lease income from operating leases on a straight-line basis over the lease term. The respective leased asset is included in the statement of financial position based on its nature.

Income Tax
Income tax expense for the year comprises current and deferred tax. Income tax is recognized in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case the tax is also recognized in other comprehensive income or directly in equity, respectively.

The current income tax expense is calculated on the basis of the tax laws enacted at the reporting date. Management periodically evaluates positions in income tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognized on temporary difference arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted at the reporting date and are expected to apply when related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred income tax assets are recognized for all deductible temporary differences, carry-forward of unused tax losses (net operating loss carryover or NOLCO) and unused tax credits (excess minimum corporate income tax or MCIT) to the extent that it is probable that future taxable profit will be available against which the temporary differences, unused tax losses and unused tax credits can be utilized. The Group reassesses at each reporting date the need to recognize a previously unrecognized deferred income tax asset.

Deferred income tax assets and liabilities are offset when there is legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority and the same taxable entity.

Uncertainty over Income Tax Treatments

The Group determines whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments. The approach that better predicts the resolution of the uncertainty is followed.

The Group considers whether it is probable that the relevant authority will accept each tax treatment, or group of tax treatments, that it used or plans to use in its income tax filing.

If the Group concludes that it is probable that a particular tax treatment is accepted, the Company determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits or tax rates consistently with the tax treatment included in its income tax filings.

If the Group concludes that it is not probable that a particular tax treatment is accepted, the Group uses the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates. The decision should be based on which method provides better predictions of the resolution of the uncertainty.

Provisions and Contingencies

Provisions are recognized when the Group has a present obligation, either legal or constructive, as a result of a past event; when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and; when the amount of the obligation can be estimated reliably. When the Group expects reimbursement of some or all of the expenditure required to settle a provision, the entity recognizes a separate asset for the reimbursement only when it is virtually certain that reimbursement will be received when the obligation is settled.

The amount of the provision recognized is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. A provision is measured using the cash flows estimated to settle the present obligation; its carrying amount is the present value of those cash flows.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

Contingent liabilities are not recognized because their existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. Contingent liabilities are disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent assets are not recognized in the consolidated financial statements but are disclosed when an inflow of economic benefits is probable.

Related Party Relationships and Transactions

Related party relationship exists when one party has the ability to control, directly, or indirectly through one or more intermediaries, the other party or exercise material influence over the other party in making financial and operating decisions. Such relationship also exists between and/or among entities which are under common control with the reporting enterprise, or between, and/or among the reporting enterprise and its key management personnel, directors, or its shareholders. In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

Earnings per Share

Basic earnings per share

The Group computes its basic earnings per share by dividing net profit attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the period.

Diluted earnings per share

Diluted earnings per share is calculated by adjusting the weighted average number of common shares outstanding to assume conversion of all dilutive potential common shares.

Events After the Reporting Date

The Group identifies events after the reporting date as events that occurred after the reporting date but before the date the consolidated financial statements were authorized for issue. Any subsequent event that provides additional information about the Group's financial position at the reporting date is reflected in the consolidated financial statements. Non-adjusting subsequent events are disclosed in the notes to the consolidated financial statements when material.

31. Critical Accounting Judgments and Key Sources of Estimation Uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a material risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Critical Accounting Estimates and Assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a material risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Revenue and cost recognition on real estate projects

The Parent Company's revenue recognition and cost policies require management to make use of estimates and assumptions that may affect the reported amounts of revenues and costs. The Parent Company's revenue from real estate and construction contracts is recognized based on the percentage of completion and are measured principally on the basis of the estimated completion of a physical proportion of the contract work. Apart from involving material estimates in determining the quantity of inputs such as materials, labor and equipment needed, the assessment process for the POC is complex and the estimated project development costs requires technical determination by management's specialists (project engineers).

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

Provision for expected credit losses of trade receivables
The Group uses historical loss rates as input to assess credit risk characteristics. The Group determines the appropriate receivables groupings based on shared credit risk characteristics such as revenue type, collateral or type of customer. The historical loss rates are adjusted to reflect the expected future changes in the portfolio condition and performance based on economic conditions and indicators such as inflation and interest rates that are available as at the reporting date.

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

The information about the ECLs on the Group's trade receivables is disclosed in Notes 6 and 33.

Evaluation of net realizable value of real estate inventories
The Parent Company adjusts the cost of its real estate inventories to net realizable value based on its assessment of the recoverability of the assets. In determining the recoverability of the assets, management considers whether those assets are damaged or if their selling prices have declined. Likewise, management also considers whether the estimated costs of completion or the estimated costs to be incurred to make the sale have increased. The amount and timing of recorded expenses for any period would differ if different judgments were made or different estimates were utilized.

Results of management's assessment disclosed that there is no need for provision for impairment of inventories as at December 31, 2024 and 2023.

Estimating useful lives of assets
The useful lives of assets are estimated based on the period over which the assets are expected to be available for use. The estimated useful lives of assets 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 Group's assets. In addition, the estimation of the useful lives is based on the Group's collective assessment of industry practice, internal technical evaluation and experience with similar assets. It is possible, however, that future results of operations could be materially affected by changes in 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 assets would increase the recognized operating expenses and decrease non-current assets.

Post-employment and other employee benefits
The present value of the retirement obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) for pensions include the discount rate. Any changes in these assumptions will impact the carrying amount of retirement obligations.

The Group determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the retirement obligations. In determining the appropriate discount rate, the Group considers the interest rates of government bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating the terms of the related retirement obligation.

Other key assumptions for retirement obligations are based in part on current market conditions. Additional information is disclosed in Note 16.

Retirement obligation as at December 31, 2024 and 2023 amounted to P90,759,285 and P85,635,684, respectively.

Estimating fair value of investment property
The Group obtained the services of an independent valuer who holds a recognized and relevant professional qualification and has recent experience in the location and category of the investment properties being valued. An independent valuation of the Group's investment properties was performed by appraisers to determine their fair values. The valuation was determined by reference to sales and listing of comparable properties.

Recoverability of deferred tax assets
The Group reviews the carrying amounts at each reporting date and reduces deferred tax assets to the extent that it may be more prudent and conservative not to make a determination when these deferred tax assets can be utilized. The Group considers that it is impracticable to disclose with sufficient reliability the possible effects of sensitivities surrounding the utilization of deferred tax assets.

Total unrecognized deferred tax assets amounted to P266,726,497 and P233,592,208 as at December 31, 2024 and 2023, respectively (see Note 24).

Impairment losses on non-financial assets
The Group performs an impairment review when certain impairment indicators are present. Determining the fair value of non-financial assets, which require the determination of future cash flows expected to be generated from the continued use and ultimate disposition of such assets, requires the Group to make estimates and assumptions that can materially affect the consolidated financial statements. Future events could cause the Group to conclude that non-financial assets are impaired. Any resulting impairment loss could have a material adverse impact on the financial position and results of operations.

Critical Accounting Judgments

In the process of applying the Group's accounting policies, management has made the following judgments, apart from those involving estimations, which have the most material effect on the amounts recognized in the consolidated financial statements:

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

In addition, part of the assessment process of the Parent Company before revenue recognition is to assess the probability that the Parent Company will collect the consideration to which it will be entitled in exchange for the real estate property that will be transferred to the customer.

Collectability
In evaluating whether collectability of an amount of consideration is probable, an entity considers the significance of the customer's initial payments in relation to the total contract price. Collectability is also assessed by considering factors such as past history with the customer, age and pricing of the property. Management regularly evaluates the historical cancellations and back-outs if it would still support its current threshold of customers' equity before commencing revenue recognition.

Revenue recognition method and measure of progress
The Parent Company concluded that revenue for real estate sales is to be recognized over time because: (a) the Parent Company's performance does not create an asset with an alternative use and; (b) the Parent Company has an enforceable right for performance completed to date. The promised property is specifically identified in the contract and the contractual restriction on the Parent Company's ability to direct the promised property for another use is substantive. This is because the property promised to the customer is not interchangeable with other properties without breaching the contract and without incurring material costs that otherwise would not have been incurred in relation to that contract. In addition, under the current legal framework, the customer is contractually obliged to make payments to the developer up to the performance completed to date. In addition, the Parent Company requires a certain percentage of buyer's payments of total selling price (buyer's equity), to be collected as one of the criteria in order to initiate revenue recognition. Reaching this level of collection is an indication of buyer's continuing commitment and the probability that economic benefits will flow to the Parent Company. The Parent Company considers that the initial and continuing investments by the buyer of about 25% would demonstrate the buyer's commitment to pay.

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

Distinction between investment properties and owner-occupied properties and real estate inventories and held for development

The Group determines whether a property qualifies as investment property. In making this judgment, the Group considers whether the property generates cash flows largely independent of the other assets held by an entity. Owner-occupied properties generate cash flows that are attributable not only to property but also to the other assets used in the production or supply process.

Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. If these portions cannot be sold separately at the reporting date, the property is accounted for as investment property only if an immaterial portion is held for use in the production or supply of goods or services or for administrative purposes. Judgment is applied in determining whether ancillary services are so material that a property does not qualify as investment property. The Group considers each property separately in making its judgment.

The Group determines that a property will also be classified as real estate inventory when it will be sold in the normal operating cycle or it will be treated as part of the Group's strategic land activities for development in the medium or long-term.

Contingencies
The Group is currently involved in various legal proceedings and tax assessments. Estimates of probable costs for the resolution of these claims has been developed in consultation with outside counsel handling the defense in these matters and is based upon an analysis of potential results. The Group currently does not believe these proceedings will have a material adverse effect on the financial position. It is possible, however, that future results of operations could be materially affected by changes in the estimates or in the effectiveness of the Group's strategies relating to these proceedings.

32. Fair Value Measurement

The fair values of the Group's financial instruments are equal to the carrying amounts in the consolidated statements of financial position as at December 31, 2024 and 2023.

Fair values have been determined for measurement and disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values are disclosed in the notes to the consolidated financial statements specific to that asset or liability.

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

Cash and cash equivalents and trade and other receivables – current portion carrying amounts approximate fair values due to the relatively short-term maturities of these items.

Trade and other receivables-non-current portion carrying amounts approximate their fair values as they are either priced using prevailing market rates or that the effect of discounting has been considered.

Financial assets at FVPL and FVOCI – these are investments in equity securities, fair value for quoted equity securities is based on quoted prices published in markets as of reporting dates.

Trade and other payables – the carrying value of trade and other payables approximate its fair value either because of the short-term nature of these financial liabilities.

Loans payable – carrying amounts approximate their fair values as they are either priced using prevailing market rates or that the effect of discounting is not material.

The table below analyzes financial and non-financial assets measured at fair value at the end of the reporting period by the level in the fair value hierarchy into which the fair value measurement is categorized:

December 31, 2024

	Level 1	Level 2	Level 3	Total
Financial assets at FVPL				
Equity investments	**P6,750,000**	**P -**	**P -**	**P6,750,000**
Financial assets at FVOCI				
Equity investments	**27,925,315**	**-**	**-**	**27,925,315**

December 31, 2023

	Level 1	Level 2	Level 3	Total
Financial assets at FVPL				
Equity investments	P6,750,000	P -	P -	P6,750,000
Financial asset at FVOCI				
Equity investments	35,197,203	-	-	35,197,203

33. Financial Risk Management Objectives and Policies

The Group's activities expose it to a variety of financial risks: market risk, liquidity risk and credit risk. The Group's overall risk management program seeks to minimize potential adverse effects on the financial performance of the Group. The policies for managing specific risks are summarized below.

The BOD of the parent company has overall responsibility for the establishment and oversight of the Group's risk management framework. It monitors compliance with the risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. Risk management policies and systems are reviewed regularly to reflect changes in market conditions.

The Group's risk management policies are established to identify and analyze the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

Market Risk

Foreign exchange risk
The Group undertakes certain transactions denominated in foreign currencies. Hence, exposures to exchange rate fluctuations arise with respect to transactions denominated in US dollar. Foreign exchange risk arises when future commercial transactions and recognized assets and liabilities are denominated in a currency that is not the Group's functional currency. Material fluctuation in the exchange rates could materially affect the Group's financial position.

Foreign exchange risk exposure of the Group is limited to its cash and cash equivalents. Currently, the Group has a policy not to incur liabilities in foreign currency. Construction and supply contracts, which may have import components, are normally denominated in Philippine peso.

The amounts of the Group's foreign currency denominated monetary assets at the reporting date are as follows:

	2024		2023	
	US dollar Deposit	**Peso Equivalent**	US dollar Deposit	Peso Equivalent
Cash and cash equivalents	**$332,909**	**P19,313,377**	$328,389	P18,247,604

The closing rates applicable as at December 31, 2024 and 2023 are P58.01 and P55.57 to US$1, respectively.

The following table demonstrates the sensitivity to a reasonably possible change in the US Dollar exchange rate, with all other variables held constant, of the Group's income in 2023 and 2022. The percentage changes in rates have been determined based on the average market volatility in exchange rates, using standard deviation, in the previous 12 months at a 99% confidence level.

	+/-	Effect on Equity
2024	**0.19%**	**P36,118**
2023	0.19%	34,939

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 primary source of the Group's interest rate risk relates to its cash and cash equivalents, and loans and note payable. The interest rates on cash and cash equivalents and loans and note payable are disclosed in Notes 3 and 14, respectively.

Cash and cash equivalents are short-term in nature and with the current interest rate level, any variation in the interest will not have a material impact on the profit or loss of the Group.

Management is responsible for monitoring the prevailing market-based interest rate and ensures that the mark-up charged on its borrowings are optimal and benchmarked against the rates charged by other creditor banks.

The following table illustrates the sensitivity of the Group's profit or loss to a reasonably possible change in interest rates of its cash and cash equivalents and loan with all other variables held constant.

	2024		2023	
	+/-%	**Effect on Profit or Loss**	+/-%	Effect on Profit or Loss
Cash in bank	**0.10%**	**P41,728**	0.16%	P434,956
Cash equivalents	**0.08%**	**135,797**	0.07%	7,877
Loans and note payable	**1.27%**	**(23,392,383)**	1.19%	(14,304,035)
		(P23,214,858)		(P13,861,202)

Price risk
Price risk is the risk that the fair value of the financial instrument particularly equity instruments will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or foreign currency risk), whether caused by factors specific to an individual investment, its issuer or factors affecting all instruments traded in the market.

The Group manages the equity price risk through diversification and by placing limits on individual and total equity instruments. The Parent Company's Board of Directors reviews and approves all equity investment decisions.

At December 31, 2024, the impact of 2.72% increase/decrease in the price of listed equity securities, with all other variables held constant, would have been an increase/decrease of in the Group's total comprehensive income and equity for the year of 2024 – P176,995 and 2023 – P28,356. The Group's sensitivity analysis takes into account the historical performance of the stock market.

Liquidity risk

Liquidity risk refers to the risk in which the Group encounters difficulties in meeting its short-term obligations.

The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The Group maintains adequate highly liquid assets in the form of cash and cash equivalents to assure necessary liquidity.

The following tables detail the Group's remaining contractual maturity for its non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The table includes both interest and principal cash flows.

		Contractual Obligation			
	Carrying Amount	Less than One Year	One to Five Years	More than Five Years	Total
2024			**(In Thousand Pesos)**		
Trade and other payables*	**P300,053**	**P217,517**	**P79,630**	**P2,906**	**P300,053**
Loans and note payable	**1,841,919**	**1,059,210**	**956,334**	**-**	**2,015,544**
2023			(In Thousand Pesos)		
Trade and other payables*	P133,514	P53,813	P72,289	P7,412	P133,514
Loans and note payable	1,202,020	861,004	416,765	-	1,277,769

**Excluding payables to government.*

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group.

The Group's credit risk is primarily attributable to its cash and cash equivalents and trade and other receivables as disclosed in Notes 3 and 6, respectively. The Group has adopted stringent procedure in evaluating and accepting risk by setting counterparty and transaction limits. In addition, the Group has policies in place to ensure that sales are made to customers with an appropriate credit history.

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

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

Regular meetings with tenants are also undertaken to provide opportunities for counseling and further assessment of paying capacity.

Other financial assets are comprised of cash and cash equivalents excluding cash on hand, financial assets at FVPL, financial assets at FVOCI and advances to associates. The Group adheres to fixed limits and guidelines in its dealings with counterparty banks and its investment in financial instruments. Bank limits are established on the basis of an internal rating system that principally covers the areas of liquidity, capital adequacy and financial stability. The rating system likewise makes use of available international credit ratings. Given the high credit standing of its accredited counterparty banks, management does not expect any of these financial institutions to fail in meeting their obligations.

Nevertheless, the Group closely monitors developments over counterparty banks and adjusts its exposure accordingly while adhering to pre-set limits.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk as at December 31 are as follows:

	2024	2023
Cash and cash equivalents excluding cash on hand	**P211,474,104**	P283,100,676
Trade and other receivables	**378,800,858**	563,277,092
	P590,274,962	P846,377,768

The credit quality of financial assets which are neither past due nor impaired is discussed below:

(a) Cash in banks and cash equivalents

The Group deposits its cash balance in reputable banks to minimize credit risk exposure amounting to P211,474,104 and P283,100,676 as at December 31, 2024 and 2023, respectively (see Note 3). Cash deposits are considered to be of high grade.

For cash and cash equivalents, the Group applies the low credit risk simplification. The probability of default and loss given defaults are publicly available and are considered to be low credit risk investments. However, when there has been a material increase in credit risk since origination, the allowance will be based on the lifetime ECL. The Group uses the ratings from publicly available sources to determine whether the debt instrument has materialy increased in credit risk and to estimate ECLs.

Receivables amounting to P119.23 million and P126.36 million as of December 31, 2024 and 2023, respectively (see Note 6), were impaired and fully provided for. The allowance for doubtful accounts for receivables has been determined as follows:

	2024	2023
Trade:		
Sale of real estate	**P68,658,115**	P73,462,630
Lease	**7,034,694**	4,787,074
Management fees	**3,189,750**	3,189,750
Premiums receivable	**2,899,963**	2,899,963
Advances	**862,891**	862,891
Other receivables	**36,582,373**	41,155,714
	P119,227,786	P126,358,022

(b.1.) Trade receivables on real estate

2024	Stage 1	Stage 2	Stage 3	Total
Trade receivables				
High grade	P183,970,406	P -	P -	P183,970,406
Sub-standard	-	2,274,286	-	2,274,286
Low grade	-	-	208,606,683	208,606,683
Individually impaired	-	-	10,633,871	10,633,871
	183,970,406	2,274,286	219,240,554	405,485,246

2024	Stage 1	Stage 2	Stage 3	Total
Provision				
High grade	P1,453,872	P -	P -	P1,453,872
Sub-standard	-	-	56,570,372	56,570,372
Low grade	-	-	10,633,871	10,633,871
	1,453,872	-	67,204,243	68,658,115
	P182,516,534	P2,274,286	P152,036,311	P336,827,131

2023	Stage 1	Stage 2	Stage 3	Total
Trade receivables				
High grade	P215,548,097	P -	P -	P215,548,097
Sub-standard	-	10,953,547	-	10,953,547
Low grade	-	-	181,395,021	181,395,021
Individually impaired	-	-	95,130,085	95,130,085
	P215,548,097	P10,953,547	P276,525,106	P503,026,750
Provision				
High grade	P4,087,405	P -	P -	P4,087,405
Sub-standard	-	3,820,559	-	3,820,559
Low grade	-	-	9,532,005	9,532,005
Individually impaired	-	-	56,022,661	56,022,661
	4,087,405	3,820,559	65,554,666	73,462,630
	P211,460,692	P7,132,988	P210,970,440	P429,564,120

High grade exposures are loans that do not have greater-than-normal credit risk. The buyer has the apparent ability and willingness to satisfy his obligation in full and therefore no loss in ultimate collection is anticipated.

Sub-standard grade exposures are receivables that have normal credit risk and have past due above 30 days but below 90 days.

Low grade exposures are receivables that are past due date beyond 90 days and have approached greater-than-normal credit risk.

Individually impaired exposures are receivables that are past due beyond 90 days, have approached greater-than normal credit risk.

For trade receivables on sale of real estate, the Parent Company applies a general approach in calculating ECLs. Under the general approach, ECLs are recognized in three (3) stages as follows:

- Stage 1: For credit exposures for which there has not been a material increase in credit risk since initial recognition and there is no default that occurred, a 12-month ECL is provided for credit losses that result from default events that are possible within the next 12 months.

- Stage 2: For credit exposures for which there has been a material increase in credit risk since initial recognition and there is still no default that occurred, a loss allowance equivalent to lifetime ECL is required for credit losses expected over the remaining life of the exposure.
- Stage 3: For credit exposures for which there has been a material increase in credit risk since initial recognition and for which an actual default has also occurred, a loss allowance equivalent to lifetime ECL is required for credit losses expected over the remaining life of the exposure.

b.2 For trade receivables on lease and other financial assets such as accrued receivable, receivable from related parties and advances to other companies, impairment provisions would be based on the assumption that the receivable is demanded at the reporting date and it would reflect the losses (if any) that would result from this. Since the receivables are collectible on demand, the contractual period is the very short period needed to transfer the cash once demanded. Discounting would have immaterial effect in the balances.

			2024		
	Lease	Management fees	Premiums receivable	Advances	Other receivables
Gross amount	P29,571,731	P8,726,074	P3,637,023	P3,857,475	P46,751,095
Provisions	7,034,694	3,189,750	2,899,963	862,891	36,582,373
Carrying Amount	P22,537,037	P5,536,324	P737,060	P2,994,584	P10,168,722

			2023		
	Lease	Management fees	Premiums receivable	Advances	Other receivables
Gross amount	P20,797,696	P5,226,833	P4,012,287	P82,745,379	P69,094,324
Provisions	4,787,074	3,189,750	2,899,963	862,891	41,155,714
Carrying Amount	P16,010,622	P2,037,083	P1,112,324	P81,882,488	P27,938,610

34. Capital Management

The Parent Company manages its capital to ensure that the Parent Company is able to continue as a going concern while maximizing the return to shareholders through the optimization of the debt and equity balance.

The capital structure of the Parent Company consists of equity, which comprises of issued capital, additional paid-in capital, reserves, retained earnings and treasury stocks.

Management reviews the capital structure on a quarterly basis. As part of this review, management considers the cost of capital and the risks associated with it.

There were no changes in the Parent Company's approach to capital management during the year.

The Company has capital requirements on their loans payable in which they shall maintain a maximum debt-to-equity ratio of 2:1 at all times. As at December 31, 2024 and 2023, the Company is within the requirement of the loan (see Note 14).

As part of the reforms of the Philippine Stock Exchange (PSE) to expand capital market and improve transparency among listed firms, PSE requires listed entities to maintain a minimum of ten percent (10%) of their issued and outstanding shares, exclusive of any treasury shares, held by the public. The Parent Company has fully complied with this requirement in 2024 and 2023.

