SOLID GROUP INC.

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

To All Stockholders:

Please be advised that the annual meeting of the stockholders of Solid Group, Inc. will be held on June 27, 2019, at 2:00 p.m. at the Focus Function Room, Green Sun, 2285 Don Chino Roces Avenue Extension, Makati City.

The following is the agenda of the meeting:

1. Call to order
2. Proof of notice and certification of quorum
3. Approval of minutes of Previous Stockholders' Meeting
4. Management report and Audited Financial Statements for the year ended December 31, 2018
5. Ratification of Previous Corporate Acts
6. Election of directors
7. Appointment of External Auditors
8. Other Matters
9. Adjournment

For purposes of the meeting, stockholders of record as of April 30, 2019 are entitled to notice of and to vote at the said meeting. Registration for the said meeting begins at 1:00 p.m. For convenience in registering your attendance, please have available some form of identification, such as a driver's license, voter's ID, TIN card, SSS card or passport.

If you will not be able to attend the meeting but would like to be represented thereat, you may submit your proxy form, duly signed and accomplished, to the Office of the Corporate Secretary at the head office of Solid Group, Inc., 2285 Don Chino Roces Avenue, Makati City, on or before June 17, 2019. Beneficial owners whose shares are lodged with PDTC or registered under the name of a broker, bank or other fiduciary allowed by law must, in addition to the required I.D., present a notarized certification from the owner of record (i.e. the broker, bank or other fiduciary) that he is the beneficial owner, indicating thereon the number of shares. Corporate shareholders shall likewise be required to present a notarized secretary's certificate attesting to the authority of its representative to attend and vote at the stockholders' meeting. In accordance with Rule 20.11.2.18 of the 2015 Implementing Rules and Regulations of the Securities and Regulation Code, proxies executed by brokers shall be accompanied by a certification under oath stating that before the proxy was given to the broker, he had duly obtained the written consent of the persons in whose account the shares are held.

Validation of proxies will take place on June 21, 2019 at the office of the Company's stock transfer agent.

Makati City, Metro Manila, Philippines, May 17, 2019.

ROBERTO V. SAN JOSE
Corporate Secretary

ANNEX "A"

AGENDA
Details and Rationale

1. Call to order

The Chairman of the Board of Directors, Mr. Jason S. Lim, will call the meeting to order.

2. Proof of notice and certification of quorum

The Corporate Secretary, Roberto V. San Jose, will certify that copies of this Notice have been sent to all stockholders of record as of April 30, 2019, and whether the attendees represented at the meeting hold a sufficient number of shares for quorum to exist for the valid transaction of business.

3. Approval of minutes of previous stockholders' meeting

Copies of the draft minutes will be distributed before the meeting and are available for examination at the Company website www.solidgroup.com.ph.

The stockholders will be requested to approve the draft minutes. The following is the proposed resolution:

> *"RESOLVED, that the minutes of the Annual Stockholders' Meeting of Solid Group, Inc. held on June 27, 2019 be, as it is hereby, approved."*

4. Management report and audited financial statements

The President, Mrs. Susan L. Tan, will present her Report to Shareholders, discuss initiatives undertaken and challenges faced by Company in 2018, and share her personal perspective of the Company's future.

The President and Chief Executive Officer, Mrs. Susan L. Tan, will present the Management Report, the Company's operational highlights and financial results and the audited financial statements for the year ended December 31, 2018. The audited financial statements were prepared by the Company's independent auditors, Punongbayan & Araullo, a member firm of Grant Thornton International Ltd, and approved by the Company's Audit and Governance Committee and the Board of Directors. In compliance with regulatory requirements, the audited financial statements have also been submitted to the Securities and Exchange Commission and Bureau of Internal Revenue.

Questions will be entertained from the stockholders after the presentation.

The stockholders will be requested to approve the annual report of management as presented by the Chairman and the President, and the audited financial statements for year ended December 31, 2018. The following is the proposed resolution:

> *"RESOLVED, that the Annual Report of Management as presented by the Chairman and the President, and the Company's audited financial statements for the year ended December 31, 2018 be, as it is hereby, approved."*

5. Ratification of previous corporate acts

The acts, contracts, resolutions and deeds of the Board of Directors and management of the Company were significant towards achieving the Company's performance and results, and the stockholders will be requested to ratify the same. The following is the proposed resolution:

> *"RESOLVED, that all acts, contracts, resolutions and actions, authorized and entered into by the Board of Directors and Management of the Company from the date of the last annual stockholders' meeting up to the present be, as they are hereby, approved, ratified and confirmed."*

6. Election of directors

It is proposed to elect the following members of the Board of Directors. The biographical profiles of the Directors-Nominees are provided in pages 5-6 of the Information Statement that has been sent together with copies of this Notice to all stockholders of record. The Director-Nominees are the following:

<u>For Regular Directors</u>
1. Jason S. Lim
2. Susan L. Tan
3. Jonathan Joseph CC. Lim
4. Kevin Michael L. Tan
5. Vincent S. Lim
6. Joseph S. Lim
7. Beda T. Mañalac

<u>For Independent Directors</u>
8. Maria G. Goolsby
9. Quintin Chua

Voting may be done in person or by proxy. Proxy forms have been distributed to all stockholders of record together with this Notice. Signed and accomplished proxy forms are required to be submitted not later than 6:00 p.m. of June 17, 2019 and shall be validated. Votes may be cumulated as provided in the Corporation Code.

7. Appointment of external auditors

Upon the favorable recommendation of the Company's Audit and Governance Committee, the Company's external auditor, Punongbayan and Araullo, is proposed to be reappointed for the current year 2019-2020. The audit partner-in-charge for audit year 2019 shall be Mr. Nelson J. Dinio. The following is the proposed resolution:

> *"RESOLVED, that audit firm Punongbayan and Araullo be, as it is hereby, reappointed as the Company's external auditor for the current year 2019-2020."*

8. Other matters

Stockholders may propose to discuss other issues and matters.

9. Adjournment

After all matters in the agenda have been taken up, the Chairman shall entertain a motion to adjourn the meeting.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE

SECURITIES AND EXCHANGE COMMISSION
RECEIVED
MAY 30 2019
MARKET REGULATION DEPT.
BY: TIME: 8:15 Am

1. Check the appropriate box:

_________ **Preliminary Information Statement**

____✔____ **Definitive Information Statement**

2. Name of Registrant as specified in its charter: **SOLID GROUP, INC.**

3. Province, country or other jurisdiction of incorporation or organization: **Philippines**

4. SEC Identification Number: **845**

5. BIR Tax Identification Code: **321-000-508-536**

6. Address of principal office: **2285 Don Chino Roces Avenue, Makati City Postal Code 1231**

7. Registrant's telephone number, including area code: **(632) 843-1511**

8. Date, time and place of the meeting of security holders: **June 27, 2019 at 2:00 p.m. at the Focus Function Room, Green Sun, 2285 Don Chino Roces Avenue (formerly: Pasong Tamo Extension), Makati City.**

9. Approximate date on which the Information Statement is first to be sent or given to security holders **June 4, 2019**

10. Securities Registered pursuant to Section 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):

Title of Each Class	Number of Shares of Common Stock Outstanding or Amount of Debt Outstanding
Common	2,030,975,000 Common Shares (including Treasury Shares)

11. Are any or all of registrant's securities listed on the Philippine Stock Exchange?

Yes ____X____ No __________

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

SOLID GROUP, INC.
INFORMATION STATEMENT

A. GENERAL INFORMATION

Date, Time and Place of Meeting of Security Holders:

The annual stockholders' meeting will be held on **June 27, 2019** at 2:00 pm at the Focus Function Room, Green Sun, 2285 Don Chino Roces Avenue (formerly: Pasong Tamo Extension), Makati City.

The complete mailing address of the principal office is 2285 Don Chino Roces Avenue Extension, Makati City, Metro Manila.

The approximate date when the information statement will be first sent to security holders will be on **June 4, 2019.**

Dissenters' Right of Appraisal

There are no matters to be taken up during the annual stockholders' meeting with respect to which the law allows the exercise of appraisal right by any dissenting stockholder. The Revised Corporation Code of the Philippines limits the exercise of the appraisal right to the following instances:

a. In case any amendment to the articles of incorporation has the effect of changing or restricting the rights of any stockholder or class of share, or of authorizing preferences in respect superior to those of outstanding shares of any class, or of extending or shortening the term of corporate existence (Section 80(a));

b. In case of the sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets (Section 80(b));

c. In case of merger or consolidation (Section 80(c)); or

d. In case of investments in another corporation, business or purpose (Section 80(d)).

Since the matters to be taken up do not include any of the foregoing, the appraisal right will not be available.

However, if at any time after this Information Statement has been sent out, an action which may give rise to the right of appraisal is proposed at the meeting, any stockholder who voted against the proposed action and who wishes to exercise such right must make a written demand within thirty (30) days after the date of the meeting or when the vote was taken, for the payment of the fair market value of his shares. Upon payment, he must surrender his certificates of stock. No payment shall be made to any dissenting stockholder unless the Company has unrestricted retained earnings in its books to cover such payment.

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

The directors, officers, nominees for directors and their associates do not have a substantial interest, direct or indirect, in any matter to be acted upon, other than election to office.

The registrant has not been informed in writing by any person that he intends to oppose any action to be taken by the Registrant at the meeting.

B. CONTROL AND COMPENSATION INFORMATION

Voting Securities and Principal Holders

The record date to determine the stockholders entitled to notice and to vote at the meeting is on April 30, 2019.

As of record date April 30, 2019, there are 1,821,542,000 outstanding common shares (excluding treasury) entitled to notice and to vote during the meeting. Each common share is entitled to one vote, except with respect to the election of directors where the stockholders are entitled to cumulate their votes. There is no classification of voting securities.

The election of the board of directors for the current year will be taken up and all stockholders have the right to cumulate their votes in favor of their chosen nominees for director in accordance with Section 23 of the Corporation Code. Section 23 provides that a stockholder may vote such number of shares registered in his name as of the record date for as many persons as there are directors to be elected or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit. The total number of votes cast by such stockholder should not exceed the number of shares owned by him as shown in the books of the corporation multiplied by the whole number of directors to be elected.

Equity Ownership of Foreigners

As of record date April 30, 2019, foreigners collectively own 16,254,599 outstanding common shares which constitutes 0.89% of the total outstanding common shares.

Security Ownership of Certain Record and Beneficial Owners of More than 5%

The owners of more than 5% of the Company's voting securities as of April 30, 2019 are as follows:

(1) Title of Class	(2) Name and address of record owner and relationship with issuer	(3)Name of Beneficial Owner and Relationship with Record Owner	(4)Citizen-ship	(5) No. of Shares Held [record (r) or beneficial (b)]	(6) Percent
Common	AA Commercial, Inc. [1] 2285 Pasong Tamo Ext, Makati Affiliate	Vincent S. Lim Treasurer of AA Commercial Inc.	Filipino	583,377,817 (r) [1]	32.03
Common	AV Value Holdings Corporation[2] 2285 Pasong Tamo Ext, Makati Affiliate	David S. Lim Director of AV Value Holding Corp.	Filipino	499,999,999 (r) [2]	27.45
Common	PCD Nominee Corporation (F) G/F MSE Bldg., 6767 Ayala Ave., Makati Stockholder	Various stockholders None	Filipino	355,249,023 (r) [3]	19.50
Common	Lim, David S 2285 Don Chino Roces Avenue, Makati	Not applicable	Filipino	179,488,591 (r and b)	9.85

<u>Note</u> 1: *AA Commercial Inc. is owned by the Lim Family. Mr. Vincent S. Lim is authorized to vote the shares of stock registered in the name of AA Commercial Inc. Mr. Vincent S. Lim is the Treasurer of AA Commercial Inc.*

2: AV Value Holdings Corporation is owned by the Lim Family. Mr. David S. Lim is authorized to vote the shares of stock registered in the name of AV Value Holdings Corporation. Mr. David S. Lim is a Director of AV Value Holdings Corporation.

3. To the best knowledge of the Company, there is no beneficial owner of shares lodged under PCD Nominee Corporation that owns more than 5% of the voting securities of the Company.

Security Ownership of Management:

The following directors and officers, and nominees for director, own the following shares of the Company's stock as of April 30, 2019 as set forth across their names below.

(1) Title of Class	(2) Name of Beneficial Owner	(3) Amount and Nature of Beneficial Ownership	(4) Citizenship	(5) % to Total Outstanding
Common	Lim, Elena S.	1,894 (direct)	Filipino	-
Common	Tan, Susan L.	78,645 (direct)	Filipino	-
		7,300,000 (indirect)[3]		0.40
Common	Lim, David S.	179,488,591 (direct)	Filipino	9.85
		5,000,000 (indirect)[3]		0.27
		499,999,999 (indirect)[2]		27.45
Common	Lim, Jonathan Joseph C.C.	9,018,000(direct)	Filipino	0.50
Common	Lim, Vincent S.	71,887,187 (direct)	Filipino	3.95
		583,377,817 (indirect)[1]		32.03
		5,996,000 (indirect)[3]		0.33
Common	Lim, Jason S.	65,176,160 (direct)	Filipino	3.58
Common	Chua, Quintin	5,000 (direct)	Australian	-
Common	Goolsby, Maria G.	10,000 (direct)	Filipino	-
Common	Lim, Joseph	2 (direct)	Filipino	-
Common	Beda T. Manalac	1,001 (direct)	Filipino	-
Common	San Jose, Roberto V.	242,000 (direct)	Filipino	0.01
Common	Katigbak, Ana Maria	-	Filipino	-
Common	Joaquin, Lita	7,030,000 (direct)	Filipino	0.39
Common	Corpuz, Mellina T.	-	Filipino	-
Common	Santiago, Josephine T.	7,000 (direct)	Filipino	-

The aggregate amount of ownership of all directors and officers as a group unnamed is 1,434,619,296 or 78.76% of the total issued and outstanding shares.

<u>*Note*</u>*: 1. AA Commercial Inc. is owned by the Lim Family. Mr. Vincent S. Lim is authorized to vote the shares of stock registered in the name of AA Commercial Inc. Mr. Vincent S. Lim is the Treasurer of AA Commercial Inc.*

2. AV Value Holdings Corporation is owned by the Lim Family. Mr. David S. Lim is authorized to vote the shares of stock registered in the name of AV Value Holdings Corporation. Mr. David S. Lim is a Director of AV Value Holdings Corporation.

3. These shares were registered in the name of a member of the immediate family sharing the same household.

Voting Trust Holders of 5% or More

The Company is not aware of any stock held under a voting trust agreement. However, AA Commercial Inc. is a company owned by the Lim Family. Mr. Vincent S. Lim is authorized to vote the shares of stock registered in the name of AA Commercial Inc. Mr. Vincent S. Lim is the Treasurer of AA Commercial Inc. Mr. David S. Lim is authorized to vote the shares of stock registered in the name of AV Value Holdings Corporation. Mr. David S. Lim is Director of AV Value Holdings Corporation.

Change in Control

There are no arrangements, which may result in changes in control of the registrant.

Directors and Executive Officers

There are nine (9) seats in the Board. The term of office of each member is one (1) year. The names, ages and citizenship of current directors and executive officers are shown below:

Position	Name	Years Served in the Same Position	Age	Citizenship
Chairman Emeritus	Elena S. Lim	17	89	Filipino
Chairman of the Board	Jason S. Lim	17	62	Filipino
Director and President and Chief Executive Officer	Susan L. Tan	17	65	Filipino
Director and Senior VP and Chief Financial Officer	Vincent S. Lim	9	60	Filipino
Director	Quintin Chua	16	59	Australian
Director	Maria G. Goolsby	3	79	Filipino
Director	Joseph Lim	8	92	Filipino
Director and VP for Business Development and Investor Relations	Beda T. Manalac	8	58	Filipino
Director	Jonathan Joseph CC. Lim	1	33	Filipino
Corporate Secretary	Roberto V. San Jose	22	76	Filipino
Assistant Corporate Secretary	Ana Maria Katigbak-Lim	21	50	Filipino
Senior VP	David S. Lim	16	63	Filipino
Senior VP and Chief Accounting Officer	Mellina T. Corpuz	12	52	Filipino
VP and Treasurer	Lita Joaquin	16	58	Filipino

Chief Information Officer	Josephine T. Santiago	6	51	Filipino
Chief Audit Executive	Ericson B. Salvador	1	47	Filipino

The following is a brief write-up on the background and business experience of the Company's directors and executive officers during the last five (5) years:

Mr. Joseph Lim is the Founding Chairman of Solid Group of Companies and served as Chairman of the Board of the Company from 1996 until 2006. In the past five years to present, he has been Chairman of various manufacturing and trading companies in Hongkong and China among which are Solid Co. Ltd., Solid Trading Ltd. and Solid Industrial (Shenzhen) Co. Ltd. He is the Chairman of Phil-Nanning Consortium Inc. Mr. Lim is the incumbent Chairman of the China-Philippines Chamber of Commerce. Mr. Lim is married to the Company's Chairman Emeritus, Ms. Elena S. Lim, and is the father of Chairman Ms. Susan L. Tan and Directors Mr. David S. Lim, Mr. Jason S. Lim and Mr. Vincent S. Lim. Mr. Lim assumed position as Director in June 2010.

Ms. Elena S. Lim is Chairman Emeritus since May 2001. Prior to that, she was President/ Chief Executive Officer from 1996 to May 2001 and is a Director since 1996. She is also Chairman of the Board of Starworld Corporation and Skyworld Corporation. Ms. Lim is married to Joseph Lim.

Mr. Jason S. Lim is Chairman of the Board effective June 2016. He was Sr. Vice President and Chief Operating Officer from May 2002 to 2016. He is a Director since May 1996. He is Chairman of Green Sun Hotel Management Inc., MySolid Technologies and Devices Corporation, Solid Manila Corporation and SolidGroup Technologies Corporation. He is also currently President of Zen Towers Corporation, Kita Corporation, Solid Manila Finance Inc., Precos, Inc. and Casa Bocobo Hotel Inc. Mr. Lim is the son of Joseph and Elena Lim.

Ms. Susan L. Tan is President and Chief Executive Officer in June 2016. She was Chairman of the Board from May 2001 to 2016. She was Vice President of the Company from April 1999 to April 2001 and is a Director since 1996. She was Chief Operating Officer of the Company since 1996 up to March 1999. She is Chairman of Kita Corporation, Solid Manila Finance Inc and Precos, Inc., Omni Solid Services Inc., Solid Video Corporation, SolidService Electronics Corporation and Casa Bocobo Hotel, Inc. She is currently President of Green Sun Hotel Management, Inc. and Zen Towers Corporation. Ms. Tan is the daughter of Joseph and Elena Lim.

Mr. David S. Lim is Senior Vice President in June 2016. He was President and Chief Executive Officer in May 2001 to 2016. He is also Director since 1996. He was Vice-President since 1996 up to April 2001. He is concurrently President of MySolid Technologies and Digital Devices Corporation, Interstar Holdings Company, Inc., Laguna International Industrial Park, Inc., Skyworld Corporation and Starworld Corporation Mr. Lim is the son of Joseph and Elena Lim.

Mr. Vincent S. Lim is Sr. Vice President and Chief Financial Officer in September 2010 and was Sr. Vice President for Finance and Investments since June 2006 up to September

2010. He was Sr. VP and Chief Financial Officer from May 2002 up to June 2006. He is a director since 1996 and was VP/ Chief Financial Officer from 1996 up to May 2002. He is Treasurer for Omni Solid Services, Inc. and Solid Electronics Corporation, Kita Corporation , Solid Video Corporation, Solid Manila Corporation, Green Sun Hotel Management, Inc., MySolid Technologies and Devices Corporation, Omni Solid Services, Inc., SolidGroup Technologies Corporation, Zen Towers Corporation, Casa Bocobo Hotel, Inc., Precos, Inc. and Solid Manila Finance Inc. He is also an Independent Director of Security Land Corporation effective June 2013. Mr. Lim is the son of Joseph and Elena Lim.

Mr. Quintin Chua is the Independent Director since March 25, 2003. He is the Chairman and Managing Director of QC Investments Pty. Ltd, Chairman and President of Nature's Harvest Corp. and Director of Hexagon Financing Corp.

Ms. Maria G. Goolsby is the Independent Director since June 25, 2015. She served as Executive Director for Corporate Philanthropy and Social Responsibility of Union Bank of the Philippines during the last five (5) years and since year 2003. She used to hold the position of Senior Vice President of Union Bank of the Philippines, Philippine Banking Corporation and Boston Bank of the Philippines.

Mr. Beda T. Mañalac is Director and Vice President for Business Development since September 30, 2010. He is President of Solid Manila Corporation effective January 2012. He was Vice President for Business Development of MyPhone mobile phones under MySolid Technologies and Devices Corporation since 2007 to May 31, 2010.

Mr. Jonathan Joseph C.C. Lim is a director in June 2017. He is the Data Protection Officer of the Company in August 2017. He is President of Solid Group Technologies Corporation (SGTC) since January 2015. Prior to that he was Vice President for Business Development of Solid Manila Corporation since August 2013. In addition, he was Sales Manager of Solid Broadband Corporation since October 2009 up to 2012. He is the son of David S. Lim.

Ms. Lita Joaquin is the Treasurer since May 2002. She was also director from June 2006 up to August 2007. She was Comptroller in 1996 to April 2002 and Director in May 1997 where she held office up to May 1998. She also became General Manager of Solid Manila Finance Inc. in October 1999. Ms. Joaquin is the niece of Mr. Joseph Lim.

Roberto V. San Jose is the Corporate Secretary of the Company and has held the office since 1996. He is Chairman of Mabuhay Holdings Corporation; a director of Interport Resources Corporation, Anglo-Philippine Holdings Corporation, and Vulcan Industrial and Mining Corporation; and Corporate Secretary of Alsons Consolidated Resources Inc., FMF Development Corporation, Premiere Horizon Alliance Corporation, and Marcventures Holdings, Inc. He is also either a director, corporate secretary, or an officer of various companies which are clients of the law firm of Castillo Laman Tan Pantaleon & San Jose, of which he is presently a Senior Consultant. He is a member of the Integrated Bar of the Philippines.

Ana Maria A. Katigbak is the Assistant Corporate Secretary of the Company and has held the office since 1997. She is a partner in Castillo, Laman, Tan, Pantaleon & San Jose Law Offices. She also acts as director of Vulcan Industrial and Mining Corporation and Mabuhay Holdings Corporation, Corporate Secretary of IPM Holdings Inc., and Assistant Corporate Secretary of Energy Development Corporation, IRC Properties, Inc., Mabuhay Holdings, Inc., Marcventures Holdings, Inc., Paxys Inc., and Premiere Horizon Alliance Corporation. She is a member of the Integrated Bar of the Philippines.

Mellina T. Corpuz is the Chief Accounting Officer effective June 2006. Prior to that, she was the Senior Accounting Manager since 2002 and was the Accounting Manager since 1996.

Josephine Santiago is the Chief Information Officer since October 2012. She is also the Corporate Secretary of subsidiaries and affiliates of Solid Group Inc. for the last five years.

Ericson B. Salvador is the Chief Audit Executive since June 2017. Prior to that, he was the Senior Audit Manager of the subsidiaries and affiliates of Solid Group Inc. for more than five years.

Nominees for Election

The following have been nominated for election at the annual stockholders' meeting:

Position	Name	Age	Citizenship
Director	Susan L. Tan	65	Filipino
Director	Kevin Michael L. Tan	37	Filipino
Director	Jonathan Joseph CC. Lim	33	Filipino
Director	Jason S. Lim	62	Filipino
Director	Vincent S. Lim	60	Filipino
Independent Director	Quintin Chua	59	Australian
Independent Director	Maria G. Goolsby	79	Filipino
Director	Joseph Lim	92	Filipino
Director	Beda T. Mañalac	58	Filipino

Kevin Michael L. Tan is the Executive Vice President of MySolid Technologies and Devices Corporation (MSTDC) since August 2015. Prior to that he was Vice President since June 2010. In addition, he was Vice President of myphone division of Solid Broadband Corporation since August 2007 up to May 2010 where he also served as Management Trainee from January 2005 to July 2007.

Please refer to the previous section for the write-up of the following directors who have been nominated: (a) Susan L. Tan; (b) Jonathan Joseph CC. Lim; (c) Jason S. Lim; (d)

Vincent S. Lim; (e) Quintin Chua; (f) Maria G. Goolsby; (g) Joseph Lim; and (h) Beda T. Mañalac.

Independent Directors - Nominees

Mr. Quintin Chua is an incumbent Independent Director of the Corporation. Please refer to the preceding discussion for the biographical information and background of Mr. Chua. He has been re-nominated for Independent Director by Mrs. Susan L. Tan. He is not acting as a representative of any director or substantial shareholder of Solid Group, Inc. and/or any of its related companies and/or any of its substantial shareholders, pursuant to a deed of trust or under any contract or arrangement. Mr. Chua is not related to Mrs. Susan L. Tan.

Ms. Maria G. Goolsby is an incumbent Independent Director of the Corporation. Please refer to the preceding discussion for the biographical information and background of Ms. Goolsby. She has been re-nominated for Independent Director by Mrs. Elena S. Lim. She is not acting as a representative of any director or substantial shareholder of Solid Group, Inc. and/or any of its related companies and/or any of its substantial shareholders, pursuant to a deed of trust or under any contract or arrangement. Ms. Goolsby is not related to Mrs. Elena S. Lim.

Nomination and Election of Independent Directors

The Company complies with the requirements of SRC Rule 38 on the nomination and election of independent directors. On June 9, 2009, the SEC approved the Amended By-laws incorporating the requirements under SRC Rule 38 on the nomination and election of independent directors.

In compliance with SRC Rule 38 and the Company's Manual on Corporate Governance, a Corporate Governance, Compensation & Nomination Committee was constituted with the following as current members:

1. Maria G. Goolsby (Chairman)
2. Susan L. Tan (Vice Chairman);
3. Vincent S. Lim
4. Quintin Chua (Independent Director)
5. Mellina T. Corpuz (non-voting)

The Nomination Committee pre-screened and accepted the nominations of Mr. Quintin Chua and Ms. Goolsby as Independent Directors conformably with the criteria prescribed in SRC Rule 38 and the Company's Code of Corporate Governance. Mr. Chua was nominated by Mrs. Susan L. Tan while Ms. Goolsby was nominated by Mrs. Elena S. Lim. Mr. Chua and Mrs. Tan are not related to each other. Ms. Goolsby and Mrs. Lim are likewise not related to each other.

Attached as **Exhibit 1** hereto is a certification that none of the Company's directors and officers are connected with any government agencies or instrumentalities.

In compliance with SEC Memorandum Circular No. 5-2017, the Company will submit updated Certifications of Qualification for the Independent Directors together with the company's Information Statement (SEC Form 20-IS) and before the election of independent director.

Family Relationships and Related Transactions

Ms. Elena S. Lim is married to Mr. Joseph Lim. Their children, namely, Ms. Susan L. Tan, Mr. David S. Lim, Mr. Jason S. Lim and Vincent S. Lim are all directors and executive officers of the Company. Mr. Jonathan Joseph C.C. Lim, director, is the son of David S. Lim. Kevin Michael L. Tan is the son of Susan L. Tan. Ms. Lita Joaquin, treasurer of the Company, is the niece of Mr. Joseph Lim. Other than the ones disclosed, there are no other family relationships known to the Company.

Significant Employees

There is no significant employee that is not part of the Company directors and executive officers.

Involvement in Certain Legal Proceedings

Ms. Elena S. Lim is included as co-defendant in a case filed by a certain bank against AA Export and Import Corporation for the collection of unsecured business loans granted to that company. In another collection case filed by another bank against AA Export and Import Corporation, Ms. Elena S. Lim, Mr. Joseph Lim, Ms. Susan L. Tan, Mr. David S. Lim, Mr. Jason Lim and Mr. Vincent S. Lim are impleaded as co-defendants. The second cased was dismissed by the court on February 24, 2014. Except by above, none of the directors and officers was involved in the past five years up to April 2019 in any bankruptcy proceeding. Neither have they been convicted by final judgment in any criminal proceeding, nor been subject to any order, judgment or decree of competent jurisdiction, permanently enjoining, barring, suspending, or otherwise limiting their involvement in any type of business, securities, commodities or banking activities, nor found in action by any court or administrative body to have violated a securities or commodities law.

Material Pending Legal Proceedings Involving the Company or its Subsidiaries

Certain subsidiaries of the Company are involved in litigation or other proceedings affecting their respective titles to real estate property and certain other litigation in relation to property:

1. Solid Corporation also owns a parcel of land in Bgys. Talipapa and Pamaldan, Cabanatuan City, Nueva Ecija with an area of 1,914,180 square meters. This property is the subject of a case filed by Solid Corporation on October 17, 1995 with the Department of Agrarian Reform Regional Adjudication Board (RARAB) to declare the emancipation patents issued to several tenant farmers of the said property and any patents that may subsequently be issued covering the same, null and void on the ground that the requirements of Presidential Decree No. 27

have not been complied with. The portion of the property that may be subject to litigation consists of 47,211 square meters. On February 6, 1997, the case was submitted for resolution. On June 26, 1997, the RARAB ordered the processing of the Certificate of Land Transfer for issuance to the tenants. On July 31, 1997, Solid Corporation appealed the RARAB decision to the DAR's Central Adjudication Board (DARAB). The appeal was resolved adverse to Solid Corporation on January 31, 2002. Solid Corporation appealed the DARAB decision to the Court of Appeals on February 11, 2002. The Court of Appeals dismissed the petition of Solid Corp. on March 1, 2002. In November 2002, Solid Corporation withdrew its appeal at the Court of Appeals preparatory to negotiating with DAR and Landbank, which the Court of Appeals granted last June 28, 2004. No amicable settlement was however reached. Thus, Solid Corporation filed for a Petition for Higher Valuation of Land before the Provincial Agrarian Reform Adjudication Board of the Department of Agrarian Reform in Cabanatuan City on November 18, 2007. The Department of Agrarian Reform granted Solid Corporation's petition and ordered Land Bank to re-evaluate the land valuation based only on Republic Act No. 6657 (The Comprehensive Agrarian Reform Program) on September 28, 2012. Land Bank amended the valuation and tendered an Amended Offer of P14.97 million to Solid Corporation (or Solid Manila Corporation, the surviving company after the merger of Solid Manila Corporation and Solid Corporation). Solid Manila Corporation applied for an amended valuation for Php 16.4 Million Pesos. Solid Manila Corporation is complying the documentation requirements as of April 2019.

The Company believes that the outcome of these cases, individually or taken as a whole, will not adversely affect the financial results, operations or prospects of the Company. The Company does not believe any such litigation will have a significant impact on the financial results, operations or prospects of the Company.

Certain Relationships and Related Transactions

Solid Video Corporation (SVC) earns commission from sales of Solid Trading Limited (STL), a company owned by SGI's majority stockholders, to customers in the Philippines. SVC also collects the receivables related to the sales of STL which are payable immediately upon receipt.

My Solid Technologies Device Corp. (MySolid) purchases mobile phones, tablets and accessories from STL. My Solid also made advance payments to STL for its future purchase of mobile phones.

In 2017, SVC purchases electronic devices from Avid Sales Corporation, a related party under common ownership.

MySolid and SVC sells mobile phones, tablets and accessories to Avid.

Solid Manila Finance Inc. grants interest-bearing business and other loans to its related parties.

Solid Manila Corporation leases out certain land and buildings to Avid Sales Corporation. Also, Solid Electronics Corp. leases out its office space to CPD and Avid. Also, Zen Tower Corporation leases out its office space to TCL Sun Inc.

In 2016, Solid Electronics Corp. purchases parts and supplies from CPD, a company also owned by the Company's ultimate majority stockholders.

Omni Solid Services Inc. provides assembly, repair, warehouse and distribution services to Avid.
Revenue from sale of goods and services are recorded as part of revenues and the related outstanding receivables are recorded as part of Trade and Other Receivables. Income from leases is reported as Rentals. Purchases are recorded as part of cost of sales and the related outstanding payables are part of the Trade and Other payables.

Advances to and from Related Parties

1. Certain subsidiaries of the Company grants to and obtains unsecured, non-interest bearing cash advances to and from related parties companies owned by Group's ultimate majority stockholders for working capital requirements and other purposes.

Other than the foregoing, there were no transactions during the past two fiscal years to which the Company was a party, in which a director, executive officer, nominee for director, stockholder owning more than 10% of the outstanding shares of the Company had a direct interest.

2.The Company has no transactions involving related parties where the service fees or rates are fixed by law or government authority, nor acts as bank depository of funds, transfer agent, registrar or trustee under a trust indenture nor has any other interest except for those arising from the ownership of securities of the registrant recorded as treasury shares nor received extra or special benefit that was not shared equally by all holders of the registrant.

3.The Company has no parent company holding or controlling more than 50% of its outstanding capital stock. However, AA Commercial Inc. and AV Value Holdings Corporation separately own and control 32.03% and 27.45%, respectively, of the Company's outstanding shares.

4.There are no transactions with promoters or assets acquired by the Company from any promoters.

Resignation of Directors

To date, no director has resigned or declined to stand for re-election to the Board of Directors since the date of the last annual meeting due to any disagreement with the Company relative to the Company's operations, policies and practices.

Compensation of Directors and Executive Officer

The following table summarizes certain information regarding compensation paid or accrued during the last two fiscal years and paid in the ensuing fiscal year to the Company's Chairman Emeritus and each of the Company's four most highly compensated executive officers.

		Annual Compensation		
(a)	(b)	(c)	(d)	(e)
Name and Principal Position	Year	Salary (₱)	Bonus (₱)	Other Annual Compensation Income (₱)
Chairman and four most highly compensated executive officers				
Jason S. Lim	Chairman of the Board			
Susan L. Tan	Director, President and Chief Executive Officer			
David S. Lim	Director, Senior Vice President			
Vincent S. Lim	Director, Senior VP and Chief Financial Officer			
Lita Joaquin	VP and Treasurer			
	2019 (Est.)	20,000,000	4,000,000	1,600,000
	2018	17,310,000	3,044,187	1,545,070
	2017	16,980,000	3,336,932	1,362,917
All officers and directors as a group unnamed	2019 (Est.)	10,000,000	2,000,000	1,800,000
	2018	9,235,000	1,484,662	1,628,726
	2017	8,584,807	1,636,014	1,560,797

Matters of compensation of directors and executive officers are reviewed by the Company's Corporate Governance, Compensation & Nomination Committee. The members of the Corporate Governance, Compensation & Nomination Committee are the following:

Chairman:	Maria G. Goolsby
Vice Chairman:	Susan L. Tan
Members:	Vincent S. Lim
	Quintin W. Chua (Independent Director)
	Mellina T. Corpuz

Standard Arrangements, Employment Contracts and Termination of Employment and Change-in-Control Arrangements.

There are no employment contracts between the registrant and executive officers/directors nor any compensatory plan or arrangement, including payments to be received from the Registrant, except that directors receive a per diem of Php 30,000 for each meeting actually attended.

There is also no existing plan or arrangement as a result of the resignation, retirement or any other termination of an executive officer or director's employment with the Registrant and its subsidiaries or from a change-in-control of the Registrant or a change in the executive officer or directors' responsibilities following a change-in-control.

Warrants and Options Outstanding; Repricing

The Company has no outstanding warrants and options.

Independent Public Accountants

The independent public accountant recommended for re-appointment for the current year is Punongbayan & Araullo ("P&A"). P&A was the auditor for the previous fiscal year ended 2018. There were no disagreements with P&A on any matter of accounting principle or practice, or financial disclosure.

Representatives of P&A shall be present at the meeting, will have the opportunity to make a statement if they choose to do so, and will be available to respond to appropriate questions.

The 2018 audit of the Company by P&A is in compliance with SRC Rule 68(3)(b)(iv) which provides that the audit partner-in-charge of the external auditor should be rotated every five (5) years or earlier. Beginning audit year 2018, the new audit partner-in-charge is Mr. Nelson J. Dinio. A two-year cooling off period shall be observed in the re-engagement of the same signing partner or individual after the expiration of the 5 year term.

The annual audited financial statements are approved by the Company's Audit Committee consisting of the following members:

Chairman:	Quintin W. Chua (Independent Director)
Vice Chairman:	Vincent S. Lim
Members:	Susan L. Tan
	Jonathan Joseph C.C. Lim
	Maria G. Goolsby (Independent Director)

Audited Financial Statements

Please refer to the Management Report for a copy of the Company's audited financial statements for the year ended December 31, 2018.

Interim Financial Statements

Please refer to the Management Report for a copy of the Company's SEC Form 17-Q for the first quarter of 2019 ended March 31, 2019. The Company's SEC Form 17-Q contains the Company's financial statements for the first quarter of 2019 ended March 31, 2019.

D. OTHER MATTERS

Action with Respect to Reports:

The 2018 Audited Financial Statements, as set forth in the accompanying Management Report, and the Minutes of the Annual Stockholders' Meeting will be submitted for stockholder's approval. Copies of the Management Report are attached to this Information Statement.

Approval of the Minutes of the Annual Stockholders' Meeting held on June 28, 2018 constitutes a ratification of the accuracy and faithfulness of the Minutes to the events which transpired during the meeting which includes the following: (i) approval of minutes of the previous meeting; (ii) approval of the management report and audited financial statements; (iii) ratification of management's acts; (iv) election of directors; and (vi) appointment of external auditors. This does not constitute a second approval of the same matters taken up at the previous annual stockholders' meeting which had already been approved.

Please refer to Annex "A" for the list of Acts for Ratification.

Voting Procedure:

For the election of directors, the nine (9) nominees receiving the most number of votes will be elected to the Board of Directors. Cumulative voting will apply.

For all other matters to be taken up, the approval of stockholders owning/representing at least a majority of the outstanding capital stock shall be sufficient.

Voting shall be done *viva voce* or by raising of hands and the votes for or against the matter submitted shall be tallied by the Corporate Secretary in case of a division of the house.

UPON THE WRITTEN REQUEST OF A STOCKHOLDER, THE COMPANY WILL PROVIDE, FREE OF CHARGE, A COPY OF THE COMPANY'S SEC FORM 17-A (ANNUAL REPORT) DULY FILED WITH THE SECURITIES AND EXCHANGE COMMISSION. THE STOCKHOLDER MAY BE CHARGED A REASONABLE COST FOR PHOTOCOPYING THE EXHIBITS.

ALL REQUESTS MAY BE SENT TO THE FOLLOWING ADDRESS:

Solid Group Inc.
2285 Don Chino Roces Avenue
Makati City, Metro Manila

Attention: Ms. Mellina T. Corpuz

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in Makati City on May 29, 2019.

Solid Group Inc.

By:

ROBERTO V. SAN JOSE
Corporate Secretary

Exhibit 1

Certification on the connections of the Company's directors and officers with any government agencies or instrumentalities

Summary of Acts for Ratification

The acts for ratification from the date of the last stockholders' meeting include the following:

- Election of corporate officers.
- Designation of Mellina T. Corpuz, Josephine T. Santiago and Annabella Orbe as the Corporation's Corporate Information Officers.
- Appointment of the following members of Committees (Audit Committee, Corporate Governance & Nominations Committee, Compensation or Remuneration Committee, Risk Management Committee).
- Presentation and approval of financial report as of June 30, 2018.
- Declaration of cash dividends.
- Presentation and approval of financial report as of September 30, 2018.
- Presentation and approval of financial report as of December 31, 2018.
- Date of Annual Stockholders' Meeting.
- Presentation and approval of financial report as of March 31, 2019.

SOLID GROUP INC.

MANAGEMENT REPORT
Pursuant to SRC Rule 20(4)(A)

For the 2019 Annual Stockholders' Meeting

A. Audited Financial Statements for Fiscal Year Ended December 31, 2018

Please refer to the accompanying audited financial statements for year ended December 31, 2018 and first quarter report on SEC Form 17Q for the quarter ended March 31, 2019.

B. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

The Company has no disagreements with the external auditor on accounting and financial disclosure.

On June 28, 2018, the Company reappointed Punongbayan and Araullo as its external auditors for the year 2018.

There was no change in our existing auditor for the years 2018 and 2019. The Company is in compliance with the Code of Corporate Governance and SEC Memorandum Circular No. 2, series of 2002 requiring the rotation every five (5) years of the audit partner-in-charge of the external auditor.

C. Management's Discussion and Analysis or Plan of Operations.

Full Fiscal Years

A. Management's Discussion and Analysis or Plan of Operation

(1) Plan of Operation

Not applicable. The Company has revenues from operations in each of the last two fiscal years.

(2) Management's Discussion and Analysis

a. Full Fiscal Years

Key Performance Indicators

The following key performance indicators were identified by the Company: revenue growth, asset turnover, operating expense ratio, earnings before interest, taxes, depreciation and amortization (EBITDA), earnings per share, current ratio and debt to equity ratio.

Revenue growth was determined as follows: revenues for the current year less revenues for last year or change in revenues divided by the revenues of the previous year.

Asset turnover was computed based on the revenues earned during the year divided by the average total assets.

Operating expense ratio was calculated as follows: operating expenses for the period divided by revenues for period.

EBITDA was determined by adding back interest expense, depreciation and amortization charges to income before tax on continuing operations for the year.

Earnings per share was computed based on the net income or loss for the period divided by the weighted average shares outstanding during the year.

Current ratio was computed as follows: total current assets as of end of the year divided by total current liabilities as of end of the year.

Debt to equity ratio was computed by dividing the total liabilities (excluding amounts due to related parties) as of end of the year by the total equity as of end of the year.

Key performance indicators for 2018, 2017 and 2016 are as follows:

	December 31, 2018	December 31, 2017	December 31, 2016
Revenue growth	(24%)	(22%)	(1%)
Asset turnover	32%	43%	54%
Operating expense ratio	21%	14%	12%
EBITDA	P432million	P650 million	P558 million
Earnings (loss) / share	P0.14	P0.22	P0.19
Current ratio	9.82:1	8:40:1	9.05:1
Debt to equity ratio	0.13:1	0.14:1	0.13:1

2018

Revenues of P3,755 million weakened by 24% in 2018 from P4,942 million in 2017 from lower revenues of the digital mobile and technical support and solutions segments.

Asset turnover stood lower at 32% in 2018 from 43% in 2017 driven by lower revenues of the digital mobile segment.

Operating expense ratio was higher at 21% in 2018 from 14% in 2017 principally due to lower revenues of the digital mobile segment.

EBITDA was P432 million in 2018 against P650 million in 2017 attributed to net loss of the digital mobile segment and lower net income of technical support and solutions segments.

Earnings per share was P0.14 in 2018 from P0.22 in 2017 from lower net income in 2018.

Current ratio improved to 9.82:1 as of December 31, 2018 and 8.40:1 as of December 31, 2017 primarily due to decrease in current liabilities of the property & building services and technical support and solutions segments.

Debt to equity ratio was 0.13:1 as of December 31, 2018 from 0.14: 1 as of December 31, 2017 primarily due to lower liabilities.

2017

Revenues of P4,942 million declined by 22% in 2017 from P6,365 million in 2016 principally from lower revenues of the digital mobile devices segment, offset by improved revenues of the property and related services and technical support and solutions segments.

Asset turnover was lower at 43% in 2017 from 54% in 2016 mainly as a result of lower revenues of the digital mobile devices segment on the digital product sales.

Despite lower operating expense in 2017, operating expense ratio stood higher at 14% in 2017 from 12% in 2016 principally due to lower revenues of the digital mobile devices segment.

EBITDA amounted to P650 million in 2017 compared with P558 million in 2016 mainly due to higher profit from the property and related services and technical support solutions segments.

Earnings per share stood at P0.22 in 2017 versus P0.19 in 2016 principally from higher net income in 2017.

Current ratio was at 8:40:1 as of December 31, 2017 and 9.05:1 as of December 31, 2016 primarily due to increase in current liabilities of the property and building services segment

Debt to equity ratio stood at 0.14:1 as of December 31, 2017 from 0.13: 1 as of December 31, 2016 primarily due to higher liabilities.

2016

Revenues of P6,365 million declined by 1% in 2016 from P6,460 million in 2015 principally from lower revenues of the property and building services segment in 2016, offset by improved revenues of the digital mobile devices and technical support and solutions segments. The Company sold its investment in PNCI in 2016, which led to the decline in revenues of the property and building services segment.

Asset turnover was higher at 54% in 2016 from 50% in 2015 mainly due to lower total assets employed by the Company to generate almost the same level of revenues last year.

Operating expense ratio improved to 12% in 2016 from 14% in 2015principally due to lower operating expenses for the year.

EBITDA amounted to P558 million in 2016 compared with P967 million in 2015. The Company sold its investment in PNCI in 2016. Despite the improved performance of the digital mobile devices and technical support solutions segment in 2016, EBITDA was still lower due to the divestment in PNCI in 2016 and the one-time gain after tax on property sale of P240 million in 2015 (none in 2016).

Earnings per share stood at P0.19 in 2016 versus P0.27 in 2015 principally from lower net income in 2016.

Current ratio significantly improved at 9.05:1 as of December 31, 2016 and 4.34:1 as of December 31, 2015 primarily due to decrease in current liabilities of the property and building services segment. The Company sold its investment in PNCI in 2016, contributing to improved liquidity.

Debt to equity ratio stood at 0.13:1 as of December 31, 2016 from 0.22: 1 as of December 31, 2015 primarily due to lower liabilities.

Results of Operations 2018

The Company posted revenues of P3,755 million, a drop of 24% in 2018 against P4,942 million in 2017 due to weaker revenues of the digital mobile and technical support and solutions segments.

Sale of goods only reached P2,715 million in 2018, a decline of 21% from P3,450 million in 2017 mainly due to lower sales volume of sales of digital products of the digital mobile segment.

Rendering of services also dropped by 40% to P712 million in 2018 from P1,192 million in 2017 mainly due to decline in revenues of the technical support and solutions segment. The record sales performance in 2017 of the technical support and solutions segment was delivered from the integration activities in the three ASEAN events (none in 2018).

Rental income improved to P239 million in 2018, higher by 3% from P233 million in 2017 due to higher occupancy of the property and building services segment.

Interest income grew by 76% to P78 million in 2018 from P44 million in 2017 mainly from higher interest rates and investible funds of the investments and other segment.

Sale of real estate amounted to P10 million in 2018, down by 53% from P22 million in 2017 due to lower sale of condominium units.

Cost of sales, services, real estate sold and rentals amounted to P3,056 million in 2018, or a decrease of 23% from P3,977 million in 2017 as discussed below.

Cost of sales amounted to P2,399 million in 2017, down by 19% from P2,970 million in 2017 in relation to decrease in sales of digital mobile segment.

Cost of services amounted to P553 million in 2017 from P915 million for the same period of 2017, lower by 40% mainly due to lower service revenue.

Cost of rentals amounted to P96 million in 2018, an increase of 25% from P77 million in 2017 mainly in relation to higher rental income.

Cost of real estate sold amounted to P6 million in 2018 compared with P14 million in 2017 corresponding to the cost of units sold.

Gross profit declined by 28% to P699 million in 2018 from P965 million in 2017 due to lower revenues. The Company also decided to address its slow-moving inventories and sold Brown mobile phones of digital mobile segment at a loss in the fourth quarter of 2018 when it moved the distribution of the units to its traditional dealership channel.

Other operating expenses (income) amounted to P433 million in 2018 from P474 million in 2017 as explained below.

Selling and distribution costs amounted to P310 million in 2018, or lower by 6% from P330 million in 2017 mainly due to lower commissions of the digital mobile segment.

General and administrative expenses amounted to P461 million in 2018, up by 26% from P367 million in 2017, principally from loss on unrecoverable advances for the Brown mobile phones of the digital mobile segment.

Other operating income - net went up to P339 million in 2018 from P224 million income in 2017, up by 51% mainly from fair value gains on investment property.

Operating profit amounted to P266 million in 2018 from P491 million in 2017, a decrease of 46% mainly from operating loss of the digital mobile segment as discussed above and lower operating profit of the technical support & solutions segments.

Other income (charges) – net amounted to P84 million income in 2018 against P70 million income in 2017 mainly from the following:

Finance income stood higher at P88 million in 2018 compared with P65 million in 2017 principally due to higher foreign currency exchange gains and interest earnings.

Finance costs was favorable at P10 million in 2018 from P12 million in 2017 primarily due to lower foreign currency exchange losses offset by higher interest expense and impairment losses in receivables.

Other gains – net amounted to P6 million in 2018 compared with P17 million in 2017, lower by 62% primarily from refund of deposits of electricity of the property and building services segment in 2017 (none in 2018).

Profit before tax was P350 million in 2018, down by 38% from P561 million in 2017 mainly due to net loss of the digital mobile segment and lower profit of the technical support and solutions segment.

Tax expense of P95 million in 2018 was lower from P157 million in 2017 due to lower pre-tax income.

Net profit of P254 million in 2018 was down by 37% from P403 million in 2017 due to factors as discussed above.

Net profit attributable to equity holders of the parent amounted to P247 million in 2018 versus P397 million in 2017 as discussed above.

Net profit attributable to non-controlling interest amounted to P7.4 million in 2018 compared with P6.5 million in 2017 primarily due to reported income from Starworld.

Financial Position 2018

Cash and cash equivalents posted lower by 30% at P2,455 million as of December 31, 2018 from P3,490 million as of December 31, 2017. Cash was mainly used for operating activities from increase in inventories of the digital mobile segment and increase in other current assets as certain time deposits more than three months were classified under other current assets.

Trade and other receivables amounted to P891 million as of December 31, 2018 from P1,214 million as of December 31, 2017, lower by 27% mainly from decrease in advances to suppliers of the digital mobile segment. Trade customers are generally established and stable companies with reasonable assurance of collectibility of their accounts. Nonetheless, trade accounts are periodically reviewed to assess the possible losses from non-collection and allowance is provided for possible losses on accounts which are considered doubtful of collection.

Advances to related parties amounted to P9.4 million as of December 31, 2018 and P9.2 million as of December 31, 2017. There was no material change for this account.

Merchandise inventories and supplies - net amounted to P764 million as of December 31, 2018 versus P538 million as of December 31, 2017 contributed by higher merchandise inventory for digital products of the digital mobile segment.

Real estate inventories amounted to P436 million as of December 31, 2018 and P440 million as of December 31, 2017. There was no material change for this account.

Other current assets grew to P1,057 million as of December 31, 2018 compared with P301 million as of December 31, 2017, an increase of 250% mainly from higher short term-placements with maturity of more than three months but less than one year.

Total current assets amounted to P5,615 million as of December 31, 2018 from P5,995 million as of December 31, 2017 mainly from lower cash and cash equivalents and receivables as discussed above.

Non-current trade and other receivables reached to P739 million as of December 31, 2018 from P692 million as of December 31, 2017 mainly from increase in cash surrender value of investment in life insurance.

Financial assets at fair value through other comprehensive income amounted to P27.1 million, mainly from the investment in proprietary membership club shares. This account was reclassified from AFS Financial Assets due to adoption of PFRS 9, Financial instruments in 2018.

Property and equipment – net amounted to P1,762 million as of December 31, 2018 from P1,909 million as of December 31, 2017 primarily due to transfer of certain construction in progress to investment property of property & building services segment.

Investment property - net amounted to P3,406 million as of December 31, 2018 from P2,903 million as of December 31, 2017 mainly due to fair value gains and transfer of certain construction in progress from property and equipment to investment property of the property and building services segment.

Post-employment benefit assets stood at P126 million as of December 31, 2018, an increase of 20% from P105 million as of December 31, 2017 primarily a result of lower present value of retirement obligation.

Deferred tax assets (DTA) - net amounted to P156 million as of December 31, 2018 and P110 million as of December 31, 2017, up by 41% principally due to recognition of DTA from NOLCO of digital mobile segment.

Non-current available-for-sale financial assets – net was P20 million as of December 31, 2017, nil in 2018 arising from its reclassification to Financial assets at FVOCI due to adoption of PFRS 9, Financial instruments in 2018.

Other non-current assets amounted to P124 million as of December 31, 2018 or higher by 432% from P23 million as of December 31, 2017 primarily due to deposits on acquisition of land of the property and building services segment.

Total non-current assets amounted to P6,343 million as of December 31, 2018 from P5,766 million as of December 31, 2017 as discussed above.

Total assets reached P11,958 million as of December 31, 2018 from P11,761 million as of December 31, 2017 as discussed above.

Interest-bearing loans amounted to P123 million as of December 31, 2018, or an increase of 7% from P115 million as of December 31, 2017 primarily due to application of unpaid interest expense to principal loan balances and translation adjustment from devaluation of Philippine peso.

Trade and other payables amounted to P422 million as of December 31, 2018 against P475 million as of December 31, 2017, a decrease of 11% principally due to lower trade payables of the technical support & solutions segment.

Customers' deposits amounted to P15 million as of December 31, 2018 compared with P16 million as of December 31, 2017. The decrease was due to refund of deposits.

Advances from related parties amounted to P1.8 million as of December 31, 2018, lower by 50% from P3.7 million as of December 31, 2017 from payment of advances.

Estimated liability for land and land development costs stood at P 68 million as of December 31, 2017, nil in 2018 due to adoption of PFRS 15 effective 2018 that resulted in the derecognition of liability.

Income tax payable of P8 million as of December 31, 2018 versus P33 million as of December 31, 2017 was lower by 75% principally due to lower tax expense.

Total current liabilities stood at P571 million as of December 31, 2018 from P713 million as of December 31, 2017 as a result of derecognition of estimated liability for land and land development.

Non-current refundable deposits amounted to P29 million as of December 31, 2018 from P27 million as of December 31, 2017 from additional customers' deposits.

Postemployment benefit obligation was lower at P26 million as of December 31, 2018 from P37 million as of December 31, 2017 due to lower present value of retirement benefit obligation.

Deferred tax liabilities -net amounted to P783 million as of December 31, 2018 and P697 million as of December 31, 2017. The increase of 12% was mainly attributable to additional fair value gain on investment property for the year.

Total non-current liabilities amounted to P839 million as of December 31, 2018 and P762 million as of December 31, 2017.

Total liabilities amounted to P1,411 million as of December 31, 2018 from P1,475 million as of December 31, 2017.

Capital stock stood at P2,030 million as of December 31, 2018 and December 31, 2017.

Additional paid-in capital amounted to P4,641 million as of December 31, 2018 and December 31, 2017.

Treasury shares amounted to P115 million as of December 31, 2018 and December 31, 2017.

Revaluation reserves amounted to P42 million gain as of December 31, 2018 from P15 million loss as of December 31, 2017 mainly from actuarial gains from remeasurement of post-employment benefit plan, and currency exchange differences on translation of financial statements of foreign operation.

Retained earnings amounted to P3,594 million as of December 31, 2018 from P3,398 million as of December 31, 2017 due to net income for the year offset by dividends declared.
Total equity attributable to Equity holders of Parent amounted to P10,193 million as of December 31, 2018 from P9,939 million as of December 31, 2017 primarily due to higher retained earnings.

Non-controlling interests went up to P353 million as of December 31, 2018 from P345 million as of December 31, 2015. There was no material change for this account.

Total equity amounted to P10,547 million as of December 31, 2018 from P10,285 million as of December 31, 2017.

<u>Results of Operations 2017</u>

Revenues stood at P4,942 million, down by 22% in 2017 compared with P6,365 million in 2016 principally from lower revenues of the digital mobile devices segment, offset by improved revenues of the property and related services and technical support and solutions segments.

Sale of goods reached P3,450 million in 2017, down by 36% from P5,393 million in 2016 mainly due to lower sales volume of sales of digital products of the digital mobile devices segment.

Rendering of services went up to P1,192 million in 2017, increasing by 62% from P736 million in 2016 mainly due to higher revenues of the technical support and solutions segment.

Rental income amounted to P233 million in 2017, higher by 26% from P184 million in 2016 due to higher occupancy of the property and building services segment.

Interest income amounted to P44 million in 2017, an increase of 18% from P38 million in 2016 mainly from higher investible funds of the investments and other segment.

Sale of real estate amounted to P22 million in 2017, up by 83% from P12 million in 2016 due to sale of condominium units.

Cost of sales, services, real estate sold and rentals amounted to P3,977 million in 2017, or a decrease of 26% from P5,361 million in 2016 as discussed below.

Cost of sales amounted to P2,970 million in 2016, down by 37% from P4,706 million in 2016 in relation to decrease in sales.

Cost of services amounted to P915 million in 2016 from P595 million for the same period of 2016, up by 54% mainly in support to higher service revenue.

Cost of rentals amounted to P77 million in 2017, an increase of 48% from P52 million in 2016 mainly in relation to higher rental income.

Cost of real estate sold amounted to P14 million in 2017 compared with P8 million in 2016 corresponding to the cost of units sold.

Gross profit amounted to P965 million in 2017 from P1,003 million in 2016, down by 4% due to lower revenues.

Other operating expenses amounted to P474 million in 2017 from P736 million in 2016 as explained below.

Selling and distribution costs amounted to P330 million in 2017, or lower by 12% from P376 million in 2016 mainly due to the decrease in warranty charges, commissions and delivery expenses of the digital mobile devices segment.

General and administrative expenses amounted to P367 million in 2017, up by 3% from P358 million in 2016. There was no material variance for this account.

Other operating income - net went up to P224 million in 2017 from P2 million expense in 2016, up by 8839% mainly from fair value gains on investment property.

Gain on sale of subsidiary amounted to P127 million in 2016 (nil in 2017). This was a consequence of the sale of investment in PNCI in 2016.

Operating profit amounted to P491 million in 2017 from P266 million in 2016, an increase of 84% from higher other operating income of the property and related services and profits of technical support and solutions segments from ASEAN projects.

Other income (charges) – net amounted to P70 million income in 2017 against P199 million income in 2016 mainly from the following:

Finance income stood lower at P65 million in 2017 compared with P81million in 2016 principally due to lower foreign currency exchange gains.

Finance costs was favorable at P12 million in 2017 from P17 million in 2016 primarily due to decrease in interest expense from lower bank loans as a result of the sale of its investment in PNCI in 2016 where the Company transferred the bank loans of this subsidiary as part of the sale.

Other gains – net amounted to P17 million in 2017 compared with P7 million in 2016, higher by 142% primarily from refund of deposits of electricity of the property and related services segment.

Profit before tax was P561 million in 2017, up by 21% from P465 million in 2016 mainly due to higher operating profit of the property and related services and technical support and solutions segments.

Tax expense of P157 million in 2017 was higher from P124 million in 2016 due to higher pre-tax income.

Net profit of P403 million in 2017 improved by 19% from P340 million in 2016 mainly due to higher operating profit of the property and related services and technical and support solutions segments.

Net profit attributable to equity holders of the parent amounted to P397 million in 2017 versus P343 million in 2016 as discussed above.

Net profit attributable to non-controlling interest amounted to P6 million in 2017 compared with P2.7 million loss in 2016 primarily due to reported income from Starworld.

Financial Position 2017

Cash and cash equivalents amounted to P3,490 million as of December 31, 2017 higher by 54 % from P2,259 million as of December 31, 2016. Cash was mainly provided from operating activities from decrease in merchandise inventories and supplies and from investing activities due to redemption of financial assets at FVTPL.

Financial assets at fair value through profit or loss amounted to nil as of December 31, 2017 from P741 million as of December 31, 2016 from redemption of unit investments in trust fund.

Trade and other receivables reached P1,214 million as of December 31, 2017 against P1,380 million as of December 31, 2016, or a decrease of 12% mainly from collection of receivables of the digital mobile devices segment. Trade customers are generally established and stable companies with reasonable assurance of collectibility of their accounts. Nonetheless, trade accounts are periodically reviewed to assess the possible losses from non-collection and allowance is provided for possible losses on accounts which are considered doubtful of collection.

Advances to related parties amounted to P9.2 million as of December 31, 2017 and P9.1 million as of December 31, 2016. There was no material change for this account.

Merchandise inventories and supplies - net amounted to P538 million as of December 31, 2017, compared with P802 million as of December 31, 2016 mainly from lower merchandise inventory for digital products of the digital mobile devices segment.

Real estate inventories amounted to P440 million as of December 31, 2017 and P451 million as of December 31, 2016. There was no material change for this account.

Other current assets amounted to P301 million as of December 31, 2017 compared with P215 million as of December 31, 2016, an increase of 40% mainly from higher deferred costs and short term-placements with maturity of more than 180 days but less than one year.

Total current assets reached P5,995 million as of December 31, 2017 from P5,860 million as of December 31, 2016 mainly from higher cash and cash equivalents and other current assets as discussed above.

Non-current trade and other receivables reached to P692 million as of December 31, 2017 from P663 million as of December 31, 2016 mainly from increase in cash surrender value of investment in life insurance.

Non-current available-for-sale financial assets went up to P20 million as of December 31, 2017 from P18 million as December 31, 2016 from fair value gains in club shares.

Property and equipment amounted to P1,909 million as of December 31, 2017 from P1,874 million as of December 31, 2016 primarily from additions during the year.

Investment property amounted to P2,903 million as of December 31, 2017 from P2,678 million as of December 31, 2016 mainly due to fair value gains and additions in the property and building services segment.

Post-employment benefit assets stood at P 105 million as of December 31, 2017 and P102 million as of December 31, 2016 as a result of lower present value of obligation.

Deferred tax assets - net amounted to P110 million as of December 31, 2017 and P119 million as of December 31, 2016, down by 7% due to application of MCIT of certain subsidiaries.

Other non-current assets amounted to P23 million as of December 31, 2017 or higher by 17% from P20 million as of December 31, 2016 primarily due to higher other investment and non-current assets

Total non-current assets amounted to P5,766 million as of December 31, 2017 from P5,475 million as of December 31, 2016 as discussed above.

Total assets reached P11,761 million as of December 31, 2017 from P11,336 million as of December 31, 2016 as discussed above.

Interest-bearing loans amounted to P115 million as of December 31, 2017, or an increase of 3% from P112 million as of December 31, 2016. There was no material change for this account.

Trade and other payables amounted to P475 million as of December 31, 2017 against P438 million as of December 31, 2016, an increase of 8% principally due to higher trade and other payables.

Customers' deposits amounted to P16 million as of December 31, 2017 compared with P10 million as of December 31, 2016. The increase was due to additional deposits.

Advances from related parties amounted to P3.7 million as of December 31, 2017, an increase of 102% from P1.8 million as of December 31, 2016 due to additional advances.

Estimated liability for land and land development costs stood at P 68 million as of December 31, 2017 and December 31, 2016.

Income tax payable of P33 million as of December 31, 2017 versus P15 million as of December 31, 2016 was higher by 120% principally due to higher tax expense for the year.

Total current liabilities stood at P713 million as of December 31, 2017 from P647 million as of December 31, 2016 as a result of higher trade and other payables.
Non-current refundable deposits amounted to P27 million as of December 31, 2017 from P21 million as of December 31, 2016 from additional customers' deposits.

Postemployment benefit obligation stood at P37 million as of December 31, 2017 and P33 million as of December 31, 2016 due to additional unfunded retirement obligation of certain subsidiaries.

Deferred tax liabilities -net amounted to P697 million as of December 31, 2017 and P636 million as of December 31, 2016. The increase was attributable to fair value gain on investment property for the year.

Total non-current liabilities amounted to P762 million as of December 31, 2017 and P691 million as of December 31, 2016.

Total liabilities amounted to P1,475 million as of December 31, 2017 from P1,338 million as of December 31, 2016.

Capital stock stood at P2,030 million as of December 31, 2017 and December 31, 2016.

Additional paid-in capital amounted to P4,641 million as of December 31, 2017 and December 31, 2016.

Treasury shares amounted to P115 million as of December 31, 2017 and December 31, 2016.

Revaluation reserves amounted to P15 million loss as of December 31, 2017 from P27 million loss as of December 31, 2016 mainly from other comprehensive income for the period from remeasurement of post-employment benefit plan.

Retained earnings amounted to P3,398 million as of December 31, 2017 from P3,129 million as of December 31, 2016 due to net income for the year offset by dividends declared.

Total equity attributable to Equity holders of Parent amounted to P9,939 million as of December 31, 2017 from P9,658 million as of December 31, 2016 primarily due to higher retained earnings.

Non-controlling interests went up to P345 million as of December 31, 2017 from P339 million as of December 31, 2015. There was no material change for this account.

Total equity amounted to P10,285 million as of December 31, 2017 from P9,998 million as of December 31, 2016.

Results of Operations 2016

Revenues stood at P6,365 million, down by 2% in 2016 compared with P6,460 million in 2015 principally from lower revenues of the property and building services in 2016, offset by improved revenues of the digital mobile devices and technical support and solutions segments. The

Company sold its investment in PNCI in 2016, which led to the decline in revenues of the property and building services segment.

Sale of goods reached P5,393 million in 2016 achieving growth of 36% from P3,952 million in 2015 mainly due to higher sales volume of sales of digital products of the digital mobile devices segment.

Rendering of services went up to P736 million in 2016, increasing by 38% from P532 million in 2015 mainly due to higher revenues of the technical support and solutions segment.

Rental income amounted to P184 million in 2016, up by 27% form P146 million in 2015 due to higher occupancy as the property and building services rented out the Laguna properties.

Interest income amounted to P38 million in 2016 a decrease of 9% from P41 million in 2015 mainly from lower investible funds.

Sale of real estate amounted to P12 million in 2016, down by 99% form P1,788 million in 2015 since the Company sold its investment in PNCI in 2016. This resulted to decrease in real estate sales for the year.

Cost of sales, services, real estate sold and rentals amounted to P5,361 million in 2016, or an increase of 7% from P5,020 million in 2015 as discussed below.

Cost of sales amounted to P4,706 million in 2016, an increase of 32% from P3,577 million in 2015 in relation to increase in sales.

Cost of services amounted to P595 million in 2016 from P460 million for the same period of 2015, up by 29% mainly to support the higher service revenue.

Cost of rentals amounted to P52 million in 2016, a decrease of 9% from P57 million in 2015 mainly due to other charges incurred related to the property sale last year (none in 2016).

Cost of real estate sold amounted to P8 million in 2016 compared with P925 million in 2015 corresponding to the cost of unit sold. The Company sold its investment in PNCI in 2016, resulting to lower cost of real estate of the property and building services segment.

Gross profit amounted to P1,003 million in 2016 form P1,440 million in 2015. Gross profit stood lower in 2016 as the margins from real estate sales in 2015 was higher.

Other operating expenses amounted to P736 million in 2016 from P633 million in 2015 as explained below.

Selling and distribution costs amounted to P376 million in 2016, or lower by 33% from P559 million in 2015. The Company sold its investment in PNCI in 2016. Hence, the costs of these subsidiaries were excluded in operating results after the divestment.

General and administrative expenses amounted to P358 million in 2016, up by 6% from P336 million in 2015 mainly from higher warranty claims and materials, supplies and consumables.

Other operating income - net was down to P2 million expense in 2016 from P263 million income in 2015 mainly from fair value losses on investment property of P52 million reported in 2016 (fair value gains of P87 million in 2015). The Company also posted gain on sale of investment property in Balintawak of P138 million in 2015 (none in 2016).

Operating profit amounted to P266 million in 2016 from P806 million in 2015. The Company sold its investment in PNCI in 2016. Despite the improved performance of the digital mobile devices and technical support solutions segments in 2016, profit was still down due to the divestment in

PNCI. Moreover, the Company reported gains from property sale of P138 million in 2015 (none in 2016).

Other income (charges) – net amounted to P199 million income in 2016 against P25 million income in 2015 mainly from the following:

Finance income stood lower at P81 million in 2016 compared with P89 million in 2015 principally due to lower interest income form time deposit in 2016 and gain on settlement of receivables in 2015 (none in 2016).

Finance costs was favorable at P17 million in 2016 from P77 million in 2015 primarily due to decrease in interest expense from lower bank loans. The Company sold its investment in PNCI in 2016. The Company transferred the bank loans of these subsidiaries as part of the sale.

Gain on sale of subsidiary amounted to P127 million in 2016 (nil in2015). This was a consequence of the sale of investment in PNCI in 2016.

Share in net loss of an associate amounted to P3.3 million in 2015 (none in 2016). The Company sold its investment in Creative Hothouse Manila, Inc. in 2016.

Other gains – net amounted to P7 million in 2016 compared with P16 million in 2015, higher by 6% primarily from excess of standard over actual input VAT and gain on discounting of refundable deposit.

Profit before tax was P465 million in 2016, down by 44% from P832 million in 2015 mainly due to lower operating profit as explained above.

Tax expense of P124 million in 2016 was lower from P159 million in 2015 principally due to application of previous year's NOLCO to current year's tax. There was also no tax expense for Nanning, China operation due to the disposal of the investment in PNCI.

Net profit of P340 million in 2016 compared with P672 million in 2015 mainly due to lower operating profit as explained above.

Net profit attributable to equity holders of the parent amounted to P343 million in 2016 versus P486 million in 2015 as discussed above.