Tektite Insurance Brokers, Inc.
TIBI was incorporated and registered with the SEC on January 2, 1989 to engage in the business of insurance brokerage. On May 24, 2022, the BOD of TIBI approved the amendment of the Company's Articles of Incorporation and By-laws to conform with the IC's requirements in changing its business activities from that of an insurance broker to an insurance agent. As of reporting period, TIBI is in the process of finalizing all the requirements to change its IC registration from a broker to an agent.

The registered office address of TIBI is at the 20th Floor, East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City.

35. Segment Information

The segment assets and liabilities as of December 31, 2024, 2023 and 2022 and the results of operations of the reportable segments for the years ended December 31, 2024, 2023 and 2022 are as follows:

	2024							
	Parent Company	Subsidiaries						
	Sale of Real Estate and Leasing	Property Management	Insurance Brokerage	Holding Company	Real Estate	Travel Services	Intersegment adjustments	Consolidated
	(In Thousand Pesos)							
Revenue								
Revenue from contracts with customers	P54,282	P42,928	P10,314	P -	P -	P -	P -	P107,524
Rental income	78,332	151	15	-	-	-	-	78,498
Intersegment sales	-	739	-	-	-	-	(739)	-
Total revenue	132,614	43,818	10,329	-	-	-	(739)	186,022
Real estate costs and expenses	326,927	39,194	5,853	1,866	58	71	(739)	373,230
Equity in net loss of an associate	-	-	-	-	-	-	2,135	2,135
Gross income (loss)	(194,313)	4,624	4,476	(1,866)	(58)	(71)	(2,135)	(189,343)
Interest income	10,722	2	66	-	-	50	-	10,840
Finance costs	(89,055)	(3)	-	-	-	-	-	(89,058)
Other income	182,208	4,446	-	-	-	-	-	186,654
Other expenses	(201)	-	-	-	-	-	-	(201)
Provision for income tax	(38,268)	(1,233)	(644)	-	-	-	-	(40,145)
Net income (loss)	(128,907)	7,836	3,898	(1,866)	(58)	(21)	(2,135)	(121,253)
Net loss attributable to:								
Equity holders of PRHC								(121,249)
Non-controlling interests								(4)
								(121,253)
Other information								
Segment assets	9,581,060	102,111	16,508	62	1,000	1,302	(25,891)	9,676,152
Investment in associates	101,930	-	-	-	-	-	(47,629)	54,301
Total assets	9,682,990	102,111	16,508	62	1,000	1,302	(73,520)	9,730,453
Segment liabilities	2,374,505	34,265	6,665	81,523	58	30,251	(104,025)	2,423,242
Deferred tax liabilities	794,502	(3,614)	-	-	-	-	-	790,888
Total liabilities	P3,169,007	P30,651	P6,665	P81,523	P58	P30,251	(P104,025)	P3,214,130

Forward

	2024							
	Parent Company	Subsidiaries						
	Sale of Real Estate and Leasing	Property Management	Insurance Brokerage	Holding Company	Real Estate	Travel Services	Intersegment adjustments	Consolidated
	(In Thousand Pesos)							
Segment additions to:								
Property and equipment	P7,919	P36	P -	P -	P -	P -	P -	P7,955
Investment properties	-	-	-	-	-	-	-	-
Depreciation and amortization	15,135	88	77	-	-	-	-	15,300
Non-cash expenses other than depreciation and amortization	P12,730	(P910)	P337	P -	P -	P -	P -	P12,157
Impairment losses	P2,248	P -	P1,057	P1,762	P -	P -	P -	P5,067

	2023							
	Parent Company	Subsidiaries						
	Sale of Real Estate and Leasing	Property Management	Insurance Brokerage	Holding Company	Real Estate	Travel Services	Intersegment adjustments	Consolidated
	(In Thousand Pesos)							
Revenue								
Revenue from contracts with customers	P174,461	P41,203	P5,216	P -	P -	P -	P -	P220,880
Rental income	65,150	151	165	-	-	-	-	65,466
Intersegment sales	-	434	-	-	-	-	(434)	-
Total revenue	239,611	41,788	5,381	-	-	-	(434)	286,346
Real estate costs and expenses	422,081	45,858	5,051	61	-	107	(434)	472,724
Equity in net loss of an associate	-	-	-	-	-	-	1,799	1,799
Gross income (loss)	(182,470)	(4,070)	330	(61)	-	(107)	(1,799)	(188,177)
Interest income	13,986	2	20	-	-	43	-	14,051
Finance costs	(70,083)	(74)	-	-	-	-	-	(70,158)
Other income	424,107	2,440	-	-	-	-	-	426,547
Other expenses	(4,899)	-	-	-	-	-	-	(4,899)
Provision for income tax	(63,823)	(592)	(81)	-	-	-	-	(64,496)
Net income (loss)	116,820	(2,294)	269	(61)	-	(64)	(1,799)	112,868
Net income attributable to:								
Equity holders of PRHC								112,880
Non-controlling interests								(12)
								112,868
Other information								
Segment assets	8,868,520	95,780	12,796	119	-	1,297	(23,080)	8,955,432
Investment in associates	100,930	-	-	-	-	-	(44,493)	56,437
Total assets	8,969,450	95,780	12,796	119	-	1,297	(67,573)	9,011,869
Segment liabilities	1,576,411	36,796	7,280	-	-	30,225	(21,489)	1,629,223
Deferred tax liabilities	756,870	(3,437)	-	-	-	-	-	753,433
Total liabilities	P2,333,281	P33,359	P7,280	P -	P-	P30,225	(P21,489)	P2,382,656

Forward

	2023							
	Parent Company	Subsidiaries						
	Sale of Real Estate and Leasing	Property Management	Insurance Brokerage	Holding Company	Real Estate	Travel Services	Intersegment adjustments	Consolidated
	(In Thousand Pesos)							
Segment additions to:								
Property and equipment	P40,698	P-	P-	P -	P -	P -	P -	P40,698
Investment properties	3,940	-	-	-	-	-	-	3,940
Depreciation and amortization	8,593	84	85	-	-	-	-	8,762
Non-cash expenses other than depreciation and amortization	P12,385	P2,112	P316	P -	P -	P -	P -	P14,813
Impairment losses	P2,864	P -	P -	P -	P -	P -	P -	P2,864

	2022							
	Parent Company	Subsidiaries						
	Sale of Real Estate and Leasing	Property Management	Insurance Brokerage	Holding Company	Real estate	Travel Services	Intersegment adjustments	Consolidated
	(In Thousand Pesos)							
Revenue								
Revenue from contracts with customers	P224,999	P34,656	P5,567	P -	P -	P -	P -	P265,222
Rental income	56,344	151	180	-	-	-	-	56,675
Intersegment sales	-	669	-	-	-	-	(669)	-
Total revenue	281,343	35,476	5,747	-	-	-	(669)	321,897
Real estate costs and expenses	462,212	40,738	4,981	-	-	52	(669)	507,314
Equity in net loss of an associate	-	-	-	-	-	-	1,431	1,431
Gross income (loss)	(180,869)	(5,262)	766	-	-	(52)	(1,431)	(186,848)
Interest income	15,914	2	8	-	-	-	-	15,924
Finance costs	(63,644)	(166)	-	-	-	-	-	(63,810)
Other income	530,682	9,828	-	-	-	-	-	540,510
Other expenses	(230)	-	-	-	-	-	-	(230)
Provision for income tax	(125,623)	417	47	-	-	-	-	(125,159)
Net income (loss)	176,230	4,819	821	-	-	(52)	(1,431)	180,387
Net income attributable to:								
Equity holders of PRHC								183,087
Non-controlling interests								(2,699)
								180,388
Other information								
Segment assets	8,499,110	91,673	9,364	367	-	1,271	(67,108)	8,534,677
Investment in associates	100,930	-	-	-	-	-	(42,694)	58,236
Total assets	8,600,040	91,673	9,364	367	-	1,271	(109,802)	8,592,913
Segment liabilities	1,328,245	30,556	4,119	-	-	30,144	(22,552)	1,370,512
Deferred tax liabilities	699,939	(3,236)	-	-	-	-	-	696,703
Total liabilities	P2,028,184	P27,320	P4,119	P -	P -	P30,144	(P22,552)	P2,067,215

Forward

	2022							
	Parent Company	Subsidiaries						
	Sale of Real Estate and Leasing	Property Management	Insurance Brokerage	Holding Company	Real Estate	Travel Services	Intersegment adjustments	Consolidated
	(In Thousand Pesos)							
Segment additions to:								
Property and equipment	P1,546	P511	P36	P -	P -	P -	P -	P2,093
Investment properties	30,031	-	-	-				30,031
Depreciation and amortization	12,338	1,985	80	3,090	-	-	-	17,493
Non-cash expenses other than depreciation and amortization	P12,757	P2,640	P234	P -	P -	P -	P -	P15,631
Impairment losses	P25,000	P2,589	P -	P -	P -	P -	P -	P27,589

The following are the principal activities of the Parent Company's subsidiaries:

PRHC Property Managers, Inc. (PPMI)
PPMI was incorporated and registered with the SEC on May 24, 1991 to engage in the business of managing, operating, developing, buying, leasing and selling real and personal property either for itself and/or for others.

The registered office address of PPMI is at Unit E2003B, 20th Floor East Tower, Tektite Towers, Exchange Road, Ortigas Center, Pasig City.

Tektite Insurance Brokers, Inc. (TIBI)
TIBI was incorporated and registered with the SEC on January 2, 1989 to engage in the business of insurance brokerage. On May 24, 2022, the BOD of TIBI approved the amendment of the Company's Articles of Incorporation and By-laws to conform with the IC's requirements in changing its business activities from that of an insurance broker to an insurance agent. As of reporting period, TIBI is in the process of finalizing all the requirements to change its IC registration from a broker to an agent.

The registered office address of TIBI is at the 20th Floor, East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City.

Universal Travel Corporation (UTC)
UTC was incorporated and registered with the SEC on November 9, 1993 to engage in the business of travel services by providing, arranging, marketing, engaging or rendering advisory and consultancy services relating to tours and tour packages. On March 15, 2018, the Board of Directors of UTC approved the resolution on the cessation of operations effective July 31, 2018. Thereafter, the Company became inactive.

The registered office address of UTC is Unit E2003B, 20th Floor East Tower, Tektite Towers, Exchange Road, Ortigas Center, Pasig City.

Sultan's Power, Inc. (SPI)
Sultan Power, Inc. ("SPI") was incorporated under Philippine laws and registered with the SEC on March 19, 2015 as a holding company. SPI acquired 51% of the total issued and outstanding shares of RECON-X Energy Corporation ("RECON-X") in 2021.

RECON-X was incorporated under Philippine laws and registered with the SEC on June 27, 2014 to engage in the business of recycling and converting plastics into fuel (gasoline, diesel and kerosene) using patented technology. The process was duly certified on November 2, 2015, by the Intellectual Property Office of the Philippines ("IPOPHL") for "Improved Method of Converting Land-Filled Plastic Wastes into Hydrocarbon Fuel", certified by the Department of Science and Technology ("DOST") and by the Department of Energy ("DOE"). As of December 31, 2021, RECON-X was able to procure the additional catalysts and materials needed for the plastic diesel conversion plant to be used to process waste materials into fuel. In 2023, RECON-X has started introduction of feedstocks, performance testing and testing of fuel compliance with National Standards and securing plastic waste supply from a plastic waste aggregator and is still the same in 2024. RECON-X is continuing its efforts in streamlining its operations and sourcing technical staff for production.

The registered office address of SPI is Unit E2003B, 20th Floor East Tower, Tektite Towers, Exchange Road, Ortigas Center, Pasig City.

Three Corners Realty Corporation (TCRC)
Three Corners Realty Corporation (the "Company") was registered with the Philippine Securities and Exchange Commission (SEC) on September 16, 2024 primarily to invest in,

purchase, or otherwise dispose of real or personal property.

The Company's registered office, which is also its principal place of business, is located at Unit No.10A, Podium 10th Level, The Icon Plaza, 26th Street, Bonifacio Global City, Taguig City.

MVCo
Certified Public Accountants and Management Consultants
Member of Nexia

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www.nexia.com

STATEMENTS REQUIRED BY THE REVISED SECURITIES REGULATION CODE (SRC) RULE 68, ON OCTOBER 3, 2019

The Shareholders and Board of Directors
Philippine Realty and Holdings Corporation
One Balete, 1 Balete Drive corner N. Domingo Street
Brgy. Kaunlaran District 4
Quezon City

We have audited the accompanying consolidated financial statements of Philippine Realty and Holdings Corporation and Subsidiaries as at and for the year ended December 31, 2024, on which we have rendered our report dated March 18, 2025. The supplementary information shown in the Reconciliation of Retained Earnings Available for Dividend Declaration (Part 1, 5B and Annex 68-D), Financial Soundness Indicators (Part 1, 5C and Annex 68-E), and Map of Relationships Between and Among the Related Parties (Part 1, 5G) as additional components required by Part I, Section 5 of the Revised SRC Rule 68 and Schedules A, B, C, D, E, F, G and H, as required by Part II, Section 7 and Annex 68-J of the Securities Regulation Code, are presented for purposes of filing with the Securities and Exchange Commission and are not a required part of the basic consolidated financial statements.

Such supplementary information is the responsibility of management and has been subjected to the auditing procedures applied in the audit of the basic consolidated financial statements. In our opinion, the supplementary information has been prepared in accordance with Part I, Section 5 and Part II, Section 7 of the Revised SRC Rule 68.

MACEDA VALENCIA & CO.

JOSE T. VALENCIA
Partner
CPA License No. 32659
Tax Identification No. 119-894-676-000
PTR No. 10476168
Issued on January 9, 2025 at Makati City
BOA/PRC Reg. No. 4748 valid until August 7, 2027
BIR Accreditation No. 08-005063-000-2024 (firm); 08-005063-001-2024 (individual)
Issued on March 26, 2024; valid until March 25, 2027

March 18, 2025
Makati City

"Annex A"

Reconciliation of Retained Earnings Availabole for Dividend Declaration

For the reporting period ended December 31, 2024

Philippine Realty And Holdings Corporation

One Balete, 1 Balete Drive Corner N. Domingo St.

Brgy. Kaunlaran, Dirtrict 4, Quezon City 1111, Philippines

Unappropriated Retained Earnings, beginning of the reporting period		**P1,668,286,406**
Adjustments for:		
Accumulated Deferred Tax		**753,432,863**
Accumulated unrealized gain on fair market value		**(3,096,177,257)**
		(674,457,988)
Less: Items that are directly debited to Unapppropriated Retained Earnings		
Dividend declaration during the reporting period	-	
Retained Earnings appropriated during the reporting period	-	
Effect of restatements or prior-period adjustments	-	
Others (describe nature)	-	-
Unappropriated Retained Earnings, as adjusted		**(674,457,988)**
Add: Net Loss for the current year		**(121,235,533)**
Add: Unrealized income recognized in the profit or loss in prior reporting periods but realized in the current reporting period (net of tax)		
Realized foreign exchange gain, except those attributable to cash and cash equivalents	-	
Realized fair value adjustment (mark-to-market gains) of financial instruments at fair value through profit or loss (FVTPL)	**(158,384,893)**	
Realized fair value gain of Investment Property	-	
Other realized gains or adjustments to the retained earnings as a result of certain transactions accounted for under PFRS (describe nature)	-	**(158,384,893)**
Add/Less: Adjustments related to relief granted in SEC and BSP		
Net movement of treasury shares (except for reacquisition of redeemable shares	-	
Net movement of deferred tax asset not considered in reconciling items under the previous categories	-	
Net movement of deferred tax asset and deferred tax liabilities related to same transaction, e.g. set-up of right of use asset and lease liability, set-up of asset and asset retirement obligation, and set-up of service concession asset and concession payable	**37,454,870**	
Adjustment to deviation from PFRS/GAAP – gain (loss)	-	**37,454,870**

Total Retained Earnings, end of the reporting period available for dividend	(P916,623,544)

SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS

As of December 31, 2024

Philippine Realty And Holdings Corporation
One Balete, 1 Balete Drive Corner N. Domingo St.
Brgy. Kaunlaran, District 4, Quezon City 1111, Philippines

	2024	2023	2022
Current Ratio[(1)]	**3.28**	3.52	3.61
Acid Test Ratio[(2)]	**1.28**	1.24	1.32
Debt to Equity Ratio[(3)]	**0.49**	0.36	0.32
Asset to Equity Ratio[(4)]	**1.49**	1.36	1.32
Interest Coverage Ratio[(5)]	**0.09**	3.53	5.80
Net Profit Margin Ratio[(6)]	**(0.65)**	0.39	0.56
Return on Assets[(7)]	**(0.01)**	0.01	0.02
Return on Equity[(8)]	**(0.02)**	0.02	0.03
Solvency Ratio[(9)]	**(0.03)**	0.06	0.09

(1) *Current ratio is measured as current assets divided by current liabilities.*

(2) *Acid test ratio is measured as current assets less inventory divided by current liabilities.*

(3) *Debt to equity ratio is measured as total liabilities divided by total equity.*

(4) *Asset to equity ratio is measured as total assets divided by total equity.*

(5) *Interest coverage ratio is measured by EBIT, or earnings before interest and taxes, divided by total financing costs.*

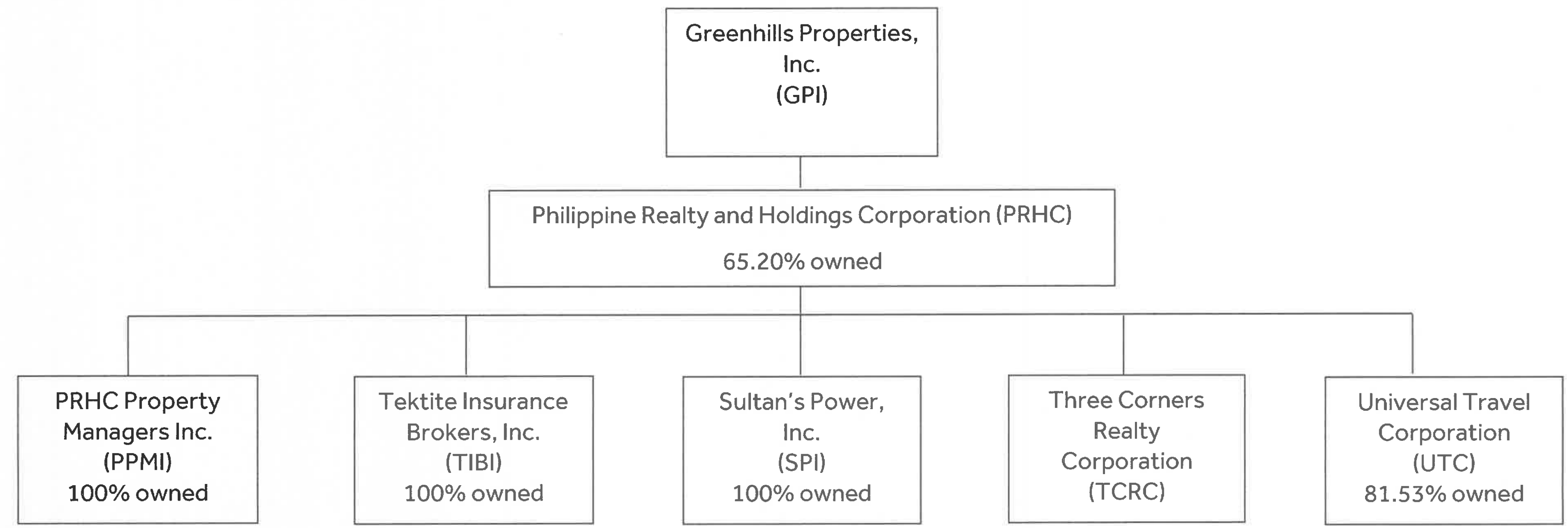
(6) *Net profit margin ratio is derived by dividing net profit with total revenue.*

(7) *Return on assets is measured by dividing net income after tax with total assets.*

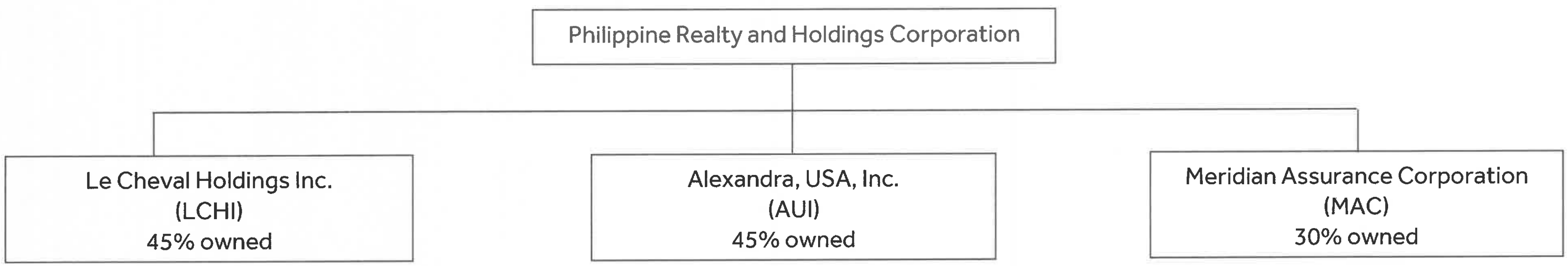
(8) *Return on equity is measured by dividing net income after tax with total capital accounts.*

(9) *Solvency ratio is measured by dividing net income after tax plus depreciation with total liabilities.*

PHILIPPINE REALTY AND HOLDINGS CORPORATION
SUBSIDIARIES, AFFILIATES GROUP STRUCTURE
As of December 31, 2024



Associates:



ANNEX 68-I

Schedule for Listed Companies with a Recent Offering of Securities to the Public
As of December 31, 2024

Philippine Realty And Holdings Corporation
One Balete, 1 Balete Drive Corner N. Domingo St.
Brgy. Kaunlaran, District 4, Quezon City 1111, Philippines

1. Gross and net proceeds as disclosed in the final prospectus
   Not applicable

2. Actual gross and net proceeds
   Not applicable

3. Each expenditure item where the proceeds were used
   Not applicable

4. Balance of the proceeds as of end reporting period
   Not applicable

PPHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES
Schedule A – Financial Assets
December 31, 2024

Name of issuing entity and association of each issue	Number of shares or principal amount of bonds or notes	Amount shown in the Statement of Financial Position	Valued based on market quotation at end of reporting period	Income received and accrued
Financial assets at fair value through profit or loss				
Tagaytay Properties	6,750,000 shares	P6,750,000	P6,750,000	P -
Financial Assets at Fair Value through OCI				
Equity securities				
A. Brown Company, Inc.	36,840,000 shares	P18,918,707	P18,918,707	P -
Philippine Racing Club (PRC)	944 shares	6,608	6,608	-
Orchard Golf & Country Club CLASS "C" Shares	1 share	4,000,000	4,000,000	-
Valley Golf Country Club	1 share	5,000,000	5,000,000	-
	36,840,946 shares	P27,925,315	P27,925,315	P -
Trade and other receivables - net		P378,800,315	P378,800,315	P718,376
		P413,476,173	P413,476,173	P718,376