Net loss attributable to non-controlling interest amounted to P2.7 million in 2016 compared with P186 million income in 2015 primarily due to reported losses of the Golden Hill project in Nanning, China for the short period in 2016. Share in NCI related to the Golden Hill was included in the consolidated report until the date of disposal on August 10, 2016.

Financial Position 2016

Cash and cash equivalents amounted to P2,259 million as of December 31, 2016 lower by 12 % from P2,576 million as of December 31, 2015. Cash was used for investing activities mainly for acquisition of financial assets at FVTPL. It was also used for financing activities mainly for the payment of cash dividends.

Financial assets at fair value through profit or loss amounted to P741 million as of December 31, 2016, higher by 503% from P123 million as of December 31, 2015 from acquisition of unit investments in trust funds.

Trade and other receivables reached P1,380 million as of December 31, 2016 against P1,278 million as of December 31, 2015, or an increase of _8% due to higher advances to suppliers of the digital mobile devices segment. Trade customers are generally established and stable companies with reasonable assurance of collectibility of their accounts. Nonetheless, trade accounts are periodically reviewed to assess the possible losses from non-collection and allowance is provided for possible losses on accounts which are considered doubtful of collection.

Advances to related parties amounted to P9.1 million as of December 31, 2016 and P1.6 million as of December 31, 2015 due to additional advances made.

Merchandise inventories and supplies - net amounted to P802 million as of December 31, 2016, compared with P866 million as of December 31, 2015 mainly from lower merchandise and finished goods for digital products and impairment loss.

Real estate inventories amounted to P451 million as of December 31, 2016 and P1,647 million as of December 31, 2015, a decrease of 73% principally due to disposal of the investment in PNCI. As a result, the financial position of PNCI was not included in the consolidated report.

Other current assets amounted to P215 million as of December 31, 2016 compared with P471 million as of December 31, 2015, a decrease of 54% due to lower prepayments.

Total current assets reached P5,860 million as of December 31, 2016 from P6,964 million as of December 31, 2015 mainly from lower real estate and merchandise inventories and supplies as discussed above.

Non-current trade and other receivables reached to P663 million as of December 31, 2016 from P601 million as of December 31, 2015 from increase in cash surrender value of life insurance.

Non-current available-for-sale financial assets went up to P18 million as of December 31, 2016 from P13 million as December 31, 2015 from fair value gains on club shares.

Property and equipment amounted to P1,874 million as of December 31, 2016 from P1,815 million as of December 31, 2015 primarily from additions during the year.

Investment property amounted to P2,678 million as of December 31, 2016 from P2,653 million as of December 31, 2015 mainly due to additions of the property and building services segment.

Post-employment benefit assets stood at P 102 million as of December 31, 2016 and P117 December 31, 2015 as a result of higher present value of obligation.

Deferred tax assets - net amounted to P119 million as of December 31, 2016 and P166 million as of December 31, 2015, down by 28% due to application of NOLCO.

Other non-current assets amounted to P20 million as of December 31, 2016 or lower by 32% from P29 million as of December 31, 2015 primarily due to lower deferred input VAT and disposal of investment in associate.

Total non-current assets amounted to P5,475 million as of December 31, 2016 from P5,396 million as of December 31, 2015 as discussed above.

Total assets reached P11,336 million as of December 31, 2016 from P12,361 million as of December 31, 2015 as discussed above.

Interest-bearing loans amounted to P112 million as of December 31, 2016, or a decrease of 56% from P257 million as of December 31, 2015 mainly due to disposal of the investment in PNCI. Hence, the financial position of PNCI was not included in the consolidated report.

Trade and other payables amounted to P438 million as of December 31, 2016 against P636 million as of December 31, 2015, a decrease of 31% principally due to lower trade payables of the digital mobile devices segment and the disposal of the investment in PNCI. Hence, the financial position of PNCI was not included in the consolidated report.

Customers' deposits amounted to P10 million as of December 31, 2016 compared with P550 million as of December 31, 2015. The decrease was due to the disposal of the investment in PNCI. As a result, the financial position of PNCI was not included in the consolidated report.

Advances from related parties amounted to P1.88 million as of December 31, 2016, a decrease of 97% from P73 million as of December 31, 2015 due to payment of advances.

Estimated liability for land and land development costs stood at P 68 million as of December 31, 2016 and December 31, 2015.

Income tax payable stood at P15 million as of December 31, 2016 versus P19 million as of December 31, 2015 principally due to lower tax expense for the year.

Total current liabilities stood at P647 million as of December 31, 2016 from P1,606 million as of December 31, 2015 as a result of lower customers' deposits and trade and other payables.

Non-current refundable deposits amounted to P21 million as of December 31, 2016 from P19 million as of December 31, 2015 from additional customers' deposits.

Post-employment benefit obligation stood at P33 million as of December 31, 2016 and P19 million as of December 31, 2015 due to additional unfunded retirement obligation of certain subsidiaries.

Deferred tax liabilities -net amounted to P636 million as of December 31, 2016 and P647 million as of December 31, 2015. The decrease was attributable to fair value losses on investment property for the year.

Total non-current liabilities amounted to P691 million as of December 31, 2016 and P686 million as of December 31, 2015.

Total liabilities amounted to P1,338 million as of December 31, 2016 from P2,292 million as of December 31, 2015.

Capital stock stood at P2,030 million as of December 31, 2016 and December 31, 2015.

Additional paid-in capital amounted to P4,641 million as of December 31, 2016 and December 31, 2015.

Treasury shares amounted to P115 million as of December 31, 2016 and December 31, 2015.

Revaluation reserves amounted to P27 million loss as of December 31, 2016 from P35 million gain as of December 31, 2015 as a result of reclassification adjustment for gains recognized in P&L from disposal of investment in foreign operations.

Retained earnings amounted to P3,129 million as of December 31, 2016 from P2,967 million as of December 31, 2015 due to net income for the year offset by dividends declared.

Total equity attributable to Equity holders of Parent amounted to P9,658 million as of December 31, 2016 from P9,559 million as of December 31, 2015 primarily due to higher retained earnings.

Non-controlling interests went down to P339 million as of December 31, 2016 from P508 million as of December 31, 2015 due to disposal of the investment in PNCI in August 2016.

Total equity amounted to P9,998 million as of December 31, 2016 from P10,068 million as of December 31, 2015.

__Past and future financial condition and results of operations, with particular emphasis on the prospects for the future.__

The Philippine economy underperformed in 2018 as its gross domestic product (GDP) grew to a slower pace at 6.1%, weaker than the 6.5% pace in 2017. Inflation was the “spoiler” to the economy’s growth in 2018 hitting a 10-year high of 5.2%. It defeated the expected benefits of the Tax Reform for Acceleration and Inclusion (TRAIN) implementation as it led to a ripple effect of higher inflation and higher prices of consumer goods from new or higher excise taxes cuffed on consumption and food supply and skyrocketing global oil prices during the third quarter, which tempered household consumption and investment spending.

The weaker performance of the agriculture sector and the poor timing in the importation of key food products, the slowdown in manufacturing as well as weak business sentiment because of uncertainties in the business environment also contributed to the slower growth of the economy in 2018. On the supply side of the economy, the industry sector which contributed 2.3% to GDP reported the most robust, albeit slower growth of 6.8% against 7.2% in 2017, driven by increased construction activity. The services sector which had a contribution of 3.8% points to GDP likewise grew at a still robust but slower pace of 6.6% against 6.8% in 2017. Tourism, on the other hand, did well in 2018 which contributed to attaining a better feat in our hotel and events businesses.

The economic environment affected the Company as its consolidated revenues dropped by 24% to P3,755 million in 2018 from P4,942 million in 2017 (P6,365 million in 2016) due to lower revenues of the digital mobile and technical support and solutions segments. The Company’s underperformance during the year was brought about by lower myphone handset sales, down by 26% to P2,431 million from P3,293 million in 2017 (P5,162 million in 2016) due to strong mobile market competition. However, strong revenues of property and building services segment of P378 million and investment and others segment of P508 million tapered the revenue slump.

Consolidated net income was down by 37% to P254 million in 2018 from the P403 million in 2017 (P340 million in 2016). It was driven by the impact of lower revenue which resulted to losses incurred by the digital mobile segment and lower income of the technical support and solutions segment offset by higher reported income of the property and building services and investment and others segments. The reported net income translates to earnings per share of P0.14 in 2018, P0.22 in 2017 and P0.19 in 2016.

Despite the slower-than-expected growth, the Company returned P109 million in 2018 to its shareholders through dividends continually for the last seven years consistent with its commitment of value creation for all stakeholders.

The Company maintained its liquidity with its total assets of P11.9 billion in 2018, P11.7 billion in 2017 and P11.3 billion in 2016. It has maintained a low debt to equity ratio of 0.13:1 in 2018, P0.14:1 in 2017and 0.13:1 in 2016 and even a lower gearing percentage (computed as financial debt divided by total equity of 1% for the last three years as a result of low financial borrowings thereby reducing its credit risk (the risk of default in payment of loans) to minimal level. The Company maintained its liquidity such that its current ratio had always exceeded the conservative rule of thumb of 2:1 by achieving a current ratio of 9.82:1 in 2018, 8.40:1 in 2017 and 9.05:1 in 2016.

MyPhone business under the digital mobile segment reported a decline in sales revenue by 26 % to P2.4 billion in 2018 from P 3.2 billion in 2017 (P5 billion in 2016). It reported a net loss of P161 million in 2018 from P26.9 million net income in 2017 (P114 million net income in 2016). This year’s sales continued to plummet for both volume and the average selling price of the smartphones and feature phones sub-segments, which is a persisting trend among local mobile brands whose market shares are steadily eroded by global and leading Chinese brands with a year-on-year decline of 38% in sales volume reported during the year. This was attributed to evolving technical and hardware preferences from maturing consumer market and aggressive marketing from global and leading Chinese brands, coupled with strong availability of micro financing that aid in the purchase of the latter's mobile devices.

The Company pivoted its Brown & Proud Movement (BPM), the Division initially intended as a new distribution channel using multilevel marketing (MLM) system in 2017. However, challenges were encountered in terms of the suitability and acceptability of mobile handsets as the main product line in an MLM business. The products intended for BPM were eventually sold in the regular and existing distribution channel at a relatively lower price, resulting to losses that significantly impacted on the lower margins reported this year (P142 million loss in 2018 from P5.6 million loss in 2017).

For the incoming year, MyPhone intends to maintain its brand relevance by launching new, value-for-money products that aim to be class leaders in their respective price points and make these products more available to the demographics of its mass Filipino market to achieve its P2.6 billion projected revenue in 2019.

The Company made good progress in its property and building services segment as it continued the upward trend in its leasing and hotel businesses contributing P378 million in revenue in 2018 from P365 million in 2017 (P323 million 2016). Net income increased by 39% to P302 million in 2018 form P218 million in 2017 (from P119 million in 2016). It is expected to maintain its growth and remain resilient targeting to contribute about P580 million in revenues for the incoming year.

With the bullish performance of the country's real estate sector which is projected to further thrive in the years to come, Solid Manila Corporation has a full pipeline of projects scheduled to be built in the next two years consisting of a 5-story hotel in Dagupan, commercial strip in San Pablo, Laguna and a mixed-use project in Manila. Zen Towers Corporation is in the design and planning stages for the construction of a 12-storey condominium, Tower 3, which is expected to start construction in June 2019. This is intended for commercial and office lease for end users with investment cost estimated at P300 million.

The Company will continue to steer the hotel and events operations in 2019 which contributed P157 million in 2018 from the combined revenues of Green Sun, a business hotel and event center in Makati and Casa Bocobo, a boutique hotel in Manila.

Green Sun Hotel on its fifth year of operation generated P114 million in revenues surpassing its 2017 and 2016 revenues of P71 million and P94 million, respectively, due to higher guest room sales and food and beverage sales. The hotel's occupancy also increased from 56% in 2017 to 66% with more than 34,000 rooms sold as well as events booking. Facility improvement projects were initiated in 2018. These include parking lifts, cargo elevator plus new laser projectors were installed at The Eye, Green Sun's premiere venue.

The hospitality sector is optimistic that it will sustain its robust performance in 2019. The government's continuing support of the tourism industry evidenced by its infrastructure push to improve the accessibility of tourist destinations is forecast to have a positive effect on tourism in 2019 thereby enabling growth in the hospitality sector. The Company will ride with this growth and expand its corporate, government and direct booking business in order to improve margins.

The boutique hotel, Casa Bocobo, will continue its market focus to the corporate market and direct to property bookings from local and foreign travelers to increase its overall revenues and improve margins. Hotel business targets to generate revenues of P180 million in 2019.

MyHouse revenue dropped to P18 million in 2018 from P53 million in previous year which also resulted to a net loss of P6.1 million as forecasted projects did not materialize in 2018. MyHouse is projecting P75 million in revenues from bigger projects as the modular or prefab home industry is now capturing the attention of the public for an affordable and cheaper yet reliable dwelling.

Technical support and services segment generated P807 million in revenues compared to P 1.1 billion in 2017 and P782 million in 2016. Net income was down at P65 million, from P153 million in 2017 and P88 million in 2016.

Solid Video Corporation reported revenue of P273 million. Unlike in 2017, there was no major project like ASEAN which resulted to 62% decline in revenue. However, it is optimistic and forecast to attain its revenue of about P310 million in 2019 by differentiating itself from its competitor through providing system integration services and after-sales support.

Omni Solid Services Inc. (OSSI) grew by 7% to P329 million in revenue mainly from higher logistics revenue and resulted to 6% increase in net income to P57 million. As logistics business is expected to thrive in 2019, OSSI is expected to generate revenue of P360 million.

SolidService Electronics Corporation's after sales service repairs for consumer electronic products, mobile phone and digital boxes will continue to be its main line of business but it will be adding aircon installations and repairs including preventive maintenance services. In addition to its accreditation as service installer for Gree and Haier air conditioning units, it is expecting additional accreditation from more brands to expand the business targeting P225 million in revenues for 2019.

This segment will continue to maintain the delivery of essential customer services as it remains confident about the growth forecasts amid competition while improving on cost efficiency and growing market share in its areas of operation. In 2019, it aimed to attain a combined revenue of P900 million.

In 2018, investment and others segment reported higher revenue of P508 million and net income of P398 million (including dividends from subsidiaries of P371 million) for the year mainly as a result of higher interest yield from time deposits.

Going forward, the Company's objective remains consistent and clear — balanced revenue and profitability growth that consistently deliver total shareholder returns with the right strategy and plans in place. The Company foresees risks in the coming year, particularly from economic uncertainty surrounding the country, but the company is confident that the market remains strong and that through the strategies taken, it is well-placed to realize its goal and opportunities ahead.

i. Known Trends or Demands, Commitments, Events or Uncertainties that will impact Liquidity.

The Company is not aware of any known trends, demands, commitments, events or uncertainties that will materially impact on its liquidity.

ii. Events that will trigger Direct or Contingent Financial Obligation that is material to the Company, including any default or acceleration of an obligation.

As discussed in Notes of the financial statements under Contingencies, certain subsidiaries of the Company are involved in litigation or proceedings, the outcome of which could individually or taken as a whole, not adversely affect the financial results, operations or prospects of the Company. Except of these contingencies, the Company is not aware of other events that will materially trigger direct or contingent financial obligation.

iii. Material Off-Balance Sheet Transactions, Arrangements, Obligations (including contingent obligations), and other relationships of the Company with unconsolidated entities or other persons created during the reporting period.

The Company has no material off-balance sheet transactions, arrangements, obligations and other relationships with unconsolidated entities or other persons created during the period that is not included in the financial statements.

iv. Material Commitments for Capital Expenditures, the general purpose of the Commitment and Expected Sources of Funds

The Company estimates capital expenditures for the year 2019 to amount to P400 million for various real estate development, renovation and upgrade of facilities. The purchase and/or construction of these capital expenditures will be financed primarily through the funds of the Company.

(5) v. Known Trends, Events or Uncertainties that will impact Sales/Revenues/Income from Continuing Operations

In August 2016, Precos Inc, sold its investment in Phil-Nanning Consortium, Inc. (PNCI). Due to this , the Company expects revenues to decrease by about 10%

vi. Significant elements of Income or Loss that did not arise from Continuing Operations

None.

vii. Causes for any Material Changes from Period to Period

Based on the appraisal reports obtained in 2018 and 2017, the Company reported fair value gains on investment property of P276 million and P136 for 2018 and 2017, respectively.

In August 2016, Precos Inc., a wholly-owned subsidiary of the Company, sold its investment in Phil-Nanning Consortium, Inc. (PNCI). The disposal of this investment resulted to a gain on sale of shares of P128 million. The divestment also resulted to significant changes in the results of operations and financial position of the consolidated report.

2018

Balance Sheet Items (2018 vs 2017)
(Increase or decrease of 5% or more in the financial statements)

Cash and cash equivalents – 30% decrease to P2,455 million from P3,490 million

Cash was mainly used for operating activities from increase in inventories of the digital mobile segment and increase in other current assets as certain time deposits more than three months were classified under other current assets. This account stood at 21% and 30% as a percentage of total assets for 2018 and 2017.

Trade and other receivables – 27 % decrease to P891 million from P1,214 million

Primarily from decrease in advances to suppliers of the digital mobile segment. This account stood at 7% and 10% as a percentage of total assets in 2018 and 2017, respectively.

Advances to related parties – 2% increase to P9.4 million from P9.2 million

There was no material change for this account. This account stood at 0.08% as a percentage of total assets in 2018 and 2017.

Merchandise inventories and supplies – 42 % increase to P764 million from P538 million

Mainly from higher merchandise inventory for digital products of the digital mobile segment. This account represented 6% and 5% as a percentage of total assets for years 2018 and 2017, respectively.

Real estate inventories – 1% decrease to P436 million from P440 million

There was no material change for this account. This account stood at 4% as a percentage of total assets in 2018 and 2017.

Other current assets – 250% increase to P1,057 million from P301 million

Mainly from higher short-term placements with maturity of more than three months but less than one year. This account stood at 9% and 3% as a percentage of total assets in 2018 and 2017, respectively.

Non-current trade and other receivables – 7% increase to P739 million from P692 million

Mainly from increase in cash surrender value of investment in life insurance. This account stood at 6% as a percentage of the total assets in both years.

Financial assets at fair value through other comprehensive income –P27 million in 2018

Mainly from the investment in proprietary membership club shares. This account was reclassified from AFS Financial Assets due to adoption of PFRS 9, Financial instruments effective 2018. This account stood at 0.23% as a percentage of total assets for 2018.

Property, plant and equipment – 8% decrease to P1,762 million from P1,909 million

Primarily due to transfer of certain construction in progress to investment property of property & building services segment. This represented 15 %% and 16% as a percentage of total assets in 2018 and 2017, respectively.

Investment property – 17% increase to P3,406 million from P2,903 million

Mainly due to fair value gains and transfer of certain construction in progress from property and equipment to investment property of the property & building services segment. This account stood at 28% and 25% as a percentage of total assets in 2018 and 2017, respectively.

Post-employment benefit asset – 20 % increase to P126 million from P105 million

Primarily as a result of lower present value of retirement obligation. This represented 1% and 0.90% of total assets in 2018 and 2017, respectively.

Deferred tax assets – 41% increase to P156 million from P110 million

Principally due to recognition of DTA from NOLCO of digital mobile segment. This account stood at 1.3% and 0.94% of total assets in 2018 and 2017, respectively.

Available-for-sale financial assets – nil in 2018, P20 million in 2017

Arising from its reclassification to Financial assets at FVOCI in 2018 due to adoption of PFRS 9, Financial instruments effective 2018. This represented nil in 2018 and 0.18% as a percentage to total assets in 2017.

Other non-current assets – 432% increase to P124 million from P23 million

Primarily due to deposits on acquisition of land of the property & building services segment. This represented 1% and 0.20% as percentage to total assets in 2018 and 2017 respectively.

Interest-bearing loans – 7% increase to P123 million from P115 million

Primarily due to application of unpaid interest expense to principal loan balances and translation adjustment from devaluation of Philippine peso. This account stood at 1% as a percentage of total liabilities and equity in both years.

Trade and other payables – 11% decrease to P422 million from P475 million

Principally due to lower trade payables of the technical support & solutions segment. This account stood at 4% as a percentage of total liabilities and equity in 2018 and 2017.

Customers' deposits – 7% decrease to P15 million from P16 million

The decrease was due to refund of deposits. This account represented 0.13% in 2018 and 0.14% as a percentage of total liabilities and equity in 2018 and 2017, respectively.

Advances from related parties – 50% decrease to P1.8 million from P3.7 million

The decrease was due to payment of advances during the year. This account stood at 0.02% in 2018 and 0.03% in 2017 as a percentage of total liabilities and equity.
Estimated liability for land and land development cost – nil in 2018, P68 million in 2017

This is due to adoption of PFRS 15 effective 2018 that resulted in the derecognition of liability. This account represented nil in 2018 and 1% as a percentage of total liabilities and equity in 2017.

Income tax payable –75% decrease to P8 million from P33 million

Principally due to lower tax expense. This account was pegged at 0.07% and 0.28% of the total liabilities and equity in 2018 and 2017, respectively.

Non-current refundable deposits – 8% increase to P29 million from P27 million

Mainly from additional customers' deposits during the year. This represented 0.25% and 0.23% of the total liabilities and equity in 2018 and 2017, respectively.

Post-employment benefit obligation – 29% decrease to P26 million from P37 million

The decrease was mainly due to lower present value of retirement benefit obligation. This account stood at 0.22% and 0.32% of the total liabilities and equity in 2018 and 2017, respectively.

Deferred tax liabilities – 12% increase to P783 million from P697 million

The increase was mainly attributable to additional fair value gain on investment property for the year. This account stood at 7% and 6% as a percentage of total liabilities and equity in 2018 and 2017 respectively.

Capital stock – no change

*T*his account stood at 17% of total liabilities and equity for 2018 and 2017.

Additional Paid-In-Capital – no change

This account represented 39% of total liabilities and equity for 2018 and 2017.

Treasury Shares – no change

This account represented 0.97% and 0.98% of total liabilities and equity for 2018 and 2017, respectively.

Revaluation reserves – 368% increase to P42 million gain from P15 million loss

Mainly from actuarial gains from remeasurement of post-employment benefit plan, and currency exchange differences on translation of financial statements of foreign operation. It stood at 0.35% and 0.13% total liabilities and equity in 2018 and 2017, respectively.

Retained earnings – 6% increase to P3,594 million from P3,398 million

Increase was a result of net income for the year offset by dividends declared. This account stood at 30% and 29% of total liabilities and equity in 2018 and 2017, respectively.

Income Statement Items (2018 vs. 2017)
(Increase or decrease of 5% or more in the financial statements)

Sale of goods – 21% decrease to P2,715 million from P3,450 million

Principally from lower sales volume of digital products of the digital mobile segment. As a percentage of total revenues, this account represents 72% and 70% in 2018 and 2017, respectively.

Service revenue – 40% decrease to P712 million from P1,192 million

Principally due to decline in revenues of the technical support &solutions segment. The record sales performance in 2017 of the technical support and solutions segment was delivered from the integration activities in the three ASEAN events (none in 2018). As a percentage of total revenues, this account represents 19% and 24% in 2018 and 2017, respectively.

Rental income – 3% increase to P239 million from P233 million

The increase was due to higher occupancy of the property & building services segment. As a percentage of total revenues, this account represents 6% and 5% for years 2018 and 2017, respectively.

Interest income – 76% increase to P78 million from P44 million

Mainly from higher interest rates and investible funds of the investment & other segment. As a percentage of total revenues, this account represents 2% in 2018 and 0.91% in 2017.

Sale of real estate – 53% decrease to P10 million from P22 million

The decrease was principally due to lower sale of condominium units. As a percentage of total revenues, this account stood at 0.28% in 2018 and 0.45% in 2017.

Cost of sales - 19% decrease to P2,399 million from P2,970 million

Mainly in relation to decrease in sales of digital mobile segment. As a percentage of total revenues, this account represented 64% and 60% in 2018 and 2017 respectively.

Cost of services – 40% decrease to P553 million from P915 million

Mainly due to lower service revenue. This account stood at 15% in 2018 and 19% in 2017 as a percentage of total revenues.

Cost of rentals – 25% increase to P96 million from P77 million

The increase was mainly in relation to higher rental income. This account represents 3% in 2018 and 2% in 2017 as a percentage of total revenues.

Cost of real estate sales – 53% decrease to P6 million from P14 million

This corresponded to cost of units sold of the property & building services segment. As a percentage of total revenues, this account represents 0.18% in 2018 and 0.29% in 2017.

Gross profit – 28% decrease to P699 million from P965 million

Primarily due to lower revenues and gross profit margins. The Company also decided to address its slow-moving inventories and sold Brown mobile phones of digital mobile segment at a loss in the fourth quarter of 2018 when it moved the distribution of the units to its traditional dealership channel. As a percentage of total revenues, this account stood at 19% in 2018 and 20% in 2017.

Selling and distribution costs – 6% decrease to P310 million from P330 million

Mainly due lower commissions of the digital mobile segment. This account represents 8% of total revenues for 2018 and 7% in 2017.

General and administrative expenses – 26% increase to P461 million from P367 million

Principally from loss on unrecoverable advances for the Brown mobile phones of the digital mobile segment. As a percentage of total revenues, this account stood at 12% in 2018 and 7% in 2017.

Other operating income –net - 51% increase to P339 million from P224 million

Mainly from fair value gains on investment property. As a percentage to total revenues, this account represents 9% in 2018 and 5% in 2017.

Operating profit - 46% decrease to P266 million from P491 million

Mainly from operating loss of the digital mobile segment as discussed above and lower operating profit of the technical support & solutions segments. This account represents 7% and 10% as a percentage of total revenues for 2018 and 2017, respectively.

Finance income – 35% increase to P88 million from P65 million

It went up principally due to higher foreign currency exchange gains and interest earnings. This account represents 2% and 1% as a percentage of total revenues for 2018 and 2017, respectively.

Finance costs - 16% decrease to P10 million from P12 million

Primarily due to lower foreign currency exchange losses offset by higher interest expense and impairment losses in receivables. This account represents 0.29% as a percentage of total revenues in 2018 from 0.26% in 2017.

Other gains - net – 62% decrease to P6 million from P17 million

Primarily from refund of deposits of electricity of the property & related services segment in 2017 (none in 2018). This account stood at 0.18% in 2018 from 0.36% in 2017 as a percentage of total revenues.

Profit before tax – 38% decrease to P350 million from P561 million in 2017

Mainly due to net loss of digital mobile segment and lower profit of the technical support & solutions segment. This account stood at 9% in 2018 from11% in 2017 as a percentage of total revenues.
Tax expense – 39% decrease to P95 million from P157 million

Due to lower pre-tax income. This account stood at 3% in 2018 and 2017 as a percentage of total revenues.

2017

Balance Sheet Items (2017 vs. 2016
(Increase or decrease of 5% or more in the financial statements)

Cash and cash equivalents –54% increase to P3,490 million from P2,259 million

Cash was used was mainly provided from operating activities from decrease in merchandise inventories and supplies and from operating activities due to redemption of financial assets at FVTPL. This account stood at 30% and 20% as a percentage of total assets for 2017 and 2016.

Financial assets at fair value through profit or loss – nil in 2017 from P741 million

Mainly from redemption of unit investments in trust fund. This account was nil in 2017 and 7% as a percentage of total assets for years 2017 and 2016.

Trade and other receivables – 12 % decrease to P1,214 million from P1,380 million

The decrease was mainly from collection of receivables of the digital mobile devices segment. This account stood at 10% and 12% as a percentage of total assets in 2017 and 2016, respectively.

Advances to related parties –1% increase to P9.2 million from P9.1 million

There was no material change for this account. This account stood at 0.08% as a percentage of total assets in 2017 and 2016.

Merchandise inventories and supplies –33 % decrease to P538 million from P802 million

Mainly from lower merchandise inventory for digital products of the digital mobile devices segment. This account represented 5% and 7% as a percentage of total assets for years 2017 and 2016, respectively.

Real estate inventories – 3% decrease to P440 million from P451 million

There was no material change for this account. This account stood at 4% as a percentage of total assets in 2017 and 2016.

Other current assets – 40% increase to P301 million from P215 million

Mainly from higher deferred costs and short-term placements with maturity of more than 80 days but less than one year. This account stood at 3% and 2% as a percentage of total assets in 2017 and 2016, respectively.

Non-current trade and other receivables –4% increase to P692 million from P663 million

Mainly due to higher cash surrender value of investment in life insurance. This account stood at 6% as a percentage of the total assets in both years.

Non-current available-for-sale financial assets – 16% increase in 2017 to P20 million from P18 million in 2016

The increase was from fair value gains in club shares. This account stood at 0.17% and 0.16% as a percentage of total assets for 2017 and 2016.

Property, plant and equipment – 2% increase to P1,909 million from P1,874 million

Primarily from additions during the year. This represented 16 %% and 17% as a percentage of total assets in 2017 and 2016, respectively.

Investment property – 8% increase to P2,903 million from P2,678 million

Mainly due to fair value gains and additions in the property and building services segment. This account stood at 25% and 24% as a percentage of total assets in 2017 and 2016, respectively.

Post-employment benefit asset – amounted to P105 million from P102 million

Primarily as a result of lower present value of obligation. This represented 0.90% and 0.91% of total assets in 2017 and 2016, respectively.

Deferred tax assets –net - 7% decrease to P110 million from P119 million

Principally due to application of MCIT of certain subsidiaries. This account stood at 0.94% and 1.05% of total assets in 2017 and 2016, respectively.

Other non-current assets – 17% increase to P23 million from P20 million

Mainly due to higher other investment and non-current assets. This represented 0.20% and 0.18% as percentage to total assets in 2017 and 2016 respectively.

Interest-bearing loans – 3% increase to P115 million from P112 million

There was no material change for this account. This account stood at 1% as a percentage of total liabilities and equity in both years.

Trade and other payables – 8% increase to P475 million from P438 million

Principally due to higher trade and other payables. This account stood at 4% as a percentage of total liabilities and equity in 2017 and 2016.

Customers' deposits – 55% increase to P16 million from P10 million

The increase was due to additional deposits. This account represented 0.14% in 2017 and .10% as a percentage of total liabilities and equity in 2017 and 2016, respectively.

Advances from related parties – 102% increase to P3.7 million from P1.8 million

The increase was due to additional advances during the year. This account stood at 0.03% in 2017 and 0.02% in 2016 as a percentage of total liabilities and equity.

Estimated liability for land and land development cost – no change

There was no movement during the period. This account represented 0.58% and .60% as a percentage of total liabilities and equity in 2017 and 2016, respectively.

Income tax payable –120% increase to P33 million from P15 million

Mainly due to higher tax income for the year. This account was pegged at 0.28% and 0.13% of the total liabilities and equity in 2017 and 2016, respectively.

Non-current refundable deposits – 27% increase to P27 million from P21 million

Principally from additional customers' deposits during the year. This represented 0.23% and 0.19% of the total liabilities and equity in 2017 and 2016, respectively.

Post-employment benefit obligation – 15% increase to P37 million from P33 million

The increase was mainly due to additional unfunded retirement obligation of certain subsidiaries. This account stood at 0.32% and 0.29% of the total liabilities and equity in 2017 and 2016, respectively.

Deferred tax liabilities –9% increase to P697 million from P636 million

The increase was attributable to fair gain on investment property for the year. This account stood at 6% as a percentage of total liabilities and equity in both years.

Capital stock – no change

*T*his account stood at 17% and 18% of total liabilities and equity for 2017 and 2016, respectively.

Additional Paid-In-Capital – no change

This account represented 39 % and 41% of total liabilities and equity for 2017 and 2016, respectively.

Treasury Shares – no change

This account represented 0.98% and 1% of total liabilities and equity for 2017 and 2016, respectively.

Revaluation reserves – 43% decrease to P15 million loss from P27 million loss

Principally due to other comprehensive income for the period from remeasurement of post-employment benefit plan. It stood at 0.13% and 0.24% total liabilities and equity in 2017 and 2016, respectively.

Retained earnings – 9% increase to P3,398 million from P3,129 million

Increase was a result of net income for the year offset by dividends declared. This account stood at 29% and 28% of total liabilities and equity in 2017 and 2016, respectively.

Income Statement Items (2017 vs. 2016)
(Increase or decrease of 5% or more in the financial statements)

Sale of goods – 36% increase to P3,450 million from P5,393 million

Mainly due to lower volume of sales of the digital products of the digital mobile devices segment. As a percentage of total revenues, this account represents 70% and 85% in 2017 and 2016, respectively.

Service revenue –62% increase to P1,192 million from P736 million

Principally due to higher revenues of the technical support and solutions segment. As a percentage of total revenues, this account represents 24% and 12% in 2017 and 2016, respectively.

Rental income – 26% increase to P233 million from P184 million

The increase was due to higher occupancy as the property and building services. As a percentage of total revenues, this account represents 5% and 3% for years 2017 and 2016, respectively.

Interest income – 18% increase to P44 million from P38 million

Mainly from higher investible funds. As a percentage of total revenues, this account represents 0.91% in 2017 and 0.60% in 2016.

Sale of real estate – 83% increase to P22 million from P12 million

The increase was principally due to sale of condominium units. As a percentage of total revenues, this account stood at 0.45% in 2017 and 19% in 2016.

Cost of sales - 37% decrease to P2,970 million from P4,706 million

Mainly in relation to decrease in sales. As a percentage of total sales, this account represented 60% and 74% in 2017 and 2016 respectively.

Cost of services - 54% increase to P915 million from P595 million

Mainly in support to higher service revenue. This account stood at 19% in 2017 and 9% in 2016 as a percentage of total revenues.

Cost of rentals – 48% increase to P77 million from P52 million

The increase was mainly due to higher rental income of the property and related services segment. This account represents 2% in 2017 and 1% in 2016 as a percentage of total revenues.

Cost of real estate sales – 72% increase to P14 million from P8 million

The increase was due to the cost of units sold of the property and building services segment. As a percentage of total revenues, this account represents 0.29% in 2017 and .13% in 2016.

Gross profit – 4% decrease to P965 million from P1,003 million

There was no material change for this account. As a percentage of total revenues, this account stood at 20% in 2017 and 16% in 2016.

Selling and distribution costs – 12% decrease to P330 million from P376 million

Mainly due lower warranty charges, commissions and manpower delivery. This account represents 7% of total revenues for 2017 and 6% in 2016.

General and administrative expenses – 3% increase to P367 million from P358 million

There was no material change for this account. As a percentage of total revenues, this account stood at 7% in 2017 and 6% in 2016.

Other operating income –net - 8839% increase to P224 million from P2 million loss

Principally from fair value gains on investment property. As a percentage to total revenues, this account represents 5% in 2017 and 0.04% in 2016.

Gain on sale of subsidiary –nil in 2017, P127 million in 2016

This was a consequence of the sale of investment in PNCI in 2016.

Operating profit - 84% increase to P491 million from P266 million

Increase was primarily from higher other operating income. This account represented 10% and 4% of total revenues for 2017 and 2016, respectively.

Finance income – 20% decrease to P65 million from P81 million

It went down principally due to lower foreign currency exchange gains. This account represents 1.3% and 1.2% of total revenues for 2017 and 2016, respectively.

Finance costs 27% decrease to P12 million from P17 million

Primarily due to decrease in interest expense from lower bank loans as a result of the sale of its investment in PNCI in 2016 where the Company transferred the bank loans of this subsidiary as part of the sale. This account represents 0.26% of total revenues in 2017 from 0.28% in 2016.

Other gains - net – 142% increase to P17 million from P7 million

Primarily from refund of deposits of electricity of the property and related services segment. This account stood at 0.36% in 2017 from 0.11% in 2016 as a percentage of total revenues.

Profit before tax – 21% increase to P561 million from P465 million in 2016

Mainly due to higher operating profit of the property and related services and technical support and solutions segments. This account stood at 11% in 2017 from 7% in 2016 as a percentage of total revenues.

Tax expense – 26% increase to P157 million from P124 million

Due to higher pre-tax income. This account stood at 3% in 2017 2% in 2016 as a percentage of total revenues.

2016

Balance Sheet Items (2016 vs. 2015)
(Increase or decrease of 5% or more in the financial statements)

Cash and cash equivalents –12% decrease to P2,259 million from P2,576 million

Cash was used for investing activities mainly for acquisition of financial assets at FVTPL. It was also used for financing activities mainly for payment of cash dividends. This account stood at 20% and 21% as a percentage of total assets for 2016 and 2015.

Financial assets at fair value through profit or loss – 503% increase to P741 million from P123 million

Mainly from acquisition of unit investment in trust funds. This account stood at 7% and 1% as a percentage of total assets for years 2016 and 2015.

Trade and other receivables – 8 % increase to P1,380 million from P1,278 million

The increase was mainly due to higher advances to suppliers of the digital mobile devices segment. This account stood at 12% and 10% as a percentage of total assets in 2016 and 2015, respectively.

Advances to related parties – 451% increase to P9.1 million from P1.6 million

Principally due to additional advances made. This account stood at 0.08% and 0.01% as a percentage of total assets in 2016 and 2015, respectively.

Merchandise inventories and supplies – 7 % decrease to P802 million from P866 million

Mainly from lower merchandise and finished goods for digital products and impairment loss of the digital mobile devices segment. This account represented 7% as a percentage of total assets for years 2016 and 2015.

Real estate inventories – 73% decrease to P451 million from P1,647 million

Principally due to disposal of investment in PNCI. This account stood at 4% and 13% as a percentage of total assets in 2016 and 2015, respectively.

Other current assets – 54% decrease to P215 million from P471 million

Mainly due to lower prepayments. This account stood at 2% and 4% as a percentage of total assets in 2016 and 2015, respectively.

Non-current trade and other receivables –10% increase to P663 million from P601million

Mainly due higher cash surrender value of investment in life insurance. This account stood at 6% and 5% as a percentage of the total assets in 2016 and 2015, respectively.

Non-current available-for-sale financial assets – 31% increase in 2016 to P18 million from P13 million in 2015

The increase was from fair value gains on club shares. This account stood at 0.16% and 0.11% as a percentage of total assets for 2016 and 2015.

Property, plant and equipment – 3% increase to P1,874 million from P1,815 million

Primarily from additions during the year. This represented 17 %% and 15% as a percentage of total assets in 2016 and 2015, respectively.

Investment property – amounted to P2,678 million from P2,653 million

Mainly due to additions of the property and building services segment. This account stood at 24% and 21% as a percentage of total assets in 2016 and 2015, respectively.

Post-employment benefit asset - 12% decrease to P102 million from P117 million

Primarily as a result of higher present value of obligation. This represented 0.91% and 0.95% of total assets in 2016 and 2015, respectively.

Deferred tax assets –net - 28% decrease to P119 million from P166 million

Principally due to application of NOLCO. This account stood at 1.05% and 1.34% of total assets in 2016 and 2015, respectively.

Other non-current assets – 32% decrease to P20 million from P29 million

Mainly due to lower deferred input VAT and disposal of investment in associate. This represented 0.18% and 0.24% as percentage to total assets in 2016 and 2015 respectively.

Interest-bearing loans – 56% decrease to P112 million from P257 million

Mainly due to disposal of investment in PNCI. This account stood at 1% and 2% as a percentage of total liabilities and equity in 2016 and 2015, respectively.

Trade and other payables – 31% decrease to P438 million from P636 million

Principally due to lower payables of the digital mobile devices segment and the disposal of the investment in PNCI. This account stood at 4% and 5% as a percentage of total liabilities and equity in 2016 and 2015.

Customers' deposits – 98% decrease to P10 million from P550 million

The decrease was due to the disposal of the investment in PNCI. This account represented 0.10% in 2016 and 4% in 2015 as a percentage of total liabilities and equity in 2016 and 2015, respectively.

Advances from related parties – 97% decrease to P1 million from P73 million

The decrease was due to payment of advances during the year. This account stood at 0.02% in 2016 and 0.59% in 2015 as a percentage of total liabilities and equity.

Estimated liability for land and land development cost – no change

There was no movement during the period. This account represented 0.60% and .55% as a percentage of total liabilities and equity in 2016 and 2015, respectively.

Income tax payable –23% decrease to P15 million from P19 million as

Mainly due to lower tax expense for the year. This account was pegged at 0.13% and 0.16% of the total liabilities and equity in 2016 and 2015, respectively.

Non-current refundable deposits – 12% increase to P21 million from P19 million

Principally from additional customers' deposits during the year. This represented 0.19% and 0.15% of the total liabilities and equity in 2016 and 2015, respectively.

Post-employment benefit obligation – 67% increase to P33 million from P19 million

The increase was mainly due to additional unfunded retirement obligation of certain subsidiaries. This account stood at 0.29% and 0.16% of the total liabilities and equity in 2016 and 2015, respectively.

Deferred tax liabilities –2% decrease to P636 million from P647 million

The decrease was attributable to fair value losses on investment property for the year. This account stood at 6% and 5% as a percentage of total liabilities and equity for 2016 and 2015, respectively.

Capital stock – no change

*T*his account stood at 18% and 16% of total liabilities and equity for 2016 and 2015, respectively.

Additional Paid-In-Capital – no change

This account represented 41 % and 38% of total liabilities and equity for 2016 and 2015, respectively.

Treasury Shares – no change

This account represented 1% and 0.94% of total liabilities and equity for 2016 and 2015, respectively.

Revaluation reserves –amounted to P27 million loss from P35 million gain

Principally due to reclassification adjustment for gains recognized in profit and loss form disposal of investment in foreign operations. It stood at 0.24% and 0.28% total liabilities and equity in 2016 and 2015, respectively.

Retained earnings – 5% increase to P3,129 million from P2,967 million

Increase was a result of net income for the year offset by dividends declared. This account stood at 28% and 24% of total liabilities and equity in 2016 and 2015, respectively.

Income Statement Items (2016 vs. 2015)

(Increase or decrease of 5% or more in the financial statements)

Sale of goods – 36% increase to P5,393million from P3,952 million

Mainly due to higher volume of sales of the digital products of the digital mobile devices segment. As a percentage of total revenues, this account represents 85% and 61% in 2016 and 2015, respectively.

Service revenue –38% increase to P736 million from P532 million

Principally due to higher revenues of the technical support and solutions segment. As a percentage of total revenues, this account represents 11% and 8% in 2016 and 2015, respectively.

Rental income – 27% increase to P184 million from P146 million

The increase was due to higher occupancy as the property and building services rented out the Laguna properties. As a percentage of total revenues, this account represents 3% and 2% for years 2016 and 2015, respectively.

Interest income – 9% decrease to P38 million from P41 million

Mainly from lower investible funds. As a percentage of total revenues, this account represents 0.60% in 2016 and 0.65% in 2015.

Sale of real estate – 99% decrease to P12 million from P1,788 million

The decrease was principally due to sale of investment in PNCI in 2016. As a percentage of total revenues, this account stood at 0.19% in 2016 and 28% in 2015.

Cost of sales - 32% increase in P4,706 million from P3,577 million

Mainly in relation to increase in sales. As a percentage of total sales, this account represented 74% and 55% in 2016 and 2015 respectively.

Cost of services - 29% increase to P595 million from P460 million

Principally to support the higher service revenue. This account stood at 9% in 2016 and 7% in 2015 as a percentage of total revenues.

Cost of rentals – 9% decrease to P52 million from P57 million

The decrease was mainly due to other charges incurred related to the property sale last year, none in 2016. This account represents 0.82% in 2016 and 0.89% in 2015 as a percentage of total revenues.

Cost of real estate sold – 99% decrease to P8 million from P925 million

The decrease was mainly due to the sale of its investment in PNCI in 2016 resulting to lower cost of real estate of the property and building services segment. As a percentage of total revenues, this account represents 0.13% in 2016 and 14% in 2015.

Gross profit – 30% decrease to P1,003 million from P1,440 million

It stood lower in 2016 as the margins from real estate sales in 2015 was higher. As a percentage of total revenues, this account stood at 16% in 2016 and 22% in 2015.

Selling and distribution costs –33% decrease to P376 million from P559 million

Decrease was mainly due to the sale of investment in PNCI in 2016 where costs of these subsidiaries were no longer included in operating results after the divestment. This account represents 6% of total revenues for 2016 and 9% in 2015.

General and administrative expenses – 6% increase to P358 million from P336 million

Increase was mainly from higher warranty claims and materials, supplies and consumables. As a percentage of total revenues, this account stood at 6% in 2016 and 5% in 2015.

Gain on sale of subsidiary –P127 million in 2016, nil in 2015

This was a consequence of the sale of investment in PNCI in 2016.

Other operating income –net - 99% decrease to P2 million from P263 million

Principally from fair value losses on investment property of P52 million in 2016 (fair value gains of P87 million in 2015) and gain on sale of investment property in 2015, nil in 2016. As a percentage to total revenues, this account represents 0.28% in 2016 and 4% in 2015.

Operating profit –net - 67% decrease to P266 million from P806 million

Decrease was primarily due to divestment in PNCI and reported gains from property sale of P128 million in 2015, none in 2016. This account represents 4% and 12% of total revenues for 2016 and 2015, respectively.

Finance income – 9% decrease to P81 million from P89 million

It went down principally due to lower interest income from time deposit in 2016 and gain on settlement of receivables in 2015 (none in 2016). This account represents 1.3% and 1.39% of total revenues for 2016 and 2015, respectively.

Finance costs – 77% decrease to P17 million from P77 million

Primarily due to decrease in interest expense from lower bank loans. This account represents 0.28% of total revenues in 2016 from 1% in 2015.

Share in net loss of an associate –nil in 2016 from P3 million in 2015

Due to sale of investment in Creative Hothouse Manila in 2016. This account stood at 0.05% in 2015, nil in 2016 as a percentage of total revenues.

Other gains - net – 56% increase to P7 million from P16 million

Primarily from excess of standard over actual input VAT and gain on discounting of refundable deposit. This account stood at 0.11% in 2016 from 0.25% in 2015 as a percentage of total revenues.

Tax expense – 22% decrease to P124 million from P159 million tax

Mainly due to application of previous year's NOLCO to current year's tax. This account stood at 1.96% in 2016 from 2.47% in 2015 as a percentage of total revenues.

D. Brief Description and General Nature and Scope of the Business

Item 1. Business

(A) Description of Business

1. Business Development

The Company, formerly United Paracale Mining Company, was incorporated on October 9, 1933 as a mining company.

On May 31, 1996, the Company's new set of stockholders executed deeds of assignment transferring to the Company their investments in shares of stock of certain companies as full payment for their subscriptions to 1.5 billion shares of the Company's capital stock. On June 18, 1996, the Securities and Exchange Commission approved the assignment of shares and the following amendments to the Company's Articles of Incorporation: (a) change in the Company's corporate name to Solid Group Inc.; (b) change in its primary purpose to that of a holding company; (c) change of the par value of its shares from P.01 to P1.00; (d) the declassification of its class A and class B capital stock; and (e) the increase in its authorized capital stock from P20 million (divided into P1.2 billion Class A shares and 0.8 billion Class B shares at P0.01 par value) to P5 billion divided into 5 billion shares at P1.00 par value, all of one class.

On September 4, 1996, an additional 524,475,000 of Company's shares of stock were offered to the public and listed in the Philippine Stock Exchange.

The Company was engaged in the manufacture of color television for both domestic and export sales as well as the distribution and marketing of various consumer audio and video products involving two major brands Sony and Aiwa. Two other manufacturing operations involved plastic molding factories. Due to dramatic changes in the business environment including the 1997 Asian crisis, market liberalization (AFTA duty reduction) and severe competition from both overseas and local sources, the Company eventually phased out its manufacturing operations in television production in 2002 and in plastics molding in 2009.

On the November 21, 2002 special stockholders' meeting, the stockholders approved the acquisition of the shares and/or economic interests in the Destiny Group (consisting of Destiny, Inc. and subsidiaries (DI) and Destiny Cable, Inc. and subsidiaries) from the Elena Lim family in exchange for 1.026 billion shares of the Company with par value of P1.00 per share.

In May 2003, the Company completed the acquisition of the entire issued and outstanding shares of DI, which is in the business of broadband multimedia services. The acquisition was approved by the Bureau of Internal Revenue (BIR) on May 15, 2003. A notice of exemption for the issuance of shares under the Revised Securities Act was filed with the Securities and Exchange Commission on November 6, 2003. Company shares totaling 224,461,752 was proposed to be issued in payment for the DI acquisition upon approval of the listing of these shares with the Philippine Stock Exchange. However, in 2004, upon further review of the assets and liabilities of DI, certain receivables from and payables to related parties were removed from the valuation of DI's net assets. The re-valuation resulted in a change in its financial position from a net asset to a net liability of P23,201,010. The Company and DCI agreed that the Company would no longer issue shares of stock to DCI as payment for its acquisition of DI, but instead assume the DI's net liability which represents fair value of the ongoing business of DI including its existing cable internet subscriber base which, in accordance with the pooling of interest accounting applied to this transaction, was charged to additional paid-in capital. In 2012, Solid Broadband Corporation (SBC), the surviving company after the merger with DI, sold its broadband cable infrastructure and broadband internet subscriber base to Skycable Corporation.

The Company ventured into a 26-storey high rise condominium project Zen Towers located in the heart of Manila in 2007. This project was expanded in 2010 with the completion of a 11-storey building composed of offices for sale and lease in the same premise. Also part of the real estate business is a 75-room budget hotel Casa Bocobo in Manila which started in 2008 and a 144-room business hotel and three fully equipped event venues in Makati launched as Green Sun in 2014.

The Company reinvented itself by realigning its resources to market its own Filipino brand of mobile phone, 'myIphone', which was launched as the country's first dual SIM phone in 2007. This business has grown to become the Company's flagship business in terms of revenues and strong market presence.

The Company has fourteen (14) wholly-owned subsidiaries as of December 31, 2018, as follows:

My Solid Technologies & Devices Corporation (MySolid) was incorporated on April 21, 2009 to engage in the manufacture, sale, distribution, importation of any type of digital communication devices, communication technology, broadband and audio-video equipment, gadgets and accessories as well as undertake product research and development. MySolid merged with

MyTel Mobility Solutions Inc. (MyTel), another wholly subsidiary of the Company with similar business, with MySolid as the surviving company effective June 1, 2012.

SolidGroup Technologies Corporation (SGTC) was incorporated on November 17, 1989 to engage in the development and implementation of information technology systems and applications. On February 22, 2011, the Board of Directors and stockholders approved the amendment of the SGTC's articles of incorporation to change its primary purpose. This was approved by the Securities and Exchange Commission on March 22, 2011 and starting that date, SGTC's primary purpose is to engage in, operate, conduct and maintain business of designing, manufacturing, installing, importing, exporting, marketing, distributing or otherwise dealing in at wholesale and retail prefabricated modular house and office units. SGTC was formerly a wholly-owned subsidiary of SC. In 2007, SGTC became a wholly-owned subsidiary of the Company when SC declared property dividend to the Company in the form of its investment in SGTC.

Solid Video Corporation (SVC) was incorporated on October 12, 1984. SVC distributes professional video equipment, accessories and supplies to broadcast networks and other companies.

Solid Manila Corporation (SMC) was incorporated on June 13, 1983. SMC is engaged in the lease and development of the Company's real estate properties. SMC merged with Solid Distributors, Inc. (SDI), another wholly-owned subsidiary of the Company, on December 23, 2003, with SMC as the surviving company. Effective January 1, 2012, SMC merged with Solid Corporation, also another wholly owned subsidiary of the Company engaged in the same business of leasing real estate properties, with the SMC as the surviving company. SMC merged with Solid Corporation (SC), another wholly owned subsidiary of the Company, effective January 1, 2012, with SMC as the surviving company. In 2014, SMC renovated the Solid House Building and repurposed it to hotel and events place and operated the Green Sun Hotel. In December 2016, Green Sun Hotel Management, Inc. was incorporated and took over the management and operation of the hotel in 2017.

Zen Towers Corporation (Zen) was incorporated on July 6, 2005. Zen is engaged in the development and sale of real estate properties. It developed the Zen Tri-Tower condominium located in Ermita, Manila.

Precos Corporation (Precos) was incorporated on October 31, 1989 to engage in real estate and related businesses. Prior to 2004, Precos was 60% owned by Solid Corporation (SC) and 40% owned by Sony International (Singapore) Ltd. (SONIS). In 2004, Precos reacquired as treasury stock the shares held by SONIS, thereby making the Company a wholly owned subsidiary of SC. In 2007, Precos became a wholly-owned subsidiary of the Company when SC declared property dividend to the Company in the form of its investment in Precos. In February 2008, Precos acquired Phil-Nanning Consortium, Inc.(PNCI), a domestic company engaged in real estate business. PNCI has a subsidiary organized and operating in Guangxi, China engaged in property development. In August 2016, Precos sold its 100% ownership in PNCI to Solid Company Limited.

Kita Corporation (Kita) was incorporated on October 1, 1994. Kita produced color TV sets under the AIWA brand at its factory located inside the Clark Special Economic Zone. Kita ceased its manufacturing operations effective April 15, 2001 after its agreement with Aiwa expired in April 1, 2000 and was no longer renewed. Kita merged with Clark Plastics Manufacturing Corporation (CPMC), a wholly owned subsidiary of SC, on April 2004, with Kita as the surviving company. After its merger with CPMC, Kita resumed operations to continue the business of CPMC, which is injected plastics manufacturing as well as the lease of its property. In December 2010, Kita ceased the operations of its injected plastics manufacturing business. Henceforth, Kita's revenues principally come from the lease of its properties.

Omni Solid Services Inc. (OSSI) (formerly Solid Laguna Corporation SLC) was incorporated on May 15, 1995. SLC merged with Solid City Industrial and Commercial Corporation (SCICC), a wholly-owned subsidiary of Solid Corporation, on December 28, 2001 with SLC as the surviving company. SLC ceased its consumer electronics manufacturing operations in December 2002 after its manufacturing agreement with SPH expired in September 2002 and was not renewed. Subsequently, SLC's business is injected plastics manufacturing which was the business of SCICC prior to their merger. SLC ceased the operations of the plastic injection manufacturing business at the end of 2009 and operated as lessor of real estate. SLC merged with Omni Logistics Corporation (OLC), another wholly owned subsidiary of the Company, effective January 1, 2012, with SLC as the surviving company. After the merger, SLC resumed the business of OLC of providing warehousing and logistics services to third parties. On March 19, 2012, SLC changed its corporate name to Omni Solid Services, Inc.

Solid Electronics Corporation (SEC) was incorporated on August 9, 1982. SEC operates the repair and service centers for SONY brands of audio and video consumer electronics equipment and MyPhone digital devices. SEC merged with AA Electronics Corporation (AAEC), another wholly-owned subsidiary of the Company and Solid Electronics Services Inc. (SESI), a wholly owned subsidiary of SC on April 12, 2004 with SEC as the surviving company. On September 28, 2018, SEC changed its corporate name to SolidService Electronics Corporation.

Brilliant Reach Limited (BRL) was incorporated on March 12, 2003 in the British Virgin Islands and acquired by the Company on July 31, 2003. BRL handles and manages the placement of the Company's investible funds in foreign currency fixed income financial assets and other investments.

Solid Manila Finance Inc. (SMFI) was incorporated on September 9, 1999. SMFI is engaged in the financing and extension of business, appliance and other loans.

Solid Broadband Corporation (SBC) was incorporated on September 22, 2000 to offer broadband services. SBC obtained a congressional franchise to construct, install, establish, operate and maintain telecommunications systems throughout the Philippines under Republic Act No. 9116 which took effect on April 15, 2001. It has been granted provisional authority to use its franchise by the National Telecommunications Commission on April 15, 2002. SBC was merged with Destiny Inc. (DI) as approved by the Securities and Exchange Commission on August 26, 2005, with SBC as the surviving entity. Henceforth, SBC assumed the operations of DI of broadband cable infrastructure and provides transport services to an affiliate engaged in cable television operations. It also provides integrated multimedia services, among which are, VSAT, broadcast uplink and leased line services. In 2007, SBC started the marketing and distribution of mobile phones. In 2010, My Solid Technologies & Devices Corporation assumed the importation of the mobile phones from SBC while MyTel Mobility Solutions Inc. took over the distribution of mobile phones from SBC. On May 11, 2012, SBC entered into an agreement with Skycable Corporation for the sale/assignment and purchase of its wired and satellite assets and broadband/internet subscriber base. After the sale of its assets, SBC remaining business was acting as collecting agent of Sky Cable until the SBC's clients are transferred to the latter.

MyApp Corporation (MC) was incorporated on October 23, 2014 as a holding company. MC holds 50% ownership of Creative Hothouse Manila, Inc. which is engaged to design and develop mobile applications. In October 2016, MC sold its ownership in Creative Hothouse Manila, Inc. to Creative Hothouse Philippines PTE., LTD.

Green Sun Hotel Management Inc. was incorporated on December 19, 2016 to engage in the hotel and its related business.

Henceforth, the term "Company" would mean the Parent Company and/or any of its subsidiaries.

2. Business of Issuer

Principal Products and Services

The consumer electronics business of the Company as of December 31, 2018 are:

(1) sale of mobile phones which generated sales of P2,432 million in 2018 (for 1,903,055 units) or 90% of sales in 2018, P3,293 million in 2017 (for 3,172,124 units) or 95% of sales in 2017 and P5,164 in 2016 (for 5,000,036 units) or 96% of sales; and (2) after-sales service for principally SONY brands of consumer electronic products and My|Phone with its 38 company-owned service centers throughout the Philippines as of end of 2018 which generated service income of P204 million or 29% of service revenues in 2018, P187 million or 16% of service revenues in 2017 and P172 million or 24% of service revenues in 2016; and (3) warehousing, distribution and product testing of consumer electronic products with service revenue of P164 million or 23% of service revenues in 2018, P111 million or 9% of service revenues in 2017 and P142 million or 19% of service revenues in 2016 and (4) subcontract or toll manufacturing of color TV sets for other brand owner (i.e. TCL, Haier) which generated tolling fee of P63 million in 2018 (for 293,866 units) or 9% of service revenues in 2018, P64 million in 2017 (for 298,083 units) or 5% of service revenues in 2017 and P54 million in (for 272,713 units) or 7% of service revenues in 2016.

As mentioned above, Solid Broadband Corporation (SBC) sold its wired and satellite assets and broadband/internet subscriber base on May 11, 2012. After the sale of its assets, SBC remaining business was acting as collecting agent of Sky Cable Corporation until the SBC's clients are transferred to the latter. Revenues arising from this activity amounted to P81 million in 2018 or 11% of service revenues in 2018, P73 million in 2017 or 6% of service revenues in 2017 and P71 million in 2016 or 9% of service revenues in 2016.

The Company's other business activities are: the development and sale of industrial estates in joint venture with Samsung Corporation of Korea, the development of residential condominium for sale and the development and lease of other real estate properties and hotel operations, sale of prefabricated modular houses, sale of broadcast/professional equipment and accessories and services from project integration.

The Company's products and services are sold in the Philippines. Revenues for the last 3 years, are as follows: broadcast/professional equipment and accessories of P232 million or 9% of sales in 2018, P109 million or 3% of sales in 2017 and P178 million or 33% of sales in 2016; prefabricated modular houses of P15 million or 0.6% of sales in 2018, P13 million or 0.4% of sales in 2017 and P24 million or 0.1% of sales in 2016. Real estate sales amounted to P10 million or 0.3% or revenues in 2018, P22 million or 0.4% of revenues in 2017 and P12 million or 0.2% of revenues in 2016. Revenues from hotel operations amounted to P157 million or 22% of service revenues in 2018, P143 million or 12% of service revenues for 2017 and P145 million or 20% of service revenues in 2016. Service fee from project integration of P20 million or 3% of service revenues for 2018, P608 million or 51% of service revenues in 2017 and P169 million or 23% of service revenues in 2016.

Distribution

The broadcast/professional equipment and accessories is also sold directly to its corporate clients such as broadcast stations.

The Company distributes through its subsidiaries consumer electronic products and devices in the Philippines. The MyPhone brand is distributed by MySolid Technologies and Devices Corporation. As of December 31, 2018, MySolid supplied approximately 130 dealer accounts and 1,400 retail outlets.

Status of any-publicly announced new product or service

None.

Competition

The MyPhone brand celphones distributed by MySolid Technologies and Devices Corporation competed with other brands in the Philippine market mainly Samsung, Cherry Mobile, Star Mobile, Oppo, Huawei, Vivo and other grey market phones.

The broadcast/professional equipment and accessories that the Company sells competes with other brands like Panasonic and Sharp.

The prefabricated modular houses that the Company markets are standardized in design, modular assembled, easy to assemble and disassemble and relocate and can also be stored easily. Its main products are designed and manufactured using light steel frames and sandwich wall panels that covers a wide range of applications such as temporary offices, dormitories for construction sites, municipal offices, residential settlements, school classrooms shops, temporary housing for disaster relief and military camps, temporary buildings for exhibitions. It competes with Indigo and Smarthouse.

The Company provides warehousing, and logistics services mostly to electronics companies. It competes with Fast Cargo, Yusen and Agility Logistics among others.

The Company operates a hotel through Casa Bocobo Hotel (CBH) and The Hotel at Green Sun. CBH competes with other budget hotels within the Manila area and Makati area, respectively.

Raw Materials, Parts and Components

The Company through its subsidiaries procures raw materials for manufacture of its products and finished products from a number of sources in the Philippines and foreign suppliers. It has an existing contract through its subsidiary SolidGroup Technologies Corporation, with a foreign supplier, for the supply of prefabricated modular houses (See Agreements).

Dependency of the business upon a single or few customers

The Company is not dependent on any single or few customers. There are no major existing sales contracts.

Service

The Company provides through its subsidiaries, after-sales service for all the consumer electronic products it manufactures. As at December 31, 2018, it has 38 service centers throughout the Philippines and 39 authorized service centers.

Related Party Transactions

The Company provides non-interest bearing cash advances to its subsidiaries for their working capital requirements. Subsidiaries of the Company generally depend on one another for supply of services and lease of properties. (See Item 12- Certain Relationships and Related Transactions of form 17-A)

Principal Terms and Expiration Dates of all Licenses and Agreements

- Memorandum of Understanding with Sony Philippines, Inc. (Sony)

On July 1, 2003, Solid Electronics Corporation (SEC) entered into a Memorandum of Understanding (MOU) with Sony for network support for Sony products. Under the MOU, Sony authorized the Company to perform in-warranty and out-of warranty services to customers in the Philippines for a fee calculated as a percentage of Sony's annual sales.

In-warranty services shall be rendered free of charge to customers. The actual cost of replacement parts related to in-warranty services shall be shouldered by Sony. Network support fees shall be at a fixed rate per month. The Agreement is effective unless revoked by any of the parties.

- Distributorship Agreement with Sony Corporation

Solid Video Corporation has a non-exclusive Distributorship Agreement with Sony Corporation of Hong Kong Limited (Sony HK), a corporation organized and existing under the laws of Hong Kong. Under the agreement, SVC was designated by Sony HK as its non-exclusive distributor of Sony products in the Philippines. In addition, SVC shall provide the customers in the Philippines with repair and parts replacement services, including but not limited to repair and parts replacement services rendered by SVC which are covered under the 12 month warranty period at its own costs and expenses.

- Distribution Agreement for Modular Housing products

SolidGroup Technologies Corporation (SGTC) has an exclusive Distribution Agreement with Yahgee Modular House Co., Ltd. , a corporation organized and existing under the laws of the People's Republic of China (PRC) on June 10, 2011. Under the agreement, SGTC is designated as the exclusive distributor of its products under the MyHouse brand in the Philippines. The agreement is valid for three years up to June 2017. This was not renewed in 2017. SGTC is currently purchasing its materials and supplies with Zengom Modular House Engineering Co. Ltd based in Shenzhen, PRC.

- Agreement with Sky Cable Corporation

In 2012, Solid Broadband Corporation (SBC) and Sky Cable Corporation (Sky) agreed that the management and administration of the sale, assignment and transfer of its assets, equipment, contracts, permits, licenses and subscriber base (the Assets) of SBC be entrusted to Sky. Sky, as the manager of the Assets, was given the overall power and responsibilities to handle all aspects necessary to carry out the administration and operations of the Assets and SBC, to accord the necessary additional authorizations, should the need arise. Sky assumes to pay SBC all cost and expenses in connection with use and operation of the assets, until the SBC's operation is transferred to Sky.

Pursuant to the above agreement and pending the issuance of the National Telecommunications Commission (NTC) approval of the transfer of assets, SBC entered into an operating agreement with Sky on June 2, 2015 for the accommodation of the VSAT transactions of Sky wherein the said transactions will be sold and collected through SBC. Effective 2018, the service fee amounted to P2.4 million. The agreement is effective unless revoked by either parties.

- Franchise

Solid Broadband Corporation (SBC) obtained a congressional franchise for 25 years to construct, install, establish, operate and maintain telecommunications systems throughout the Philippines under Republic Act No. 9116 which took effect on April 14, 2001. On May 11, 2012, SBC entered into an agreement with Sky Cable Corporation for the sale/assignment and purchase of its wired and satellite assets and broadband/internet subscriber base. After the sale of its assets, SBC remaining business was acting as collecting agent of Sky Cable until the SBC's clients are transferred to the latter.

Need for any government approval

The transfer of the assets of SBC to Sky Cable Corporation pursuant to its Agreement on May 11, 2012 is still pending the approval of the National Telecommunications Commission.

Effect of existing and probable governmental regulations on the business

None.

Research and development activities

The Company has not spent any significant amount for research and development activities in the last three years.

Costs and effects of compliance with environmental laws

The Company has complied with environmental laws at minimal costs.

Employees

The Company and its subsidiaries have 398 regular employees as at December 31, 2018 as shown in the table below. It estimates to have 450 employees by the end of December 31, 2019. There is no existing union as of December 31, 2018. There are no employees who would be on strike nor have been on strike in the past three (3) years, nor are threatening to strike. The Company has no supplemental benefits and incentive arrangements with its employees other than the regular Christmas bonus, thirteenth month pay, performance incentives and leave conversions.

	Number of employees
Management	15
Sales and Distribution	65
Operation	60
Service	105
Administration	94
Finance	59
Total	398

Major Risks involved in the Businesses of the Company

The Company and its subsidiaries identify the major risks of the businesses by assessing the business environment in which they operate. Major risks and threats are addressed through the corporate planning process, which defines appropriate strategic directions and actions to be taken. These directions and actions are managed by regular audit and management review of the operations and financial results of the Company and its subsidiaries. Significant issues, which may arise as a result of the management review, are then presented to the Executive Committee and the Board of Directors for resolution.

The Company's business is continuously subject to rapid technology changes which may cause inventory obsolescence. The Company monitors developments in technology advances that could affect its business.

Item 2. Properties

(B) Description of Property

Certain properties owned by the Company through its subsidiaries are as follows:

Location	Land Area (in sq. m.)	Current and Intended Use
Laguna International Industrial Park, Binan, Laguna	73,532	Building and warehouse for lease
La Huerta, Bicutan, Paranaque	18,490	Office building & warehouses for lease
San Dionisio, Paranaque	6,690	Warehouses for lease
San Antonio, Paranaque	4,056	Warehouse for lease
San Antonio, Paranaque	4,702	Warehouse for lease
Valenzuela, Marulas, Bulacan	10,493	Factory and warehouses; Building for lease
Laguna International Industrial Park, Binan, Laguna	5,141	Building and warehouse for lease
Don Chino Roces Ave, Makati City	5,000	Hotel and office building
Natividad St., Ermita, Manila	4,506	Condominium tower (for sale)
Osmena Blvd., Cebu City	3,859	Service center & office building for lease
Brgy. Tabuco, Naga City	3,059	Hotel building under construction
Tandang Sora, Quezon City	2,511	Modular residential building for dormitory type leasing
Barrio Pantal, Dagupan City	1,918	Land (Intended for sale)
Barrio San Rafael, Iloilo City	1,750	Service Center and Office building for lease
J. Bocobo St., Ermita, Manila	1,724	Office building and Hotel
Brgy. San Roque, San Pablo City	1,714	Service center and office building for lease
Oliveros, Balintawak, Quezon City	1,400	Land (Intended for sale)
Bacoor, Cavite	1,334	Office building for lease
Cabanatuan City, Nueva Ecija	1,212	Service center and building for lease
Calamba Premiere Industrial Park	4,176	Commercial lots for sale
Araneta, Quezon City	1,000	Office Building
Brgy. Parian, Prinza and Barandal, Calamba	132,929	Raw Land

viii. Solid Corporation also owns a parcel of land in Bgys. Talipapa and Pamaldan, Cabanatuan City, Nueva Ecija with an area of 1,914,180 square meters. This property is the subject of a case filed by Solid Corporation on October 17, 1995 with the Department of Agrarian Reform Regional Adjudication Board (RARAB) to declare the emancipation patents issued to several tenant farmers of the said property and any patents that may subsequently be issued covering the same, null and void on the ground that the requirements of Presidential Decree No. 27 have not been complied with. The portion of the property that may be subject to litigation consists of 47,211 square meters. On February 6, 1997, the case was submitted for resolution. On June 26, 1997, the RARAB ordered the processing of the Certificate of Land Transfer for issuance to the tenants. On July 31, 1997, Solid Corporation appealed the RARAB decision to the DAR's Central Adjudication Board (DARAB). The appeal was resolved adverse to Solid Corporation on January 31, 2002. Solid Corporation appealed the DARAB decision to the Court of Appeals on February 11, 2002. The Court of Appeals dismissed the petition of Solid Corp. on March 1, 2002. In November 2002, Solid Corporation withdrew its appeal at the Court of Appeals preparatory to negotiating with DAR and Landbank, which the Court of Appeals granted last June 28, 2004. No amicable settlement was however reached. Thus, Solid Corporation filed for a Petition for Higher Valuation of Land before the Provincial Agrarian Reform Adjudication Board of the Department of Agrarian Reform in Cabanatuan City on November 18, 2007. The Department of Agrarian Reform granted Solid Corporation's petition and ordered Land Bank to re-evaluate the land valuation based only on Republic Act No. 6657 (The Comprehensive Agrarian Reform Program) on September 28, 2012. Land Bank amended the valuation and tendered an Amended Offer of P14.97 million to Solid Corporation (or Solid Manila Corporation, the surviving company after the merger of Solid Manila Corporation and Solid Corporation). Solid Manila Corporation applied for an amended valuation for Php 16.4 Million Pesos. Solid Manila Corporation is complying the documentation requirements as of April 2019.