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES
Schedule B –Amounts Receivable from Director, Officers, Employees,
Related Parties and Principal Stockholders (Other than Related Parties)
December 31, 2024

Name of Debtor	Balance at the beginning of the period	Additions	Amounts collected	Amounts written-off	Current	Non-current	Balance at the end of period
ABUYAN, JOHN MARK	P8,580	102,965	(102,965)	-	8,580	-	8,580
ALKUINO, MA ZELAINE	170	-	(170)	-	-	-	-
AGUILAR, DENNIS	37,857	50,702	(54,758)	-	33,801	-	33,801
AGUSTIN,OLIVER	9,415	-	(9,415)	-	-	-	-
ALMEROL, CARLA	47,499	97,423	(118,265)	-	26,657	-	26,657
AVILA, JESSICA	8,000	-	(8,000)	-	-	-	-
BONTOGON, MARISSA	74,063	276,666	(350,729)	-	-	-	-
CALANOG, DANTE	400,496	148,426	(227,273)	-	93,497	228,152	321,649
CALUBAYAN, MARIE JOYCE	1,904	-	(1,904)	-	-	-	-
CARAG, ADELINE SUSAN	25,000	-	(4,200)	-	20,800	-	20,800
CARTAGENA, AILENE	31,865	42,697	(46,097)	-	28,465	-	28,465
CATACUTAN, MIGUEL	551,343	36,518.06	(125,375)	-	112,900	349,586	462,486
CIAR, ERWIN	110,539	156,266	(260,805)	-	6,000	-	6,000
CRUZ, ROSELLE	22,006	76,832	(81,936)	-	16,902	-	16,902
DAYRIT, AMYLEEN JOY	-	724,647	(191,613)	-	101,265	431,769	533,034
DEOCAMPO, DEXTER JAN	23,042	59,338	(59,341)	-	23,039	-	23,039
DURAN, AILEEN	655,067	3,380,650	(3,149,862)	-	885,855	-	885,855
DURAN, NORMALENE	95,382	2,747	(81,218)	-	16,912	-	16,912
ENRIQUEZ, EDILYNDA	459	590,040	(16,037)	-	103,368	471,094	574,462
GAGTAN, ALAIN FLORA	-	4,500	(1,125)	-	3,375	-	3,375
GATCHALIAN, VILLAMOR	18,059	-	(18,059)	-	-	-	-

Forward

Name of Debtor	Balance at the beginning of the period	Additions	Amounts collected	Amounts written-off	Current	Non-current	Balance at the end of period
GO, RICHARD NICOLAS KO	129,335	221,932	(223,374)	-	127,893	-	127,893
GOZO, CAROL JOY	-	69,064	(69,064)	-	-	-	-
ISNIT, JOSEFINA	191,358	402,165	(493,523)	-	-	100,000	100,000
LAMPAS, ROCHELLE JOY	28,562	118,747	(115,372)	-	31,937	-	31,937
LANUZA, CAMILLE	67,495	-	-	-	67,495	-	67,495
LANUZA, GERARDO DOMENICO	235,649	-	-	-	235,649	-	235,649
LAROYA, JOHN CEDRICK	-	35,000	-	-	35,000	-	35,000
LAURINO, ROSE ANN	80,929	64,880	(145,809)	-	-	-	-
MAGPAYO, GILBERT	5,284	63,409	(63,409)	-	5,284	-	5,284
MAGPAYO, JERRY	1,281	-	(1,281)	-	-	-	-
MEDRANO, EDMUNDO	172,838	599,036	(769,608)	-	2,266	-	2,266
MIRANDE, MIKE	10,961	1,191	(12,152)	-	-	-	-
OLBES, ANTONIO	233,000	-	-	-	233,000	-	233,000
PACA, CARLOS MIGUEL	15,831	283,602	(299,433)	-	-	-	-
PANESA, MARIA TERESA	27,000	350,321	(377,321)	-	-	-	-
PERILLO, MARIA CHRISTINA	927,317	168,005	(509,359)	-	206,722	379,241	585,963
RAMOS, MARK ANTHONY	52	247,468	(247,520)	-	-	-	-
REYES, REINHARD	-	64,534	(64,534)	-	-	-	-
SANTOS, ROZANO	297,942	693,365	(556,743)	-	426,719	7,845	434,564
SANTOS, LEONARD ROSS	229,494	399,780	(509,274)	-	120,000	-	120,000
SUMBELING, HAZEL KATE	-	27,400	(17,900)	-	9,500	-	9,500
TABAJEN, CHRISTIAN	1,377	30,395	(31,772)	-	-	-	-
TABLADA, DEXTER	-	37,000	(37,000)	-	-	-	-

Forward

Name of Debtor	Balance at the beginning of the period	Additions	Amounts collected	Amounts written-off	Current	Non-current	Balance at the end of period
TABORLUPA, MARGIE	63,967	925,456	(594,393)	-	109,633	285,396	395,029
TAMANG, CHARLIE	-	78,009	(70,059)	-	7,950	-	7,950
TAN, KRISTINE	563,454	79,921	(127,554)	-	515,821	-	515,821
UMAYAM,RODRIGO	66,315	-	(66,315)	-	-	-	-
VALENTIN, RHONALD	570,541	305,247	(434,426)	-	113,258	328,104	441,362
VEDAÑA, FERDERICK	15,943	51,162	(67,105)	-	-	-	-
VERCELES, REGANDOR	86,063	7,989	(92,292)	-	1,760	-	1,760
Others	-	5,617	-	-	5,617	-	5,617
	P6,142,734	**P11,081,112**	**(P10,905,739)**	**P -**	**P3,736,920**	**P2,581,187**	**P6,318,107**

Note: Receivables from Directors, Officers, Employees, Related Parties and Principal Stockholders are subject to usual terms in the normal course of business.

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES
Schedule C – Amounts Receivable from Related Parties which are eliminated during the consolidation of financial statement
December 31, 2024

Name of Debtor	Balance at the beginning of the period	Additions	Amounts collected (i)	Amounts written-off (ii)	Current	Non-current	Balance at the end of period
Universal Travel Corporation, Subsidiary	P30,117,113	P73,911	P -	P -	P -	P30,191,024	P30,191,024
PRHC Property Managers, Inc., Subsidiary	17,580,002	-	2,730,951	-	14,849,051	-	14,849,051
Sultan's Power, Inc., Subsidiary	76,600,158	68,077	-	-	-	76,668,235	76,668,235
	P124,297,273	P141,988	P2,730,951	P -	P14,849,051	P106,859,259	P121,708,310

i. If collected was other than in cash, explain.

ii. Give reasons to write-off.

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES
Schedule D – Long Term Debt
December 31, 2024

Title of issue and type of obligation (i)	Amount authorized by indenture	Amount shown under caption "Current portion of long-term debt in related Statement of Financial Position " (ii)	Amount shown under caption "Long-term debt in related Statement of Financial Position " (iii)	Interest Rate %	Maturity Date
Car loan	36,272,861	6,773,656	19,975,771	8.14% - 9.10%	March 2028 – April 2029
Car loan	2,983,110	478,677	935,377	8.31% - 9.46%	January 2025 – August 2028
Car loan	4,496,800	784,313	3,233,668	9.43% - 9.44%	March 2029 – October 2029
Real estate mortgage	903,495,938	621,391,611	833,346,880	7.00% - 8.97%	November 2025 – December 2029
Real estate mortgage	355,000,000	355,000,000	-	7.75% - 8.00%	January 2025 – March 2025

i. Include in this column each type of obligation authorized.
ii. This column is to be totalled to correspond to the related Statements of Financial Position caption.
iii. Include in this column details as to interest rates, amounts or numbers of periodic instalments, and maturity dates.

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES
Schedule E – Indebtedness to Related Parties
(included in the Consolidated Financial Statement of Position)
December 31, 2024

Name of Related Parties (i)	Balance at the beginning of the period	Balance at the end of the period (ii)

None to report.

i. The related party shall be grouped as in Schedule C. The information called for shall be stated for any persons whose investments shown in separately in such related schedule.
ii. For each affiliate named in the first column, explain in a note hereto the nature and purpose of any material increase during the period that is in excess of 10% of the related balance at either the beginning or end of the period.

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES
Schedule F – Guarantees of Securities of Other Issuers
December 31, 2024

Name of the issuing entity of securities guaranteed by the company for which this statement is fled	Title of issue of each class of securities guaranteed	Total amount of guaranteed and outstanding (i)	Amount owned by person of which statement is filed	Nature of Guarantee (ii)

None to report.

i. Indicate in the note any significant changes since the date of the last balance sheet file. If this schedule is filed in support of consolidated financial statements, there shall be set forth guarantees by any person included in the consolidation except such guarantees of securities which are included in the consolidated balance sheet.

ii. There must be a brief statement of the nature of the guarantee, such as "Guarantee of Principal and Interest"', "Guarantee of Interest" or "Guarantee of Dividend". If the guarantee is of interest, dividends, or both, state the annual aggregate amount of interest or dividends so guaranteed.

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES
Schedule G – Capital Stock
December 31, 2024

Title of Issue (i)	Number of shares authorized	Number of shares issued and outstanding as shown under the related Statement of Financial Position caption	Number of shares reserved for options, warrants, conversion and other rights	Number of shares held by related parties (ii)	Directors, officers and employees	Others (iii)
Common	16,000,000,000	7,866,647,523	-	-	545,785,841	-

i. Include in this column each type of issue authorized
ii. Related parties referred to include persons for which separate financial statements are filed and those included in the consolidated financial statements, other than the issuer of the particular security.
iii. Indicate in a note any significant changes since the date of the last balance sheet filed.

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES
Schedule H – External Auditor Fees
For the year ended December 31, 2024 and 2023

	2024	2023
Total Audit Fees	P1,595,000	P1,540,000
Total Non-audit Services Fees	-	-
Total Audit and Non-audit Fees	**P1,595,000**	P1,540,000

“ANNEX F”

<u>Procedure for Registration, Participation and Voting in the 2024 Annual Stockholders Meeting of PHILIPPINE REALTY AND HOLDINGS CORPORATION</u>

Philippine Realty and Holdings Corporation (the **Company**) will be conducting its Annual Stockholders’ Meeting (**ASM**) scheduled on June 27, 2025, at 3:00 PM, virtually. There will no longer be a physical venue for the ASM.

Only Stockholders of record as of March 31, 2025 are entitled to participate and vote in the 2025 ASM.

I. Registration and Participation/Attendance Procedure:

1. Stockholders who intend to participate in the virtual ASM may register by sending an email to asmregistration@philrealty.com.ph of their intention to participate attaching therewith the required document/s below on or before 5:00 PM of June 16, 2025:

   a. For individual stockholders:

      i. Scanned copy of any valid government-issued ID;
      ii. Scanned copy of stock certificate in the name of the individual stockholder; and
      iii. Active contact number, either landline or mobile.

   b. For stockholders with joint accounts:

      i. Scanned copy of authorization letter signed by other stockholders indicating the person among them authorized to participate and/or vote in the 2024 ASM;
      ii. Documents required under items 1.a (i) and (iii) for the authorized stockholder;
      iii. Scanned copy of stock certificate in the name of the joint stockholders.

   c. For stockholders under PCD Participant / Brokers Account or “Scripless Shares”:

      i. Coordinate with the broker and request for the full account name and reference number or account number;
      ii. Documents required under items 1.a (i) and (iii).

   d. For corporate stockholders:

      i. Secretary’s Certificate attesting to the authority of the representative to participate and / or vote in the 2025 ASM;
      ii. Documents required under items 1.a (i) and (iii) for the authorized representative;
      iii. Scanned copy of stock certificate in the name of the corporate stockholder.

2. Upon successful registration and validation of the documents submitted through email above, the stockholder will receive an email confirmation containing the the Zoom link and access code to log in and view the 2025 ASM.

3. Only those stockholders who have registered following the procedure above, and stockholders who have voted by providing their executed Proxy Form, shall be included for purposes of determining the existence of a quorum.

4. For purposes of voting during the 2025 ASM please see section on Voting Procedure below.

5. For the Question-and-Answer portion, stockholders may send their questions related to the agenda thru the chat box found in the zoom application. The stockholder must provide complete name, email address and the question prior to clicking “submit” button. Due to limitations on technology and time, not all questions may be responded to during the 2025 ASM but the Company will endeavor to respond to all the questions through email.

6. The proceedings during the 2025 ASM will be recorded as required by the Securities and Exchange Commission.

7. Stockholders intending to register and participate in the 2025 ASM should send their email on or before 5:00 PM on June 16, 2025.

II. Voting Procedure:

Stockholders may vote during the 2025 ASM either (1) by Proxy or (2) by voting *in absentia* through our Online Stockholder Voting System.

1. Voting by Proxy:

    a. Download and fill up the Proxy Form from www.philrealty.com.ph/investor-relations/. The Chairman, or in his absence, the Vice-Chairman, is authorized to cast the votes pursuant to the instructions in the Proxy Form.

    b. Send a scanned copy of the executed proxy Form by email to asmregistration@philrealty.com.ph.

    c. The scanned copy of the executed Proxy Form should be emailed to above not later than 5:00 PM on or before June 23, 2025.

    d. The hard copy of the signed Proxy Form should be delivered to the Company’s principal office address at One Balete, 1 Balete Drive corner N. Domingo Street, Barangay Kaunlaran, District 4, Quezon City 1111. The office will be open to receive forms from Monday to Friday, 10 AM to 5 PM.

2. Voting in absentia through the Online Stockholder Voting System:

    a. Follow the Registration and Participation/Attendance Procedure set forth above.

    b. Upon validation, the Company will send an email to the stockholder containing the link for the Online Stockholder Voting System and the instructions for casting votes in the Online Stockholder Voting System. Registered stockholders shall have until 5:00 PM of June 23, 2025 to cast their votes. The Online Stockholder Voting System will be open starting 8:00 AM and will be closed at 5:00 PM on June 23, 2024.

c. All agenda items indicated in the Notice of Meeting will be included in the Online Stockholder Voting System and the registered stockholder may vote as follows:

   i. For items other than election of the Directors, the stockholder may vote: "For", "Against", or "Abstain". The vote shall be considered as cast for all the stockholder's shares.
   ii. For the election of Directors, the stockholder may vote for all the nominees, not vote for any of the nominees, or vote for some of the nominees only, in such number of shares as the stockholder may see fit, provided that the total number of votes cast shall not exceed the number of shares owned, multiplied by the number of Directors to be elected.

d. Once voting is completed in the Online Stockholder Voting System, the stockholder shall proceed to click on the "Submit" button which shall complete the process. Once submitted, the stockholder may no longer change the votes cast. The votes cast *in absentia* will have equal effect as votes cast by proxy.

For any questions or clarification, you may contact us through asmregistration@philrealty.com.ph or through telephone number 8631-3179, our stock transfer agent, Stock Transfer Service, Inc., through Michael Capoy at mccapoy@stocktransfer.comp.ph or their telephone number 8403-3798.

PROXY

The undersigned stockholder of **PHILIPPINE REALTY AND HOLDINGS CORPORATION** (the Company") hereby appoints____, or in case of his/her/its non-attendance, the Chairman of the meeting, as *attorney-in-fact* and *proxy,* to represent and vote all shares registered in his/her/its name at the annual meeting of stockholders of the Company on **June 27, 2025 (Friday)** at **3:00 p.m.** by remote communication and at any of the adjournments thereof to act on the matters stated below.

Please place an "X" in the box below to indicate how you wish your votes to be cast in respect of the matters to be taken up during the meeting.

If no specific direction as to voting is given, the votes will be cast for the election of all nominees and the approval of the resolutions on the matters stated below and as set out in the notice, and for such other matters as may properly come before the meeting in the manner described in the Information Statement and as recommended by the Chairman.

1. Approval of the minutes of previous meeting.

   For ☐ Against ☐ Abstain ☐

2. Annual Report

   For ☐ Against ☐ Abstain ☐

3. Ratification of the acts of the Board of Directors and Officers.

   For ☐ Against ☐ Abstain ☐

4. Election of Directors

	Vote in Favor	Do not Vote	No. of Votes
Gerardo Domenico Antonio V. Lanuza	☐	☐	__________
Gerardo O. Lanuza, Jr.	☐	☐	__________
Edmundo C. Medrano	☐	☐	__________
Antonio O. Olbes	☐	☐	__________
Amador C. Bacani	☐	☐	__________
Andrew C. Ng	☐	☐	__________
Renato G. Nuñez	☐	☐	__________
Jomark O. Arollado	☐	☐	__________
Alfonso Martin E. Eizmendi	☐	☐	__________
Chiara Rosario Julia L. Paredes	☐	☐	__________

5. Election of Maceda Valencia & Co. as the External auditor

For ☐ Against ☐ Abstain ☐

6. At his/her discretion, the proxy named above is authorized to vote upon such other matters as may properly come before the meeting.

For ☐ Against ☐ Abstain ☐

A scanned copy of this proxy must be submitted to the corporate secretary at asmregistration@philrealty.com.ph on or before 5:00 p.m. on June 23, 2025, the deadline for the submission of proxies. For corporate stockholders, please attach to this proxy form the secretary's certificate on the authority of the signatory to appoint the proxy and sign this form.

A stockholder granting a proxy has the power to revoke it at any time before the right granted is exercised. A proxy is also considered revoked if the stockholder registers to vote in absentia.

Stockholders participating by remote communication will not be able to vote unless they register or authorize the Chairman to vote as a proxy, on or before 5:00 p.m. on June 23, 2025.

Notarization of this proxy is not required.

____

Printed Name of Stockholder

____

Signature of Stockholder/Authorized Signatory

____

Date

ANNEX "H"

CERTIFICATION

I, **ATTY. REX P. BONIFACIO,** of legal age, Filipino, with office address at Pastelero Law Office, Unit E-1503, 15th Floor, East Tower, Tektite Towers, Exchange Road, Ortigas Center, Pasig City, Metro Manila, after having been sworn to in accordance with law, does hereby certify that:

I am duly elected and incumbent Corporate Secretary of Philippine Realty and Holdings Corporation (the "**Corporation**"), a corporation organized and existing under the laws of the Philippines, with principal office at One Balete, 1 Balete Drive corner N. Domingo Street, Barangay Kaunlaran, District 4, Quezon City 1111.

Based on the information provided to the Corporation by the members of its Board of Directors and its principal executive officers, none of said members and its new nominee of the Board of Directors and principal executive officers of the Corporation are presently employed by any office or agency of the Philippine Government.

IN ATTESTATION OF THE ABOVE, this Certificate was signed this 20th of May 2025 at Pasig City

ATTY. REX P. BONIFACIO
Corporate Secretary

ANNEX "I"

CERTIFICATION OF INDEPENDENT DIRECTOR

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **ALFONSO MARTIN E. EIZMENDI,** Filipino, of legal age and a resident of No. 104 Mango Drive Ayala Alabang Village, Alabang Muntinlupa City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of Philippine Realty and Holdings Corporation and have been its independent director since June 30, 2017.

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

Company/Organization	Position/ Relationship	Period of Service
Royal Link Industries Inc.	President / CEO	Present
Yields Financial Corporation	President / CEO	2003 - Present
Park Cent Towers Realty Corp.	President / CEO	Present
WGP Villa6 Realty Corp.	President / CEO	Present
The Icon Plaza Condominium Corp	President and Director	Present
Meridian Assurance Corp.	Director	Present
CleanPro	Director	Present
Frimar Realty	Director	Present
Vi@je Corp.	Vice Chairman	2000 – 2001
Blue Star Insurance Brokerage	Chairman	1998 – 2001

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

4. I am related to the following director/officer/substantial shareholder of Philippine Realty and Holdings Corporation other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code. (where applicable)

Name of Director/Officer/ Substantial Shareholder	Company	Nature of Relationship
NOT APPLICABLE		

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

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

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

Done this MAY 08 2025 day of ________ at QUEZON CITY.

ALFONSO MARTIN E. EIZMENDI
Affiant

SUBSCRIBED AND SWORN to before me this MAY 08 2025 day of ________ at QUEZON CITY, affiant personally appeared before me and exhibited to me his Tax Identification ID with No. 108-170-119.

NOTARY PUBLIC

ATTY. BRYAN G. PEKAS
Notary Public for Quezon City
Valid until December 31, 2025
Roll of Attorney No. 66393
IBP No. 491739 / 02 January 2025, Q.C.
Admin Matter No. NP-317 / TIN 289-467-753
PTR No. 10095447, 01-02-2025, Marikina City
MCLE Compliance No. VII-0025903; 01-30-2023
603 EDSA Diamond Finance Bldg. Brgy. SMDP Cubao, Q.C.

Doc. No. 292;
Page No. 60;
Book No. LXXIV;
Series of 2025.

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **JOMARK ONG AROLLADO,** Filipino, of legal age and a resident of No. 68 Roosevelt St., North Greenhills, San Juan City, NCR, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of Philippine Realty and Holdings Corporation and have been its independent director since June 30, 2017.

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

Company/Organization	Position/ Relationship	Period of Service
Rapid Forming Corporation	Operations Manager	2013 – present
Silangan Philtrade Corporation	Operations Manager	2011 – 2012
Rapid Forming Corporation	Strategic Business Unit Head	2006 – 2010
SGV & Co.	ISO Document Controller	2004

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

4. I am related to the following director/officer/substantial shareholder of Philippine Realty and Holdings Corporation other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code. (where applicable)

Name of Director/Officer/ Substantial Shareholder	Company	Nature of Relationship
NOT APPLICABLE		

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

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

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

Done this _______ day of MAY 0 8 2025 at QUEZON CITY.

JOMARK ONG AROLLADO
Affiant

SUBSCRIBED AND SWORN to before me this _______ day of MAY 0 8 2025 at QUEZON CITY, affiant personally appeared before me and exhibited to me his Tax Identification ID with No. 243-447-217.

NOTARY PUBLIC

ATTY. BRYAN G. PEKAS
Notary Public for Quezon City
Valid until December 31, 2025
Roll of Attorney No. 66393
IBP No. 491739 / 02 January 2025, Q.C.
Admin Matter No. NP-317 / TIN 289-4[illegible]753
FTR No. 10095447, 01-02-2025, Marikina City
MCLE Compliance No. VII-0025903; 01-30-2023
603 EDSA Diamond Finance Bldg. Brgy. SMDP Cubao, Q.C.

Doc. No. 292 ;
Page No. 60 ;
Book No. LXXIV ;
Series of 2025.