Franchise

A Company's subsidiary, Solid Broadband Corporation (SBC), obtained a congressional franchise to construct, install, establish, operate and maintain telecommunications systems throughout the Philippines under Republic Act No. 9116 which took effect on April 15, 2001. On May 11, 2012, SBC entered into an agreement with Skycable Corporation for the sale/assignment and purchase of its wired and satellite assets and broadband/internet subscriber base, (See Agreements). After the sale of its assets, SBC remaining business was acting as collecting agent of Sky Cable until the SBC's clients are transferred to the latter.

Mortgage, lien or encumbrance and limitation on ownership or usage on the properties

Except for the above third party claims filed against the Company's subsidiaries as disclosed above, there are no other mortgage, lien or encumbrance and limitation on the ownership or usage on the properties.

Lease agreements

The Company through its subsidiaries, Kita Corporation and Solid Electronics Corporation, has entered into lease contracts with Clark Development Corporation and other lessees.

Location	Annual Rent (In Thousand Pesos)	Expiration Date
Clark, Pampanga	7,353*	March, April and August 2019
Balintawak, Quezon City	2,356	February 28, 2019
Ortigas, Mandaluyong	1,220	April 2020
Valenzuela, Bulacan	1,320	August 2022

* With increase after every five years on the lease of land and 10% annual increase on lease of the improvements after the first five years.

The lease contract are renewable upon mutual agreement of the parties.

Also, the Company through its subsidiaries, primarily Solid Manila Corporation and Kita Corporation, leases out to tenants certain real estate properties as summarized below. These leases are renewable on terms mutually acceptable to the parties.

Location	Annual Rent (In Thousand Pesos)	Expiration Date
Araneta, Quezon City	1,609	February 28, 2019
Bacoor, Cavite	3,907	July 31, 2019
Cagayan de Oro	1,975	Various up to July 31, 2019

Clark, Pampanga	25,941	Various up to December 15, 2018
Ermita, Manila	37,005	Various up to March 31,2022
Ermita, Manila	5,225	Various up to March 31, 2023
Halang, Calamba	1,086	October 31, 2020
Iloilo	3,954	Various up to October 14, 2019
La Huerta, Bicutan, Paranaque	10,537	Various up to June 30, 2023
Laguna International Industrial Park, Binan, Laguna	80,224	Various up to June 30, 2022
Laguna International Industrial Park, Binan, Laguna	7,255	December 31, 2019
Magallanes, Makati	13,999	Various up to April 30, 2028
Quezon Ave, Quezon City	3,231	Various up to September 30, 2027
San Dionisio, Paranaque City	27,877	Various up to December 31, 2022
Valenzuela, Bulacan	10,661	Various up to November 30, 2020

Properties the Company intends to acquire in the next twelve months

The Company estimates capital expenditures for the year 2019 amounting to P400 million for various real estate development, renovation and upgrade of facilities. The purchase and/or construction of these capital expenditures will be financed primarily through the funds of the Company.

Item 3. Legal Proceedings

(C) Legal Proceedings

As discussed in Item 2 (See Properties), certain subsidiaries of the Company are involved in litigation or other proceedings affecting their respective titles to real estate property and certain other litigation in relation to property, the outcome of which could individually or taken as a whole, not adversely affect the financial results, operations or prospects of the Company. The Company does not believe any such litigation will have a significant impact on the financial results, operations or prospects of the Company.

E. Directors and Executive Officers

Please see the accompanying Information Statement for a brief summary of the business experience of each director and officer in the last five years.

F. Market Price of and Dividend on the Registrant's Common Equity

Principal Market

The principal market for the registrant's common equity is the Philippine Stock Exchange.

Common Equity

(i) The registrant's common equity is listed and traded only at the Philippine Stock Exchange. The high and low sales prices for each quarter within the last two years are as follows:

Stock Prices

	High (₱)	Low (₱)
2019		
First quarter	1.48	1.29
2018		
First quarter	1.92	1.55
Second quarter	1.81	1.56
Third quarter	1.63	1.33
Fourth quarter	1.43	1.25
2017		
First quarter	1.59	1.23
Second quarter	1.68	1.37
Third quarter	1.82	1.41
Fourth quarter	2.10	1.32

(ii) Not applicable. The principal market is the Philippine Stock Exchange.

(b) The Company share was trading at P1.32 as of April 22, 2019 (the latest practicable trading date).

(c) Not applicable. This report is not filed in relation to registration of securities.

Holders

The number of shareholders of record as of April 30, 2019 was 4,243. Common shares outstanding as of April 30, 2019 were 1,821,542,000 shares. Total issued shares as of April 30, 2019 were 2,030,975,000.

Top 20 stockholders of the Company's common stock as of April 30, 2019:

	Name of Stockholder	No. of Shares Held	% to Total Outstanding
1	AA Commercial Inc.	583,377,817	32.03%
2	AV Value Holdings Corporation	499,999,999	27.45%
3	PCD Nominee Corporation (F)	355,249,023	19.50%
4	Lim, David S.	179,488,591	9.85%
5	Lim, Vincent S.	71,887,187	3.95%
6	Lim, Jason S.	65,176,160	3.58%
7	PCD Nominee Corporation (NF)	12,694,301	0.70%
8	Philippines International Life Insurance Co., Inc.	10,000,000	0.55%
9	Chua, Willington Chua &/or Constanino	8,770,000	0.48%
10	Tzu, Chern Chia	2,872,000	0.16%
11	Chua, Constanino &/or Willington &/or George	1,750,000	0.10%
12	Hottick Development Corporation	1,408,000	0.08%
13	Paz, Venson	1,065,000	0.06%
14	Columbian Motors Corporation	1,000,000	0.05%
15	Lucio W. Yan &/or Clara Yan	1,000,000	0.05%
16	Juan Go Yu &/ or Grace Chu Yu	940,000	0.05%
17	Juan Go Yu &/ or John Philip Yu	785,000	0.04%
18	Ong, Victoria	632,000	0.03%
19	Lim, Julia	590,000	0.03%
20	Castillo Laman Tan Pantaleon & San Jose Law Offices	536,000	0.03%

b. Not applicable. This report is not filed in relation to registration of securities or any acquisition, business combination or other reorganization.

c. Not applicable. This report is not filed in relation to any acquisition, business combination or other reorganization.

d. Not applicable. This report is not filed in relation to registration of securities

Dividends

a. In 2018, cash dividend of P0.06 per share to stockholders of record as of August 31, 2018 and payable on September 24, 2018. In 2017, cash dividend of P0.07 per share, to stockholders of record as of August 31, 2017 and payable on September 25, 2017.

b. The Company's retained earnings as of December 31, 2018 included undistributed earnings of subsidiaries and unconsolidated investees, which are not currently available for dividend declaration until such time that the subsidiaries have distributed them. The Company's retained earnings is also restricted for the cost of 209,433,000 treasury shares amounting to P115.6 million as of December 31, 2018.

Recent Sales of Unregistered Securities in the Past Three Years

There was no sale of unregistered or exempt securities in 2016 to 2018.

a. Securities Sold.

No securities were sold by the Company from 2016 to 2018..

b. Underwriters and Other Purchases

Not applicable. There were no securities were sold by the Company from 2016 to 2018.

c. Consideration

Not applicable. There were no securities were sold by the Company from 2016 to 2018.

d. Exemption from Registration Claimed

Not applicable. There were no securities were sold by the Company from 2016 to 2018.

G. Interim Periods: Comparable discussion to assess material changes

See Management Report and the attached SEC Form 17Q

H. Compliance with Corporate Governance Practices

The Company adopted a Manual on Corporate Governance to institutionalize the rules and principles of good corporate governance in accordance with the Code of Corporate Governance promulgated by Securities and Exchange Commission (SEC). Its Manual on Corporate Governance was submitted to the SEC on September 2, 2002 in accordance with SEC Memorandum Circular No. 2 Series of 2002.

Pursuant to the Manual, three Board Committees – Audit, Nomination and Compensation and Renumeration Committees were created in 2003 to aid in complying with principles of good corporate governance. In 2003, the Company increased the number of independent directors from one (1) to two (2). In 2004,in compliance with SEC Memorandum Circular No. 6. the Company increased the number of independent directors in its Audit Committee, from one independent director to two (2) independent directors, and appointed an independent director to head the Audit Committee. In 2008, the company created another committee, the Risk Management Committee in addition to the 3 existing committees composed of four (4) members chaired by an independent director.

A Compliance Officer was appointed in 2002, directly reporting to the Chairman of the Board to monitor compliance with the provisions and requirements of the Manual. The Compliance Officer has established an evaluation system to measure or determine the level of compliance of the Company with its Manual.

The Board of Directors approved the Company's Revised Manual of Corporate Governance in compliance with SEC Memorandum Circular No. 6, Series of 2009 on September 30, 2010. The Company adopted the Revised Manual of Corporate Governance and submitted it to the SEC on September 30, 2010. Also, the Company adopted the Amended Manual on Corporate Governance which was submitted to the SEC on July 25, 2014.

In June 13, 2013, the Board of Directors approved the Audit Committee Charter.

On April 2, 2014, the Board of Directors approved the Revised Code of Business Conduct of the Company.

On August 12, 2014, the Company's Board of Directors approved the following charters: Corporate Governance and Nominations Committee Charter, Compensation or Renumeration Committee Charter and Risk Management Committee Charter.

On April 1, 2009, the Board of Directors approved the Whistle Blowing Policy. On November 11, 2014, the Board of Directors approved the policies on: Enterprise Risk Management Policy, Conflict of Interest Policy, Related Party Transaction Policy and Insider Trading Policy.

The Board of Directors approved the Amended Manual on Corporate Governance in compliance with SEC Memorandum Circular 19, Series of 2016 on May 29, 2017 and submitted it to the SEC on the same date, with an amendment submitted to the SEC on June 8, 2017.

Under the amended manual, the Company created the Related Party Transaction Committee and combined the other Board Committees. The Company has the following Board Committees: Audit Committee, Corporate Governance, Compensation and Nomination Committee and Risk Management and Related Party Transaction Committee.

The company has reelected Mr. Quintin Chua and Ms. Maria G. Goolsby as Independent Directors during the Annual Stockholders' meeting on June 28, 2018.

The Company re-appointed Punongbayan and Araullo, CPA's as its independent accountant for the year 2018 during the Annual Stockholders' meeting on June 28, 2018.

In 2018, the Company designated a new engagement partner for the audit of the financial statements of the Company beginning the year ending December 31, 2018 in compliance with its Manual on Corporate Governance, which requires that the Company's external auditor be rotated or the handling partner changed every five (5) years or earlier.

The Company, its Directors, Officers and Employees complied with all the leading practices and principles on Good Governance as embodied in the Company's Manual. All members of the Board of Directors as well as Senior Management officers completed and were duly certified to have attended a 2- day special seminar on Corporate Governance conducted by Institute of Corporate Directors and a 1-day SEC Revised Code of Corporate Governance conducted by

Center for Global Best Practices. On August 10, 2018, the Company's Directors and Officers attended a 1/2 -day special seminar on Corporate Governance with Risk Opportunities Assessment and Management (ROAM), Inc, an SEC accredited training provider in compliance with SEC Memorandum Circular No. 20, Series of 2013.

On June 28, 2013, the Company accomplished and submitted the Annual Corporate Governance Report (ACGR) for the year 2012 in compliance with SEC Memorandum Circular No. 5, Series of 2013. There are no major deviations from the adopted Revised Manual on Corporate Governance. The Company also accomplished the ACGR for the year 2015 which was attached as part of the 2015 Annual Report in SEC Form 17_A. The Company submitted the 2016 ACGR on May 19, 2017 in compliance with SEC Memorandum Circular No. 20, Series of 2016. The 2017 Integrated Annual Corporate Governance Report (I-ACGR) was submitted on May 30, 2018 in compliance with SEC Memorandum Circular No.15, Series of 2017. For the 2018 I-ACGR, this will be submitted on or before May 30, 2019.

I. External Audit Fees and Services

(a) Under the caption Audit and Audit-Related Fees, the aggregate fees billed for each of the last two fiscal years for professional services rendered by the external auditor for:

1. The audit of the registrant's annual financial statements or services that are normally provided by the external auditor in connection with statutory and regulatory filings or engagements for those fiscal years:

The audit fees of our present external auditor, Punongbayan and Araullo for the examination of our annual audited financial statements, including those of our subsidiaries for the years ended December 31, 2018 and 2017 amounted to P6.35 million and P5.96 million, respectively.

1. Other assurance and related services by the external auditor that are reasonably related to the performance of the audit or review of the registrant's financial statements.

None for 2018 and 2017.

(b) Under the caption "Tax Fees", the aggregate fees billed in each of the last two (2) fiscal years for professional services rendered by the external auditor for tax accounting, compliance, advice, planning and any other form of tax services. Registrant shall describe the nature of the services comprising the fees disclosed under this category.

The tax fees paid to the Tax Division of Punongbayan and Araullo for tax consultation and advisory services of our Company and those of our subsidiaries for the year ended December 31, 2018 and 2017 amounted to P240 thousand for both years.

(c) Under the caption "All Other Fees", the aggregate fees billed in each of the last two (2) fiscal years for products and services provided by the external auditor, other than the services reported under items (a) & (b) above. Registrants shall describe the nature of the services comprising the fees disclosed under this category.

There were no other fees paid for the years 2018 and 2017.

(d) The audit committee's approval policies and procedures for the above services.

The overall scope of the audit was reviewed and approved by the Audit Committee. The terms of engagement of the audit were also reviewed and approved by the Audit Committee.

The scope and terms of engagement of the tax consultation and advisory services were also reviewed and approved by the Audit Committee.

Upon the favorable endorsement by the Audit Committee, the proposed terms of engagement of services are submitted for approval to the Board of Directors. All of the above services were approved by the Board of Directors.

J. Request for Annual Report on SEC Form 17-A

UPON THE WRITTEN REQUEST OF A STOCKHOLDER, THE COMPANY WILL PROVIDE, FREE OF CHARGE, A COPY OF THE COMPANY'S SEC FORM 17-A (ANNUAL REPORT) DULY FILED WITH THE SECURITIES AND EXCHANGE COMMISSION. THE STOCKHOLDER MAY BE CHARGED A REASONABLE COST FOR PHOTOCOPYING THE EXHIBITS.

ALL REQUESTS MAY BE SENT TO THE FOLLOWING ADDRESS:

Solid Group, Inc.
2285 Don Chino Roces Avenue,
Makati City, Metro Manila
Attention: Ms. Meline Corpuz

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **Quintin W. Chua**, Australian, of legal age and a resident of Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of Solid Group Inc. and have been its independent director since March 2003.

2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Quantum Capital Management, Inc.	Chairman and Managing Director	1995 to Present
Nature's Harvest Corp.	Chairman and President	1985 to Present
Hexagon Financing Corp.	Director	2002 to Present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of Solid Group Inc. as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.

4. I am not related to any director/officer/substantial shareholder of Solid Group Inc. and its subsidiaries and affiliates as provided under Rule 38.2.3 of the Securities Regulation Code.

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

6. To the best of my knowledge, I am neither an officer nor an employee of any government agency or government-owned and controlled corporation.

7. 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.

8. I shall inform the Corporate Secretary of Solid Group Inc. of any changes in the abovementioned information within five (5) days from its occurrence.

Done this ______day of __________ 2019 at Makati City. MAY 15 2019

QUINTIN W. CHUA
Independent Director

SUBSCRIBED AND SWORN to before me this ______ day of __________ 2019 at Makati City, affiant personally appeared before me and exhibited to me his Passport No. E4108507 issued at Australia on July 5, 2013. MAY 15 2019

Doc. No. 273 :
Page No. 56 :
Book No. 100 :
Series of 2019

ATTY. RAYMUND A. RAMOS
COMMISSION NO. M-239
NOTARY PUBLIC FOR MAKATI CITY
UNTIL DECEMBER 31, 2020
NO. 15 J.P. RIZAL EXT'N. COR. TANGUILE ST.
COMEMBO, MAKATI CITY
SC Roll No. 62179/ 04-26-2013
IBP NO. 071434/ 01-29-2019/ Pasig City
PTR NO MKT 7378446 / 01-24-2019/Makati City
MCLE Compliance No. VI-0007878/ 4-06-2018

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **Maria G. Goolsby**, Filipino, of legal age and a resident of Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of Solid Group Inc. and have been its independent director since June 2015.

2. I was affiliated with the following companies or organizations.

Company/Organization	Position/Relationship	Period of Service
Union Bank of the Philippines	Executive Director, Corporate Philanthropy and Social Responsibility	2003 to 2014
Union Bank of the Philippines	Special Assistant to the Chairman/CEO	1993 to 2014
Union Bank of the Philippines	Senior Vice President, Head of Human Resource and Administration Group	1993 to 2003

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of Solid Group Inc. as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.

4. I am not related to any director/officer/substantial shareholder of Solid Group Inc. and its subsidiaries and affiliates as provided under Rule 38.2.3 of the Securities Regulation Code.

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

6. To the best of my knowledge, I am neither an officer nor an employee of any government agency or government-owned and controlled corporation.

7. 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.

8. I shall inform the Corporate Secretary of Solid Group Inc. of any changes in the abovementioned information within five (5) days from its occurrence.

Done this MAY 1 5 2019 day of ________ 2019 at Makati City.

MARIA G. GOOLSBY
Independent Director

SUBSCRIBED AND SWORN to before me this MAY 1 5 2019 day of __________ 2019 at Makati City, affiant personally appeared before me and exhibited to me her Passport No. EC1374276 issued at Manila on June 11, 2014.

Doc. No. 274;
Page No. 56;
Book No. 100;
Series of 2019

ATTY. RAYMOND A. RAMOS
COMMISSION NO. M-239
NOTARY PUBLIC FOR MAKATI CITY
UNTIL DECEMBER 31, 2020
NO. 15 J.P. RIZAL EXT'N. COR. TANGUILE ST.
COMEMBO, MAKATI CITY
SC Roll No. 62179/ 04-26-2013
IBP NO. 071434/ 01-29-2019/ Pasig City
PTR NO. MKT 7378446/ 01-24-2019/ Makati City
MCLE Compliance No. VI-0002848/ 4-06-2018

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

SECRETARY'S CERTIFICATE

I, **ANA MARIA A. KATIGBAK**, of legal age, Filipino, with office address at the 3rd Floor, The Valero Tower, 122 Valero Street, Salcedo Village, Makati City, after having been duly sworn to in accordance with law, do hereby depose and state that:

1. I am the duly elected and qualified Asst. Corporate Secretary of **SOLID GROUP INC.** (the "Corporation"), a corporation duly organized and existing under the laws of the Philippines with principal office address at 2285 Don Chino Roces Avenue, Makati City, Philippines.

2. I hereby certify that none of the Corporation's Regular Directors, Independent Directors and Officers are appointed or employed in any government agency.

IN WITNESS WHEREOF, this Certificate was signed and issued this MAY 16 2019 day of May 2019 at Makati City, Philippines.

akatigbak

ANA MARIA A. KATIGBAK
Assistant Corporate Secretary

SUBSCRIBED AND SWORN to before me this MAY 16 2019 at Makati City by affiant whose identity I have confirmed through her Passport No. P1893381A issued on February 7, 2017 in Manila, bearing the affiant's photograph and signature.

Doc. No. 376 ;
Page No. 77 ;
Book No. IX ;
Series of 2019.

DAISY MARGARET V. DUCEPEC
NOTARY PUBLIC
ROLL NO. 70138
MAKATI CITY, PHILIPPINES

DAISY MARGARET V. DUCEPEC
Appointment No. M-29
Notary Public for Makati City
Until December 31, 2020
Castillo Laman Tan Pantaleon
& San Jose Law Firm
The Valero Tower, 122 Valero Street
Salcedo Village, Makati City
PTR No. 7333543;01-03-2019;Makati City
IBP No. 060017;01-03-2019;Makati Chapter
Roll No. 70138

SOLID GROUP INC.

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Solid Group Inc. and Subsidiaries** is responsible for the preparation and fair presentation of the consolidated financial statements, including the schedules attached therein, for the years ended December 31, 2018 and 2017, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of 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 to do so.

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

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

Punongbayan & Araullo, the independent auditors appointed by the stockholders, has audited the consolidated financial statements of the Group in accordance with Philippine Standards on Auditing, and in their report to the stockholders, have expressed their opinion on the fairness of presentation upon completion of such audit.

JASON S. LIM	**SUSAN L. TAN**	**VINCENT S. LIM**
Chairman of the Board	President & Chief Executive Officer	SVP & Chief Financial Officer
Passport No. EC1478590	Passport No. P5617366A	Passport No. PO757030A
Date/Place Issued:	Date/Place Issued:	Date/Place Issued:
June 26, 2014, Manila	January 15, 2018, Manila	October 26, 2016, Manila

Signed this APR 1 2 2019 day of ________ 2019.

SUBSCRIBED AND SWORN to before me this APR 1 2 2019 day of ___________, affiants exhibiting to me their passport with details shown above.

Doc No. 234;
Page No. 48;
Book No. 96;
Series of 2019

ATTY. RAYMOND A. RAMOS
COMMISSION NO M-239
NOTARY PUBLIC FOR MAKATI CITY
UNTIL DECEMBER 31, 2020
NO. 15 J.P. RIZAL EXTN. COR. TANGUILE ST.
COMEMBO, MAKATI CITY
SC Roll No. 62179/ 04-26-2013
IBP NO. 071434/ 01-29-2019/ Pasig City
PTR NO MKT 7378446/ 01-24-2019/ Makati City
MCLE Compliance No. VI-0007878/ 4-06-2018

CERTIFICATE ON THE COMPILATION SERVICES FOR THE PREPARATION OF THE FINANCIAL STATEMENTS AND NOTES TO THE FINANCIAL STATEMENTS

I hereby certify that I am the Certified Public Accountant (CPA) who performed the compilation services related to the preparation and presentation of financial information of an entity in accordance with Philippine Financial Reporting Standards (PFRS) and reports as required by accounting and auditing standards for **Solid Group Inc. and Subsidiaries** for the period ended December 31, 2018.

In discharging this responsibility, I hereby declare that I am the SVP & Chief Accounting Officer of Solid Group Inc.

Furthermore, in my compilation services for the preparation of the financial statements and notes to the financial statements, I was not assisted by or did not avail of the services of Punongbayan & Araullo which is the external auditor who rendered the audit opinion for the said financial statements and notes to the financial statements.

I hereby declare, under penalties of perjury and violation of Republic Act No. 9298, that my statements are true and correct.

Mellina T. Tan-Corpuz
CPA Certificate No. 0073993
Valid Until: August 14, 2019
CPA Accreditation No. 3257
Valid Until: August 14, 2020

April 04, 2019

SUBSCRIBED AND SWORN to before me this day of APR 0 8 2019 affiant exhibiting to me her PRC ID No. 0073993 issued on October 7, 1987 at Manila City and valid until August 14, 2019.

Doc. No. 475
Page No. 96
Book No. 95
Series of 2019

ATTY. RAYMOND A. RAMOS
COMMISSION NO. M-239
NOTARY PUBLIC FOR MAKATI CITY
UNTIL DECEMBER 31, 2020
NO. 15 J.P. RIZAL EXTN. COR. TANGUILE ST, COMEMBO, MAKATI CITY
SC Roll No. 62179/ 04-26-2013
IBP NO. 071434/ 01-29-2019/ Pasig City
PTR NO MKT 7378446/ 01-24-2019/Makati City

P&A
Grant Thornton
An instinct for growth™

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 988 2288

Report of Independent Auditors

The Board of Directors and Stockholders
Solid Group Inc. and Subsidiaries
2285 Don Chino Roces Avenue
Makati City

Opinion

We have audited the consolidated financial statements of Solid Group Inc. and subsidiaries (the Group), which comprise the consolidated statements of financial position as at December 31, 2018 and 2017, and the consolidated statements of income, consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for each of the three years in the period ended December 31, 2018, and the notes to consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2018 and 2017, and their consolidated financial performance and their consolidated cash flows for each of the three years in the period ended December 31, 2018 in accordance with Philippine Financial Reporting Standards (PFRS).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audits of the consolidated financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

(a) Revenue Recognition for Sale of Goods

Description of the Matter

The Group recognizes revenue only when (or as) the performance obligation to transfer control of the promised goods or services is satisfied. The transfer of control can occur over time or at a point in time. For the year ended December 31, 2018, revenue from sale of goods amounted to P2,715.1 million representing 72.3% of the total consolidated revenues of the Group. On the other hand, the related trade receivables amounting to P721.6 million as at December 31, 2018, accounted for the 6.0% of total consolidated assets of the Group. Since the revenue from sale of goods and the related receivables are both significant and susceptible to fraud or error that could cause material misstatements to the consolidated financial statements, we consider this as a key audit matter.

The Group's disclosures about its revenue from sale of goods and the related trade receivables and revenue recognition policies are included in Notes 2 and 6, respectively.

How the Matter was Addressed in the Audit

Our audit procedures to address the risk of material misstatement relating to revenue recognition for sale of goods included:

- testing of design effectiveness of the internal controls related to the process of recording sale and receipts, which include inquiry and observation, and performing walkthrough of controls of indicating processing marked on source documents and comparing details of amounts entered to source documents;

- confirming sample receivable items using positive confirmations to ascertain the existence and validity of recognized revenues and the related trade receivables;

- performing alternative audit procedures for non-responding customers, such as, examining evidence of subsequent receipts, and corresponding delivery orders and commercial invoices;

- performing sales cut-off test, including, among others, examining sales transactions near period end, and analyzing and reviewing delivery orders, commercial invoices, sales returns, credit memos and other receivable adjustments subsequent to the end of the reporting period to determine whether revenues are appropriately recognized in the proper period; and,

- performing detailed analysis of revenue components on a per month and per product basis and financial key ratio analysis related to revenues such as, but not limited to, comparing the current year's revenue as a percentage of total revenues, receivable turnover and average collection period.

- Reviewing contracts of customers, on a test basis, whether compliant with the five-step revenue recognition model of PFRS 15, *Revenue from Contracts with Customers*.

(b) Measurement of Merchandise Inventories

Description of the Matter

As at December 31, 2018, the Group's merchandise inventories amounted to P764.7 million, which accounts for the 13.6% and 6.4% of the Group's total consolidated current assets and consolidated total assets, respectively. Merchandise inventories are valued at the lower of cost and net realizable value. Cost is determined using the moving average method. Management uses estimates such as estimated cost to sell in determining the net realizable value of its merchandise inventories. These management's processes are based on judgment and certain assumptions. This factor, together with the significant share of merchandise inventories in the consolidated statements of financial position of the Group, made us conclude that the measurement of merchandise inventories at the lower of cost and net realizable value is a key audit matter.

The Group's disclosures about merchandise inventories and the related inventory valuation policies are included in Notes 8 and 2, respectively.

How the Matter was Addressed in the Audit

Our audit procedures to address the risk of material misstatement relating to the measurement of merchandise inventories at the lower of cost and net realizable value, which was considered to be a significant risk, included:

- determining whether the method of inventory costing and the application of the measurement at the lower of cost and net realizable value is appropriate and consistent with prior periods;

- performing test on inventory costing on sample basis by recomputing the unit cost, examining movements affecting the average unit cost and reviewing the supporting documents to validate the components of inventory costs;

- determining whether inventory is stated at lower of cost and net realizable value by obtaining and testing the reasonableness of the Group's computation of the net realizable value; and,

- performing a price test, on a sample basis, of inventory items by examining supporting documents.

(c) Valuation of Investment Properties at Fair Value

Description of the Matter

The Group's investment properties consist mainly of land and improvements, and buildings and improvements held for lease under operating lease arrangements. The Group's investment properties are accounted for under the fair value model. As at December 31, 2018, the Group's investment properties amounted to P3,406.4 million representing 28.5% of the total consolidated assets. In determining the fair value of investment properties, management engaged the services of professional and independent appraiser, with sufficient experience with respect to both the location and the nature of the investment properties, which uses relevant valuation methodologies.

The valuation of investment properties was considered as a key audit matter as the amount is material to the consolidated financial statements and that the processes of determining the fair value involves significant estimates and assumptions which involves the utilization of the work of an expert.

The Group's disclosures about investment properties and the related fair value disclosures are included in Notes 11 and 29, respectively.

How the Matter was Addressed in our Audit

Our audit procedures to address the risk of material misstatement relating to valuation of investment properties included:

- determining whether the independent appraiser engaged by the Group has the necessary professional competency, reputation, experience and objectivity;
- evaluating the results of the work of independent appraiser by determining the appropriateness of the methods applied and reliability of data used in computing for the fair value of investment properties; and,
- assessing the appropriateness and reasonableness of assumptions used such as the selection of comparable properties and determination of price adjustments due to size and features, among others.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Group's Securities and Exchange Commission (SEC) Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2018, but does not include the consolidated financial statements and our auditors' report thereon. The SEC Form 20-IS, SEC Form 17-A and Annual Report for the year ended December 31, 2018 are expected to be made available to us after the date of this auditors' report.

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

In connection with our audits of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits, or otherwise appears to be materially misstated.

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

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

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

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

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

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

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

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

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

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

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

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

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

The engagement partner on the 2018 audit resulting in this independent auditors' report is Nelson J. Dinio.

PUNONGBAYAN & ARAULLO

By: Nelson J. Dinio
Partner

CPA Reg. No. 0097048
TIN 201-771-632
PTR No. 7333691, January 3, 2019, Makati City
SEC Group A Accreditation
Partner - No. 1036-AR-2 (until Mar. 15, 2020)
Firm - No. 0002-FR-5 (until Mar. 26, 2021)
BIR AN 08-002511-32-2016 (Oct. 4, 2016 until Oct. 3, 2019)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Jul. 24, 2021)

April 4, 2019

SOLID GROUP INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2018 AND 2017
(Amounts in Philippine Pesos)

	Notes	2018	2017
A S S E T S			
CURRENT ASSETS			
Cash and cash equivalents	5	**P 2,455,464,411**	P 3,490,600,099
Trade and other receivables - net	6	**891,990,648**	1,214,427,626
Advances to related parties	24	**9,445,656**	9,223,071
Merchandise inventories and supplies - net	8	**764,706,452**	538,620,487
Real estate inventories - net	9	**436,377,201**	440,454,110
Other current assets	12	**1,057,074,401**	301,822,764
Total Current Assets		**5,615,058,769**	5,995,148,157
NON-CURRENT ASSETS			
Trade and other receivables - net	6	**739,407,669**	692,864,376
Financial assets at fair value through other comprehensive income	7	**27,100,000**	-
Property and equipment - net	10	**1,762,625,470**	1,909,014,819
Investment properties	11	**3,406,441,906**	2,903,917,472
Post-employment benefit asset	20	**126,389,451**	105,764,094
Deferred tax assets - net	21	**156,709,132**	110,772,335
Available-for-sale financial assets - net	7	**-**	20,997,265
Other non-current assets	12	**124,715,885**	23,451,965
Total Non-current Assets		**6,343,389,513**	5,766,782,326
TOTAL ASSETS		**P 11,958,448,282**	P 11,761,930,483

	Notes	2018	2017
LIABILITIES AND EQUITY			
CURRENT LIABILITIES			
Interest-bearing loans	13	**P 123,790,100**	P 115,748,223
Trade and other payables	14	**422,162,690**	475,688,544
Customers' deposits	2	**15,574,861**	16,755,990
Advances from related parties	24	**1,881,570**	3,793,105
Estimated liability for land and land development costs	2	**-**	68,304,647
Income tax payable		**8,455,832**	33,477,152
Total Current Liabilities		**571,865,053**	713,767,661
NON-CURRENT LIABILITIES			
Refundable deposits	15	**29,298,575**	27,098,123
Post-employment benefit obligation	20	**26,716,443**	37,865,673
Deferred tax liabilities - net	21	**783,280,873**	697,238,194
Total Non-current Liabilities		**839,295,891**	762,201,990
Total Liabilities		**1,411,160,944**	1,475,969,651
EQUITY			
Attributable to the Parent Company's stockholders			
Capital stock	22	**2,030,975,000**	2,030,975,000
Additional paid-in capital	2	**4,641,701,922**	4,641,701,922
Treasury shares - at cost	22	**(115,614,380)**	(115,614,380)
Revaluation reserves - net	22	**42,225,155**	(15,778,108)
Retained earnings	22	**3,594,573,885**	3,398,699,549
Total equity attributable to the Parent Company's stockholders		**10,193,861,582**	9,939,983,983
Non-controlling interests	2	**353,425,756**	345,976,849
Total Equity		**10,547,287,338**	10,285,960,832
TOTAL LIABILITIES AND EQUITY		**P 11,958,448,282**	P 11,761,930,483

See Notes to Consolidated Financial Statements.

SOLID GROUP INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
FOR THE YEARS ENDED DECEMBER 31, 2018, 2017 AND 2016
(Amounts in Philippine Pesos)

	Notes	2018	2017	2016
REVENUES				
Sale of goods	2	**P 2,715,142,584**	P 3,450,152,476	P 5,393,488,265
Rendering of services	24, 26	**712,196,383**	1,192,371,205	736,887,361
Rentals	11, 24, 26	**239,165,721**	233,294,441	184,863,639
Interest	6, 19, 24	**78,961,388**	44,795,183	38,054,114
Sale of real estate	2	**10,441,071**	22,123,780	12,065,150
		3,755,907,147	4,942,737,085	6,365,358,529
COSTS OF SALES, SERVICES, RENTALS AND REAL ESTATE SALES				
Cost of sales	16	**2,399,848,715**	2,970,049,060	4,706,591,200
Cost of services	16	**553,139,496**	915,753,933	595,047,557
Cost of rentals	11, 16	**96,678,793**	77,115,991	52,137,047
Cost of real estate sales	16	**6,620,959**	14,148,749	8,224,118
		3,056,287,963	3,977,067,733	5,361,999,922
GROSS PROFIT		**699,619,184**	965,669,352	1,003,358,607
OTHER OPERATING EXPENSES (INCOME)				
Selling and distribution costs	17	**310,659,576**	330,955,769	376,046,004
General and administrative expenses	17	**461,948,530**	367,737,348	358,350,005
Other operating (income) expense - net	18	**(339,125,056)**	(224,197,075)	2,565,559
		433,483,050	474,496,042	736,961,568
OPERATING PROFIT		**266,136,134**	491,173,310	266,397,039
OTHER INCOME (CHARGES)				
Finance income	19	**88,352,339**	65,460,006	81,574,745
Finance costs	19	**(10,795,034)**	(12,898,591)	(17,690,003)
Gain on sale of subsidiary	1	**-**	-	127,963,343
Other gains - net	19	**6,791,076**	17,726,255	7,326,993
		84,348,381	70,287,670	199,175,078
PROFIT BEFORE TAX		**350,484,515**	561,460,980	465,572,117
TAX EXPENSE	21	**95,979,889**	157,848,957	124,862,296
NET PROFIT		**P 254,504,626**	P 403,612,023	P 340,709,821
Net profit attributable to the:				
Parent Company's stockholders	23	**P 247,055,719**	P 397,050,247	P 343,429,551
Non-controlling interests		**7,448,907**	6,561,776	(2,719,730)
		P 254,504,626	P 403,612,023	P 340,709,821
Earnings per share attributable to the Parent Company's stockholders	23	**P 0.14**	P 0.22	P 0.19

See Notes to Consolidated Financial Statements.

SOLID GROUP INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2018, 2017 AND 2016
(Amounts in Philippine Pesos)

	Notes	2018	2017	2016
NET PROFIT		**P 254,504,626**	P 403,612,023	P 340,709,821
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will be reclassified subsequently to profit or loss:				
Currency exchange differences on translating financial statements of foreign operations	2	**22,583,761**	319,859	12,035,355
Fair value gains on available-for-sale financial assets - net	7	-	2,920,815	3,267,665
Reclassification adjustments for gains recognized in profit or loss from disposal of investment in foreign operations		-	-	(63,709,618)
Deferred tax expense on changes in fair value of available-for-sale financial assets	21	-	(210,000)	(630,000)
		22,583,761	3,030,674	(49,036,598)
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of post-employment defined benefit plan	20, 22	**42,312,769**	11,330,762	(18,336,523)
Fair value gains on financial assets at fair value through other comprehensive income	7, 22	**6,500,000**	-	-
Tax income (expense)	21, 22	**(13,657,306)**	(2,596,877)	4,792,281
		35,155,463	8,733,885	(13,544,242)
Other comprehensive income (loss) – net of tax		**57,739,224**	11,764,559	(62,580,840)
TOTAL COMPREHENSIVE INCOME		**P 312,243,850**	P 415,376,582	P 278,128,981
Total comprehensive income attributable to:				
Parent Company's stockholders		**P 304,794,943**	P 408,814,806	P 280,848,711
Non-controlling interests		**7,448,907**	6,561,776	(2,719,730)
		P 312,243,850	P 415,376,582	P 278,128,981

See Notes to Consolidated Financial Statements.

SOLID GROUP INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2018, 2017 AND 2016
(Amounts in Philippine Pesos)

	Notes	Attributable to the Parent Company's Stockholders						Non-controlling Interests	Total Equity
		Capital Stock	Additional Paid-in Capital	Treasury Shares - at Cost	Revaluation Reserves	Retained Earnings	Total		
Balance at January 1, 2018									
As previously reported		P 2,030,975,000	P 4,641,701,922	(P 115,614,380)	(P 15,778,108)	P 3,398,699,549	P 9,939,983,983	P 345,976,849	P 10,285,960,832
Effect of adoption of PFRS 15	2	-	-	-	-	68,304,647	68,304,647	-	68,304,647
Effect of adoption of PFRS 9	2	-	-	-	169,919	(9,831,510)	(9,661,591)	-	(9,661,591)
As restated		2,030,975,000	4,641,701,922	(115,614,380)	(15,608,189)	3,457,172,686	9,998,627,039	345,976,849	10,344,603,888
Dividends declared	22	-	-	-	-	(109,292,520)	(109,292,520)	-	(109,292,520)
Derecognition of financial asset at fair value through other comprehensive income	22	-	-	-	94,120	(362,000)	(267,880)	-	(267,880)
Total comprehensive income for the year	22	-	-	-	57,739,224	247,055,719	304,794,943	7,448,907	312,243,850
Balance at December 31, 2018	22	**P 2,030,975,000**	**P 4,641,701,922**	**(P 115,614,380)**	**P 42,225,155**	**P 3,594,573,885**	**P 10,193,861,582**	**P 353,425,756**	**P 10,547,287,338**
Balance at January 1, 2017		P 2,030,975,000	P 4,641,701,922	(P 115,614,380)	(P 27,542,667)	P 3,129,157,242	P 9,658,677,117	P 339,415,073	P 9,998,092,190
Dividends declared	22	-	-	-	-	(127,507,940)	(127,507,940)	-	(127,507,940)
Total comprehensive income for the year	22	-	-	-	11,764,559	397,050,247	408,814,806	6,561,776	415,376,582
Balance at December 31, 2017	22	P 2,030,975,000	P 4,641,701,922	(P 115,614,380)	(P 15,778,108)	P 3,398,699,549	P 9,939,983,983	P 345,976,849	P 10,285,960,832
Balance at January 1, 2016		P 2,030,975,000	P 4,641,701,922	(P 115,614,380)	P 35,038,173	P 2,967,881,891	P 9,559,982,606	P 508,864,998	P 10,068,847,604
Transactions with owners:									
Deconsolidation of a subsidiary		-	-	-	-	-	-	(166,730,195)	(166,730,195)
Dividends declared	22	-	-	-	-	(182,154,200)	(182,154,200)	-	(182,154,200)
Total comprehensive income for the year	22	-	-	-	(62,580,840)	343,429,551	280,848,711	(2,719,730)	278,128,981
Balance at December 31, 2016	22	P 2,030,975,000	P 4,641,701,922	(P 115,614,380)	(P 27,542,667)	P 3,129,157,242	P 9,658,677,117	P 339,415,073	P 9,998,092,190

See Notes to Consolidated Financial Statements.

SOLID GROUP INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2018, 2017 AND 2016
(Amounts in Philippine Pesos)

	Notes	2018	2017	2016
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before tax		P 350,484,515	P 561,460,980	P 465,572,117
Adjustments for:				
Fair value losses (gains) on investment property - net	11, 18	(276,865,052)	(135,678,910)	52,938,928
Interest income	6, 24	(122,988,757)	(70,327,634)	(59,861,406)
Depreciation and amortization	10	77,325,726	85,528,588	80,149,510
Unrealized foreign currency exchange gains - net		(37,799,414)	(406,317)	(28,119,793)
Interest expense	13	4,690,998	2,834,528	12,431,682
Gain on sale of property and equipment	10	(1,211,597)	(1,533,248)	(739,986)
Interest amortization on refundable deposits	15	689,536	1,555,880	272,778
Gain on derecognition of liabilities	19	(325,989)	(1,293,384)	(72,555)
Loss (gain) on discounting of refundable deposits	15	203,516	(486,937)	(2,891,369)
Gain on sale of investment property	11	-	(37,510,547)	-
Impairment loss on property and equipment	10	-	14,346,250	-
Gain on redemption of financial assets at fair value through profit or loss (FVTPL)		-	(5,918,418)	(2,268,082)
Dividend income	19	-	(219,272)	-
Gain on sale of subsidiary	1	-	-	(127,963,343)
Fair value gain on financial assets at FVPTL		-	-	(2,491,078)
Operating profit (loss) before working capital changes		(5,796,518)	412,351,559	386,957,403
Decrease (increase) in trade and other receivables - net		278,842,371	137,379,997	(188,166,371)
Increase in advances to related parties		(222,585)	(117,077)	(154,302,664)
Decrease (increase) in merchandise inventories and supplies - net		(226,085,965)	264,341,044	63,193,801
Decrease in real estate inventories - net		4,076,909	11,431,888	24,746,816
Decrease (increase) in other current assets		(742,194,362)	(5,195,533)	125,259,674
Decrease in post-employment benefit asset		21,687,412	5,943,527	763,840
Decrease (increase) in other non-current assets		(100,623,913)	(3,350,875)	9,387,639
Increase (decrease) in trade and other payables		(46,705,648)	38,469,673	23,432,122
Increase (decrease) in customers' deposits		(1,181,129)	5,937,743	55,613,237
Increase in advances from related parties		(1,911,535)	1,911,556	116,925,091
Increase in refundable deposits		1,307,400	4,660,839	4,964,040
Increase (decrease) in post-employment benefit obligation		(11,149,230)	4,860,368	13,265,851
Cash generated from (used in) operations		(829,956,793)	878,624,709	482,040,479
Interest received		77,617,600	45,361,516	38,006,465
Cash paid for income taxes		(95,198,360)	(151,770,477)	(120,188,155)
Net Cash From (Used in) Operating Activities		(847,537,553)	772,215,748	399,858,789
CASH FLOWS FROM INVESTING ACTIVITIES				
Acquisitions of property and equipment	10	(122,533,891)	(173,211,098)	(141,407,745)
Interest received	19	42,422,471	23,400,466	21,807,292
Additions to investment property	11	(58,866,599)	(102,145,718)	(76,772,868)
Proceeds from disposal of property and equipment	10	22,242,328	3,720,816	1,321,843
Proceeds from disposal of investment property	11	3,774,000	85,686,880	-
Disposals (acquisitions) of available-for-sale financial assets	7	-	-	(972,258)
Acquisitions of financial assets at FVTPL		-	(127,500,000)	(1,425,077,589)
Net proceeds from sale of a subsidiary	1	-	-	275,997,999
Proceeds from redemption of financial assets at FVTPL		-	875,150,494	811,112,953
Net Cash From (Used in) Investing Activities		(112,961,691)	585,101,840	(533,990,373)
Balance carried forward		(P 960,499,244)	P 1,357,317,588	(P 134,131,584)

	Notes	2018	2017	2016
Balance brought forward		**(P 960,499,244)**	P 1,357,317,588	(P 134,131,584)
CASH FLOWS FROM FINANCING ACTIVITIES				
Dividends paid	22	**(109,292,520)**	(127,507,940)	(182,154,200)
Interest paid	13	**(4,690,998)**	(2,834,528)	(12,431,682)
Proceeds from availment of interest-bearing loans	13	**1,547,660**	2,849,802	-
Dividends received		**-**	219,272	
Repayments of interest-bearing loans		**-**	-	(16,241,491)
Net Cash Used in Financing Activities		**(112,435,858)**	(127,273,394)	(210,827,373)
Effect of Foreign Exchange Rate Changes on Cash and Cash Equivalents		**37,799,414**	661,356	28,119,793
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		**(1,035,135,688)**	1,230,705,550	(316,839,164)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		**3,490,600,099**	2,259,894,549	2,576,733,713
CASH AND CASH EQUIVALENTS AT END OF YEAR		**P 2,455,464,411**	P 3,490,600,099	P 2,259,894,549

Supplemental Information on Non-cash Investing Activities:

1) In 2018, 2017 and 2016, the Group transferred certain property and equipment with carrying amounts of P174.9 million, P36.2 million and P1.0 million, respectively, to Investment Properties account (see Notes 10 and 11).

2) In 2018, the Group disposed certain FVOCI equal to their carrying amount of P0.3 million. There were no similar transactions in 2017 and 2016.

See Notes to Consolidated Financial Statements.

SOLID GROUP INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018, 2017 AND 2016
(Amounts in Philippine Pesos)

1. CORPORATE INFORMATION

1.1 Group Background

Solid Group Inc. (SGI or the Parent Company) was incorporated and registered with the Philippine Securities and Exchange Commission ("the Commission") on October 16, 1933.

On February 22, 1982, the Commission approved the extension of SGI's corporate life for another 50 years. SGI currently conducts business as an investment holding Company. On September 4, 1996, SGI listed its shares of stock in the Philippine Stock Exchange (PSE).

The Parent Company holds ownership interests in the following subsidiaries (the Parent Company and the subsidiaries are collectively referred to herein as "the Group"):

	Percentage of Ownership				
Subsidiaries	**2018**	2017	2016	Notes	Nature of Business
Brilliant Reach Limited (BRL)	**100**	100	100	a	Investment holding company
Green Sun Hotel Management, Inc. (GSHMI)	**100**	100	100	b	Hotel and restaurant operation
Kita Corporation (Kita)	**100**	100	100		Leasing of real estate properties
My Solid Technologies & Devices Corporation (My Solid)	**100**	100	100		Sale of mobile phones and accessories
Omni Solid Services, Inc. (OSSI)	**100**	100	100		Logistics and assembly of consumer electronics products
Precos, Inc. (Precos)	**100**	100	100	c	Real estate
Solid Broadband Corporation (SBC)	**100**	100	100		Broadband, cable and satellite services
SolidService Electronics Corporation (SEC)	**100**	100	100		Repair services for audio and video products
Solid Group Technologies Corporation (SGTC)	**100**	100	100		Trading of pre-fabricated modular house and office units
Solid Manila Corporation (SMC)	**100**	100	100		Real estate
Solid Manila Finance, Inc. (SMFI)	**100**	100	100		Financing
Solid Video Corporation (SVC)	**100**	100	100		Trading of professional audio/ video equipment
Zen Towers Corporation (ZTC)	**100**	100	100		Real estate
MyApp Corporation (MyApp)	**100**	100	100	c	Investment holding company
Casa Bocobo Hotel, Inc. (CBHI)	**100**	100	100	d	Hotel and restaurant operation
Skyworld Corporation (Skyworld)	**75**	75	75	d, c	Investment holding company
Interstar Holdings Company, Inc. (Interstar)	**73**	73	73	d	Investment holding company
Starworld Corporation (Starworld)	**50**	50	50	d, e	Real estate
Laguna International Industrial Park, Inc. (LIIP)	**50**	50	50	d, f	Real estate

Notes:

- *(a)* *Incorporated and domiciled in the British Virgin Islands*
- *(b)* *Incorporated on December 19, 2016*
- *(c)* *Pre-operating or non-operating*
- *(d)* *Indirectly owned through SMC*
- *(e)* *Starworld is 20% owned by SMC and 40% owned by Skyworld*
- *(f)* *LIIP is 22.5% owned by SMC and 37.5% owned by Interstar*

SBC holds a provisional authority, granted by the National Telecommunications Commission, to use its legislative franchise under Republic Act (RA) No. 9116, *An Act Granting Solid Broadband Corporation a Franchise to Construct, Install, Establish, Operate and Maintain Telecommunications Systems throughout the Philippines* (see Note 25.3).

SMFI is subject to the rules and regulations provided under RA No. 8556, *The Financing Group Act of 1998* (see Note 30).

1.2 Status of Operation

On April 1, 2014, the Board of Directors (BOD) and stockholders of SMC approved the amendment to its Articles of Incorporation to include hotel operations in its secondary purpose. The amendment was approved by the Commission on April 4, 2014.

Subsequently, on October 29, 2014, Green Sun officially started its hotel and related business operations as a division under SMC. The Hotel offers 144 guest rooms, penthouse suites, food and beverage outlet, seven function rooms and two large event venues situated at 2285 Don Chino Roces Avenue, Makati City. In relation to this, SMC signed an agreement with CBHI for the management of the hotel's properties and operations. On December 19, 2016, Green Sun Hotel Management Inc. was incorporated for the management of Green Sun properties and operations.

On September 8, 2017, BOD of SEC approved the resolution changing its corporate name to SolidService Electronics Corporation. Consequently on September 28, 2018, the Commission approved this resolution.

1.3 Sale of Equity Interest in PNCI

On August 10, 2016, the Group disposed of its 100% equity interest in Phil-Nanning Consortium, Inc. (PNCI) to Solid Group Limited (SCL), a related party owned by the Parent Company's director, for cash consideration of P296.3 million, which was received in 2016. The sale also covered the assignment of advances granted by Precos to PNCI, amounting to P146.9 million.

The gain on disposal amounting to P128.0 million is presented under the Other Income (Charges) section in the 2016 consolidated statement of income. No similar transaction has occurred in 2018 and 2017.

1.4 Other Corporate Information

The registered offices and principal places of business of the Parent Company and its subsidiaries, except those listed below, are located at 2285 Don Chino Roces Avenue, Makati City. The registered offices and principal places of business of the other subsidiaries are as follows:

BRL	-	2nd Floor, Abbott Building, P.O. Box 933, Road Town, Tortola, British Virgin Islands
Kita	-	7175 Gil Puyat Ave. cor. Feati St., Clark Freeport Zone, Clarkfield, Pampanga
OSSI	-	Solid St., LIIP, Mamplasan, Biñan, Laguna
SEC	-	145 G. Araneta, Brgy. Tatalon, Quezon City
SMC and CBHI	-	1000 J. Bocobo corner T.M. Kalaw St., Ermita, Manila
Starworld	-	CPIP Brgys. Batino & Prinza, Calamba, Laguna
ZTC	-	1111 Natividad A. Lopez Street, Brgy. 659-A, Zone 79, District 5, Ermita, Manila

1.5 Approval for Issuance of Consolidated Financial Statements

The consolidated financial statements of the Group as of and for the year ended December 31, 2018 (including the comparative consolidated financial statements as of December 31, 2017 and for the years ended December 31, 2017 and 2016) were authorized for issue by the Parent Company's BOD on April 4, 2019.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies that have been used in the preparation of these consolidated financial statements are summarized below and in the succeeding pages. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of Preparation of Consolidated Financial Statements

(a) Statement of Compliance with Philippine Financial Reporting Standards

The consolidated financial statements of the Group have been prepared in accordance with Philippine Financial Reporting Standards (PFRS). PFRS are adopted by the Financial Reporting Standards Council (FRSC) from the pronouncements issued by the International Accounting Standards Board, and approved by the Philippine Board of Accountancy.

The consolidated financial statements have been prepared using the measurement bases specified by PFRS for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies that follow.

(b) Presentation of Consolidated Financial Statements

The consolidated financial statements are presented in accordance with Philippine Accounting Standard (PAS) 1, *Presentation of Financial Statements*. The Group presents consolidated statement of comprehensive income separate from the consolidated statement of income.

In 2018, the Group adopted PFRS 9, *Financial Instruments*, which was applied using the transitional relief allowed by the standard. This allows the Group not to restate its prior periods' financial statements. Accordingly, the adoption of this new accounting standard did not require the Group to present its third statement of financial position. Differences arising from the adoption of PFRS 9 in relation to classification and measurement and impairment of financial assets are recognized in the opening balance of Retained Earnings or other components of equity in the current year as shown in the table below.

Further, the Group adopted PFRS 15, *Revenue from Contracts with Customers*, which was applied using the modified retrospective approach under which changes having a material retrospective restatements on certain accounts in the statement of financial position as at January 1, 2018 are presented together as a single adjustment to the opening balance of Retained Earnings as shown in the table below.

Accordingly, the adoption of these two new accounting standards did not require the Group to present its third statement of financial position.

The table below shows the impact of the adoption of PFRS 9 and 15 to the Group's total equity as of January 1, 2018.

	Effects on		
	Retained Earnings	Revaluation Reserves	Total Equity
Balance at January 1, 2018	P 3,398,699,549	(P 15,778,108)	P 10,285,960,832
Impact of PFRS 9 [see Note 2.2(a)(ii)]:			
Effect of reclassification and remeasurements of financial assets	-	242,742	242,742
Increase in allowance for credit losses on trade and other receivables and refundable deposits	(12,475,923)	-	(12,475,923)
Total impact from remeasurement	(12,475,923)	242,742	(12,233,181)
Increase in deferred tax asset arising from:			
Remeasurements of financial assets	-	(72,823)	(72,823)
Increase in credit loss allowance	2,644,413	-	2,644,413
	(9,831,510)	169,919	(9,661,591)
Impact of PFRS 15 [see Note 2.2(a)(iii)]:			
Reversal of estimated liability for land and land development costs	68,304,647	-	68,304,647
	P 3,457,172,686	**(P 15,608,189)**	**P 10,344,603,888**

(c) *Functional and Presentation Currency*

These consolidated financial statements are presented in Philippine pesos, the Group's functional and presentation currency, and all values represent absolute amounts except when otherwise indicated.

Items included in the consolidated financial statements of the Group are measured using the Group's functional currency, which is the currency of the primary economic environment in which the Group operates.

2.2 Adoption of New and Amended PFRS

(a) Effective in 2018 that are Relevant to the Group

The Group adopted for the first time the following new PFRS, interpretation and amendments to PFRS, which are mandatorily effective for annual periods beginning on or after January 1, 2018:

PAS 40 (Amendments)	:	Investment Property – Reclassification to and from Investment Property
PFRS 9	:	Financial Instruments
PFRS 15	:	Revenue from Contracts with Customers; Clarifications to PFRS 15
International Financial Reporting Interpretations Committee (IFRIC) 22	:	Foreign Currency Transactions and Advance Consideration

Discussed below and in the succeeding pages are the relevant information about these standards, interpretation, amendment and improvement.

(i) PAS 40 (Amendments), *Investment Property – Reclassification to and from Investment Property*. The amendments state that an entity shall transfer a property to, or from, investment property when, and only when, there is evidence of a change in use. A change of use occurs if property meets, or ceases to meet, the definition of investment property. A change in management's intentions for the use of a property by itself does not constitute evidence of a change in use. The amendments provided a non-exhaustive list of examples constituting change in use. The application of these amendments has no impact on the Group's consolidated financial statements.

(ii) PFRS 9, *Financial Instruments* (issued in 2014). This new standard on financial instruments replaced PAS 39, *Financial Instruments: Recognition and Measurement,* and PFRS 9 issued in 2009, 2010 and 2013. This standard contains, among others, the following:

- three principal classification categories for financial assets based on the business model on how an entity is managing its financial instruments;

- an expected credit loss (ECL) model in determining impairment of all debt financial assets that are not measured at FVTPL, which generally depends on whether there has been a significant increase in credit risk since initial recognition of such financial assets; and,

- a new model on hedge accounting that provides significant improvements principally by aligning hedge accounting more closely with the risk management activities undertaken by entities when hedging their financial and non-financial risk exposures.

The Group's new accounting policies relative to the adoption of PFRS 9 using its transitional relief, is fully disclosed in Notes 2.5 and 2.12.

The table below summarizes the effects of the adoption of PFRS 9 (2014) in the carrying amounts and presentations of the categories of the financial assets in the consolidated statement of financial position as of January 1, 2018.

	Notes	Carrying Value PAS 39 December 31, 2017	Reclassifications	Remeasurements	Carrying Value PFRS 9 January 1, 2018
Financial assets at FVOCI:					
AFS Financial assets	a	P 20,625,138	(P 20,625,138)	P -	**P -**
Financial assets at FVOCI	a	-	20,625,138	242,742	**20,867,880**
Financial assets at amortized cost:					
Trade and other receivables:					
Gross amount	b	2,000,143,713	-	-	**2,000,143,713**
Allowance for credit losses	b	(92,851,711)	-	(8,814,710)	**(101,666,421)**
		1,907,292,002	-	(8,814,710)	**1,898,477,292**
Refundable deposits:					
Gross amount	b	8,564,398	-	-	**8,564,398**
Allowance for credit losses	b	(1,534,194)	-	(3,661,213)	**(5,195,407)**
		7,030,204	-	(3,661,213)	**3,368,991**
		P 1,934,947,344	**P -**	**(P 12,233,181)**	**P 1,922,714,163**

The impact of the adoption of this new accounting standard to the Group's financial statements are presented below.

a. *Investment Securities Reclassified from Available-for-Sale (AFS) Financial Assets to Financial Assets at Fair Value through Other Comprehensive Income (FVOCI)*

With respect to the Group's proprietary membership club shares amounting to P17.4 million as of January 1, 2018, which were previously classified as AFS financial assets, the Group elected to irrevocably designate these club shares as financial assets at FVOCI, as these are not held for trading nor a contingent consideration in a business combination. On the other hand, the unquoted equity securities measured at cost previously classified as AFS financial assets with a carrying amount of P3.2 million had a fair value of P3.4 million was reclassified to financial assets at FVOCI upon adoption of PFRS 9 on January 1, 2018. The related fair value gain of P0.2 million and the corresponding deferred tax liability of P72,823 are accordingly adjusted to the opening balance of Revaluation Reserves account [see Note 2.1(b)].

b. *Credit Losses on Trade and Other Receivables and Refundable Deposits*

The application of simplified approach in measuring ECL for trade and other receivables resulted in the recognition of additional allowance for credit losses amounting to P8.8 million, with the related deferred tax asset amounting to P2.6 million. With respect to refundable deposit, an additional allowance for credit losses amounting to P3.6 million were recognized upon application of simplified approach in measuring ECL. The related deferred tax asset from the refundable deposits was not recognized by the Group.

Moreover, the amounts disclosed above were charged against the opening balance of Retained Earnings account as of January 1, 2018 [see Note 2.1(b)].

(iii) PFRS 15, *Revenue from Contract with Customers,* together with the *Clarifications to PFRS 15* (herein referred to as PFRS 15). This standard replaced PAS 18, *Revenue*, and PAS 11, *Construction Contracts*, the related Interpretations on revenue recognition: IFRIC 13, *Customer Loyalty Programmes*, IFRIC 15, *Agreement for the Construction of Real Estate*, IFRIC 18, *Transfers of Assets from Customers*, and Standing Interpretations Committee 31, *Revenue – Barter Transactions Involving Advertising Services*. This new standard establishes a comprehensive framework for determining when to recognize revenue and how much revenue to recognize. The core principle in the said framework is for an entity to recognize revenue to depict the transfer of promised goods or services to the customer in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Relative to the adoption of PFRS 15 in the Philippines for real estate transactions, the FRSC also approved the issuance of the following:

- Philippine Interpretations Committee (PIC) Questions and Answer (Q&A) 2016-04, *Application of PFRS 15*, "*Revenue from Contracts with Customers," on Sale of Residential Properties under Pre-completion Contracts*. This Q&A clarifies that sales of residential properties under pre-completion stage is recognized over time on the basis that the entity's performance does not create an asset with an alternative use to the entity and the entity has an enforceable sight to payment for performance completed to date;

- PIC Q&A 2018-12, *PFRS 15 Implementation Issues Affecting the Real Estate Industry*. This Q&A provides guidance on the application of PFRS 15 to real estate industry; and,

- PIC Q&A 2018-14, *PFRS 15 Accounting for Cancellation of Real Estate Sales*. This Q&A provides guidance on the appropriate accounting treatment for cancellation of real estate sales.

Relative to the adoption of PFRS 15 and relevant PIC Q&As, the SEC issued the following Memorandum Circulars (MC) to provide relief to the real estate industry in the application of certain provisions of the new standard:

- MC No. 14 series of 2018. This circular allows the deferral of the application of the following provisions in PIC Q&A 2018-12 for a period of three years:

  (a) accounting for the significant financing component in a contract to sell

  (b) inclusion of land in the determination of percentage of completion

  (c) inclusion of uninstalled materials in the determination of percentage of completion

- MC No. 3 series of 2019. This circular allows the deferral of the application of PIC Q&A 2018-12-H, *Accounting for Common Usage Service Area Charges*, and PIC Q&A 2018-14, *Accounting for Cancellation of Real Estate Sales,* for a period of three years.

The Group elected to defer the adoption of the relevant provisions in PIC Q&A 2018-12 and 2018-14 in accordance with MC No. 14 series of 2018 and MC No. 3 series of 2019, respectively. As allowed by the SEC, the deferral of the aforementioned PIC Q&As is within a period of three years, or until 2020. Had these provisions been adopted, it would have the following impact in the consolidated financial statements:

- the exclusion of land and uninstalled materials in the determination of percentage-of-completion would reduce the percentage of completion of real estate projects resulting in a decrease in retained earnings as at January 1, 2017 as well as a decrease in the revenue from sale of condominium units for the years ended December 31, 2018 and 2017;

- the mismatch between the percentage-of-completion of the real estate projects and right to an amount of consideration based on the schedule of payments explicit in the contract to sell would constitute a significant financing component. Interest income would have been recognized for the contract asset and interest expense for the contract liability using the effective interest rate method and this would have affected the retained earnings as at January 1, 2017 and the revenue from sale of condominium units for the years ended December 31, 2018 and 2017. Currently, any significant financing component arising from the mismatch discussed above is not considered for revenue recognition purposes; and,

- upon sales cancellation, the repossessed inventory would be recorded at fair value plus cost to repossess (or fair value less cost to repossess if this would have been adopted). This would have increased retained earnings as at January 1, 2017 and recognized the gain from repossession for the years ended December 31, 2018 and 2017. Currently, the Group records the repossessed inventory at its original carrying amount and recognizes any difference between the carrying amount of the derecognized contract asset and the repossessed property in profit or loss.

The adoption of PFRS 15 has resulted in changes of the Group's revenue accounting policies (see Note 2.16) and derecognition of Estimated Liability for Land and Land Development Costs amounting to P68.3 million as of December 31, 2017 [see Note 2.1(b)].

The Group's significant revenues pertain to sale of goods, rendering of services, rentals, interest and sale of real estate. Except for rendering of services, sale of goods and sale of real estate, all other revenue streams are out of scope of PFRS 15.

Further, the Group's adoption of PFRS 15 has resulted in changes in its revenue recognition policies. Moreover, the Group has presented the disaggregation of its revenues from the transfer of goods and services at point in time and over time in Note 4.4.

(iv) IFRIC 22, *Foreign Currency Transactions and Advance Consideration – Interpretation on Foreign Currency Transactions and Advance Consideration*. The interpretation provides more detailed guidance on how to account for transactions that include the receipt or payment of advance consideration in a foreign currency. The interpretation states that the date of the transaction, for the purpose of determining the exchange rate, is the date of initial recognition of the non-monetary asset (arising from advance payment) or liability (arising from advance receipt). If there are multiple payments or receipts in advance, a date of transaction is established for each payment or receipt. The application of this amendment has no impact on the Group's consolidated financial statements.

(b) Effective in 2018 but not Relevant to the Group

The amendments and annual improvements to existing standards are mandatorily effective for annual periods beginning on or after January 1, 2018 but are not relevant to the Group's financial statements are presented below.

PFRS 2 (Amendments)	:	Share-based Payment – Classification and Measurement of Share-based Payment Transactions
PFRS 4 (Amendments)	:	Insurance Contracts – Applying PFRS 9 with PFRS 4
Annual Improvement to PFRS (2014-2016 Cycle)		
PAS 28 (Amendments)	:	Investment in Associates – Clarification on Fair Value Through Profit or Loss Classification
PFRS 1 (Amendments)	:	First-time Adoption of Philippine Financial Reporting Standards – Deletion of Short-term Exemptions

(c) Effective Subsequent to 2018 but not Adopted Early

There are new PFRS, interpretation, amendments and annual improvements to existing standards effective for annual periods subsequent to 2018, which are adopted by the FRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and, unless otherwise stated, none of these are expected to have significant impact on the Group's consolidated financial statements:

(i) PAS 19 (Amendments), *Employee Benefits – Plan Amendment, Curtailment or Settlement* (effective January 1, 2019). The amendments require the use of updated actuarial assumptions to determine current service cost and net interest for the remainder of the annual reporting period after the plan amendment, curtailment or settlement when the entity remeasures its net defined benefit liability (asset).

(ii) PAS 28 (Amendments), *Investment in Associates – Long-term Interest in Associates and Joint Venture* (effective from January 1, 2019). The amendments clarify that the scope exclusion in PFRS 9 applies only to ownership interests accounted for using the equity method. Thus, the amendments further clarify that long-term interests in an associate or joint venture – to which the equity method is not applied – must be accounted for under PFRS 9, which shall also include long-term interests that, in substance, form part of the entity's net investment in an associate or joint venture.

(iii) PFRS 9 (Amendments), *Financial Instruments – Prepayment Features with Negative Compensation* (effective from January 1, 2019). The amendments clarify that prepayment features with negative compensation attached to financial instruments may still qualify under the "solely payments of principal and interests" (SPPI) test. As such, the financial assets containing prepayment features with negative compensation may still be classified at amortized cost or at FVOCI.

(iv) PFRS 16, *Leases* (effective from January 1, 2019). The new standard will eventually replace PAS 17, *Leases*, and its related interpretation IFRIC 4, *Determining Whether an Arrangement Contains a Lease*. For lessees, it requires to account for leases "on-balance sheet" by recognizing a "right-of-use" asset and a lease liability. The lease liability is initially measured as the present value of future lease payments. For this purpose, lease payments include fixed, non-cancellable payments for lease elements, amounts due under residual value guarantees, certain types of contingent payments and amounts due during optional periods to the extent that extension is reasonably certain. In subsequent periods, the "right-of-use" asset is accounted for similar to a purchased asset subject to depreciation or amortization. The lease liability is accounted for similar to a financial liability which is amortized using the effective interest method. However, the new standard provides important reliefs or exemptions for short-term leases and leases of low value assets. If these exemptions are used, the accounting is similar to operating lease accounting under PAS 17 where lease payments are recognized as expenses on a straight-line basis over the lease term or another systematic basis (if more representative of the pattern of the lessee's benefit).