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **RENATO G. NUÑEZ**, Filipino, of legal age and a resident of #1 Queensville Court, Whiteplains, Quezon City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of Philippine Realty and Holdings Corporation and have been its independent director since August 18, 2015.

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

Company/Organization	Position/ Relationship	Period of Service
All British Cars, Inc.	Director	2017 – Present
All British Cars, Inc.	President	2023 – Present
Coventry Motors Corporation	Director	2017 – Present
CATS Motors, Inc.	President	2015 – June 2023
Digiplus Interactive Corp	Director	2018 – Present
Everland Estate Dev't. Corp.	President	2002 – Present
First Cagayan Leisure and Resort Corp	Director	2018 – Present
Leisure Advantage, Inc.	President/Chairman	2009 – Present
Techglobal Data Center, Inc.	President	2012 – Present
Total Consolidated Asset Management, Inc.	Director	2010 - Present
Techzone Philippines, Inc.	President	2010 – Present
Tootsie's Tagaytay Restaurant, Inc.	President	2008 – Present

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

4. I am related to the following director/officer/substantial shareholder of Philippine Realty and Holdings Corporation other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code. (where applicable)

Name of Director/Officer/ Substantial Shareholder	Company	Nature of Relationship
NOT APPLICABLE		

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

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

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

Done this ______ day of MAY 08 2025 at CITY OF MANILA.

RENATO G. NUÑEZ
Affiant

SUBSCRIBED AND SWORN to before me this ______ day of MAY 08 2025 at CITY OF MANILA, affiant personally appeared before me and exhibited to me his Tax Identification ID with No. 110-182-328.

NOTARY PUBLIC

Doc. No. 257;
Page No. 53;
Book No. XV;
Series of 2025.

ATTY. MARIELLE JENNELLE L. LAGUERTA
Notary Public for City of Manila- Until Dec. 31, 2025
Notarial Commission No. 2024-179
Tower 3, 3K, No. 181 N. Lopez St., Ermita, Manila
I.B.P. NO. 469207- Dec. 27, 2024 for the year 2025
PTR. NO. 2041441- Jan. 2, 2025 at Manila
MCLE No. VIII-0010680- Valid until 4-14-2028
ROLL NO. 88314

ANNEX "J"

FIRST QUARTER REPORT SEC FORM 17-Q

COVER SHEET

9	9	9	0	5						

S.E.C. Registration Number

PHILIPPINE REALTY AND HOLDINGS
CORPORATION

(Company's Full Name)

ONE BALETE 1 BALETE DRIVE COR
N DOMINGO ST BRGY KAUNLARAN
DISTRICT 4 QUEZON CITY 1111

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

Mr. Mark Anthony M. Ramos	8631-3179
Contact Person	Company Telephone

Number

0	3		3	1			1	7	Q	

Month Day

FORM TYPE

Month Day

Annual Meeting

N/A

Secondary License Type, If Applicable

Dept. Requiring this Doc.
Number/Section

Amended Articles

Total Amount of Borrowings

Total No. of Stockholders
Foreign

Domestic

To be accomplished by SEC Personnel concerned

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER

1. For the quarterly period ended March 31, 2025

2. Commission identification number 99905   3. BIR Tax Identification No. 000-188-233

4. Exact name of issuer as specified in its charter

PHILIPPINE REALTY AND HOLDINGS 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   Postal Code

One Balete, 1 Balete Drive cor. N. Domingo St., Brgy Kaunlaran, District 4, Quezon City 1111
Satellite Office: E-1609 16th Floor East Tower, PSE Center, Exchange Rd., Ortigas Center, Pasig

8. Issuer's telephone number, including area code

(632) 8631-3179

9. The Registrant has not changed its corporate name and fiscal year. Prior to its transfer to the above satellite office address the registrant held its satellite office at 2002 East Tower, PSE Center, Exchange Rd., Ortigas Center, Pasig City.

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

Title of each Class	Number of shares of common stock outstanding and amount of debt outstanding
Common	9,100,102,685 shares

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

Yes [X] No [ ]

If yes, state the name of such Stock Exchange and the class/es of securities listed therein:
Philippine Stock Exchange

12. Indicate by check mark whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Sections 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period the registrant was required to file such reports)
Yes [X] No [ ]

(b) has been subject to such filing requirements for the past ninety (90) days.
Yes [X] No [ ]

PART I--FINANCIAL INFORMATION

Item 1. Financial Statements.

A copy of the comparative statements as of and for the quarters ended March 31, 2025 and 2024, is submitted as part of this report. The financial statements were prepared in accordance with accounting standards generally accepted in the Philippines. The accounting policies and methods of computations followed in the interim financial statements are the same compared with the audited financial statements for the period ended December 31, 2024.

Changes affecting balance sheet and income statement items are further disclosed in the Management Discussion and Analysis. There are no material events after the end of the interim period that have not been reflected in the financial statements for the interim period. The company had reclassified accounts such as dividends, capital and foreign exchange gains, interest, and equity earnings to investment income during the period.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

Refer to the Three months ended March 31, 2025 Analysis of Unaudited Consolidated Financial Statement attached as Exhibit I, Comparative Financial Soundness Indicators as Exhibit II, and Business Segments as Exhibit III.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

EDMUNDO C. MEDRANO
Director and President

May 13, 2025

MARISSA S. BONTOGON
Vice President and Treasurer and
Risk Officer

May 13, 2025

MARK ANTHONY M. RAMOS
Vice President and Controller, and
Compliance Officer

May 13, 2025

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS OF MARCH 31, 2025 AND DECEMBER 31, 2024

	Unaudited March 31 2025	Audited December 31 2024
ASSETS		
Current Assets		
Cash and cash equivalents	P 217,776,065	P 212,525,104
Financial assets at fair value through profit or loss (FVPL)	6,750,000	6,750,000
Trade and other receivables - current portion	301,499,640	310,056,766
Real estate inventories	2,516,380,644	2,395,612,671
Prepayments and other assets - net	991,287,030	995,291,809
Investment in finance lease - current portion	12,776,473	16,798,904
Total Current Assets	4,046,469,852	3,937,035,254
Non-current Assets		
Financial assets at fair value through other comprehensive income (FVOCI)	26,820,115	27,925,315
Trade and other receivables - non-current portion	68,744,092	68,744,092
Investments in and advances to associates - net	53,782,191	54,301,261
Investment properties - net	5,327,186,907	5,326,432,281
Property and equipment - net	80,258,782	83,892,120
Right-of-use asset - net	74,243,566	76,909,906
Investment in finance Lease - net of current portion	155,173,275	155,173,275
Other non-current assets	53,386	53,386
Total Non-current Assets	5,786,262,314	5,793,431,636
	P 9,832,732,166	P 9,730,466,890
LIABILITIES AND EQUITY		
LIABILITIES		
Current Liabilities		
Trade and other payables - current portion	P 273,291,677	P 201,192,447
Loans and notes payable - current portion	1,065,446,057	984,428,257
Lease liability - current portion	12,348,981	16,367,703
Total Current Liabilities	1,351,086,715	1,201,988,407
Non-current Liabilities		
Trade and other payables - net of current portion	116,927,684	104,872,422
Loans and note payable - net of current portion	857,491,696	857,491,696
Retirement benefit obligation	94,653,119	90,759,285
Deferred tax liabilities - net	790,887,733	790,887,733
Other non-current liabilities	34,903,528	41,405,086
Lease liability - non-current portion	126,725,111	126,725,111
Total Non-current Liabilities	2,021,588,871	2,012,141,333
	3,372,675,586	3,214,129,740
Equity Attributable to Equity Holders of the Parent Company		
Capital stock	4,275,721,448	4,275,721,448
Additional paid-in capital	780,630,029	780,630,029
Reserves	53,257,319	54,362,518
Retained earnings	1,502,058,052	1,557,228,901
Treasury stock	(110,049,633)	(110,049,633)
	6,501,617,215	6,557,893,263
Equity Attributable to Non-Controlling Interest	(41,560,635)	(41,556,113)
	6,460,056,580	6,516,337,150
	P 9,832,732,166	P 9,730,466,890

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

FOR THE THREE MONTHS ENDED MARCH 31, 2025 AND 2024

	2025	2024
INCOME		
Sales of real estate	-	P 30,299,232
Rent	**20,081,858**	18,421,750
Management fees	**10,236,001**	11,172,769
Interest income	**2,514,446**	2,873,965
Commission income	**4,503,262**	3,062,108
Other income	**806,422**	1,226,290
	P 38,141,989	67,056,114
COSTS AND EXPENSES		
Cost of real estate sold	-	10,780,528
Cost of services	**21,904,301**	17,581,605
General and administrative expenses	**50,456,472**	63,167,226
Finance cost	**19,430,142**	22,882,640
Equity in net loss of associate	**519,071**	594,560
Other expenses	-	-
	P 92,309,986	115,006,559
LOSS BEFORE INCOME TAX	**(54,167,997)**	(47,950,445)
INCOME TAX EXPENSE	**1,007,374**	798,887
NET LOSS	**(P55,175,371)**	(P48,749,332)
ATTRIBUTABLE TO:		
Equity holders of the parent	**(P55,170,849)**	(P48,744,916)
Non-controlling interest	**(4,522)**	(4,416)
	(P55,175,371)	(P48,749,332)
OTHER COMPREHENSIVE INCOME (LOSS):		
Unrealized holding gain (loss) on AFS investments	**(1,105,200)**	2,627,065
TOTAL COMPREHENSIVE LOSS	**(P56,280,571)**	(P46,122,267)
Loss per share		
Basic	**(0.006063)**	(0.005357)
Diluted	**(0.006063)**	(0.005357)
Number of shares outstanding		
Basic	**9,099,309,288**	9,099,309,288
Diluted	**9,099,309,288**	9,099,309,288

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

FOR THE THREE MONTHS ENDED MARCH 31, 2025 AND 2024

	2025	2024
Capital Stock		
Authorized 8,000,000,000 common shares		
Issued and outstanding 7,866,647,523 shares in 2025;		
7,866,647,523 shares in 2024		
Capital stock	P **3,933,323,762**	P 3,933,323,762
Subscribed capital stock 1,314,711,264 shares in 2025;		
1,314,711,264 shares in 2024	**657,355,632**	657,355,632
Less: Subscription receivable - Capital Stock	**157,478,973**	157,478,973
Subscription receivable - APIC	**157,478,973**	157,478,973
	342,397,686	342,397,686
Capital stock	**4,275,721,448**	4,275,721,448
Additional paid-in capital	**780,630,029**	780,630,029
Total Capital stock	**5,056,351,477**	5,056,351,477
Reserves		
Appropriated retained earnings for Treasury stock acquisition	**109,712,439**	109,712,439
Revaluation on FVOCI		
Balance, beginning	**(31,811,020)**	(26,485,605)
Disposal		-
Unrealized holding gain (loss) on financial assets at FVOCI	**(1,105,200)**	2,854,772
Balance, end	**(32,916,220)**	(23,630,833)
Accumulated Remeasurement Losses	**(23,538,901)**	(27,639,579)
	53,257,319	58,442,026
Retained earnings		
Balance, beginning	**1,557,228,901**	1,668,286,406
Net loss	**(55,170,849)**	(48,749,332)
Balance, end	**1,502,058,052**	1,619,537,074
	6,611,666,848	6,734,330,577
Treasury Stock	**(110,049,633)**	(110,049,633)
	6,501,617,215	6,624,280,944
Minority Interest		
Balance, beginning	**(41,556,113)**	(41,552,254)
Adjustment	**(4,522)**	(8,832)
	(41,560,635)	(41,561,086)
	P **6,460,056,580**	P 6,582,719,858

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE THREE MONTHS ENDED MARCH 31, 2025 AND 2024

	2025	2024
Cash flows from Operating Activities		
Net Loss	**(P55,170,849)**	(P48,744,916)
Adjustments for:		
Appropriation for stock dividend		
Financial assets at fair value through other comprehensive income (FVOCI)	**(1,105,200)**	(2,854,772)
Accumulated remeasurement loss	**-**	(590,067)
Decrease in minority interest	**(4,522)**	(8,832)
Depreciation and amortization	**3,993,771**	6,352,885
Loss from operations before working capital changes	**(52,286,800)**	(45,845,702)
Decrease (Increase) in:		
Real estate inventories	**(120,767,973)**	(244,742)
Trade and other receivables - net	**8,557,126**	(32,015,332)
Prepayments and other current assets	**4,004,779**	(189,267,938)
Increase (Decrease) in:		
Trade and other payables	**84,154,492**	(29,350,217)
Retirement benefit obligation	**3,893,834**	4,372,684
Deferred tax liability	**-**	200,818
Other non-current liabilities	**(6,501,557)**	852,761
Net cash used in operating activities	**(78,946,099)**	(291,297,668)
Cash Flows from Investing Activities		
Decrease (Increase) in:		
Right of use asset	**2,666,340**	-
Investment in finance lease	**4,022,431**	6,473,509
Lease liability	**(4,018,722)**	(3,822,869)
Investments in and advances to associates - net	**519,070**	594,559
Financial assets at fair value through other comprehensive income (FVOCI)	**1,105,200**	(2,627,065)
Investment property	**(754,626)**	1,088,000
Net additions to property and equipment	**(360,433)**	(3,785,614)
Net cash provided by (used in) investing activities	**3,179,260**	(2,079,480)
Cash Flows from Financing Activities		
Availment of loans payable	**736,832,000**	498,715,291
Payment of bank loans and notes	**(655,814,200)**	(426,627,423)
Net cash provided by financing activities	**81,017,800**	72,087,868
Net increase (decrease) in Cash and Cash Equivalents	**5,250,961**	(221,289,280)
Cash and Cash Equivalents, Beginning	**212,525,104**	283,145,676
Cash and Cash Equivalents, End	P **217,776,065**	P 61,856,396

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES
AGING OF ACCOUNTS RECEIVABLE-TRADE
AS OF MARCH 31, 2025

PARTICULARS	*CURRENT*	*OVER DUE*			*TOTAL*
		31-60 DAYS	*61-90 DAYS*	*OVER 91 DAYS*	
PHILIPPINE REALTY AND HOLDINGS CORPORATION	226,502,843	3,821,040	979,435	124,463,312	355,766,630
PRHC PROPERTY MANAGERS, INC.	2,274,471	679,402	663,643	(0)	3,617,516
TEKTITE INSURANCE BROKERS, INC.	4,898,429	-	-	-	4,898,429
UNIVERSAL TRAVEL CORPORATION	-	-	-	-	-
SULTAN POWER INC.	-	-	-	-	-
GRAND TOTAL	233,675,743	4,500,442	1,643,078	124,463,312	364,282,575

Accounts Receivable - Trade	364,282,575
Accounts Receivable - Others	5,961,157
Total	370,243,732

FINANCIAL INFORMATION

Management's Discussion and Analysis of Financial Condition or Results of Operation

The financial results for the first three (3) months of 2025 of Philippine Realty and Holdings Corporation (interchangeably referred to by its PSE trading symbol “**RLT**” or “**Parent Company**” or as the “**RLT Group**” or “**Group**”) reflected a consolidated net loss after tax of ₱55 million. But in spite of this, the Group still maintained acceptable and very conservative liquidity and solvency ratios.

GDP Growth

The country’s gross domestic product (**GDP**) growth rate for the first quarter of 2025 was 5.4%—up from the 5.3% growth rate recorded in the fourth quarter of 2024.

All major economic sectors, namely Agriculture, Forestry, and Fishing, Industry, and Services posted year-on-year growths in the first quarter of 2025 of 2.2 percent, 4.5 percent, and 6.3 percent, respectively.

Government Borrowings

As of March 2025, the outstanding debt of the National Government (**NG**) reached ₱16.68 trillion, 11.7% higher compared to ₱14.93 trillion in the same period last year. Of the total NG debt stock, 68.20%, was sourced domestically, while 31.8% came from external borrowings.

Finance Secretary Ralph G. Recto downplayed the government’s increasing debt, stating, “There is nothing inherently wrong with a country having debts.” “As long as the money is used for the right purposes such as growing the economy, which in turn, creates more jobs, increases income, and provides more revenues for the government.”

Debt-to-GDP Ratio

Latest data from the Bureau of the Treasury (**BTr**) showed that the NG’s debt-to-GDP ratio was at 62% as of end-March 2025. The latest debt-to-GDP ratio went up from 60.7% in the fourth quarter of 2024 and from 60.1% in the same period a year ago.

This was a result of the continued rise in the government’s outstanding debt, which reached ₱16.683 trillion as of the end of the first quarter, up by 11.78% year-on-year from ₱14.925 trillion. Some economists think that the current high debt-to-GDP ratio shows that much of the government’s reforms and programs, partially financed by debt, are not producing the desired results as expected.

The Marcos administration inherited a large debt due to the pandemic, amounting to approximately ₱12.79 trillion, but it has already made improvements to the country’s debt statistics by reducing the NG debt-to-GDP ratio to 60.7% as of end-2024.

The current debt-to-GDP ratio is also above the internationally accepted threshold of 60%, which is generally considered fiscally responsible.

Inflation

The Philippine Statistics Authority (**PSA**) reported that the inflation rate for March 2025 eased to 1.8% from 2.1% in February 2025. March 2025’s inflation rate showed a drop from the same month in 2024 which was at 3.7%. The national average inflation rate from January to March 2025, according to the PSA, is 2.2%.

I. Review of Consolidated Statement of Income for the Period Ending 31 March 2025 vs. 31 March 2024

For the period ended March 31 (In millions)				
	2025 (Unaudited)	**2024 (Unaudited)**	**Change in Peso**	**Change in Percentage**
REVENUES				
Sales of real estate	₱ -	₱30	(₱30)	(100%)
Rent	20	19	1	5%
Management fees	10	11	(1)	(9%)
Interest income	3	3	-	-
Commission	4	3	1	33%
Other income	1	1	-	-
TOTAL	**38**	**67**	(29)	(43%)
COSTS AND EXPENSES				
Cost of real estate sold	-	11	(11)	(100%)
Cost of services	22	17	5	29%
General and administrative expenses	50	63	(13)	(21%)
Finance cost	19	23	(4)	(17%)
Equity in net loss of associate	1	1	-	-
TOTAL	**92**	**115**	(23)	(20%)
LOSS BEFORE INCOME TAX	(54)	(48)	6	13%
INCOME TAX EXPENSE	1	1	-	-
NET LOSS AFTER TAX	**(₱55)**	**(₱49)**	₱6	12%
OTHER COMPREHENSIVE INCOME (LOSS)	(1)	3	(4)	(133%)
TOTAL COMPREHENSIVE LOSS	**(₱56)**	**(₱46)**	**₱10**	22%

1. **Consolidated net loss after tax**. The RLT Group posted a net loss after tax of **₱55 million** for the three (3) months ended 31 March 2025.

   The RLT Group's higher net loss was caused by lower total revenue in the first three (3) months of 2025 compared to the same period last year.

   a. **Income**

   1) **Sales of Real Estate.** No Sales of Real Estate was recorded for the first three (3) months of 2025 as the Parent Company opted to increase the price for its very few remaining ready-for-occupancy high-end condominium units. In comparison, the Group generated ₱30 million in revenue from Sales of Real Estate during the same period last year.

      Sales of Real Estate pertains to units sold by the Parent Company at the Skyline and SkyVillas Towers located in Quezon City and at the Icon Plaza located in Bonifacio Global City (**BGC**).

   2) **Rent**. Rental Income increased by ₱1 million or by 5% due to the origination of new lease contracts.

   3) **Management Fee.** This account decreased by ₱1 million or by 9% due to lower income from the Group's property management subsidiary.

4) **Commission.** Commission increased by ₱1 million due to higher insurance business generated for the first three (3) months of 2025.

b. Costs and Expenses

1) **Cost of Real Estate Sold**. The Cost of Real Estate Sold for the three (3) months ended 31 March 2025, decreased by ₱11 million, which represents a 100% decrease. The Cost of Real Estate Sold moves in tandem with Sales of Real Estate. As reported earlier, there were no reported Sales of Real Estate in the first three (3) months of 2025.

   In March 2024, the percentage of the Cost of Real Estate Sold to Sales of Real Estate was 37%.

2) **Cost of Services.** Cost of Services increased by ₱5 million or by 29% due to higher expenses incurred by the Parent Company, such as Commission expenses, and by its property management subsidiary, for the three (3) months ended 31 March 2025 compared to the same period last year.

3) **General and Administrative Expenses.** General and Administrative Expenses reported a decrease of ₱13 million or by 21%. This decline was attributed to lower expenses incurred by the Parent Company, including repairs and maintenance, commissions, and business taxes, during the first three (3) months of 2025 compared to the same period last year.

4) **Finance Cost.** Finance Cost decreased to ₱19 million from ₱23 million last year, marking a 17% drop, due to the repayment of non-project related loans (or non-UNICO Project related loans) the interests on which are not capitalized during the first three (3) months of the current year.

5) **Other Comprehensive income.** This account decreased by ₱4 million or by 133%. This is primarily due to the mark-to-market unrealized losses attributable to the Parent Company's stock investments.

II. Review of Consolidated Statement of Financial Position for the Period Ending 31 March 2025 vs. 31 December 2024

As of 31 March 2025 vs. 31 December 2024				
	March 31, 2025 (Unaudited)	**December 31, 2024 (Audited)**	**Change in Peso**	**Change in Percentage**
Assets				
Cash and cash equivalents	₱218	₱213	₱5	2%
Financial assets	34	35	(1)	(3%)
Trade and other receivables – net	370	379	(9)	(2%)
Real estate inventories	2,516	2,396	120	5%
Prepayments and other assets – net	991	995	(4)	-
Investments in and advances to associates – net	54	54	-	-
Property and equipment – net	80	84	(4)	(5%)
Investment properties – net	5,327	5,326	1	-
Other Assets	243	248	(5)	(2%)
TOTAL ASSETS	**₱9,833**	**₱9,730**	**₱103**	**1%**
Liabilities				
Trade and other payables	₱390	₱306	₱84	27%
Loans and notes payable	1,923	1,842	81	4%
Retirement benefit obligation	95	91	4	4%
Other liabilities	965	975	(10)	(1%)
Total Liabilities	**3,373**	**3,214**	**159**	5%
Equity				
Capital stock	5,056	5,056	-	-
Reserves	53	54	(1)	(2%)
Retained earnings	1,502	1,557	(55)	(4%)
Treasury stock	(110)	(110)	-	-
Equity attributable to non-controlling interest	(41)	(41)	-	-
Total Equity	**₱6,460**	**₱6,516**	**(₱56)**	**(1%)**
TOTAL LIABILITIES AND EQUITY	**₱9,833**	**₱9,730**	**₱103**	**1%**

1. **Total Assets**. The RLT Group's Total Assets stood at ₱9.8 billion as of 31 March 2025, higher by ₱103 million compared to the Total Assets reported by the Group as of 31 December 2024. The RLT Group's Real Estate Assets accounted for 80% of the Total Assets of the Group as of 31 March 2025.

   Real Estate Inventories increased by ₱120 million or 5% mainly due to additional construction costs charged to the Parent Company's UNICO Residential Project.

   Property and equipment – Net decreased by ₱4 million, or 5%, due to the disposal of transportation equipment by the Parent Company.

   Total Liabilities. Total Liabilities as of 31 March 2025 increased by ₱159 million or by 5% compared to 31 December 2024. The increase was due to new bank loans by the Parent Company for the construction and development of its UNICO Residential Project in BGC, as well as an increase in the Group's Trade and Other Payables.

Trade and other payables increased by ₱84 million or by 27% due to the increase in payable to suppliers and contractors of the UNICO Residential Project.

2. **Total Equity.** Total Equity as of 31 March 2025 decreased by ₱56 million compared to 31 December 2024. This is attributable to the net loss incurred by the Group amounting to ₱55 million as of 31 March 2025 and Unrealized holding loss on financial assets at Fair Value through Other Comprehensive Income (**FVOCI**) amounting to ₱1 million.

III. Performance Indicators

The table below presents the comparative performance indicators of the RLT Group as of 31 March 2025 compared to 31 December 2024.

Performance Indicators	31 March 2025 Unaudited	31 December 2024 Audited
Current ratio[1]	2.99:1	3.28:1
Debt-to-equity ratio[2]	0.52:1	0.49:1
Asset-to-equity ratio[3]	1.51:01	1.49:1
Book value per share[4]	₱0.73	₱0.73
Earnings per share[5]	(₱0.01)	(₱0.01)

[1] *Current assets / current liabilities*
[2] *Total debt / consolidated stockholders' equity*
[3] *Total assets / Total stockholders' equity*
[4] *Total stockholders' equity plus Subscriptions receivable / No. of shares outstanding*
[5] *Net income attributable to equity holders of Parent Company / Weighted average no. of common shares issued and outstanding*

The table above reflects the continuing conservative stance of the RLT Group in terms of the Group's liquidity and solvency positions. The steady performance of the Debt-to-Equity and Asset-to-Equity Ratios of the Group for the periods under review clearly demonstrate that the Group's conservative solvency position and low debt level.

1. **Current Ratio.** The Group's Current ratio remained at a very conservative and acceptable level at 2.99:1 despite a very slight deterioration from 3.28:1 as of 31 December 2024.

2. **Debt-to-Equity Ratio.** Similarly, the RLT Group's Debt-to-Equity Ratio remained very conservative at 0.52:1 for the period under review.

3. **Asset-to-Equity Ratio.** The Asset-to-Equity Ratio for the period under review reflected a slight improvement at 1.51:1.

4. **Book Value per Share.** The performance of the Company's Book Value per Share has also been steady at ₱0.73 per share.

TOP CONTRIBUTORS TO REVENUE

The table below presents the top contributors to revenue (before elimination of intercompany transactions) for the three (3) months ended 31 March 2025 and for the years ended 31 December 2024, and 31 December 2023.

(In millions)

SUBSIDIARIES	March 2025 Unaudited	December 2024 Audited	December 2023 Audited
PRHC Property Managers, Inc. (**PPMI**)	₱11	₱44	₱42
Tektite Insurance Brokers, Inc. (**TIBI**)	₱5	₱10	₱5

The contributions of the Company's subsidiaries to revenues and net income are shown below:

1. **PRHC Property Managers, Inc. (PPMI).** The RLT Group's property management company, PPMI, registered a Net income before Tax of ₱0.7 million for the three (3) months ended 31 March 2025. It is lower by ₱1.1 million compared to the ₱1.8 million Net income before Tax that the Company registered for the same period last year.

2. **Tektite Insurance Brokers, Inc. (TIBI).** The RLT Group's insurance brokerage firm posted a Net Income before Tax of ₱3.2 million for the three (3) months ended 31 March 2025 which is higher by ₱1.2 million compared to the ₱2.0 million Net Income before Tax that TIBI registered for the same period last year.

Key Financial Ratios of the Top Subsidiaries

PRHC Property Managers, Inc. (PPMI)

Performance Indicators	31 March 2025 Unaudited	31 December 2024 Audited	31 December 2023 Audited
Current ratio[1]	5.35:1	5.75:1	9.60:1
Debt-to-equity ratio[2]	0.49:1	0.51:1	0.59:1
Asset-to-equity ratio[3]	1.49:1	1.48:1	1.59:1
Book value per share[4]	₱13.85	₱13.74	₱12.00
Earnings per share[5]	₱0.11	₱1.51	(₱0.44)

[1] *Current assets / current liabilities*
[2] *Total debt / consolidated stockholders' equity*
[3] *Total assets / Total stockholders' equity*
[4] *Total stockholders' equity plus Subscriptions receivable / No. of shares outstanding*
[5] *Net income attributable to equity holders of Parent Company / Weighted average no. of common shares issued and outstanding*

Tektite Insurance Brokers, Inc. (TIBI)

Performance Indicators	31 March 2025 Unaudited	31 December 2024 Audited	31 December 2023 Audited
Current ratio[1]	16.29:1	5.25:1	4.03:1
Debt-to-equity ratio[2]	0.37:1	0.68:1	1.32:1
Asset-to-equity ratio[3]	1.37:1	1.68:1	2.32:1
Book value per share[4]	₱0.89	₱0.71	₱0.40
Earnings per share[5]	₱0.19	₱0.28	₱0.02

[1] *Current assets / current liabilities*
[2] *Total debt / consolidated stockholders' equity*
[3] *Total assets / Total stockholders' equity*
[4] *Total stockholders' equity plus Subscriptions receivable / No. of shares outstanding*
[5] *Net income attributable to equity holders of Parent Company / Weighted average no. of common shares issued and outstanding*

There was no issuance, repurchase, or payment of equity securities or dividends during the first three (3) months of 2025.

As of this report, there is no other known event that will trigger direct or contingent financial obligation that is material to the Company. Moreover, there is no material off-balance sheet transaction, arrangement, obligation, and other relationship of the Company with unconsolidated entities or other persons created during this period.

IV. <u>Financial Risk Management</u>

The Company's activities expose it to a variety of financial risks. The Group's overall risk management program seeks to minimize potential adverse effects on the financial performance of the Group. The policies for managing specific risks are summarized below:

1. **Foreign currency risk.** The Group undertakes certain transactions denominated in foreign currencies. Hence, exposure to exchange rate fluctuations arises with respect to transactions denominated in US Dollars. Foreign exchange risk arises when future commercial transactions and recognized assets and liabilities are denominated in a currency that is not the Group's functional currency. Significant fluctuation in the exchange rates could significantly affect the Group's financial position.

Foreign exchange risk exposure of the Group is limited to its cash and cash equivalents. Currently, the Group has a policy not to incur liabilities in foreign currency. Construction and supply contracts, which may have import components, are normally denominated in Philippine peso.

Should there be any large supply contract denominated in foreign currency that the Group must enter into and which cannot be avoided, the Group closes its open foreign exchange position immediately, and avoids currency exchange speculation.

2. **Credit risk.** Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group.

The Group has adopted stringent procedures in evaluating and accepting risk by setting counterparty and transaction limits. In addition, the Group has policies in place to ensure that sales are made to customers with an appropriate and acceptable credit history.

With respect to installments receivable from the sale of properties, credit risk is managed primarily through credit reviews and an analysis of receivables on a continuous basis. The Company also undertakes supplemental credit review procedures for certain installment payment structures. The Company's stringent customer requirements and policies in place contribute to lower customer default than its competitors. Customer payments are facilitated through various collection modes including the use of postdated checks.

Exposure to bad debts is not significant as title to real estate properties are not transferred to the buyers until full payment has been made and the requirement for remedial procedures is minimal given the profile of buyers.

Credit risk arising from rental income from leasing properties is primarily managed through a tenant selection process. Prospective tenants are evaluated on the basis of payment track record and other credit information. In accordance with the provisions of the lease contracts, the lessees are required to deposit with the Company security deposits and advance rentals which help 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.

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

3. **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 primary source of the Group's interest rate risk relates to its cash and cash equivalents and loans payable.

Cash and cash equivalents are short-term in nature and with the current interest rate level, any variation in the interest will not have a material impact on the profit or loss of the Group.

Management is responsible for monitoring the prevailing market-based interest rate and ensures that the mark-up charged on its borrowings are optimal and benchmarked against the rates charged by other creditor banks.

4. **Price risk.** Price risk is the risk that the fair value of the financial investments particularly debt and equity instruments will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or foreign currency risk), whether caused by factors specific to an individual investment, its issuer or factors affecting all instruments traded in the market.

   The Group manages the equity price risk through diversification and by placing limits on individual and total equity instruments. The Group's Board of Directors reviews and approves all equity investment decisions.

5. **Liquidity Risk.** The Group maintains adequate highly liquid assets in the form of cash and cash equivalents to assure necessary liquidity. Free cash flows have been restricted primarily for the settlement of the Parent's Company's debt obligations.

   The Company manages liquidity risk by maintaining adequate reserves, establishing banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

PHILIPPINE REALTY AND HOLDINGS CORPORATION **Exhibit II**
FINANCIAL SOUNDNESS INDICATORS
FOR THE THREE MONTHS ENDED MARCH 31, 2025 AND 2024

			2025		2024
Net Profit Margin:					
Shows how much profit is made for every peso of revenue	Net Income(Loss)/ Total Revenues	**(55,175,371)** / **38,141,989**	**-144.66%**	(48,749,332) / 67,056,114	**-72.70%**
Asset Turnover:					
Shows efficiency of asset used in operations	Total Revenues/ Ave. Total Assets	**38,141,989** / **9,781,599,528**	**0.00**	67,056,114 / 9,009,281,697	**0.01**
Interest Rate Coverage Ratio:					
Determine how easily a company can pay interest on outstanding debt	EBITDA/ Interest Expense	**(30,744,084)** / **19,430,142**	**-1.58**	(18,714,920) / 22,882,640	**-0.82**

PHILIPPINE REALTY AND HOLDINGS CORPORATION AND SUBSIDIARIES
BUSINESS SEGMENTS
AS OF MARCH 31, 2025

Exhibit III

	Sale of Real Estate and Leasing	Property Management	Insurance Brokerage	Holding Company	Real Estate	Travel Services	Elimination	Consolidated
Revenue	20,216,528	11,113,561	4,503,262	-	-	-	-	35,833,351
Segment Result	(38,649,326)	735,777	3,241,671	(17,750)	(2,019,118)	(24,485)	-	(36,733,231)
Interest expense/Bank charges	(19,430,142)	-	-	-	-	-	-	(19,430,142)
Interest income	2,512,839	672	935	-	-	-	-	2,514,446
Equity in net loss of associate	-	-	-	-		-	(519,071)	(519,071)
Income taxes	(174,908)	(183,944)	(648,521)	-	-	-	-	(1,007,373)
Net Income (Loss)	(55,741,537)	552,505	2,594,085	(17,750)	(2,019,118)	(24,485)	(519,071)	(55,175,371)
Net Loss attributable to:								
Equity holders of PRHC								(55,170,849)
Non-controlling interests								(4,522)
								(55,175,371)
Other Information								
Segment assets	9,697,370,084	103,356,740	17,007,616	112,280	1,100,000	1,352,330	(41,349,075)	9,778,949,975
Investment at equity method	101,929,858	-	-	-	-	-	(48,147,667)	53,782,191
Consolidated Total Assets	9,799,299,942	103,356,740	17,007,616	112,280	1,100,000	1,352,330	(89,496,742)	9,832,732,166
Segment liabilities	2,547,662,231	31,330,311	4,570,331	81,591,078	2,177,078	30,325,843	(119,482,803)	2,578,174,069
Unallocated corporate liabilities	794,501,517	-	-	-	-	-	-	794,501,517
Consolidated Total Liabilities	3,342,163,748	31,330,311	4,570,331	81,591,078	2,177,078	30,325,843	(119,482,803)	3,372,675,586
Capital expenditure	1,115,059	132,000	-	-	-	-	-	1,247,059
Depreciation	3,955,868	21,564	16,339	-	-	-	-	3,993,771
Non-cash expenses other than depreciation	3,369,272	524,562	-	-	-	-	-	3,893,834

ANNEX "K"

MINUTES OF THE 2024 ANNUAL STOCKHOLDERS MEETING

MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING OF PHILIPPINE REALTY AND HOLDINGS CORPORATION HELD ON JUNE 28, 2024, FRIDAY, 3:00 PM[1]

Conducted virtually via Zoom video conference facility at
https://us04web.zoom.us/j/74940779919?pwd=qsuAFaSZvRSnOnlKplxbW9NNvLQhJs.1

Stockholders present:

Total Number of Shares Outstanding (Net of Treasury Shares)	9,100,102,685
Treasury Shares	81,256,100
Total Number of Shares Participating remotely or *in absentia*	223,843,354
Percentage of Shares Participating remotely or *in absentia*	2.46%
Total Number of Shares Represented by *Proxy*	7,248,405,728
Percentage of Shares Represented by *Proxy*	79.65%
Total Number of Shares Participating remotely or *in absentia* & Represented by Proxy	7,472,249,082
Percentage of Shares Participating remotely or *in absentia* & Represented by Proxy	82.11%
Total Number of Shares Not Represented	1,627,853,603
Percentage of Shares Not Represented	17.89%

Directors Present:

Mr. Gerardo Domenico Antonio V. Lanuza	Chairman of the Board		
	Chairman	:	Executive Committee
	Chairman	:	Management Committee
	Chairman	:	Project Committee
	Member	:	Procurement Committee
	Member	:	Retirement Plan Committee
Mr. Renato G. Nuñez	Vice Chairman of the Board and Lead Independent Director		
	Chairman	:	Audit Committee
	Member	:	Executive Committee
	Member	:	Corporate Governance and Nominations Committee
	Member	:	Board Risk Oversight Committee
	Member	:	Related Party Transaction Committee
	Member	:	Retirement Plan Committee
Mr. Gerardo O. Lanuza, Jr.	Chairman Emeritus		
	Member	:	Executive Committee
	Member	:	Procurement Committee
Mr. Antonio O. Olbes	Vice Chairman Emeritus		

[1] Subject to approval by the stockholders at the next stockholders' meeting.

Mr. Edmundo C. Medrano	President	
	Member	: Executive Committee
	Member	: Board Risk Oversight Committee
	Member	: Related Party Transactions Committee
	Member	: Procurement Committee
	Member	: Retirement Plan Committee
	Member	: Management Committee
	Member	: Project Committee
Mr. Gregory G. Yang	Director	
	Member	: Board Risk Oversight Committee
Mr. Amador C. Bacani	Director	
	Member	: Executive Committee
	Member	: Audit Committee
	Member	: Related Party Transactions Committee
	Member	: Procurement Committee
	Member	: Retirement Plan Committee
Ms. Chiara Rosario Julia V. Lanuza-Paredes	Director	
Mr. Andrew C. Ng	Director	
	Chairman	: Procurement Committee
Mr. Alfonso Martin E. Eizmendi	Independent Director	
	Chairman	: Corporate Governance and Nominations Committee
	Member	: Audit Committee
	Member	: Board Risk Oversight Committee
	Member	: Related Party Transactions Committee
Mr. Jomark O. Arollado	Independent Director	
	Chairman	: Board Risk Oversight Committee
	Chairman	: Related Party Transactions Committee
	Member	: Corporate Governance and Nominations Committee
	Member	: Audit Committee
	Member	: Procurement Committee

Officers Present:

Ms. Marissa S. Bontogon	:	Vice President and Controller and Risk Officer
Mr. Erwin V. Ciar	:	Vice President and Head, Project Construction & Management
Ms. Adeline Susan C. Carag	:	Vice President and Head, Property Management Services
Mr. Carlos Miguel T. Paca	:	Vice President and Head, Business Development
Mr. Richard Nicolas K. Go	:	Vice President and Head, Sales and Chief Sales Officer
Mr. Mark Anthony m. Ramos	:	Vice President for Accounting and Compliance Officer and Data Protection Officer
Ms. Edilynda G. Enriquez	:	Senior Manager-Human Resources and Admin Head

Others Present:

Mr. Rozano L. Santos	RLT- Senior Manager and Business Development Officer/Moderator
Ms. Margie C. Taborlupa	RLT-Treasury Manager
Mr. John Mark U. Abuyan	RLT- Senior Accounting Assistant
Ms. Inja Kristi Fajatin	RLT
Mr. Frederick D. Vedaña	RLT- IT Administrative Assistant 2
Ms. Maria Camille Delfin	RLT-Accounting Assistant
Ms. Josefina D. Isnit	RLT-Administrative Supervisor
Ericka Dela Cruz	Stock Transfer Service, Inc.
Araceli Caseles	Maceda Valencia and Co.
Jordan Adriano	Maceda Valencia and Co.
Jose Valencia	Maceda Valencia and Co.
Atty. Fidel R. Racasa	Legal Consultant
Dante Calanog	Proxy of Jonathan Sandejas
John Paul Guillen	Proxy of Lawrence Sandejas
Rose Ann Laurino	Proxy of Patricia Sandejas
Lovely Quilantang	Proxy of Benedict Sandejas
Ignacio Ortigas	Stockholder
Ailene Cartagena	RLT-Sales Admin Assistant
Teresa Tomas	RLT-Housekeeping Staff
Carla Almerol	RLT-Contract and Cost Officer
Kristel J. Turot	RLT- Accounting Assistant Manager

Maria Christina Perillo	RLT-Construction Manager
Kristine Tan	RLT-Executive Assistant-Office of the Vice Chairman
Joy Dayrit	RLT- Accounting Manager
Alexandra Mayumi Lorenzo	RLT-HR Assistant
Hanna Tinsay	RLT-Asst. to Chairman's E.A.
Roselle Joy Oriel	RLT-Executive Assistant-Office of the Chairman
Carol Gozo	RLT-HR Assistant
Lady Adrienne Mitra	RLT-Sales Admin. Assistant
Dexter Tablada	RLT-Internal Auditor
Malene Duran	RLT-Executive Assistant-Office of the President
Jojo Cinco	RLT-I.T. Head
John Villeza	RLT-Cashier
Denise Castro	InCircle-Marketing Agency

I. Call to Order

The Chairman of the Board, Mr. Gerardo Domenico Antonio V. Lanuza, called the Stockholders' Meeting ("Meeting") to order at 3:07 p.m. and presided over the same. The Corporate Secretary, Atty. Rex P. Bonifacio, recorded the minutes of the Meeting.

At the Chairman's request, the Corporate Secretary introduced the members of the Board to the stockholders as their photos were displayed on the screen.

Mr. Gerardo Domenico Antonio V. Lanuza	Chairman of the Board		
	Chairman	:	Executive Committee
	Chairman	:	Management Committee
	Chairman	:	Project Committee
	Member	:	Procurement Committee
	Member	:	Retirement Plan Committee
Mr. Renato G. Nuñez	Vice Chairman of the Board and Lead Independent Director		
	Chairman	:	Audit Committee
	Member	:	Executive Committee
	Member	:	Corporate Governance and Nominations Committee
	Member	:	Board Risk Oversight Committee
	Member	:	Related Party Transaction Committee
	Member	:	Retirement Plan Committee
Mr. Gerardo O. Lanuza, Jr.	Vice Chairman Emeritus		
	Member	:	Executive Committee

	Member	: Procurement Committee
Mr. Antonio O. Olbes	Vice Chairman Emeritus	
Mr. Edmundo C. Medrano	President	
	Member	: Executive Committee
	Member	: Board Risk Oversight Committee
	Member	: Related Party Transactions Committee
	Member	: Procurement Committee
	Member	: Retirement Plan Committee
	Member	: Management Committee
	Member	: Project Committee
Mr. Gregory G. Yang	Director	
	Member	: Board Risk Oversight Committee
Mr. Amador C. Bacani	Director	
	Member	: Executive Committee
	Member	: Audit Committee
	Member	: Related Party Transactions Committee
	Member	: Procurement Committee
	Member	: Retirement Plan Committee
Ms. Chiara Rosario Julia V. Lanuza-Paredes	Director	:
	VP	: Sultan's Power Incorporated
	Director	: Recon-X Energy Corporation
Mr. Andrew C. Ng	Director	
	Chairman	: Procurement Committee
Mr. Alfonso Martin E. Eizmendi	Independent Director	
	Chairman	: Corporate Governance and Nominations Committee
	Member	: Audit Committee
	Member	: Board Risk Oversight Committee
	Member	: Related Party Transactions Committee
Mr. Jomark O. Arollado	Independent Director	
	Chairman	: Board Risk Oversight Committee
	Chairman	: Related Party Transactions Committee

Member	:	Corporate Governance and Nominations Committee
Member	:	Audit Committee
Member	:	Procurement Committee

The Corporate Secretary also acknowledged the presence of the key officers of the Company and guests.

II. Certification of Service of Notice

The Corporate Secretary certified that the Notice of Meeting was published in BusinessMirror and BusinessWorld, in print and online formats, on June 5 and 6, 2024, in compliance with the Securities and Exchange Commission's (SEC) Notice dated February 23, 2024**.** The Affidavits of Publication issued by BusinessMirror and BusinessWorld are attached as Annexes "A" and "B" and form part of the Minutes.

III. Certification of the Presence of Quorum

The Corporate Secretary reported that Seven Billion Four Hundred Seventy Two Million Two Hundred Forty Nine Thousand Eight Two (7,472,249,082) shares or Eighty Two and 11/100 Percent (82.11%) of the Company's Nine Billion One Hundred Million One Hundred Two Thousand Six Hundred Eighty Five (9,100,102,685) total outstanding shares[2] as of April 1, 2024 record date were represented at the meeting *in absentia* and by proxy.[3] Based on the recorded attendance, the Corporate Secretary certified that there was a quorum and that the Meeting could proceed.

At the Chairman's request, the Corporate Secretary informed the stockholders of the following rules of conduct and procedures of the Meeting:

<u>Rules of Conduct and Procedures of the Meeting</u>

1. Stockholders who have registered and voted by the deadline specified in the Definitive Information Statement and Notice of Stockholders' Meeting shall be considered in determining the quorum.

2. All questions, comments, or clarifications shall be directed to the Chairman of the Meeting and will be addressed during the Question and Answer session or after the Other Matters portion.

3. The Meeting Moderator will read the submitted questions, which will be answered by the Chairman or a designated member of the Board or Corporation's officers.

[3] A copy of the Attendance Report submitted by the Company's stock and transfer agent, Stock Transfer Service, Inc., to the Corporate Secretary is herewith attached as Annex "C".

4. Stockholders may submit their questions, comments, or clarifications related to the agenda items through the comment box found below the link www.philrealtyasm.com.

5. The Company will make every effort to respond to all questions. Any unanswered queries during the Question and Answer session will receive a response via email.