For lessors, lease accounting is similar to PAS 17's. In particular, the distinction between finance and operating leases is retained. The definitions of each type of lease, and the supporting indicators of a finance lease, are substantially the same as PAS 17's. The basic accounting mechanics are also similar, but with some different or more explicit guidance in few areas. These include variable payments, sub-leases, lease modifications, the treatment of initial direct costs and lessor disclosures.

The management plans to adopt the modified retrospective application of PFRS 16 where the cumulative effect of initially applying the standard will be recognized as an adjustment to the opening balance of Retained Earnings account at the date of initial application. The Group will elect to apply the standard to contracts that were previously identified as leases applying PAS 17 and IFRIC 4 at the date of initial application. Management is currently assessing the financial impact of this new standard on the Group's consolidated financial statements.

(v) IFRIC 23, *Uncertainty over Income Tax Treatments* (effective from January 1, 2019). The interpretation provides clarification on the determination of taxable profit, tax bases, unused tax losses, unused tax credits, and tax rates when there is uncertainty over income tax treatments. The core principle of the interpretation requires the Group to consider the probability of the tax treatment being accepted by the taxation authority. When it is probable that the tax treatment will be accepted, the determination of the taxable profit, tax bases, unused tax losses, unused tax credits, and tax rates shall be on the basis of the accepted tax treatment. Otherwise, the Group has to use the most likely amount or the expected value, depending on the surrounding circumstances, in determining the tax accounts identified immediately above.

(vi) PFRS 10 (Amendments), *Consolidated Financial Statements*, and PAS 28 (Amendments), *Investments in Associates and Joint Ventures – Sale or Contribution of Assets Between an Investor and its Associates or Joint Venture* (effective date deferred indefinitely). The amendments to PFRS 10 require full recognition in the investor's financial statements of gains or losses arising on the sale or contribution of assets that constitute a business as defined in PFRS 3, *Business Combinations*, between an investor and its associate or joint venture. Accordingly, the partial recognition of gains or losses (i.e., to the extent of the unrelated investor's interests in an associate or joint venture) only applies to those sale of contribution of assets that do not constitute a business. Corresponding amendments have been made to PAS 28 to reflect these changes. In addition, PAS 28 has been amended to clarify that when determining whether assets that are sold or contributed constitute a business, an entity shall consider whether the sale or contribution of those assets is part of multiple arrangements that should be accounted for as a single transaction.

(vii) Annual Improvements to PFRS 2015-2017 Cycle (effective from January 1, 2019). Among the improvements, the following amendments are relevant to the Group but had no material impact on the Group's consolidated financial statements as these amendments merely clarify existing requirements:

- PAS 12 (Amendments), *Income Taxes – Tax Consequences of Dividends.* The amendments clarify that all income tax consequence of dividend payments should be recognized in profit or loss.

- PAS 23 (Amendments), *Borrowing Costs – Eligibility for Capitalization.* The amendments clarify that any specific borrowing which remains outstanding after the related qualifying asset is ready for its intended purpose, such borrowing will then form part of the entity's general borrowings when calculating the capitalization rate for capitalization purposes.

- PFRS 3 (Amendments), *Business Combinations*, and PFRS 11 (Amendments), *Joint Arrangements – Remeasurement of Previously Held Interests in a Joint Operation.* The amendments clarify that previously held interest in a joint operation shall be remeasured when the Group obtains control of the business. On the other hand, previously held interests in a joint operation shall not be remeasured when the Group obtains joint control of the business.

2.3 Basis of Consolidation

The Group's consolidated financial statements comprise the accounts of the Parent Company and its subsidiaries as enumerated in Note 1.1, after the elimination of intercompany transactions. All intercompany assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities under the Group are eliminated in full on consolidation. Unrealized profits and losses from intercompany transactions that are recognized in assets are also eliminated in full. Intercompany losses that indicate impairment are recognized in the consolidated financial statements.

The financial statements of subsidiaries are prepared for the same reporting period as the Parent Company, using consistent accounting principles. The Parent Company accounts for its investments in subsidiaries and non-controlling interests (NCI) as presented as follows:

(a) Investments in Subsidiaries

Subsidiaries are entities (including structured entities) over which the Parent Company has control. The Parent Company controls an entity when it has power over the investee, it is exposed, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date the Parent Company obtains control.

The Parent Company reassesses whether or not it controls an entity if facts and circumstances indicate that there are changes to one or more of the three elements of controls indicated above. Accordingly, entities are deconsolidated from the date that control ceases.

The acquisition method is applied to account for acquired subsidiaries. This requires recognizing and measuring the identifiable assets acquired, the liabilities assumed and any NCI in the acquiree. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Parent Company, if any. The consideration transferred also includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred and subsequent change in the fair value of contingent consideration is recognized directly in profit or loss.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognizes any NCI in the acquiree, either at fair value or at the NCI's proportionate share of the recognized amounts of acquiree's identifiable net assets.

The excess of the consideration transferred, the amount of any NCI in the acquiree and the acquisition-date fair value of any existing equity interest in the acquiree over the acquisition-date fair value of identifiable net assets acquired is recognized as goodwill. If the consideration transferred is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognized directly as gain in profit or loss (see Note 2.14).

(b) Transactions with NCI

The Group's transactions with NCI that do not result in loss of control are accounted for as equity transactions – that is, as transaction with the owners of the Group in their capacity as owners. The difference between the fair value of any consideration paid and the relevant share acquired of the carrying value of the net assets of the subsidiary is recognized in equity. Disposals of equity investments to NCI result in gains and losses for the Group that are also recognized in equity.

When the Group ceases to have control over a subsidiary, any retained interest in the entity is remeasured to its fair value at the date when control is lost, with the change in carrying amount recognized in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to profit or loss.

2.4 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Group's Executive Committee, its chief operating decision-maker. The Executive Committee is responsible for allocating resources and assessing performance of the operating segments.

In identifying its operating segments, management generally follows the Group's products and service lines as disclosed in Note 4, which represent the main products and services provided by the Group.

Each of these operating segments is managed separately as each of these service lines requires different technologies and other resources as well as marketing approaches. All intersegment transfers are carried out at arm's length prices.

The measurement policies the Group uses for segment reporting under PFRS 8, *Operating Segments*, are the same as those used in its consolidated financial statements, except that post-employment benefit expenses are not included in arriving at the operating profit of the operating segments.

In addition, corporate assets which are not directly attributable to the business activities of any operating segment are not allocated to any segment.

There have been no changes from prior periods in the measurement methods used to determine reported segment profit or loss.

2.5 Financial Assets

Financial assets are recognized when the Group becomes a party to the contractual terms of the financial instrument. For purposes of classifying financial assets, an instrument is considered as an equity instrument if it is non-derivative and meets the definition of equity for the issuer in accordance with the criteria of PAS 32, *Financial Instruments: Presentation*. All other non-derivative financial instruments are treated as debt instruments.

(a) Classification and Measurement of Financial Assets in Accordance with PFRS 9

Under PFRS 9, the classification and measurement of financial assets is driven by the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. The classification and measurement of financial assets are described below and in the succeeding pages.

(i) Financial Assets at Amortized Cost

Financial assets are measured at amortized cost if both of the following conditions are met:

- the asset is held within the Group's business model whose objective is to hold financial assets in order to collect contractual cash flows ("hold to collect"); and,

- the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Except for trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with PFRS 15, all financial assets meeting these criteria are measured initially at fair value plus transaction costs. These are subsequently measured at amortized cost using the effective interest method, less any impairment in value.

The Group's financial assets at amortized cost are presented in the consolidated statement of financial position as Cash and Cash Equivalents, Trade and Other Receivables, Advances to Related Parties, Refundable deposits and Short-term placements (presented as part of Other Current Assets) and Cash bond (presented as part of Other Non-current Asset account). Cash and cash equivalents include cash on hand, demand deposits, and short-term, highly liquid investments with original maturities of three months or less, readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

For purposes of cash flows reporting and presentation, cash and cash equivalents comprise accounts with original maturities of three months or less, including cash. These generally include cash on hand, demand deposits and short-term, highly liquid investments readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of the financial assets except for those that are subsequently identified as credit-impaired. For credit-impaired financial assets at amortized cost, the effective interest rate is applied to the net carrying amount of the financial assets (after deduction of the loss allowance). The interest earned is recognized in the consolidated statement of income as part of Interest Income or Finance Income account.

With respect to cash surrender value of life insurance, income is recognize when the related increase in cash surrender value occurs and becomes determinable.

(ii) Financial Assets at Fair Value Through Other Comprehensive Income

The Group accounts for financial assets at FVOCI if the assets meet the following conditions:

- they are held under a business model whose objective is to hold to collect the associated cash flows and sell ("hold to collect and sell"); and,
- the contractual terms of the financial assets give rise to cash flows that are SPPI on the principal amount outstanding.

At initial recognition, the Group can make an irrevocable election (on an instrument-by-instrument basis) to designate equity investments as at FVOCI; however, such designation is not permitted if the equity investment is held by the Group for trading or as mandatorily required to be classified as FVTPL. The Group has designated equity instruments as at FVOCI on initial application of PFRS 9.

Financial assets at FVOCI are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value, with no deduction for any disposal costs. Gains and losses arising from changes in fair value, including the foreign exchange component, are recognized in other comprehensive income, net of any effects arising from income taxes, and are reported as part of Revaluation Reserves account in equity. When the asset is disposed of, the cumulative gain or loss previously recognized in the Revaluation Reserves account is not reclassified to profit or loss but is reclassified directly to Retained Earnings account, except for those debt securities classified as FVOCI wherein cumulative fair value gains or losses are recycled to profit or loss.

Any dividends earned on holding equity instruments are recognized in profit or loss as part of Other Gains account, when the Group's right to receive dividends is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and, the amount of the dividend can be measured reliably, unless the dividends clearly represent recovery of a part of the cost of the investment.

(b) Classification and Measurement of Financial Assets in Accordance with PAS 39

Financial assets are assigned to different categories by management on initial recognition, depending on the purpose for which the investments were acquired and their characteristics. Financial assets other than those designated and effective as hedging instruments are classified into the following categories: financial assets at FVTPL, loans and receivables, Held-to-maturity (HTM) investments and AFS financial assets.

A more detailed description of the categories of financial assets relevant to the Group as of and for the year ended December 31, 2017 and prior years follows:

(i) Financial Assets at FVTPL

This category includes financial assets that are either classified as held for trading or that meets certain conditions and are designated by the entity to be carried at fair value through profit or loss upon initial recognition. All derivatives fall into this category, except for those designated and effective as hedging instruments. Assets in this category are classified as current if they are either held for trading or are expected to be realized within 12 months from the end of each reporting period. Financial assets at FVTPL are measured at fair value, and changes therein are recognized in profit or loss. Financial assets (except derivatives and financial instruments originally designated as financial assets at fair value through profit or loss) may be reclassified out of FVTPL category if they are no longer held for the purpose of being sold or repurchased in the near term.

(ii) Loans and Receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Group provides money, goods or services directly to a debtor with no intention of trading the receivables. They are included in current assets, except for those with maturities greater than 12 months after the end of each reporting period, which are classified as non-current assets.

The Group's financial assets categorized as loans and receivables are presented as Cash and Cash Equivalents, Trade and Other Receivables (excluding Advances to suppliers), Advances to Related Parties and Refundable deposits and Short-term placements (presented as part of Other Current Assets) and Cash bond (presented as part of Other Non-current Asset account), in the consolidated statement of financial position. Cash and cash equivalents are defined as cash on hand, demand deposits and short-term, highly liquid investments with original maturities of three months or less, readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

Loans and receivables are subsequently measured at amortized cost using the effective interest method, less impairment loss, if any.

(iii) AFS Financial Assets

This category includes non-derivative financial assets that are either designated to this category or do not qualify for inclusion in any of the other categories of financial assets. They are included in non-current assets presented as AFS financial assets account in the consolidated statement of financial position unless management intends to dispose of the investment within 12 months from the reporting period. The Group's AFS financial assets include proprietary membership club shares and unquoted equity securities.

All financial assets within this category are subsequently measured at fair value, except for equity instruments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured which are measured at cost, less impairment loss, if any. Gains and losses are recognized in other comprehensive income, net of any income tax effects, and are reported as part of the Revaluation Reserves account in equity, except for interest and dividend income, impairment losses and foreign exchange differences on monetary assets, which are recognized in profit or loss.

When the financial asset is disposed of or is determined to be impaired, that is, when there is a significant or prolonged decline in the fair value of the security below its cost, the cumulative fair value gains or losses recognized in other comprehensive income is reclassified from equity to profit or loss and is presented as reclassification adjustment within other comprehensive income even though the financial asset has not been derecognized.

Non-compounding interest, dividend income and other cash flows resulting from holding financial assets are recognized in profit or loss when earned, regardless of how the related carrying amount of financial assets is measured. Interest calculated using the effective interest method for all categories of financial assets is recognized in the statement of profit or loss. Dividends on equity instruments are recognized in profit or loss when the Group's right to receive payment is established.

A financial asset is reclassified out of the FVTPL category when the financial asset is no longer held for the purpose of selling or repurchasing it in the near term or under rare circumstances. A financial asset that is reclassified out of the FVTPL category is reclassified at its fair value on the date of reclassification. Any gain or loss already recognized in profit or loss is not reversed. The fair value of the financial asset on the date of reclassification becomes its new cost or amortized cost, as applicable.

(c) Impairment of Financial Assets Under PFRS 9

From January 1, 2018, the Group assesses its ECL on a forward-looking basis associated with its financial assets carried at amortized cost. Recognition of credit losses is no longer dependent on the Group's identification of a credit loss event. Instead, the Group considers a broader range of information in assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect collectability of the future cash flows of the financial assets.

The Group applies the simplified approach in measuring ECL, which uses a lifetime expected loss allowance for all trade and other receivables. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial assets. To calculate the ECL, the Group uses its historical experience, external indicators and forward-looking information to calculate the ECL using a provision matrix. The Group also assesses impairment of trade receivables on a collective basis as they possess shared credit risk characteristics, and have been grouped based on the days past due [see Note 27.2(b)].

For debt instruments measured at amortized cost, the allowance for credit losses is based on the ECL associated with the probability of default of a financial instrument in the next 12 months, unless there has been a significant increase in credit risk since the origination of the financial asset, in such case, a lifetime ECL for a purchased or originated credit impaired, the allowance for credit losses is based on the change in the ECL over the life of the asset. The Group recognized a loss allowance for such losses at each reporting date.

The key elements used in the calculation of ECL as follows:

(i) *Probability of default (PD)* – It is an estimate of likelihood of default over a given time horizon.

(ii) *Loss given default (LGD)* – It is an estimate of loss arising in case where a default occurs at a given time. It is based on the difference between the contractual cash flows of a financial instrument due from a counterparty and those that the Group would expect to receive, including the realization of any collateral.

(iii) *Exposure at default (EAD)* – It represents the gross carrying amount of the financial instruments subject to the impairment calculation.

Measurement of the ECL is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

(d) *Impairment of Financial Assets Under PAS 39*

In 2017 and prior year, the Group's assessed impairment of financial assets as follows:

(i) *Carried at Amortized Cost – Loans and Receivables*

Impairment loss is provided when there is objective evidence that the Group will not be able to collect all amounts due to it in accordance with the original terms of the agreement. If there is objective evidence that an impairment loss on loans and receivables carried at amortized cost has been incurred, the amount of the impairment loss is determined as the difference between the assets' carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred), discounted at the financial asset's original effective interest rate or current effective interest rate determined under the contract if the loan has a variable interest rate.

The carrying amount of the asset shall be reduced either directly or through the use of an allowance account. The amount of the loss shall be recognized in profit or loss.

If in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized (such as an improvement in the debtor's credit rating), the previously recognized impairment loss is reversed by adjusting the allowance account. The reversal shall not result in a carrying amount of the financial asset that exceeds what the amortized cost would have been had the impairment not been recognized at the date the impairment is reversed. The amount of the reversal is recognized in profit or loss.

(ii) Carried at Cost – AFS Financial Assets

If there is objective evidence of impairment for any of the unquoted equity instruments that is not carried at fair value because its fair value cannot be reliably measured, or on a derivative asset that is linked to and required to be settled by delivery of such an unquoted equity instrument, impairment loss is recognized. The amount of impairment loss is the difference between the carrying amount of the financial asset and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses are not reversed.

(iii) Carried at Fair Value – AFS Financial Assets

When a decline in the fair value of an AFS financial asset has been recognized in other comprehensive income and there is objective evidence that the asset is impaired, the cumulative loss – measured as the difference between the acquisition cost (net of any principal repayment and amortization) and current fair value, less any impairment loss on that financial asset previously recognized in profit or loss – is reclassified from Revaluation Reserves to profit or loss as a reclassification adjustment even though the financial asset has not been derecognized.

Impairment losses recognized in profit or loss on equity instruments are not reversed through profit or loss. Reversal of impairment losses are recognized in other comprehensive income, except for financial assets that are debt securities which are recognized in profit or loss only if the reversal can be objectively related to an event occurring after the impairment loss was recognized.

(e) Items of Income and Expense Related to Financial Assets

All income and expenses, including impairment losses, relating to financial assets that are recognized in profit or loss are presented as part of Finance Income or Finance Costs account in the consolidated statement of income.

Non-compounding interest and other cash flows resulting from holding financial assets are recognized in profit or loss when earned, regardless of how the related carrying amount of financial assets is measured.

(f) *Derecognition of Financial Assets*

The financial assets (or where applicable, a part of a financial asset or part of a group of financial assets) are derecognized when the contractual rights to receive cash flows from the financial instruments expire, or when the financial assets and all substantial risks and rewards of ownership have been transferred to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

2.6 Merchandise Inventories and Supplies

Inventories are valued at the lower of cost and net realizable value. Cost is determined using the moving average method. Merchandise inventories, service parts, supplies, and others include all costs directly attributable to acquisitions, such as the purchase price, import duties and other taxes that are not subsequently recoverable from taxing authorities.

Net realizable value of merchandise inventories is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale. Net realizable value of spare parts, supplies and others is the current replacement cost.

2.7 Real Estate Inventories

Real estate inventories consist of the following:

(a) *Land and Land Development Costs*

Land and land development costs include the acquisition cost of raw land intended for future development and sale, as well as other costs and expenses incurred to effect the transfer of title of the property.

(b) *Property Development Costs*

Property development costs include the cost of land used as a building site for a condominium project and the accumulated costs incurred in developing and constructing the property for sale.

Land and land development costs and property development costs are carried at the lower of cost and net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

2.8 Other Assets

Other assets except those classified as financial assets, pertain to other resources controlled by the Group as a result of past events. They are recognized in the consolidated financial statements when it is probable that the future economic benefits will flow to the Group and the asset has a cost or value that can be measured reliably.

Other recognized assets of similar nature, where future economic benefits are expected to flow to the Group beyond one year after the end of the reporting period (or in the normal operating cycle of the business, if longer), are classified as non-current assets.

2.9 Property and Equipment

Property and equipment, except land, are carried at acquisition cost or construction cost less subsequent depreciation, amortization and any impairment losses. Land held for use in production or administration is stated at cost less any impairment losses.

The cost of an asset comprises its purchase price and directly attributable costs of bringing the asset to working condition for its intended use. Expenditures for additions, major improvements and renewals are capitalized while expenditures for repairs and maintenance are charged to expense as incurred.

Depreciation is computed on the straight-line basis over the estimated useful lives of the assets as follows:

Buildings and improvements	10 to 25 years
Test, communication and other equipment	5 to 20 years
Machinery and equipment	5 to 10 years
Transportation equipment	5 years
Computer system	2 to 5 years
Furniture, fixtures and office equipment	2 to 5 years
Tools and equipment	2 to 3 years

Construction in progress represents properties under construction and is stated at cost. This includes cost of construction, applicable borrowing costs (see Note 2.21) and other direct costs. The account is not depreciated until such time that the assets are completed and available for use.

Leasehold improvements are amortized over the estimated useful lives of the assets from two to 15 years or the terms of the relevant leases, whichever is shorter.

Fully depreciated and amortized assets are retained in the accounts until they are no longer in use and no further charge for depreciation and amortization is made in respect of those assets.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (see Note 2.19).

The residual values, estimated useful lives and method of depreciation and amortization of property and equipment are reviewed, and adjusted if appropriate, at the end of each reporting period.

An item of property and equipment, including the related accumulated depreciation, amortization and any impairment losses, is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in the consolidated statement of income in the year the item is derecognized.

2.10 Intangible Assets

Intangible assets presented under Other Assets, include nonproprietary club shares which are accounted for under the cost model. The cost of the asset is the amount of cash or cash equivalents paid or the fair value of the other considerations given up to acquire an asset at the time of its acquisition. These are recognized in the consolidated financial statements when it is probable that the future economic benefits will flow to the Group and the asset has a cost or value that can be measured reliably. The Group's nonproprietary club shares are assessed as having indefinite useful life and is tested annually for any impairment. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (see Note 2.19).

When an intangible asset is disposed of, the gain or loss on disposal is determined as the difference between the proceeds and the carrying amount of the asset and is recognized in profit or loss.

2.11 Investment Property

Investment property represents property held either to earn rental income or for capital appreciation or both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

Investment property is accounted for under the fair value model. It is revalued annually and is included in the consolidated statement of financial position at its fair value. Fair value is supported by market evidence and is determined by independent appraisers with sufficient experience with respect to both the location and the nature of the investment property (see Note 11).

Investment property, which consists mainly of land and improvements, and buildings and improvements under operating lease agreements, is initially measured at acquisition cost, including transaction costs.

Transfers from property and equipment to investment property occurs as a result of change in actual use of property.

Any gain or loss resulting from either a change in the fair value or the sale or retirement of an investment property is immediately recognized in profit or loss as Fair value gains or losses on investment property under the Other Operating Expenses (Income) section in the consolidated statement of income.

Investment property is derecognized upon disposal or when permanently withdrawn from use and no future economic benefit is expected from its disposal.

For tax purposes, investment property is carried at cost less accumulated depreciation computed on a straight-line basis over the estimated net useful lives of the assets ranging from 11 to 25 years.

2.12 Financial Liabilities

Financial liabilities, which include interest-bearing loans, trade and other payables (excluding tax-related liabilities, advances from customers and reserve for warranty costs), advances from related parties and refundable deposits, are recognized when the Group becomes a party to the contractual terms of the instrument. All interest-related charges are recognized as an expense in profit or loss under the caption Finance Costs in the consolidated statement of income.

Interest-bearing loans are recognized at proceeds received, net of direct issue costs. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are charged to profit or loss on an accrual basis using the effective interest method and are added to the carrying amount of the instrument to the extent that they are not settled in the period in which they arise.

Trade and other payables, advances from related parties and refundable deposits are initially recognized at their fair values and subsequently measured at amortized cost, using the effective interest method for maturities beyond one year, less settlement payments.

Dividend distributions to shareholders are recognized as financial liabilities upon declaration by the Parent Company's BOD.

Financial liabilities are classified as current liabilities if payment is due to be settled within one year or less after the reporting period (or in the normal operating cycle of the business, if longer), or the Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the end of reporting period. Otherwise, these are presented as non-current liabilities.

Financial liabilities are derecognized from the consolidated statement of financial position only when the obligations are extinguished either through discharge, cancellation or expiration. The difference between the carrying amount of the financial liability derecognized and the consideration paid or payable is recognized in profit or loss.

2.13 Offsetting Financial Instruments

Financial assets and financial liabilities are offset and the resulting net amount, considered as a single financial asset or financial liability, is reported in the consolidated statement of financial position when the Group currently has legally enforceable right to set off the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously. The right of set-off must be available at the end of the reporting period, that is, it is not contingent on a future event. It must also be enforceable in the normal course of business, in the event of default, and in the event of insolvency or bankruptcy, and must be legally enforceable for both entity and all counterparties to the financial instruments.

2.14 Business Combinations

Business acquisitions are accounted for using the acquisition method of accounting.

The acquisition method involves the recognition of the acquiree's identifiable assets and liabilities, including contingent liabilities, regardless of whether they are recorded in the consolidated financial statements prior to acquisition. On initial recognition, the assets and liabilities of the acquired subsidiary are included in the consolidated statement of financial position at their fair values, which are also used as the bases for the subsequent measurement in accordance with the Group's accounting policies.

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed (see Note 2.19).

Negative goodwill, which is the excess of the Group's interest in the net fair value of the net identifiable assets acquired over acquisition cost, is charged directly to profit or loss.

For the purpose of impairment testing, goodwill is allocated to cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The cash-generating units or groups of cash-generating units are identified according to operating segment.

Gains and losses on the disposal of an interest in a subsidiary include the carrying amount of goodwill relating to it.

If the business combination is achieved in stages, the acquirer is required to remeasure its previously held equity interest in the acquiree at its acquisition-date fair value and recognize the resulting gain or loss, if any, in profit or loss or other comprehensive income, as appropriate.

Any contingent consideration to be transferred by the Group is recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognized in accordance with PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not remeasured, and its subsequent settlement is accounted for within equity.

2.15 Provisions and Contingencies

Provisions are recognized when present obligations will probably lead to an outflow of economic resources and they can be estimated reliably even if the timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive obligation that has resulted from past events.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the end of the reporting period, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. When time value of money is material, long-term provisions are discounted to their present values using a pretax rate that reflects market assessments and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense. Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate.

In those cases where the possible outflow of economic resource as a result of present obligations is considered improbable or remote, or the amount to be provided for cannot be measured reliably, no liability is recognized in the consolidated financial statements. Similarly, possible inflows of economic benefits to the Group that do not yet meet the recognition criteria of an asset are considered contingent assets; hence, are not recognized in the consolidated financial statements. On the other hand, any reimbursement that the Group can be virtually certain to collect from a third party with respect to the obligation is recognized as a separate asset not exceeding the amount of the related provision.

2.16 Revenue and Expense Recognition

Revenue comprises revenue from sale of goods and real estate and the rendering of services measured by reference to the fair value of consideration received or receivable by the Group for the foods sold and services rendered, excluding value-added tax (VAT) and trade discounts.

In 2018, to determine whether to recognize revenue, the Group follows a five-step process:

(1) identifying the contract with a customer;
(2) identifying the performance obligation;
(3) determining the transaction price;
(4) allocating the transaction price to the performance obligations; and,
(5) recognizing revenue when/as performance obligations are satisfied.

For Step 1 to be achieved, the following five gating criteria must be present:

(i) the parties to the contract have approved the contract either in writing, orally or in accordance with other customary business practices;
(ii) each party's rights regarding the goods or services to be transferred or performed can be identified;
(iii) the payment terms for the goods or services to be transferred or performed can be identified;
(iv) the contract has commercial substance (i.e., the risk, timing or amount of the future cash flows is expected to change as a result of the contract); and,
(v) collection of the consideration in exchange of the goods and services is probable.

Revenue is recognized only when (or as) the Group satisfies a performance obligation by transferring control of the promised goods or services to a customer. The transfer of control can occur over time or at a point in time.

A performance obligation is satisfied at a point in time unless it meets one of the following criteria, in which case it is satisfied over time:

(i) the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
(ii) the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; and,
(iii) the Group's performance does not create an asset with an alternative use to the Group and the entity has an enforceable right to payment for performance completed to date.

The Group often enters into transactions involving the sale of goods and real estate, and rendering of services. The transaction price allocated to performance obligations satisfied at a point in time is recognized as revenue when control of the goods or services transfers to the customer. If the performance obligation is satisfied over time, the transaction price allocated to that performance obligation is recognized as revenue as the performance obligation is satisfied. The Group uses the practical expedient in PFRS 15 with respect to non-disclosure of the aggregate amount of the transaction price allocated to unsatisfied or partially satisfied performance obligations as of the end of the reporting period and the explanation of when such amount will be recognized as revenue as the Group's contracts with customers have original expected duration of one year or less, except for real estate sales.

In addition, the following specific recognition criteria must also be met before revenue is recognized [significant judgments in determining the timing of satisfaction of the following performance obligations are disclosed in Note 3.1(a)]:

(a) *Rendering of services (other than commission income)* – Revenue from rendering of services is recognized by the amount in which the Group has a right to invoice that corresponds directly with the value of services rendered that is completed over a period in time.

(b) *Sale of goods* – Revenue is recognized at a point in time. This is generally when the customer has taken undisputed delivery of goods.

(c) *Warranty and network support fee (shown as part of Rendering of Services)* – Revenue from warranty is recognized upon actual rendering of in-warranty and out-of-warranty services to the customers. Revenue from network support, which is a fixed amount per month as indicated in the contract, is accrued at the end of each month.

(d) *Sale of real estate* – Revenues from real estate sales are recognized over time proportionate to the progress of the project development. Under this method, revenue is recognized by reference to the stage of development of the properties, i.e., revenue is recognized in the period in which the work is performed. This method faithfully depicts the transfer of goods or services because in a sale of real property, not all of the benefits are consumed by the customer until the complete satisfaction of the performance obligation.

Revenue, whether completed or ongoing projects, is recognized as revenue when 25% of the total contract price has already been collected. If the transaction does not yet qualify for revenue recognition, the deposit method is applied until all conditions for recording the sale are met. Pending the recognition of sale, payments received from buyers are presented under the Customers Deposits under current liabilities section in the consolidated statement of financial position.

Contract assets pertain to rights to consideration in exchange for goods or services that the Group has transferred to a customer that is conditioned on something other than passage of time. Under its contracts with customers, the Group will receive an unconditional right to payment for the total consideration upon the completion of the development of the property sold. Any rights to consideration recognized by the Group as it develops the property are presented as Contract Assets in the consolidated statement of financial position. Contract assets are subsequently tested for impairment in the same manner as the Group assesses impairment of its financial assets.

Any consideration received by the Group in excess of the amount for which the Group is entitled is presented as Contract Liabilities in the consolidated statement of financial position. A contract liability is the Group's obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

(e) *Commission income (shown as part of Rendering of Services)* – Revenue from rendering of services and other fees is recognized when the performance of contractually agreed tasks have been substantially rendered.

(f) *Service charges and penalties* – Revenue is generally recognized on an accrual basis when the service has been provided and when there is reasonable degree of certainty as to their collectibility.

Further, the Group provides a product warranty for a period of 15 months from the time of sale on its sales of goods related to hidden and manufacturer's defect. Under the terms of this warranty, customers can return the product for repair or replacement if it fails to perform in accordance with published specifications. These warranties are accounted for under PAS 37. However, if the Group is required to refund the related purchase price for returned goods, it recognizes a refund liability for the expected refunds by adjusting the amount of revenues recognized during the period.

In 2017 and prior periods, the Group recognized revenues based on the provisions of PAS 18 which is to the extent that such revenues and the related costs incurred or to be incurred can be measured reliably and it is probable that future economic benefits will flow to the Group.

Cost and expenses are recognized in the consolidated statement of income upon receipt of the goods or utilization of services or at the date they are incurred. Expenditure for warranties is recognized and charged against the associated provision when the related revenue is recognized. All finance costs are reported in the consolidated statement of income on an accrual basis, except capitalized borrowing costs, which are included as part of the cost of the related qualifying asset (see Note 2.21).

2.17 *Leases*

The Group accounts for its leases as follows:

(a) Group as Lessee

Leases which do not transfer to the Group substantially all the risks and rewards of ownership of the asset are classified as operating leases. Operating lease payments (net of any incentive received from the lessor) are recognized as expense in the consolidated statement of income on a straight-line basis over the lease term. Associated costs, such as maintenance and insurance, are expensed as incurred.

(b) Group as Lessor

Leases which do not transfer to the lessee substantially all the risks and rewards of ownership of the asset are classified as operating leases. Lease income from operating leases is recognized in the consolidated statement of income on a straight-line basis over the lease term.

The Group determines whether an arrangement is, or contains a lease based on the substance of the arrangement. It makes an assessment of whether the fulfillment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

2.18 *Foreign Currency Transactions and Translation*

(a) Transactions and Balances

The accounting records of the Group, except BRL, are maintained in Philippine pesos. Foreign currency transactions during the period are translated into the functional currency at exchange rates which approximate those prevailing on transaction dates. The accounting records of BRL are maintained in United States dollar (USD).

Foreign currency exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the consolidated statement of income as part of Finance Income or Finance Costs.

(b) Translation of Financial Statements of Foreign Subsidiary

The operating results and financial position of BRL are translated to Philippine pesos, the Group's functional and presentation currency, as presented in the below and in the succeeding page.

(i) Assets and liabilities for each statement of financial position presented are translated at the closing rate at the end of the reporting period;

(ii) Income and expenses for each statement of income account are translated at the monthly average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rates prevailing at the dates of the transactions); and,

(iii) All resulting exchange differences are recognized as a separate component of other comprehensive income under currency exchange differences on translating financial statements of foreign operations, which is included under items that will be reclassified subsequently to profit or loss.

On consolidation, exchange differences arising from the translation of the net investment in BRL are recognized in other comprehensive income and taken to equity under Revaluation Reserves. When a foreign operation is partially disposed of or sold, such exchange differences are reclassified in the consolidated statement of income as part of the gain or loss on sale. Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

The translation of the consolidated financial statements into Philippine pesos should not be construed as a representation that the USD amounts could be converted into Philippine pesos amounts at the translation rates or at any other rates of exchange.

2.19 Impairment of Non-financial Assets

The Group's property and equipment, intangible assets and other non-financial assets are subject to impairment testing whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

For purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). As a result, assets are tested for impairment either individually or at the cash-generating unit level.

Impairment loss is recognized in profit or loss for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amounts which is the higher of its fair value less costs to sell and its value in use. In determining value in use, management estimates the expected future cash flows from each cash-generating unit and determines the suitable interest rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Group's latest approved budget, adjusted as necessary to exclude the effects of asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect management's assessment of respective risk profiles, such as market and asset-specific risk factors.

All assets are subsequently reassessed for indications that an impairment loss previously recognized may no longer exist. Except for impairment losses on goodwill, an impairment loss is reversed if the asset's or cash generating unit's recoverable amount exceeds its carrying amount.

2.20 Employee Benefits

The Group provides post-employment benefits to employees through a defined benefit plan, as well as defined contribution plans, and other employee benefits which are recognized as follows.

(a) *Post-employment Defined Benefit Plan*

A defined benefit plan is a post-employment plan that defines an amount of post-employment benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and salary. The legal obligation for any benefits from this kind of post-employment plan remains with the Group, even if plan assets for funding the defined benefit plan have been acquired. Plan assets may include assets specifically designated to a long-term benefit fund, as well as qualifying insurance policies. The Group's defined benefit post-employment plan covers all regular full-time employees. The pension plan is tax-qualified, non-contributory and administered by a trustee-bank.