6. The meeting is being recorded in compliance with the SEC guidelines on online meetings.

7. In accordance with the Revised Corporation Code of the Philippines, the voting results for each agenda item will be presented to the stockholders during the meeting and duly recorded in the minutes.

The procedures for registration, participation, voting, and tabulation of votes are included in the Notice of Meeting and are also attached to the Minutes as Annex "D".

IV. Reading and Approval of the Minutes of the last Annual Stockholders Meeting

The Chairman proceeded to the next order of business which was the reading and approval of the minutes of the annual meeting of the stockholders held on June 30, 2023. A copy of the the Minutes was made available at the Office of the Corporate Secretary and published on the Company's website.

Ms. Dante Calanog ("MR. CALANOG "), acting as a proxy holder, proposed the following motion:

> "*Mr. Chairman, I respectfully move that the reading of the minutes of the Annual Stockholders' Meeting held on June 30, 2023 be dispensed with, and that the same be approved and ratified as recorded.*"

The motion was seconded by Ms. Rose Ann Laurino ("MS. LAURINO"), also proxy holder.

At the Chairman's request and with no objections, the Corporate Secretary presented the voting results for this agenda item:

NAME OF STOCKHOLDER	SHARES TO UTILIZE	FOR	AGAINST	ABSTAIN
GREENHILLS PROPERTIES INC.	5,933,556,844	5,933,556,844		
CAMPOS LANUZA & CO., INC.	1,310,422,430	1,310,422,430		
LAWRENCE SANDEJAS	1,101,940	1,101,940		
PATRICIA SANDEJAS	1,054,598	1,054,598		
JONATHAN SANDEJAS	1,283,216	1,283,216		
BENEDICT SANDEJAS	986,700	986,700		
TOTAL COMMON SHARES	**7,248,405,728**	**7,248,405,728**	**0**	**0**
PERCENTAGE (%)	**79.65%**	**79.65%**	**0.00%**	**0.00%**

IN PERSON/ IN ABSENTIA	SHARES TO UTILIZE	FOR	AGAINST	ABSTAIN
GERARDO O. LANUZA JR.,	100,614	100,614		
ANTONIO O. OLBES	506,388	506,388		
GERARDO DOMENICO ANTONIO V. LANUZA	219,961,372	219,961,372		
GREGORY G. YANG	1,831,000	1,831,000		
AMADOR C. BACANI	229,980	229,980		
RENATO G. NUNEZ	10,000	10,000		
ANDREW C. NG	84,000	84,000		
ALFONSO MARTIN E. EIZMENDI	10,000	10,000		
JOMARK O. AROLLADO	10,000	10,000		
EDMUNDO C. MEDRANO				
CHIARA ROSARIO JULIA L. PAREDES				
ERWIN V. CIAR				
MARISSA BONTOGON				
CARLOS C. PACA				
SUSAN CARAG				
RICHARD GO				
EDILYNDA ENRIQUEZ				
IGNACIO ORTIGAS	1,100,000	1,100,000		
MARK ANTHONY RAMOS				
TOTAL COMMON SHARES	**223,843,354**	**223,843,354**	**0**	**0**
PERCENTAGE (%)	**2.46%**	**2.46%**	**0.00%**	**0.00%**
GRAND TOTAL	**7,472,249,082**	**7,472,249,082**	**0**	**0**
PERCENTAGE (%)	**82.11%**	**82.11%**	**0.00%**	**0.00%**

With unanimous approval, the Chairman declared the motion carried and the agenda item duly approved.

V. Approval of the Annual Report and Audited Financial Statements for the Year 2023

The Chairman moved to the next agenda item which was the approval of the Annual Report and the Audited Financial Statements for the year 2023.

Addressing the stockholders, the Chairman delivered the following report:

> *"In 2023, the Philippine residential property market saw continued growth and resilience, with sustained demand across different market segments despite challenges posed by economic uncertainties. Despite a positive outlook, property developers faced difficulties such as supply chain disruptions, rising construction costs, and cost inflation.*
>
> *Nonetheless, the real estate industry continued to embrace digitalization and innovation in response to changing consumer preferences and the need for more efficient processes.*
>
> *In lieu of this, your Company demonstrated adaptability, focusing on what we do best, which is to deliver exceptional value to our customers and contribute positively to the communities we serve."*

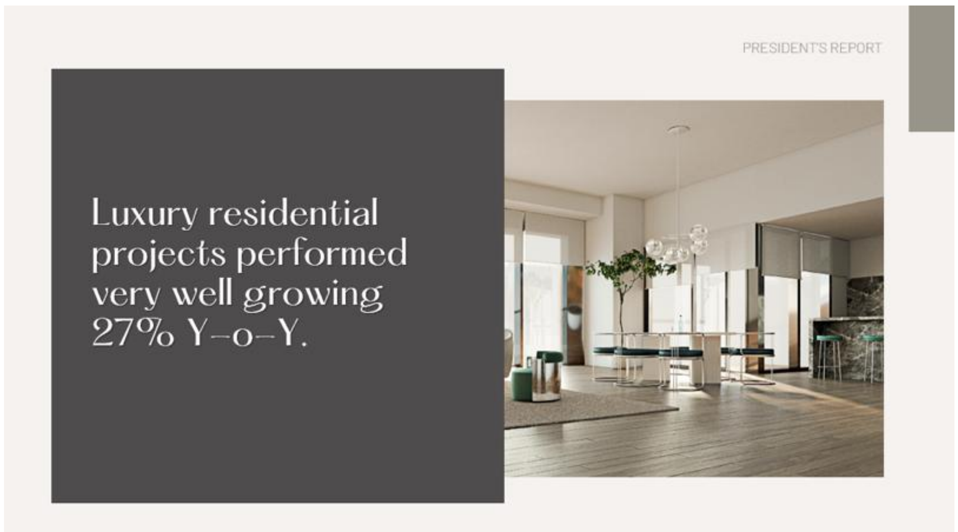
Following his address, the Chairman invited the Company's President, Mr. Edmundo C. Medrano, to present his report. Mr. Medrano then provided an overview of the financial and operational highlights of 2023, along with the Company's outlook for 2024, as follows:

> *Good afternoon to everyone joining us in this virtual meeting. To our stockholders, members of the Board of Directors, my colleagues at PhilRealty, and esteemed guests—thank you for attending this year's Annual Stockholders' Meeting.*
>
> *Each year, we gather for this annual meeting to share insights into the activities, achievements, and challenges that our Company has experienced and navigated over the past year.*
>
> *Before I give you a snapshot of PhilRealty's performance in 2023, particularly the financial highlights, allow me to provide a brief overview of our industry's current landscape.*

State of the Property Market

- *The Philippine property market is starting to recover after reeling from the crippling effects of COVID-19 in 2020 and 2021. Recovery still varies across submarkets, but experts are optimistic that sustained economic growth as well as the implementation of sound macroeconomic policies will support the sector's faster pace of recovery beyond 2024. The main reasons for the country's economic growth have been increased tax collection and public spending.*

- *Post-pandemic, luxury residential properties have seen a notable surge in popularity, caused by a surge in local wealth creation. This* *resulted in a significant 27% year-on-year increase in property prices nationwide, according to the Bangko Sentral ng Pilipinas.*



- *The government's marketing-oriented and business-friendly policies have boosted confidence and investments in the Philippines. The appeal of prime residential properties for global buyers seeking competitive prices compared to other high-end offerings in the region has been greatly enhanced. The interplay of demand and supply factors is most evident in the luxury real estate market.*

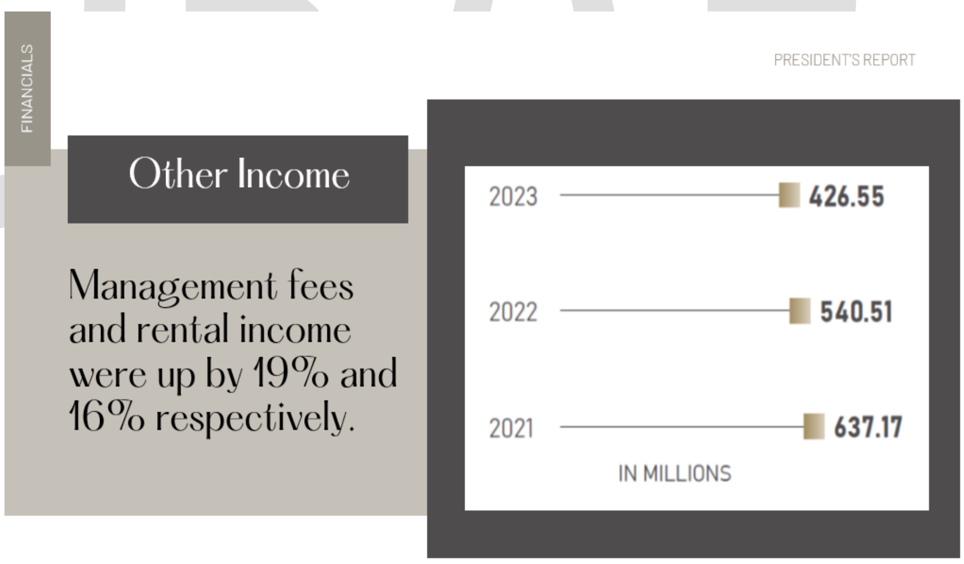
- *Luxury market prices in Metro Manila have accelerated since the second half of 2022. Some factors that contributed to this are the tight supply of luxury developments, which will continue to put pressure on prices, rising land values, the incorporation of upscale amenities, and the surge in the prices of construction materials.*

It is in this regard that your Company has been confident in continuing its signature work to develop premium, upscale residential projects that will cater to our niche target market. And as such, it has yielded us gains or declines in our key performance indicators.

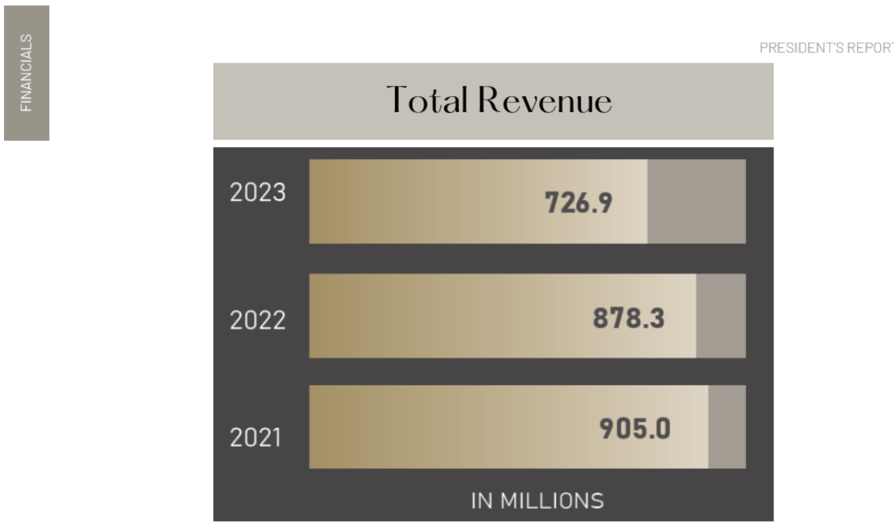
<u>Profit and Loss</u>

- *Sales of real estate decreased by 22% from the previous year, but this is more a reflection of dwindling supply of inventories for sale rather than lack of demand for our product offerings.*

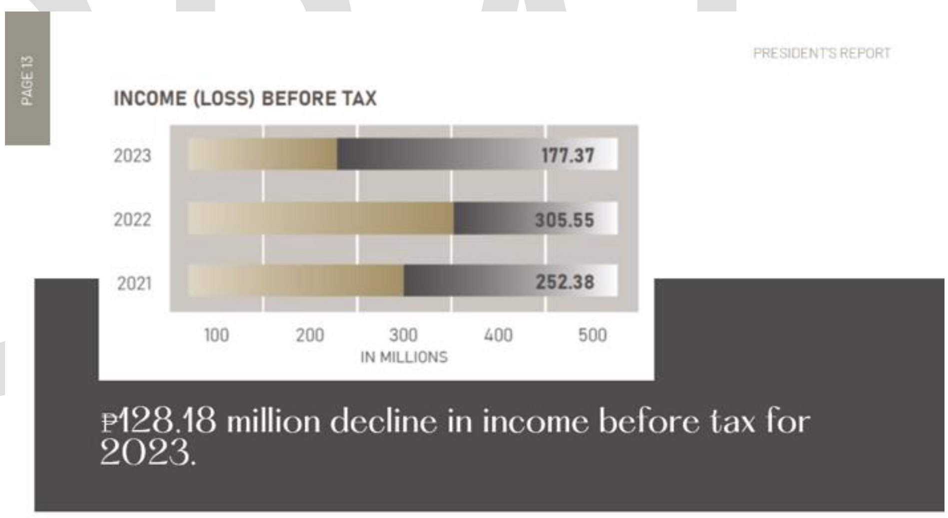
- *While our Other Income was at ₱426.5 million, down by ₱114.0 million from 2022, it is worth noting that our Management Fees grew by ₱6.5 million, as well as our income from Rent, which saw an increase of ₱9 million.*



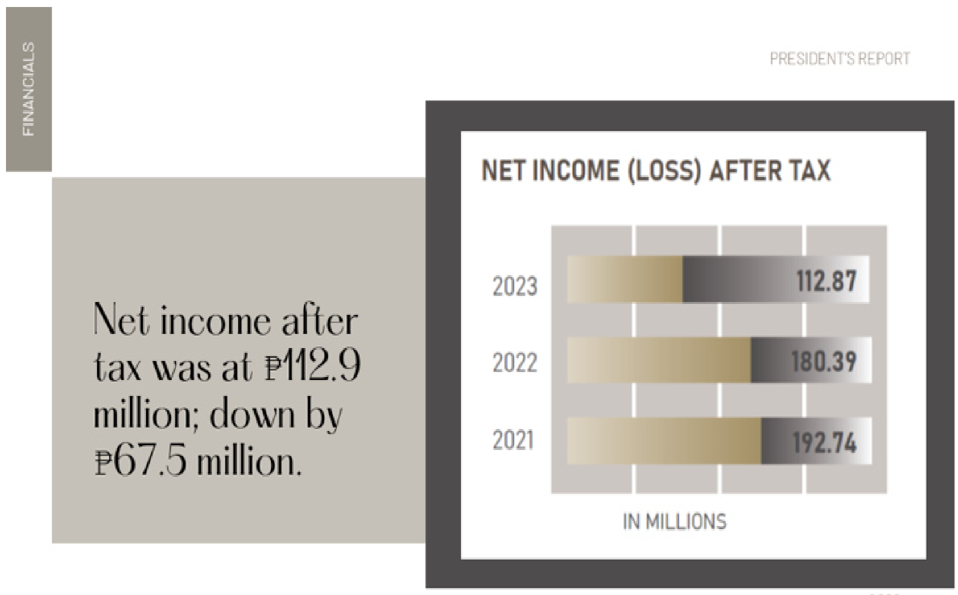
- *Consequently, our Total Revenues closed at ₱726.9 million in 2023, a slight decrease from 2022's ₱878.3 million.*



- *As a result of lower Total Revenues, our Net Income before Tax also went down to ₱177.37 million in 2023, coming from ₱305.55 million in 2022.*

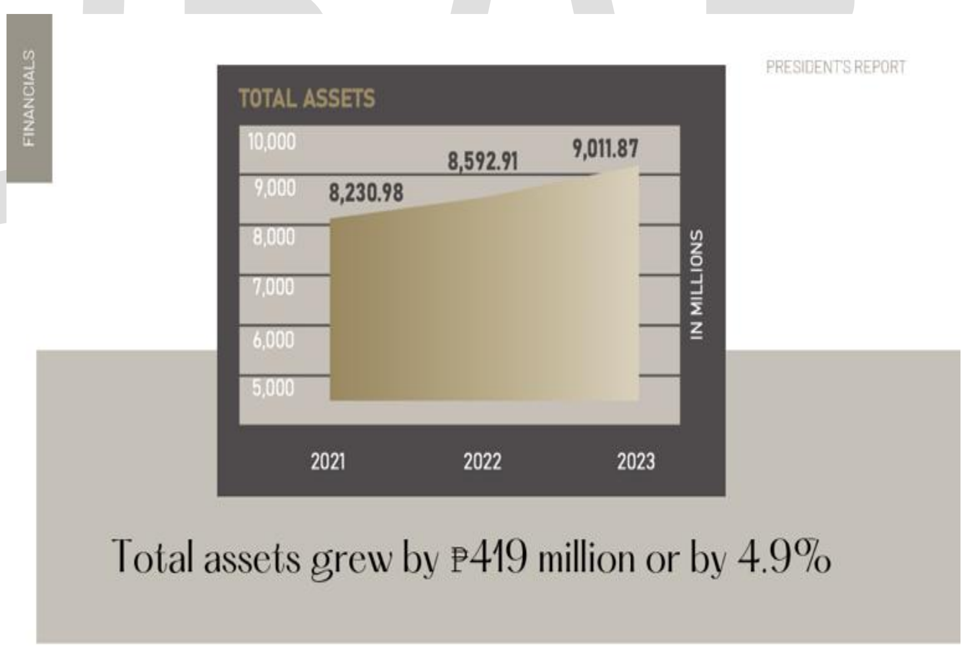


- *Consequently, our Net Income after Tax was likewise affected, as it decreased by 37%. Despite this reduction in our Net Income after Tax in 2023, our continuing investments in upscale projects and effective cost management highlight our commitment to sustainable growth and long-term profitability.*

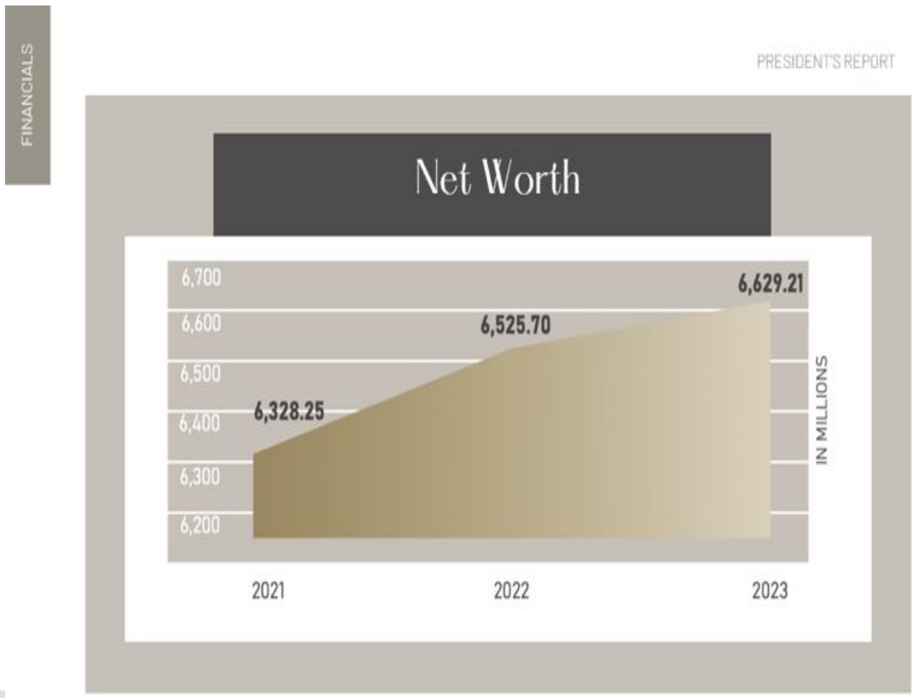


Assets, Liabilities and Net Worth

- *Our Total Assets expanded by an additional ₱419 million. The 4.9% increase in our Consolidated Asset base, which is largely driven by the increase in the fair value of our Investment Properties, reflects the quality of real estate assets that are currently in our books.*



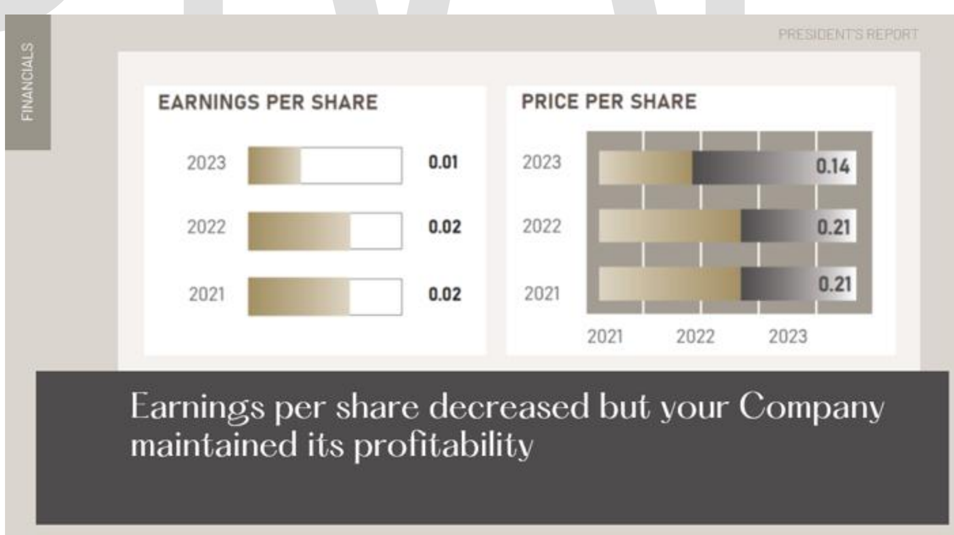
- *Your Company's Net Worth continued to grow year after year, increasing by ₱103.52 million in 2023, or by 1.6%, to reach a consolidated level of ₱6.629 billion. The Consolidated Net Income after Tax, net of Reserves, was the primary driver of this increase in the Company's Equity position.*



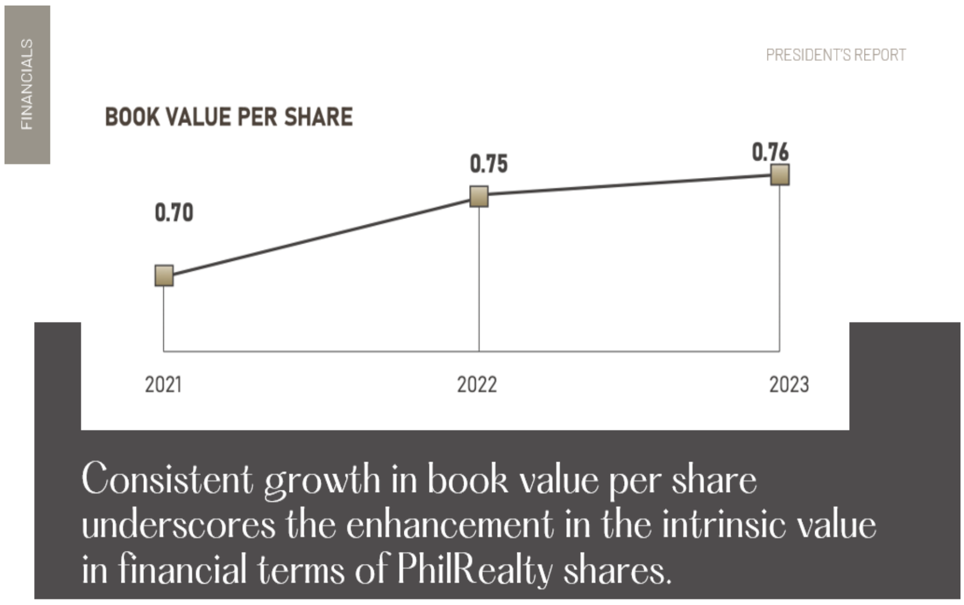
Key Financial Indicators

- *Earnings per share decreased by 50% in 2023, from ₱0.02 to ₱0.01 per share, but despite this drop, it still demonstrated your Company's resilience in maintaining profitability and generating consistent earnings for shareholders over the past years.*

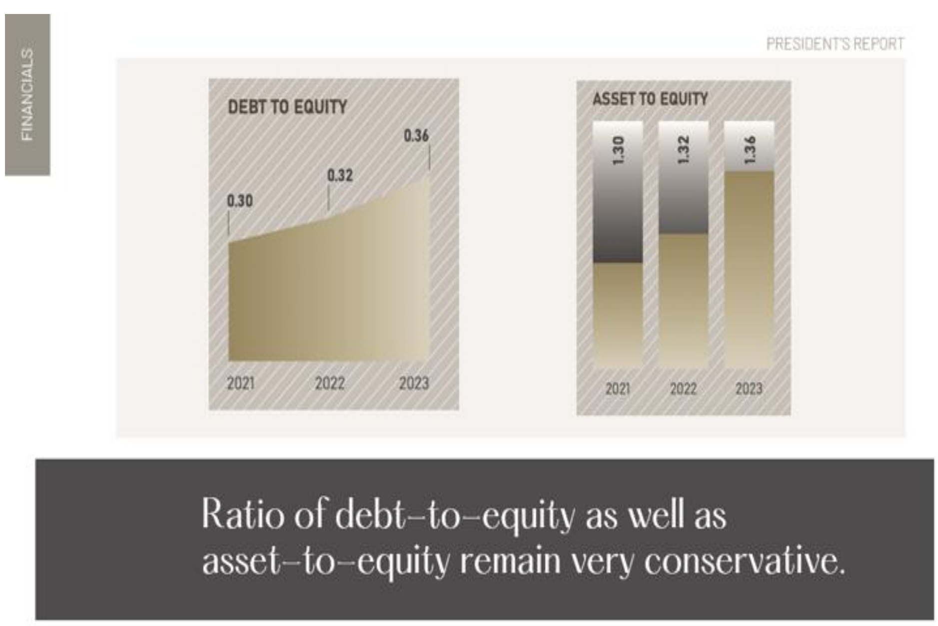
- *Our price per share also decreased to ₱0.14 at the end of 2023, reflecting the trend last year for most property companies.*



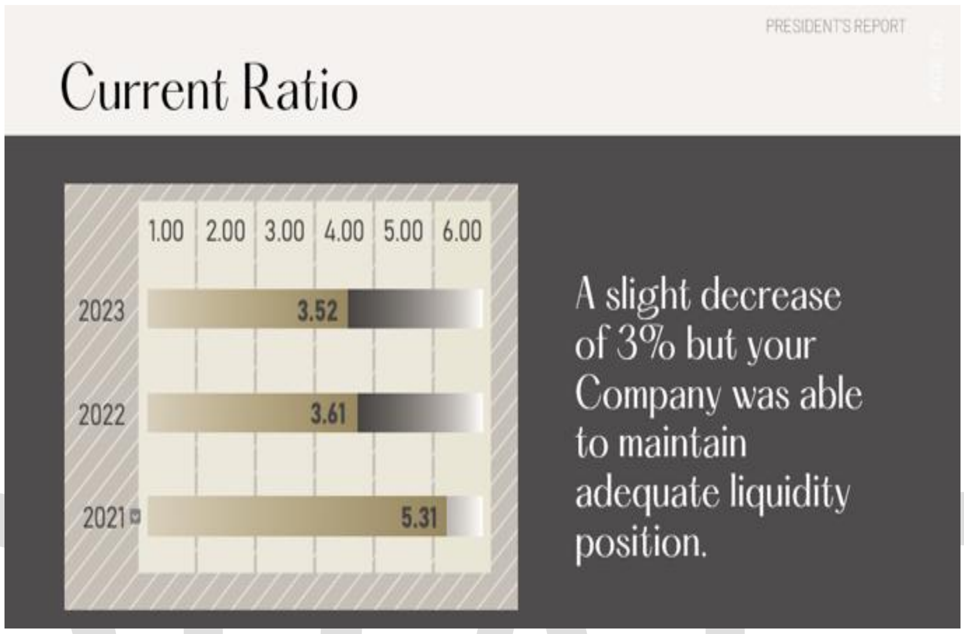
- *Your Company's book value per share increased to ₱0.76 in 2023 compared to ₱0.75 in 2022. The continuing increase in your Company's Book Value per Share is significant as it is indicative of the consistent growth in the intrinsic value in financial terms of the shares held by the Company's stockholders.*



- *As of the end of 2023, your Company's consolidated debt-to-equity ratio was at a very conservative 0.36:1, a modest increase from the previous year's 0.32:1. This ratio underscores our prudent approach to capitalization, striving to maintain a low level of debt relative to shareholders' equity. This strategy helps reduce financial risk and ensures a strong foundation for sustained long-term financial stability. Meanwhile, the asset-to-equity ratio of your Company also stayed at a conservative level of 1.36:1.*



- *While your Company's current ratio decreased to a still healthy 3.52:1, we remain confident in our ability to maintain acceptable liquidity position.*



<u>Significant Operational Highlights</u>

While we have presented our financial results, it is equally important to highlight the significant strides we have made in our operations. In these operational achievements lay the foundation for our future success.

- *And one of these initiatives is the UNICO Project. Earlier this year, we celebrated the ceremonial ground blessing of this new landmark in Bonifacio Global City, symbolizing the beginning of an exciting journey that promises to bring substantial growth and opportunities. This development is proof of our innovation and progress and represents the future of your Company.*

- *Also in the past year, PhilRealty marked a significant milestone as the Company was able to successfully obtain approval for a Term Loan amounting to ₱3.8 billion from one of the country's major universal banks, the Philippine Bank of Communications. This reflects the banking community's strong confidence in our business model and future prospects*.

- *One of the milestones of your Company for 2023 was its having been recognized as a good corporate citizen. On 27 February 2024, PhilRealty was named one of 2023's Top Taxpayers in Pasig City. This award is a testament to our dedication to pay the correct taxes thereby contributing positively to the development of the local economies where we operate in.*

- *During the year, automated teller machines of the Philippine National Bank were installed inside the One Balete Compound as part of our efforts to improve the accessibility and convenience of financial transactions for the benefit of the residents of the Compound.*

As we move forward into another exciting year, the progress we have been making in the past years gives us immense pride and optimism. We truly believe that we are ahead of the curve because of our enduring commitment to innovation, excellence, and foresight in the upscale real estate market.

As I end my report, for and on behalf of the Board of Directors, I wish to extend my heartfelt gratitude to all our stockholders for their steadfast support, patience, and trust in our Company. We are honored to have *such an exceptional community of investors who share our passion and believe in our vision. Together, we will continue to shape the future of the real estate industry and create enduring value for all.*

Thank you and have a wonderful day!

The Chairman expressed gratitude to Mr. Medrano for his report and proceeded to entertained a motion from Mr. John Paul Guillen ("MR. GUILLEN"), a proxy holder:

> *"Mr. Chairman, I move that the Annual Report and the Audited Financial Statements for the year ended 2023 be approved, ratified and confirmed."*

The motion was duly seconded by Ms. Lovely Quilantang ("MS. QUILANTANG"), also proxy holder.

At the Chairman's request and with no objections raised, the Corporate Secretary presented the following voting results:

NAME OF STOCKHOLDER	SHARES TO UTILIZE	FOR	AGAINST	ABSTAIN
GREENHILLS PROPERTIES INC.	5,933,556,844	5,933,556,844		
CAMPOS LANUZA & CO., INC.	1,310,422,430	1,310,422,430		
LAWRENCE SANDEJAS	1,101,940	1,101,940		
PATRICIA SANDEJAS	1,054,598	1,054,598		
JONATHAN SANDEJAS	1,283,216	1,283,216		
BENEDICT SANDEJAS	986,700	986,700		
TOTAL COMMON SHARES	**7,248,405,728**	**7,248,405,728**	**0**	**0**
PERCENTAGE (%)	**79.65%**	**79.65%**	**0.00%**	**0.00%**
IN PERSON/ IN ABSENTIA	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
GERARDO O. LANUZA JR.,	100,614	100,614		
ANTONIO O. OLBES	506,388	506,388		
GERARDO DOMENICO ANTONIO V. LANUZA	219,961,372	219,961,372		
GREGORY G. YANG	1,831,000	1,831,000		
AMADOR C. BACANI	229,980	229,980		
RENATO G. NUNEZ	10,000	10,000		
ANDREW C. NG	84,000	84,000		
ALFONSO MARTIN E. EIZMENDI	10,000	10,000		
JOMARK O. AROLLADO	10,000	10,000		
EDMUNDO C. MEDRANO				
CHIARA ROSARIO JULIA L. PAREDES				
ERWIN V. CIAR				
MARISSA BONTOGON				
CARLOS C. PACA				
SUSAN CARAG				
RICHARD GO				
EDILYNDA ENRIQUEZ				
IGNACIO ORTIGAS	1,100,000	1,100,000		
MARK ANTHONY RAMOS				
TOTAL COMMON SHARES	**223,843,354**	**223,843,354**	**0**	**0**
PERCENTAGE (%)	**2.46%**	**2.46%**	**0.00%**	**0.00%**
GRAND TOTAL	**7,472,249,082**	**7,472,249,082**	**0**	**0**

PERCENTAGE (%)	82.11%	82.11%	0.00%	0.00%

With unanimous approval, the Chairman declared the motion carried and the agenda item duly approved.

VI. Election of Board of Directors

The Chairman proceeded with the election of the Company's Board of Directors for the 2024-2025 term. He requested the Corporate Secretary to present the list of qualified nominees.

The Corporate Secretary reported that, following thorough screening and approval by the Corporate Governance and Nomination Committee, the following individuals were deemed qualified for nomination:

Nominees for Regular Directors:

1. Mr. Gerardo O. Lanuza, Jr.
2. Mr. Antonio O. Olbes
3. Mr. Gerardo Domenico Antonio V. Lanuza
4. Mr. Edmundo C. Medrano
5. Mr. Gregory G. Yang
6. Mr. Andrew Ng
7. Mr. Amador C. Bacani
8. Ms. Chiara Rosario Julia V. Lanuza-Paredes

Nominees for Independent Director:

9. Mr. Renato G. Nuñez
10. Mr. Jomark O. Arollado
11. Mr. Alfonso Martin E. Eizmendi

The Corporate Secretary informed the stockholders that the nominees' profiles were included in the Definitive Information Statement submitted to the SEC.

MS. LAURINO then moved:

> *"Mr. Chairman, I respectfully move that all the nominees for the members of the Board of Directors be declared as duly elected directors of the Corporation to serve as such for one (1) year, beginning today, until their successors are duly elected and qualified."*

The motion was seconded by MR. CALANOG.

Given that the number of nominees matched the available seats, the Corporate Secretary was instructed to apply all votes received in favor of the nominees.

The Corporate Secretary confirmed that all votes cast and received were properly accounted for, and then presented the following voting results:

	GERARDO DOMENICO ANTONIO V. LANUZA			
NAME OF STOCKHOLDER	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
GREENHILLS PROPERTIES INC.	5,933,556,844	5,933,556,844		
CAMPOS LANUZA & CO., INC.	1,310,422,430	1,310,422,430		
LAWRENCE SANDEJAS	1,101,940	1,101,940		
PATRICIA SANDEJAS	1,054,598	1,054,598		
JONATHAN SANDEJAS	1,283,216	1,283,216		
BENEDICT SANDEJAS	986,700	986,700		
TOTAL COMMON SHARES	**7,248,405,728**	**7,248,405,728**	**0**	**0**
PERCENTAGE (%)	**79.7%**	**79.7%**	**0.00%**	**0.00%**
IN PERSON/ IN ABSENTIA	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
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RICHARD GO				
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IGNACIO ORTIGAS	1,100,000	1,100,000		
MARK ANTHONY RAMOS				
TOTAL COMMON SHARES	**223,843,354**	**223,843,354**	**0**	**0**
PERCENTAGE (%)	**2.5%**	**2.5%**	**0.00%**	**0.00%**
GRAND TOTAL	**7,472,249,082**	**7,472,249,082**	**0**	**0**
PERCENTAGE (%)	**82.1%**	**82.1%**	**0.00%**	**0.00%**

	GERARDO O. LANUZA, JR.			
NAME OF STOCKHOLDER	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
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PERCENTAGE (%)	**2.5%**	**2.5%**	**0.00%**	**0.00%**
GRAND TOTAL	**7,472,249,082**	**7,472,249,082**	**0**	**0**
PERCENTAGE (%)	**82.1%**	**82.1%**	**0.00%**	**0.00%**

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TOTAL COMMON SHARES	**7,248,405,728**	**7,248,405,728**	**0**	**0**
PERCENTAGE (%)	**79.7%**	**79.7%**	**0.00%**	**0.00%**
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GRAND TOTAL	**7,472,249,082**	**7,472,249,082**	**0**	**0**
PERCENTAGE (%)	**82.1%**	**82.1%**	**0.00%**	**0.00%**

	EDMUNDO C. MEDRANO			
NAME OF STOCKHOLDER	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
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TOTAL COMMON SHARES	**7,248,405,728**	**7,248,405,728**	**0**	**0**
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MARK ANTHONY RAMOS				
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PERCENTAGE (%)	**82.1%**	**82.1%**	**0.00%**	**0.00%**

	AMADOR C. BACANI			
NAME OF STOCKHOLDER	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
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CAMPOS LANUZA & CO., INC.	1,310,422,430	1,310,422,430		
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PATRICIA SANDEJAS	1,054,598	1,054,598		
JONATHAN SANDEJAS	1,283,216	1,283,216		
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TOTAL COMMON SHARES	**7,248,405,728**	**7,248,405,728**	**0**	**0**
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PERCENTAGE (%)	**82.1%**	**82.1%**	**0.00%**	**0.00%**

	ANDREW C. NG			
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MARK ANTHONY RAMOS				
TOTAL COMMON SHARES	**223,843,354**	**223,843,354**	**0**	**0**
PERCENTAGE (%)	**2.5%**	**2.5%**	**0.00%**	**0.00%**
GRAND TOTAL	**7,472,249,082**	**7,472,249,082**	**0**	**0**
PERCENTAGE (%)	**82.1%**	**82.1%**	**0.00%**	**0.00%**

	CHIARA ROSARIO JULIA V. LANUZA-PAREDES			
NAME OF STOCKHOLDER	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
GREENHILLS PROPERTIES INC.	5,933,556,844	5,933,556,844		
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ANTONIO O. OLBES	506,388	506,388		
GERARDO DOMENICO ANTONIO V. LANUZA	219,961,372	219,961,372		
GREGORY G. YANG	1,831,000	1,831,000		
AMADOR C. BACANI	229,980	229,980		
RENATO G. NUNEZ	10,000	10,000		
ANDREW C. NG	84,000	84,000		
ALFONSO MARTIN E. EIZMENDI	10,000	10,000		
JOMARK O. AROLLADO	10,000	10,000		
EDMUNDO C. MEDRANO				
CHIARA ROSARIO JULIA L. PAREDES				
ERWIN V. CIAR				
MARISSA BONTOGON				
CARLOS C. PACA				
SUSAN CARAG				
RICHARD GO				
EDILYNDA ENRIQUEZ				
IGNACIO ORTIGAS	1,100,000	1,100,000		
MARK ANTHONY RAMOS				
TOTAL COMMON SHARES	**223,843,354**	**223,843,354**	**0**	**0**
PERCENTAGE (%)	**2.5%**	**2.5%**	**0.00%**	**0.00%**

GRAND TOTAL	**7,472,249,082**	**7,472,249,082**	**0**	**0**
PERCENTAGE (%)	**82.1%**	**82.1%**	**0.00%**	**0.00%**

	RENATO G. NUÑEZ			
NAME OF STOCKHOLDER	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
GREENHILLS PROPERTIES INC.	5,933,556,844	5,933,556,844		
CAMPOS LANUZA & CO., INC.	1,310,422,430	1,310,422,430		
LAWRENCE SANDEJAS	1,101,940	1,101,940		
PATRICIA SANDEJAS	1,054,598	1,054,598		
JONATHAN SANDEJAS	1,283,216	1,283,216		
BENEDICT SANDEJAS	986,700	986,700		
TOTAL COMMON SHARES	**7,248,405,728**	**7,248,405,728**	**0**	**0**
PERCENTAGE (%)	**79.7%**	**79.7%**	**0.00%**	**0.00%**
IN PERSON/ IN ABSENTIA	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
GERARDO O. LANUZA JR.,	100,614	100,614		
ANTONIO O. OLBES	506,388	506,388		
GERARDO DOMENICO ANTONIO V. LANUZA	219,961,372	219,961,372		
GREGORY G. YANG	1,831,000	1,831,000		
AMADOR C. BACANI	229,980	229,980		
RENATO G. NUNEZ	10,000	10,000		
ANDREW C. NG	84,000	84,000		
ALFONSO MARTIN E. EIZMENDI	10,000	10,000		
JOMARK O. AROLLADO	10,000	10,000		
EDMUNDO C. MEDRANO				
CHIARA ROSARIO JULIA L. PAREDES				
ERWIN V. CIAR				
MARISSA BONTOGON				
CARLOS C. PACA				
SUSAN CARAG				
RICHARD GO				
EDILYNDA ENRIQUEZ				
IGNACIO ORTIGAS	1,100,000	1,100,000		
MARK ANTHONY RAMOS				
TOTAL COMMON SHARES	**223,843,354**	**223,843,354**	**0**	**0**
PERCENTAGE (%)	**2.5%**	**2.5%**	**0.00%**	**0.00%**
GRAND TOTAL	**7,472,249,082**	**7,472,249,082**	**0**	**0**
PERCENTAGE (%)	**82.1%**	**82.1%**	**0.00%**	**0.00%**

	JOMARK O. AROLLADO			
NAME OF STOCKHOLDER	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
GREENHILLS PROPERTIES INC.	5,933,556,844	5,933,556,844		
CAMPOS LANUZA & CO., INC.	1,310,422,430	1,310,422,430		
LAWRENCE SANDEJAS	1,101,940	1,101,940		
PATRICIA SANDEJAS	1,054,598	1,054,598		
JONATHAN SANDEJAS	1,283,216	1,283,216		
BENEDICT SANDEJAS	986,700	986,700		
TOTAL COMMON SHARES	**7,248,405,728**	**7,248,405,728**	**0**	**0**
PERCENTAGE (%)	**79.7%**	**79.7%**	**0.00%**	**0.00%**
IN PERSON/ IN ABSENTIA	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
GERARDO O. LANUZA JR.,	100,614	100,614		
ANTONIO O. OLBES	506,388	506,388		
GERARDO DOMENICO ANTONIO V. LANUZA	219,961,372	219,961,372		
GREGORY G. YANG	1,831,000	1,831,000		
AMADOR C. BACANI	229,980	229,980		
RENATO G. NUNEZ	10,000	10,000		

ANDREW C. NG	84,000	84,000		
ALFONSO MARTIN E. EIZMENDI	10,000	10,000		
JOMARK O. AROLLADO	10,000	10,000		
EDMUNDO C. MEDRANO				
CHIARA ROSARIO JULIA L. PAREDES				
ERWIN V. CIAR				
MARISSA BONTOGON				
CARLOS C. PACA				
SUSAN CARAG				
RICHARD GO				
EDILYNDA ENRIQUEZ				
IGNACIO ORTIGAS	1,100,000	1,100,000		
MARK ANTHONY RAMOS				
TOTAL COMMON SHARES	**223,843,354**	**223,843,354**	**0**	**0**
PERCENTAGE (%)	**2.5%**	**2.5%**	**0.00%**	**0.00%**
GRAND TOTAL	**7,472,249,082**	**7,472,249,082**	**0**	**0**
PERCENTAGE (%)	**82.1%**	**82.1%**	**0.00%**	**0.00%**

	ALFONSO MARTIN E. EIZMENDI			
NAME OF STOCKHOLDER	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
GREENHILLS PROPERTIES INC.	5,933,556,844	5,933,556,844		
CAMPOS LANUZA & CO., INC.	1,310,422,430	1,310,422,430		
LAWRENCE SANDEJAS	1,101,940	1,101,940		
PATRICIA SANDEJAS	1,054,598	1,054,598		
JONATHAN SANDEJAS	1,283,216	1,283,216		
BENEDICT SANDEJAS	986,700	986,700		
TOTAL COMMON SHARES	**7,248,405,728**	**7,248,405,728**	**0**	**0**
PERCENTAGE (%)	**79.7%**	**79.7%**	**0.00%**	**0.00%**
IN PERSON/ IN ABSENTIA	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
GERARDO O. LANUZA JR.,	100,614	100,614		
ANTONIO O. OLBES	506,388	506,388		
GERARDO DOMENICO ANTONIO V. LANUZA	219,961,372	219,961,372		
GREGORY G. YANG	1,831,000	1,831,000		
AMADOR C. BACANI	229,980	229,980		
RENATO G. NUNEZ	10,000	10,000		
ANDREW C. NG	84,000	84,000		
ALFONSO MARTIN E. EIZMENDI	10,000	10,000		
JOMARK O. AROLLADO	10,000	10,000		
EDMUNDO C. MEDRANO				
CHIARA ROSARIO JULIA L. PAREDES				
ERWIN V. CIAR				
MARISSA BONTOGON				
CARLOS C. PACA				
SUSAN CARAG				
RICHARD GO				
EDILYNDA ENRIQUEZ				
IGNACIO ORTIGAS	1,100,000	1,100,000		
MARK ANTHONY RAMOS				
TOTAL COMMON SHARES	**223,843,354**	**223,843,354**	**0**	**0**
PERCENTAGE (%)	**2.5%**	**2.5%**	**0.00%**	**0.00%**
GRAND TOTAL	**7,472,249,082**	**7,472,249,082**	**0**	**0**
PERCENTAGE (%)	**82.1%**	**82.1%**	**0.00%**	**0.00%**

With the unanimous votes in favor, and no objection raised, the Chairman declared the following individuals duly elected as members of the Board of Directors for the 2024-2025 term.

Mr. Gerardo O. Lanuza, Jr.
Mr. Antonio O. Olbes
Mr. Gerardo Domenico Antonio V. Lanuza
Mr. Edmundo C. Medrano
Mr. Gregory G. Yang
Mr. Andrew C. Ng
Mr. Amador C. Bacani
Ms. Chiara Rosario Julia V. Lanuza-Paredes
Mr. Renato G. Nuñez – Independent Director
Mr. Jomark O. Arollado – Independent Director
Mr. Alfonso Martin E. Eizmendi – Independent Director

On behalf of the newly elected Board, Chairman thanked the stockholders for their trust and continued support.

VII. Ratification of corporate acts, resolutions and proceedings of the Board of Directors, Board Committees and Corporate Officers since the last Annual Stockholders' Meeting

The Chairman moved to the next agenda item which was the ratification of corporate acts, resolutions and proceedings of the Board of Directors, Board Committees, and Officers of the Company since the last Annual Stockholders' Meeting.

MS. QUILANTANG then proposed the following motion:

> *"Mr. Chairman, I move that all acts, resolutions, contracts, deeds and proceedings of the Board of Directors, Board committees and officers of the Corporation since the last Annual Stockholders' Meeting held on June 30, 2022 and up to today's meeting, as set forth or reported in the Minutes of the meetings of the Board of Directors and its Committees and in the reports submitted by the Corporation to the SEC, PSE and other regulatory bodies, and all acts and proceedings performed or taken pursuant thereto, be approved, ratified and confirmed."*

MR. GUILLEN seconded the motion.

At the Chairman's request and with no objections, the Corporate Secretary presented the voting results:

NAME OF STOCKHOLDER	SHARES TO UTILIZE	FOR	AGAINST	ABSTAIN
GREENHILLS PROPERTIES INC.	5,933,556,844	5,933,556,844		
CAMPOS LANUZA & CO., INC.	1,310,422,430	1,310,422,430		
LAWRENCE SANDEJAS	1,101,940	1,101,940		

PATRICIA SANDEJAS	1,054,598	1,054,598		
JONATHAN SANDEJAS	1,283,216	1,283,216		
BENEDICT SANDEJAS	986,700	986,700		
TOTAL COMMON SHARES	**7,248,405,728**	**7,248,405,728**	**0**	**0**
PERCENTAGE (%)	**79.65%**	**79.65%**	**0.00%**	**0.00%**
IN PERSON/ IN ABSENTIA	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
GERARDO O. LANUZA JR.,	100,614	100,614		
ANTONIO O. OLBES	506,388	506,388		
GERARDO DOMENICO ANTONIO V. LANUZA	219,961,372	219,961,372		
GREGORY G. YANG	1,831,000	1,831,000		
AMADOR C. BACANI	229,980	229,980		
RENATO G. NUNEZ	10,000	10,000		
ANDREW C. NG	84,000	84,000		
ALFONSO MARTIN E. EIZMENDI	10,000	10,000		
JOMARK O. AROLLADO	10,000	10,000		
EDMUNDO C. MEDRANO				
CHIARA ROSARIO JULIA L. PAREDES				
ERWIN V. CIAR				
MARISSA BONTOGON				
CARLOS C. PACA				
SUSAN CARAG				
RICHARD GO				
EDILYNDA ENRIQUEZ				
IGNACIO ORTIGAS	1,100,000	1,100,000		
MARK ANTHONY RAMOS				
TOTAL COMMON SHARES	**223,843,354**	**223,843,354**	**0**	**0**
PERCENTAGE (%)	**2.46%**	**2.46%**	**0.00%**	**0.00%**
GRAND TOTAL	**7,472,249,082**	**7,472,249,082**	**0**	**0**
PERCENTAGE (%)	**82.11%**	**82.11%**	**0.00%**	**0.00%**

With unanimous approval, the Chairman declared the motion carried and the agenda item duly ratified.

VIII. Appointment of Independent Auditor

The Chairman proceeded to the next agenda item which was the appointment of Independent Auditor for the ensuing year.

MR. CALANOG proposed the following motion:

> *"Mr. Chairman, I respectfully move that MACEDA VALENCIA & CO. be appointed as the external auditor of the Corporation for the ensuing year, subject to such terms and conditions as may be imposed subsequently by the Board of Directors."*

MS. LAURINO seconded the motion.

At the Chairman's request and with no objections, the Corporate Secretary presented the following voting results:

NAME OF STOCKHOLDER	SHARES TO UTILIZE	FOR	AGAINST	ABSTAIN
GREENHILLS PROPERTIES INC.	5,933,556,844	5,933,556,844		
CAMPOS LANUZA & CO., INC.	1,310,422,430	1,310,422,430		
LAWRENCE SANDEJAS	1,101,940	1,101,940		
PATRICIA SANDEJAS	1,054,598	1,054,598		
JONATHAN SANDEJAS	1,283,216	1,283,216		
BENEDICT SANDEJAS	986,700	986,700		
TOTAL COMMON SHARES	**7,248,405,728**	**7,248,405,728**	**0**	**0**
PERCENTAGE (%)	**79.65%**	**79.65%**	**0.00%**	**0.00%**
IN PERSON/ IN ABSENTIA	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
GERARDO O. LANUZA JR.,	100,614	100,614		
ANTONIO O. OLBES	506,388	506,388		
GERARDO DOMENICO ANTONIO V. LANUZA	219,961,372	219,961,372		
GREGORY G. YANG	1,831,000	1,831,000		
AMADOR C. BACANI	229,980	229,980		
RENATO G. NUNEZ	10,000	10,000		
ANDREW C. NG	84,000	84,000		
ALFONSO MARTIN E. EIZMENDI	10,000	10,000		
JOMARK O. AROLLADO	10,000	10,000		
EDMUNDO C. MEDRANO				
CHIARA ROSARIO JULIA L. PAREDES				
ERWIN V. CIAR				
MARISSA BONTOGON				
CARLOS C. PACA				
SUSAN CARAG				
RICHARD GO				
EDILYNDA ENRIQUEZ				
IGNACIO ORTIGAS	1,100,000	1,100,000		
MARK ANTHONY RAMOS				
TOTAL COMMON SHARES	**223,843,354**	**223,843,354**	**0**	**0**
PERCENTAGE (%)	**2.46%**	**2.46%**	**0.00%**	**0.00%**
GRAND TOTAL	**7,472,249,082**	**7,472,249,082**	**0**	**0**
PERCENTAGE (%)	**82.11%**	**82.11%**	**0.00%**	**0.00%**

With unanimous approval, the Chairman declared the motion carried and the agenda item duly approved.

IX. Approval by shareholders of the extension of the term of Lead Independent Director Renato G. Nunez for three (3) more years

At the Chairman's request, the Corporate Secretary explained that under the SEC Code of Corporate Governance for Public Companies and Registered Issuers, an independent director may serve a maximum cumulative term of nine (9) years. After this period, re-election as an independent director is not permitted unless the Board, citing meritorious grounds, justifies the extension, subject to shareholder approval.

During the April 16, 2024 regular Board of Directors meeting, the Board unanimously approved extending Mr. Renato G. Nuñez's term as Lead Independent Director for an additional three (3) years, recommending that shareholders confirm the extension during the stockholders' meeting. The following are the justifications given by the President during the said meeting for Mr. Nuñez's continued tenure:

- In spite of having been an Independent Director for close to 9 years, Mr. Nuñez's ability to act independently and objectively has not been impaired. On the contrary, he has graduated into an Independent Director who focuses on delivering critique and negative observations constructively and positively to improve performance or processes.

- His constructive criticisms and suggestions have been actionable, clear, and beneficial to the recipient in particular, and to the company in general.

- His intimate familiarity with the luxury market, existing and emerging technologies and trends in property developments obtained through his extensive work experience and network of personal relationships will continue to benefit PhilRealty; and his frank and unabashed assessment of issues and challenges borne out of intimate knowledge of the markets can only be assured if he continues on as an Independent Director.

Following this explanation, the Chairman entertained a motion from MR. GUILLEN:

> *"Mr. Chairman, I move for the approval of the extension of Mr. Renato G. Nuñez's term as Lead Independent Director for three (3) more years. I further move that all resolutions, actions, or proceedings taken by the Board on this matter be approved, ratified, and confirmed."*

MS. QUILANTANG seconded both motions.

At the Chairman's request and with no objections, the Corporate Secretary presented the voting results:

NAME OF STOCKHOLDER	SHARES TO UTILIZE	FOR	AGAINST	ABSTAIN
GREENHILLS PROPERTIES INC.	5,933,556,844	5,933,556,844		
CAMPOS LANUZA & CO., INC.	1,310,422,430	1,310,422,430		
LAWRENCE SANDEJAS	1,101,940	1,101,940		
PATRICIA SANDEJAS	1,054,598	1,054,598		
JONATHAN SANDEJAS	1,283,216	1,283,216		
BENEDICT SANDEJAS	986,700	986,700		
TOTAL COMMON SHARES	**7,248,405,728**	**7,248,405,728**	**0**	**0**
PERCENTAGE (%)	**79.65%**	**79.65%**	**0.00%**	**0.00%**
IN PERSON/ IN ABSENTIA	**SHARES TO UTILIZE**	**FOR**	**AGAINST**	**ABSTAIN**
GERARDO O. LANUZA JR.,	100,614	100,614		
ANTONIO O. OLBES	506,388	506,388		
GERARDO DOMENICO ANTONIO V. LANUZA	219,961,372	219,961,372		
GREGORY G. YANG	1,831,000	1,831,000		
AMADOR C. BACANI	229,980	229,980		
RENATO G. NUNEZ	10,000	10,000		
ANDREW C. NG	84,000	84,000		
ALFONSO MARTIN E. EIZMENDI	10,000	10,000		
JOMARK O. AROLLADO	10,000	10,000		
EDMUNDO C. MEDRANO				
CHIARA ROSARIO JULIA L. PAREDES				

ERWIN V. CIAR				
MARISSA BONTOGON				
CARLOS C. PACA				
SUSAN CARAG				
RICHARD GO				
EDILYNDA ENRIQUEZ				
IGNACIO ORTIGAS	1,100,000	1,100,000		
MARK ANTHONY RAMOS				
TOTAL COMMON SHARES	**223,843,354**	**223,843,354**	**0**	**0**
PERCENTAGE (%)	**2.46%**	**2.46%**	**0.00%**	**0.00%**
GRAND TOTAL	**7,472,249,082**	**7,472,249,082**	**0**	**0**
PERCENTAGE (%)	**82.11%**	**82.11%**	**0.00%**	**0.00%**

With the unanimous approval, the Chairman declared the motion carried and the agenda item duly approved.

X. Other Matter

At the Chairman's request, the Corporate Secretary confirmed that no additional matters required shareholders' considerations.

XI. Question and Answer

The Chairman then moved to the question-and-answer portion of the Meeting. He requested Mr. Rozano L. Santos ("MR. SANTOS"), the Company's Senior Manager and Business Development Officer, to read the questions, comments and clarifications submitted by the stockholders. The following questions were raised, along with the corresponding responses:

MR. SANTOS: *Mr. Chairman, we have a question from the proxy of Mr. Jonathan Sandejas. The question reads, "With the continuous increase in demand and interest for more upscale and luxury properties, how do you stay competitive in this segment?"*

CHAIRMAN: *May I request Mr. Medrano, to respond to the question.*

PRESIDENT: *There has been a significant rise in the development of luxury residential properties, with Metro Manila leading the fastest growth in the latter part of 2023, as reported by Santos Knight Frank.*

Staying competitive in the luxury residential segment requires a deep understanding of the market and of what discriminating customers want. And PhilRealty has been in this market for so long that it only needs to validate what it already knows and also by necessity, to update itself with the developments in customer preferences, *latest and emerging trends and technologies and moves being made by competition.*

We also develop properties with unique, but functional architectural designs, practical and useful features, and quality amenities that set them apart from other upscale developments available in the market. We also personalize spaces that cater to the unique tastes and preferences of discerning buyers.

Projects from Central Business Districts, particularly in Fort Bonifacio, continue to fuel the demand for high-end properties. Our prime locations appeal to those who prioritize proximity to commercial establishments while still enjoying their privacy, exclusivity, and security.

By maintaining high standards of craftsmanship and quality construction, we ensure that our properties meet the high expectations of our buyers.

Having said that, your Company remains committed to providing exceptional luxury living spaces that enhance the lives of its residents.

MR. SANTOS: *Thank you, Mr. Medrano, for bringing light to the matter. Mr. Chairman we have no more questions.*

As there were no further questions from the stockholders, the Chairman thanked MR. SANTOS and called for a motion to adjourn. MR. CALANOG moved for adjournment, which was seconded by MS. LAURINO. With no objections raised, the Chairman declared the motion carried and the Meeting adjourned.

The Chairman extended his gratitude to all stockholders for their participation and encouraged them to reach out with any issues, clarifications, or concerns regarding the Meeting by emailing the Office of the Corporate Secretary at corporatesecretary@philrealty.com.ph. He also informed the stockholders that a link to the recorded meeting will be made available on the Company's website at www.philrealty.com.ph. Meeting adjourned at 3:45 pm.

CERTIFIED CORRECT:

ATTY. REX P. BONIFACIO
Corporate Secretary

ANNEX "A"

BusinessMirror
A broader look at today's business

REPUBLIC OF THE PHILIPPINES)
MAKATI) S.S.

AFFIDAVIT OF PUBLICATION

I, **LEONIDA G. GARCIA,** of legal age, Filipino and residing at c/o **PHILIPPINE BUSINESS DAILY MIRROR PUBLISHING, INC.** 3/F Dominga Bldg. III Annex, 2113 Chino Roces corner Dela Rosa Streets, Makati City, Philippines, after having been duly sworn to in accordance with the law, hereby declare and testify:

That I am the Credit & Collection Staff of **BUSINESS MIRROR**, a newspaper published in English, edited and printed in Metro Manila, and circulated nationwide daily from Monday to Sunday with editorial and business address at 3/F Dominga Bldg. III Annex, 2113 Chino Roces cor. Dela Rosa Street, Makati City.

That the
ONLINE AD
APPLICANT/PETITIONER

PHILIPPINE REALTY & HOLDINGS CORP.
(NOTICE AND AGENDA OF ANNUAL STOCKHOLDERS' MEETING)

text of which could be read/deed as follows:

AS PER ATTACHED
has been posted in **www.businessmirror.com.ph** in its issue/s of **June 5 and 6, 2024.**

AFFIANT FURTHER SAYETH NAUGHT
Manila, Philippines

LEONIDA G. GARCIA
Affiant

SUBSCRIBED and SWORN to before me this 13 JUN 2024 day of ______, 2024 at Makati City, Metro Manila, Philippines.

Affiant exhibited to me his TIN ID No. 214-787-675-000 & SSS ID No. 33-6140749-9 with picture.

Doc. No. 100
Page No. 20
Book No. 196
Series of 2024.

ATTY JOSHUA P. LAPUZ
NOTARY PUBLIC FOR MAKATI CITY
UNTIL 12/31/24
APPOINTMENT NO. M-9 2023 2024
IBP LIFETIME NO 04937
PTR O R NO 9-63523 / 01-03-24 / MAKATI CITY
MCLE NO VIII-0016370 / 04 26 24 UNTIL 04 14-25
G/F FEDMAN SUITES, 199 SALCEDO ST
LEGASPI VILLAGE MAKATI CITY

BM –10079

ANNEX "B"

REPUBLIC OF THE PHILIPPINES)
) S.S
Quezon City, Metro Manila)

AFFIDAVIT OF PUBLICATION

I, **BERNARD E. ENOLVA**, Filipino, of legal age, being first duly sworn according to law, declare and testify :

That I am the **Billing & Collection Manager** of BUSINESSWORLD, a newspaper of general circulation in the Philippines, with editorial and business offices at #95 Balete Drive Extension, New Manila, Quezon City.

That the order of the PHILIPPINE REALTY & HOLDINGS CORPORATION

entitled NOTICE AND AGENDA OF ANNUAL STOCKHOLDERS' MEETING
PUBLISHED BOTH IN PRINT AND ONLINE

Text of which could be described as follows:

as per attached clipping.

has been published in the BUSINESSWORLD in its issue(s) of JUNE 5 & 6 , 2024

FURTHER AFFIANT SAYETH NOT.

Quezon City, Metro Manila

BERNARD E. ENOLVA
Affiant

SUBSCRIBED AND SWORN to before me this 7TH day of JUNE affiant having exhibited to me his/her Driver's License ID with No. N02-17-016165.

GARY A. SANCIO
Notary Public
Until December 31, 2024
Adm. Matter No. 177
Roll No. 44261
IBP No. 1082447 (LIFETIME)/06-30-17/Q.C.
PTR No. 5573890/1-04-2024/Q.C
MCLE Compliance No. VII-0011638/03-01-22

Doc. No. 459 93
Page No. XII
Book No. 2024
Series of

Stock Transfer Service, Inc.

ANNEX "C"

Philippine Realty and Holdings Corporation

Annual Stockholders' Meeting

28 June 2024 at 3:00 P.M.

Via Remote Communication

ATTENDANCE REPORT

	No. of Shares	Percentage
PROXIES (Tabulated by CORSEC)	7,248,405,728	79.65%
ATTENDANCE	223,843,354	2.46%
TOTAL PROXIES AND ATTENDANCE	7,472,249,082	82.11%

TOTAL ISSUED & OUTSTANDING SHARES : 9,100,102,685
(Net of Treasury Shares of 81,256,100)

Certified by:

STOCK TRANSFER SERVICE, INC.

RICHARD D. REGALA JR.
General Manager

Stock Transfer Service, Inc.
34-D Rufino Pacific Tower, 6784 Ayala Avenue, Makati City
Telephone Nos.: 8403-2410 / 8403-2412
Fax No.: 8403-2414

ANNEX "D"

Procedure for Registration, Participation and Voting in the 2024 Annual Stockholders Meeting of PHILIPPINE REALTY AND HOLDINGS CORPORATION

Philippine Realty and Holdings Corporation (the **Company**) will be conducting its Annual Stockholders' Meeting (**ASM**) scheduled on June 28, 2024, at 3:00 PM, virtually. There will no longer be a physical venue for the ASM.

Only Stockholders of record as of April 01, 2024 are entitled to participate and vote in the 2024 ASM.

I. Registration and Participation/Attendance Procedure:

1. Stockholders who intend to participate in the virtual ASM may register by sending an email to asmregistration@philrealty.com.ph of their intention to participate attaching therewith the required document/s below on or before 5:00 PM of June 17, 2024:

   a. *For individual stockholders:*

      i. Scanned copy of any valid government-issued ID;
      ii. Scanned copy of stock certificate in the name of the individual stockholder; and
      iii. Active contact number, either landline or mobile.

   b. *For stockholders with joint accounts:*

      i. Scanned copy of authorization letter signed by other stockholders indicating the person among them authorized to participate and/or vote in the 2024 ASM;
      ii. Documents required under items 1.a (i) and (iii) for the authorized stockholder;
      iii. Scanned copy of stock certificate in the name of the joint stockholders.

   c. *For stockholders under PCD Participant / Brokers Account or "Scripless Shares":*

      i. Coordinate with the broker and request for the full account name and reference number or account number;
      ii. Documents required under items 1.a (i) and (iii).

   d. *For corporate stockholders:*

      i. Secretary's Certificate attesting to the authority of the representative to participate and / or vote in the 2023 ASM;
      ii. Documents required under items 1.a (i) and (iii) for the authorized representative;
      iii. Scanned copy of stock certificate in the name of the corporate stockholder.

2. Upon successful registration and validation of the documents submitted through email above, the stockholder will receive an email confirmation containing the the Zoom link and access code to log in and view the 2024 ASM.

3. Only those stockholders who have registered following the procedure above, and stockholders who have voted by providing their executed Proxy Form, shall be included for purposes of determining the existence of a quorum.

4. For purposes of voting during the 2024 ASM please see section on Voting Procedure below.

5. For the Question-and-Answer portion, stockholders may send their questions related to the agenda thru the chat box found in the zoom application. The stockholder must provide complete name, email address and the question prior to clicking "submit" button. Due to limitations on technology and time, not all questions may be responded to during the 2024 ASM but the Company will endeavor to respond to all the questions through email.

6. The proceedings during the 2024 ASM will be recorded as required by the Securities and Exchange Commission.

7. Stockholders intending to register and participate in the 2024 ASM should send their email on or before 5:00 PM on June 16, 2024.

II. Voting and Tabulation Procedure:

Stockholders may vote during the 2024 ASM either (1) by Proxy or (2) by voting *in absentia* through our Online Stockholder Voting System.

1. Voting by Proxy:

    a. Download and fill up the Proxy Form from www.philrealty.com.ph/investor-relations/. The Chairman, or in his absence, the Vice-Chairman, is authorized to cast the votes pursuant to the instructions in the Proxy Form.

    b. Send a scanned copy of the executed proxy Form by email to asmregistration@philrealty.com.ph.

    c. The scanned copy of the executed Proxy Form should be emailed to above not later than 5:00 PM on or before June 24, 2024.

    d. The hard copy of the signed Proxy Form should be delivered to the Company's principal office address at One Balete, 1 Balete Drive corner N. Domingo Street, Barangay Kaunlaran, District 4, Quezon City 1111. The office will be open to receive forms from Monday to Friday, 10 AM to 5 PM.

2. Voting in absentia through the Online Stockholder Voting System:

    a. Follow the Registration and Participation/Attendance Procedure set forth above.

    b. Upon validation, the Company will send an email to the stockholder containing the link for the Online Stockholder Voting System and the instructions for casting votes in the Online Stockholder Voting System. Registered stockholders shall have until 5:00 PM of

June 24, 2024 to cast their votes. The Online Stockholder Voting System will be open starting 8:00 AM and will be closed at 5:00 PM on June 24, 2024.

c. All agenda items indicated in the Notice of Meeting will be included in the Online Stockholder Voting System and the registered stockholder may vote as follows:

   i. For items other than election of the Directors, the stockholder may vote: "For", "Against", or "Abstain". The vote shall be considered as cast for all the stockholder's shares.
   ii. For the election of Directors, the stockholder may vote for all the nominees, not vote for any of the nominees, or vote for some of the nominees only, in such number of shares as the stockholder may see fit, provided that the total number of votes cast shall not exceed the number of shares owned, multiplied by the number of Directors to be elected.

d. Once voting is completed in the Online Stockholder Voting System, the stockholder shall proceed to click on the "Submit" button which shall complete the process. Once submitted, the stockholder may no longer change the votes cast. The votes cast *in absentia* will have equal effect as votes cast by proxy.

For any questions or clarification, you may contact us through asmregistration@philrealty.com.ph or through telephone number 8631-3179, our stock transfer agent, Stock Transfer Service, Inc., through Michael Capoy at mccapoy@stocktransfer.comp.ph or their telephone number 8403-3798.