The asset recognized in the consolidated statement of financial position for post-employment defined benefit plans is the fair value of plan assets less the present value of the defined benefit obligation (DBO) at the end of the reporting period. The DBO is calculated annually by an independent actuary using the projected unit credit method. The present value of the DBO is determined by discounting the estimated future cash outflows for expected benefit payments using a discount rate derived from the interest rates of a zero coupon government bonds [using the reference rates published by Bloomberg using its valuation technology, Bloomberg Valuation (BVAL)] in 2018 (Philippine Dealing & Exchange Corp. in 2017), that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating to the terms of the related post-employment liability.

Remeasurements, comprising of actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions and the return on plan assets (excluding amount included in net interest) are reflected immediately in the consolidated statement of financial position with a charge or credit recognized in other comprehensive income in the period in which they arise. Net interest is calculated by applying the discount rate at the beginning of the period, taking account of any changes in the net defined benefit liability or asset during the period as a result of contributions and benefit payments. Net interest is reported as part of Other Gains – Net under the Other Income (Charges) section in the consolidated statement of income.

Past-service costs are recognized immediately in profit or loss in the period of a plan amendment and curtailment.

(b) *Post-employment Defined Contribution Plans*

A defined contribution plan is a post-employment plan under which the Group pays fixed contributions into an independent entity. The Group has no legal or constructive obligations to pay further contributions after payment of the fixed contribution. The contributions recognized in respect of defined contribution plans are expensed as they fall due. Liabilities and assets may be recognized if underpayment or prepayment has occurred and are included in current liabilities or current assets as they are normally of a short term nature.

(c) *Termination Benefits*

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognizes termination benefits at the earlier of when it can no longer withdraw the offer of such benefits and when it recognizes costs for a restructuring that is within the scope of PAS 37 and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

(d) *Profit-sharing and Bonus Plans*

The Group recognizes a liability and an expense for bonuses and profit-sharing, based on a formula that takes into consideration the profit attributable to the Group's shareholders after certain adjustments. The Group recognizes a provision where it is contractually obliged to pay the benefits, or where there is a past practice that has created a constructive obligation.

(e) *Compensated Absences*

Compensated absences are recognized for the number of paid leave days (including holiday entitlement) remaining at the end of the reporting period. They are included in Trade and Other Payables account in the consolidated statement of financial position at the undiscounted amount that the Group expects to pay as a result of the unused entitlement.

2.21 Borrowing Costs

Borrowing costs are recognized as expenses in the period in which they are incurred, except to the extent that they are capitalized. Borrowing costs that are attributable to the acquisition, construction or production of a qualifying asset (i.e., an asset that takes a substantial period of time to get ready for its intended use or sale) are capitalized as part of cost of such asset. The capitalization of borrowing costs commences when expenditures for the asset and borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalization ceases when substantially all such activities are complete.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

For income tax purposes, interest and other borrowing costs are charged to expense when incurred.

2.22 Income Taxes

Tax expense recognized in the consolidated statement of income comprises the sum of current tax and deferred tax not recognized in other comprehensive income or directly in equity, if any.

Current tax assets or liabilities comprise those claims from, or obligations to, fiscal authorities relating to the current or prior reporting period, that are uncollected or unpaid at the end of the reporting period. They are calculated using the tax rates and tax laws applicable to the fiscal periods to which they relate, based on the taxable profit for the year. All changes to current tax assets or liabilities are recognized as a component of tax expense in the consolidated statement of income.

Deferred tax is accounted for using the liability method, on temporary differences at the end of each reporting period between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes. Under the liability method, with certain exceptions, deferred tax liabilities are recognized for all taxable temporary differences and deferred tax assets are recognized for all deductible temporary differences and the carryforward of unused tax losses and unused tax credits to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilized. Unrecognized deferred tax assets are reassessed at the end of each reporting period and are recognized to the extent that it has become probable that future taxable profit will be available to allow such deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled provided such tax rates have been enacted or substantively enacted at the end of the reporting period.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities. For purposes of measuring deferred tax liabilities and deferred tax assets for investment properties that are measured using the fair value model, the carrying amounts of such properties are presumed to be recovered entirely through sale, unless the presumption is rebutted, that is, when the investment property is depreciable and is held within the business model whose objective is to consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale.

Most changes in deferred tax assets or liabilities are recognized as a component of tax expense in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Deferred tax assets and deferred tax liabilities are offset if the Group has a legally enforceable right to set-off current tax assets against current tax liabilities and the deferred taxes relate to the same entity and the same taxation authority.

2.23 Related Party Transactions and Relationships

Related party transactions are transfers of resources, services or obligations between the Group and its related parties, regardless whether a price is charged.

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. These parties include: (a) individuals owning, directly or indirectly through one or more intermediaries, control or are controlled by, or under common control with the Group; (b) associates; (c) individuals owning, directly or indirectly, an interest in the voting power of the Group that gives them significant influence over the Group and close members of the family of any such individual; and, (d) the Group's funded retirement plan.

In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely on the legal form.

2.24 Equity

Capital stock represents the nominal value of shares that have been issued.

Additional paid-in capital (APIC) includes any premiums received on the initial issuance of capital stock. Any transaction costs associated with the issuance of shares are deducted from APIC, net of any related tax benefits.

Treasury shares are stated at the cost of reacquiring such shares and are deducted from equity attributable to the Group's equity holders until the shares are cancelled, reissued or disposed of.

Revaluation reserves comprise the remeasurements of post-employment defined benefit plan, cumulative translation adjustments on financial statements of foreign subsidiaries and unrealized fair value gains (losses) arising from the revaluation of certain financial assets at FVOCI, previously as AFS financial assets.

Retained earnings, the appropriated portion of which is not available for distribution, represent all current and prior period results of operations as reported in the consolidated statement of income, reduced by the amounts of dividends declared, if any.

NCI represent the portion of net assets and profit or loss not attributable to the Parent Company's stockholders which are presented separately in the Group's consolidated statement of income and consolidated statement of comprehensive income and within equity in the Group's consolidated statement of financial position and consolidated statement of changes in equity.

2.25 Earnings Per Share

Basic earnings per share (EPS) is computed by dividing net profit attributable to the Parent Company's stockholders by the weighted average number of shares issued and outstanding, adjusted retroactively for any stock dividends declared, stock split and reverse stock split declared during the current period.

Diluted EPS is computed by adjusting the weighted average number of ordinary shares outstanding to assume conversion of potential dilutive shares. Currently, the Group does not have potentially dilutive shares outstanding; hence, the diluted earnings per share is equal to the basic earnings per share.

2.26 Events After the End of the Reporting Period

Any post-year-end event that provides additional information about the Group's consolidated financial position at the end of the reporting period (adjusting event) is reflected in the consolidated financial statements. Post-year-end events that are not adjusting events, if any, are disclosed when material to the consolidated financial statements.

3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of the Group's consolidated financial statements in accordance with PFRS requires management to make judgments and estimates that affect amounts reported in the consolidated financial statements and related notes. Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may ultimately differ from these estimates.

3.1 Critical Management Judgments in Applying Accounting Policies

In the process of applying the Group's accounting policies, management has made the following judgments below and in the succeeding pages, apart from those involving estimation, which have the most significant effect on the amounts recognized in the financial statements:

(a) Determination of Timing of Satisfaction of Performance Obligations (2018)

(i) Rendering of Services

The Group determines that its revenue from rendering of services shall be recognized over time. In making its judgment, the Group considers the timing of receipt and consumption of benefits provided by the Group to the customers. The Group provides the services without the need of reperformance of other companies. This demonstrates that the customers simultaneously receive and consume the benefits of the Group's rendering of the services as it performs.

In determining the best method of measuring the progress of the Company's rendering of services, management considers the output method under PFRS 15 because it directly measures the value of the services transferred to the customer.

(ii) Sale of Goods

The Group determines that its revenue from sale of goods shall be recognized at a point in time when the control of the goods have passed to the customer, i.e., generally when the customer has acknowledged delivery of the goods.

(iii) Sale of Real Estate

The Group determines that its revenue from sale of real estate shall be recognized over time, which is proportionate to the progress of the project development. Under this method, realization of gross profit is recognized by reference to the stage of development of the properties.

(b) Determination of ECL on Trade and Other Receivables and Advances to Related Parties (2018)

The Group uses a provision matrix to calculate ECL for trade and other receivables. The provision matrix is based on the Company's historical observed default rates. The Group's management intends to regularly calibrate (i.e., on an annual basis) the matrix to consider the historical credit loss experience with forward-looking information (i.e., forecast economic conditions).

Other portion of the Group's financial asset at amortized cost pertains to advances to related parties. In relation to this, PFRS 9 notes that the maximum period over which ECL should be measured is the longest contractual period where an entity is exposed to credit risk. In the case of these advances to related parties, which are repayable on demand, the contractual period is the very short period needed to transfer the cash once demanded. Management determines possible impairment based on the sufficiency of the related parties' highly liquid assets in order to repay the Group's receivables if demanded at the reporting date taking into consideration the historical defaults of the related parties. If the Group cannot immediately collect its receivables, management considers the expected manner of recovery to measure ECL. If the recovery strategies indicate that the outstanding balance of receivables can be collected, the ECL is limited to the effect of discounting the amount due over the period until cash is realized.

Details about the ECL on the Group's trade and other receivables and advances to related parties are disclosed in Notes 6 and 27.2.

(c) Revenue Recognition Criteria on Real Estate Sales (2017)

The Group recognizes revenues from real estate sales under the full accrual method. Under this method, critical judgment is made by management in determining whether the collectability of the sales price is reasonably assured. Management considers the collectability of real estate sales as reasonably assured when: (a) the related loan documents have been delivered to the banks; or (b) the full down payment comprising a substantial portion (at least 25%) of the contract price is received and the capacity to pay and credit worthiness of buyers have been reasonably established for sales under the deferred cash payment arrangement.

(d) Evaluation of Impairment of AFS Financial Assets (2017)

The determination when an investment is other-than-temporarily impaired requires significant judgment. In making this judgment, the Group evaluates, among other factors, the duration and extent to which the fair value of an investment is less than its cost, and the financial health of and near-term business outlook for the investee, including factors such as industry and sector performance, changes in technology and operational and financing cash flows.

Based on the recent evaluation of information and circumstances affecting the Group's AFS financial assets, management concluded that certain assets are permanently impaired as of December 31, 2017 as disclosed in Note 7. Future changes in those information and circumstances might significantly affect the carrying amount of the assets.

(e) Costing of Merchandise Inventories and Supplies

The Group's inventory costing policies and procedures were based on a careful evaluation of present circumstances and facts affecting production operations. A review of the benchmarks set by management necessary for the determination of inventory costs and allocation is performed regularly. Actual data are compared to the related benchmarks and critical judgment is exercised to assess the reasonableness of the costing policies and procedures which are currently in place and to make the necessary revisions in light of current conditions.

(f) Distinction between Investment Property, Owner-occupied Properties and Real Estate Inventories

The Group determines whether a property qualifies as investment property. In making its judgment, the Group considers whether the property generates cash flows largely independent of the other assets held by an entity. Owner-occupied properties generate cash flows that are attributable not only to the properties but also to other assets used in the production or supply process. On the other hand, real estate inventories are properties intended to be sold in the normal course of business.

(g) Distinction between Operating and Finance Leases

The Group has entered into various lease agreements as either a lessor or lessee. Critical judgment was exercised by management to distinguish each lease agreement as either an operating or finance lease by looking at the transfer or retention of significant risk and rewards of ownership of the properties covered by the agreements. Failure to make the right judgment will result in either overstatement or understatement of assets and liabilities. Based on management's judgment, all of the Group's lease agreements were determined to be operating leases.

(h) Recognition of Provisions and Contingencies

Judgment is exercised by management to distinguish between provisions and contingencies. Policies on recognition of provision and contingencies are discussed in Note 2.15 and the disclosures on relevant provisions and contingencies are presented in Notes 26.

3.2 Key Sources of Estimation Uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting period:

(a) Estimation of Allowance for ECL (2018)

The measurement of the allowance for ECL on financial assets at amortized cost is an area that requires the use of significant assumptions about the future economic conditions and credit behavior (e.g., likelihood of customers defaulting and the resulting losses). Explanation of the inputs, assumptions and estimation used in measuring ECL is further detailed in Note 6.

(b) Impairment of Trade and Other Receivables and Advances to Related Parties (2017)

Adequate amount of allowance for impairment is provided for specific and groups of accounts, where objective evidence of impairment exists. The Group evaluates the amount of allowance for impairment based on available facts and circumstances affecting the collectability of the accounts, including, but not limited to, the length of the Group's relationship with the counterparties, their current credit status, average age of accounts, collection experience and historical loss experience. The methodology and assumptions used in estimating future cash flows are reviewed regularly by the Group to reduce any differences between loss estimate and actual loss experience.

The carrying value of trade and other receivables and the analysis of allowance for impairment on such financial assets are shown in Note 6. Meanwhile, there were no impairment losses recognized on advances to related parties for the years ended December 31, 2017 based on management's assessment (see Note 24.4).

(c) Fair Value Measurement for Financial Instruments

Management applies valuation techniques to determine the fair value of financial instruments where active market quotes are not available. This requires management to develop estimates and assumptions based on market inputs, using observable data that market participants would use in pricing the instrument. Where such data is not observable, management uses its best estimate. Estimated fair values of financial instruments may vary from the actual prices that would be achieved in an arm's length transaction at the end of the reporting period.

The carrying values of the Group's financial assets at FVOCI (previously, AFS financial assets) and the amounts of fair value changes recognized on those assets are disclosed in Note 7.

(c) Determination of Net Realizable Value of Merchandise Inventories and Supplies

In determining the net realizable value of merchandise inventories and supplies, management takes into account the most reliable evidence available at the time the estimates are made. The Group's core business is continuously subject to rapid technology changes which may cause inventory obsolescence. Moreover, future realization of the carrying amounts of inventories is affected by price changes in different market segments of electronic devices, modular houses, broadcast equipment and accessories (see Note 8). Both aspects are considered key sources of estimation uncertainty and may cause significant adjustments to the Group's merchandise inventories and supplies within the next reporting period.

(d) Determination of Net Realizable Value of Real Estate Inventories

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

Management's assessment of net realizable value of properties under development requires the estimates of future cash flows to be derived from these properties. These estimates require judgment as to the anticipated sale prices by reference to recent sales transactions in nearby locations, rate of new property sales, marketing costs (including price discounts required to stimulate sales) and the expected costs to completion of properties, the legal and regulatory framework and general market conditions.

The carrying amounts of the real estate inventories are disclosed in Notes 8 and 9.

(e) Estimation of Useful Lives of Property and Equipment

The Group estimates the useful lives of property and equipment based on the period over which the assets are expected to be available for use. The estimated useful lives of property and equipment are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical/commercial obsolescence and legal or other limits on the use of the assets.

The carrying amounts of property and equipment are analyzed in Note 10. Based on management's assessment as at December 31, 2018 and 2017, there is no change in the estimated useful lives of property and equipment during those years. Actual results, however, may vary due to changes in estimates brought about by changes in factors mentioned above.

(f) *Fair Value Measurement of Investment Property*

The Group's investment property, which consists of parcels of land and improvements and buildings and improvements, are carried at fair value at the end of the reporting period. In determining the fair value of these assets, the Group engages the services of professional and independent appraisers applying the relevant valuation methodologies as discussed in Note 29.4.

For investment properties with appraisals conducted prior to the end of the current reporting period, management determines whether there are significant circumstances during the intervening period that may require adjustments or changes in the disclosure of fair value of those properties.

A significant change in these elements may affect prices and the value of the assets. The amounts of fair value gains recognized on investment property are disclosed in Notes 11 and 18.

(g) *Determination of Realizable Amount of Deferred Tax Assets*

The Group reviews its deferred tax assets at the end of each reporting period and reduces the carrying amount to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

The carrying value of recognized deferred tax assets, which management assessed may be fully utilized in the coming years, as at December 31, 2018 and 2017 is disclosed in Note 21.2. Certain deferred tax assets, however, were not recognized since management believes that there is no assurance that the related tax benefits will be realized in the coming years.

(h) *Impairment of Non-financial Assets*

In assessing impairment, management estimates the recoverable amount of each asset or a cash-generating unit based on expected future cash flows and uses an interest rate to calculate the present value of those cash flows. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate (see Note 2.19). Though management believes that the assumptions used in the estimation of fair values reflected in the consolidated financial statements are appropriate and reasonable, significant changes in those assumptions may materially affect the assessment of recoverable values and any resulting impairment loss could have a material adverse effect on the results of operations.

(i) *Estimation of Reserve for Warranty Costs*

The Group offers warranty, for a period ranging from one to two years, for each consumer electronic product sold. Management estimates the related provision for future warranty costs based on a certain percentage of sales, as determined based on historical warranty claim information as well as recent trends that might suggest that past cost information may differ from expectations. Warranty costs also include the actual cost of materials used in repairing the electronic products.

The amounts of provision for warranty claims recognized and the outstanding balance of Reserve for warranty costs, which is presented as part of Trade and Other Payables account in the consolidated statements of financial position, are disclosed in Note 14.

(j) *Valuation of Post-employment Defined Benefit*

The determination of the Group's obligation and cost of post-employment benefit is dependent on the selection of certain assumptions used by actuaries in calculating such amounts. Those assumptions are described in Note 20.2 and include, among others, discount rates and expected rate of salary increases. A significant change in any of these actuarial assumptions may generally affect the recognized expense, other comprehensive income or losses and the carrying amount of the post-employment benefit asset and obligation in the next reporting period.

The amounts of the fair value of the retirement benefit asset and present value of retirement benefit obligation and the analysis of the movements in the fair value of the retirement benefit asset and present value of retirement benefit obligation, as well as the significant assumptions used in estimating such asset and obligation are presented in Note 20.2.

4. SEGMENT INFORMATION

4.1 Business Segments

The Group's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The Group's different business segments are presented below.

(a) Digital mobile is involved in the sale of mobile phones and devices;

(b) Property and building services is involved in the leasing, development and sale of industrial and other real estate properties, sale of prefabricated modular houses and hotel and restaurant operations;

(c) Technical support and solutions is presently engaged in the business of sale of professional audio and video equipment, after sales services, warehousing and distribution; and,

(d) Investment and others include investment holding companies, and those included in the business of financing and credit extension.

Segment accounting policies are the same as the policies described in Note 2.4.

4.2 Segment Assets and Liabilities

Segment assets include all operating assets used by each business segment and consist principally of operating cash, receivables, inventories and property and equipment, net of allowances and provisions. Similar to segment assets, segment liabilities include all operating liabilities used by each segment and consist principally of accounts, wages, taxes currently payable and accrued liabilities.

4.3 *Intersegment Transactions*

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

4.4 *Analysis of Segment Information*

The following tables present certain asset and liability information regarding business segments as at December 31, 2018, 2017 and 2016 and the related revenue and profit information for each of the three years in the period ended December 31, 2018 (amounts in thousands):

	Digital Mobile	Property and Building Services	Technical Support and Solutions	Investments and Others	Total
2018					
SEGMENT RESULTS					
Sales to external customers	P 2,431,821	P 378,790	P 807,573	P 508,423	P 4,126,607
Intersegment sales	721	70,933	38,718	21,238	131,610
Total revenues	2,432,542	449,723	846,291	529,661	4,258,217
Cost of sales, services, and rentals	2,184,674	245,119	620,687	79,179	3,129,659
Other operating expenses (income)	486,861	(163,197)	143,421	52,022	519,107
Operating profit (loss)	(238,993)	367,801	82,183	398,460	609,451
Finance income	27,571	33,033	13,568	17,483	91,655
Finance costs	(1,723)	(3,579)	(3,671)	(4,785)	(13,758)
Other gains – net	7,281	4,692	1,168	367	13,508
Profit (loss) before tax	(205,864)	401,947	93,248	411,525	700,856
Tax expense (income)	(43,952)	99,330	27,366	13,235	95,979
Net profit (loss)	**(P 161,912)**	**P 302,617**	**P 65,882**	**P 398,290**	**P 604,877**
SEGMENT ASSETS AND LIABILITIES					
Total assets	**P 1,785,364**	**P 6,286,477**	**P 883,926**	**P 8,569,677**	**P 17,525,444**
Total liabilities	**P 1,477,122**	**P 2,039,172**	**P 174,019**	**P 407,494**	**P 4,097,807**
OTHER SEGMENT INFORMATION					
Capital expenditures	**P 6,900**	**P 130,024**	**P 47,065**	**P 2,208**	**P 186,197**
Depreciation and amortization	**1,830**	**42,616**	**27,119**	**691**	**72,256**
Impairment loss	**-**	**930**	**4,166**	**96**	**5,192**

The Group's segment revenues consists mainly of sales of goods and services amounting to P2,725.6 million and P712.2 million, respectively. As a result of the adoption of PFRS 15, these were disaggregated to point in time and over time revenue (see Note 2.16). The Group's point in time revenues arise from the Digital Mobile, Property and Building Services, and Technical Support and Solutions segments amounting to P2,431.8 million, P25.8 million, and P268.0 million, respectively. With respect to over time revenue, these arise from the Property and Building Services, Technical Support and Solutions, and Investment and Others segments amounting to P159.8 million, P470.7 million, and P81.7 million respectively.

The Group also includes revenue from rentals and interests amounting to P239.2 million and P79.0 million, respectively, which were out of scope of PFRS 15 [see Note 2.2(a)(iii)].

	Digital Mobile	Property and Building Services	Technical Support and Solutions	Investments and Others	Total
2017					
SEGMENT RESULTS					
Sales to external customers	P 3,293,235	P 365,366	P 1,184,028	P 140,107	P 4,982,736
Intersegment sales	74,963	99,148	50,699	24,180	248,990
Total revenues	3,368,198	464,514	1,234,727	164,287	5,231,726
Cost of sales, services, and rentals	2,915,495	267,052	862,935	70,098	4,115,580
Other operating expenses (income)	416,465	(127,127)	162,384	30,018	481,740
Operating profit	36,238	324,589	209,408	64,171	634,406
Finance income	4,788	27,055	3,864	4,132	39,839
Finance costs	(2,613)	(21,745)	(1,473)	(3,031)	(28,862)
Other gains (losses) – net	(563)	8,824	7,262	998	16,521
Profit before tax	37,850	338,723	219,061	66,270	661,904
Tax expense	10,876	120,393	66,488	4,333	202,090
Net profit	P 26,974	P 218,330	P 152,573	P 61,937	P 459,814
SEGMENT ASSETS AND LIABILITIES					
Total assets	P 1,952,268	P 5,857,231	P 1,078,028	P 8,675,375	P 17,562,902
Total liabilities	P 1,491,370	P 2,267,149	P 345,015	P 449,979	P 4,553,513
OTHER SEGMENT INFORMATION					
Capital expenditures	P 73	P 225,963	P 46,545	P 214	P 272,795
Depreciation and amortization	1,060	39,912	30,782	502	72,256
Impairment loss	-	19,341	28	177	19,546

	Digital Mobile	Property and Building Services	Technical Support and Solutions	Investments and Others	Total
2016					
SEGMENT RESULTS					
Sales to external customers	P 5,162,612	P 320,977	P 782,805	P 93,391	P 6,359,785
Intersegment sales	1,805	27,757	47,248	85,504	162,314
Total revenues	5,164,417	348,734	830,053	178,895	6,522,099
Cost of sales, services, and rentals	4,536,783	197,887	584,048	69,097	5,387,815
Other operating expenses	467,547	27,471	132,022	32,868	659,908
Operating profit	160,087	123,376	113,983	76,930	474,376
Finance income	19,733	22,197	4,012	11,315	57,257
Finance costs	(495)	(13,006)	(2,015)	(2,482)	(17,998)
Other gains (losses) – net	(317)	5,698	10,237	1,319	16,937
Profit before tax	179,008	138,265	126,217	87,082	530,572
Tax expense	64,704	19,153	37,615	3,390	124,862
Net profit	P 114,304	P 119,112	P 88,602	P 83,692	P 405,710
SEGMENT ASSETS AND LIABILITIES					
Total assets	P 2,277,117	P 5,557,466	P 966,765	P 8,173,388	P 17,514,736
Total liabilities	P 1,843,870	P 1,950,075	P 350,265	P 438,002	P 4,582,212
OTHER SEGMENT INFORMATION					
Capital expenditures	P 373	P 90,601	P 50,091	P 343	P 141,408
Depreciation and amortization	1,709	51,444	26,590	407	80,150
Impairment loss	-	1,886	185	255	2,326

4.5 Reconciliations

The total segment balances presented for the Group's operating segments reconciled to the Group's consolidated balances as presented in the consolidated financial statements are as follows (amount in thousands):

	Segment Totals	**Intercompany Accounts**	**Consolidated Balances**
2018			
Revenues	**P 4,258,217**	**(P 502,310)**	**P 3,755,907**
Net profit for the year	**604,877**	**(350,372)**	**254,505**
Total assets	**17,525,444**	**(5,566,996)**	**11,958,448**
Total liabilities	**4,097,807**	**(2,686,646)**	**1,411,161**
Other segment information:			
Capital expenditures	**186,197**	**(4,797)**	**181,400**
Depreciation and amortization	**72,256**	**5,070**	**77,326**
Impairment losses*	**5,192**	**-**	**5,192**

*****_The amount of impairment loss is gross of reversal of allowance for impairment losses totaling to P1,605._

		Segment Totals		Intercompany Accounts		Consolidated Balances
2017						
Revenues	P	5,231,726	(P	288,989)	P	4,942,737
Net profit for the year		459,814	(	56,202)		403,612
Total assets		17,562,902	(	5,800,972)		11,761,930
Total liabilities		4,553,513	(	3,077,543)		1,475,970
Other segment information:						
Capital expenditures		272,795		2,562		275,357
Depreciation and amortization		72,256		13,273		85,529
Impairment losses		19,546		-		19,546
2016						
Revenues	P	6,522,099	(P	156,740)	P	6,365,359
Net profit for the year		405,710	(	65,000)		340,710
Total assets		17,514,736	(	6,178,047)		11,336,689
Total liabilities		4,582,212	(	3,243,615)		1,338,597
Other segment information:						
Capital expenditures		218,181		-		218,181
Depreciation and amortization		80,150		-		80,150
Impairment losses		2,326		-		2,326

5. CASH AND CASH EQUIVALENTS

Cash and cash equivalents include the following components as at December 31:

	2018	2017
Cash on hand and in banks	**P 372,038,970**	P 690,867,359
Short-term placements	**2,083,425,441**	2,799,732,740
	P 2,455,464,411	P 3,490,600,099

Cash in banks generally earn interest based on daily bank deposit rates. Short-term placements are made for varying periods of between 1 to 90 days and earn annual interests ranging from 0.5% to 6.5% in 2018, from 0.1% to 3.5% in 2017 and from 0.1% to 2.2% in 2016 (see Note 19.2).

The balance of short-term placements as of December 31, 2018 and 2017 did not include P806.1 million and P60.0 million, respectively, which are shown as part of the Other Current Assets account in the consolidated statements of financial position (see Note 12). Such amount pertains to time deposits with maturity of more than three months.

6. TRADE AND OTHER RECEIVABLES

This account is composed of the following:

	Notes	2018	2017
Current:			
Trade receivables	24.5, 24.9, 24.10, 25.1 25.3	**P 706,129,098**	P 766,617,490
Advances to suppliers	24.5	**163,978,574**	451,094,241
Loans receivables	24.3	**39,981,928**	37,194,998
Non-trade receivables		**26,012,258**	1,712,871
Rental receivables	24.2	**14,497,908**	6,274,639
Interest receivable		**5,158,277**	2,209,591
Receivable from officers and employees		**1,745,636**	2,171,345
Other receivables		**37,636,447**	40,004,162
		995,140,126	1,307,279,337
Allowance for impairment		**(103,149,478)**	(92,851,711)
		891,990,648	1,214,427,626
Non-current:			
Trade receivables		**15,500,823**	13,620,877
Loans receivables	24.3	**703,665**	647,049
Cash surrender value of investment in life insurance		**723,228,605**	678,596,450
		739,433,093	692,864,376
Allowance for impairment		**(25,424)**	-
		739,407,669	692,864,376
		P 1,631,398,317	P 1,907,292,002

Trade receivables include amounts of receivables related to the sold condominium units which are being paid for by the customers in monthly installments. The titles to the real estate properties sold remains with the Group until the receivables are fully collected. Trade receivables from sale of condominium units are measured at amortized cost and bear effective interests ranging from 9.75% to 18.0% depending on the terms of payment.

Advances to suppliers mainly include advance payments made by My Solid for future purchases of mobile phone units and accessories (see Note 24.5). These also include advances made to various suppliers made by SVC for the purchase of pro-tapes, video and medical equipment and spare parts.

Interest income recognized on the Group's loans receivables amounted to P6.6 million, P7.7 million, and P8.2 million in 2018, 2017 and 2016, respectively, and are presented as part of Interest under the Revenues section of the consolidated statements of income. The effective interest rates on loans receivables range from 7.5% to 30.0% in 2018, 2017, and 2016.

Other receivables include amounts due from credit card companies for the sales of CCTV. This account also consist of unsecured, noninterest-bearing cash advances made to the ZTC's Unit Owners' Association for expenses incurred by the unit owners and rent receivables.

Cash surrender value of investment in life insurance pertains to insurance policies purchased by BRL for certain directors of the Parent Company. The beneficiary of this investment in life insurance is the Parent Company and accounted for under the cash surrender value method. Under this method, the initial cash surrender value of the insurance policies is recognized immediately in the consolidated statements of financial position. Subsequently, any increase in cash surrender value is recognized as part of the Finance Income in the consolidated statements of income (see Note 19.2).

The cash surrender value of the investment in life insurance is used as collateral for interest-bearing loans obtained by BRL (see Note 13).

All of the Group's trade and other receivables have been reviewed for indications of impairment. Based on management's assessment of the ECL using the simplified approach, certain trade receivables were found to be impaired; hence, adequate amount of allowance for impairment have been recognized.

A reconciliation of the allowance for impairment at beginning and end of 2018 and 2017 is shown below.

	Notes	**2018**	2017
Balance at beginning of year:			
As previously reported		**P 92,851,711**	P 89,278,577
Effect of adoption of PFRS 9	2.2(a)(ii)	**8,814,710**	-
As restated		**101,666,421**	89,278,577
Impairment losses during the year	19.1	**5,191,990**	5,199,729
Write-off of receivable		**(3,304,993)**	(71,429)
Reversal of impairment losses	19.1	**(378,516)**	(1,555,166)
Balance at end of year		**P 103,174,902**	P 92,851,711

7. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME *(2017: AFS FINANCIAL ASSETS)*

This account comprises of the following:

	2018	2017
Club shares	**P 27,100,000**	P 20,457,258
Others	**-**	540,007
	P 27,100,000	P 20,997,265

A reconciliation of the net carrying amounts of financial assets at FVOCI *(2017: AFS financial assets)* is shown below.

	Notes		2018		2017
Balance at beginning of year					
As reported		**P**	**20,997,265**	P	18,076,450
Effect of adoption of PFRS 9	2.2(a)(ii)		**242,742**		-
As restated			**21,240,007**		18,076,450
Fair value gains – net	22.3		**6,500,000**		2,920,815
Reclassifications to intangible assets		**(**	**372,127)**		-
Disposal		**(**	**267,880)**		-
Balance at end of year		**P**	**27,100,000**	P	20,997,265

The Parent Company has equity securities pertaining to its 33% equity ownership interest in the common stock of Sony Philippines, Inc. (SPI). This investment is related to the Joint Venture Agreement (JVA) executed in 1997 with Sony Corporation of Japan which has expired on May 8, 2005. On April 11, 2005, the Parent Company received a formal notice of the expiry of the JVA. The Parent Company and Sony Corporation have both agreed to pursue negotiations for an equitable settlement of all matters relating to the JVA and its expiration.

As a result of the above events, the Parent Company determined that it no longer has significant influence over the investee company. Consequently, it reclassified its remaining investment in shares of stock of SPI with total cost of P8.6 million to AFS financial assets in 2005, which was already fully provided with allowance for impairment. The Parent Company determined that the fair value of this investment is nil as of December 31, 2018 and 2017.

On the other hand, the fair values of the Group's investments in club shares, which represent proprietary membership club shares, as at December 31, 2018 and 2017 have been determined based on quoted prices in less active markets due to lack of trading activities among its participants (see Note 29.2).

Reclassification made pertains to certain financial assets at FVOCI, previously classified as AFS financial assets, that are non-proprietary club shares which should be treated as intangible assets under PAS 38, *Intangible Assets*. Accordingly, these investments were reclassified to intangible assets which is presented as part of Other Non-current Assets (see Note 12).

In 2018, SBC derecognized of certain equity securities with original cost of P0.4 million and fair value of P0.3 million as of December 31, 2017. The accumulated fair value loss amounting to P94,120 was derecognized from the Revaluation Reserves account while the related loss on disposal amounting to P0.4 million was recognized as a direct deduction against the Retained Earnings account in the 2018 statement of changes in equity (see Note 22.3).

8. MERCHANDISE INVENTORIES AND SUPPLIES

The details of this account are shown below.

	Notes	2018	2017
Merchandise inventories	16.1	**P 798,017,743**	P 641,446,868
Service parts, supplies and others	24.1	**45,316,061**	44,415,891
		843,333,804	685,862,759
Allowance for inventory obsolescence		**(78,627,352)**	(147,242,272)
		P 764,706,452	P 538,620,487

The movements in the allowance for inventory obsolescence are as follows:

	Notes	2018	2017
Balance at beginning of year		**P 147,242,272**	P 96,132,177
Provisions for inventory obsolescence	16.1, 17	**848,279**	51,531,964
Reversal of allowance for inventory obsolescence	16.1, 17	**(69,463,199)**	(421,869)
		P 78,627,352	P 147,242,272

The Group has no outstanding purchase commitment for the acquisition of merchandise inventories and supplies as at December 31, 2018 and 2017.

9. REAL ESTATE INVENTORIES

This account is composed of:

	2018	2017
Land and land development costs:		
Land	**P 4,265,299**	P 4,265,299
Land development costs	**35,281,523**	35,281,523
	39,546,822	39,546,822
Allowance for impairment	**(2,022,800)**	(2,022,800)
	37,524,022	37,524,022
Property development costs – Construction in progress and development costs	**398,853,179**	402,930,088
	P 436,377,201	P 440,454,110

Land and land development costs pertain to cost of land and related improvements, held by Starworld and LIIP, which are held for sale. Property development costs pertain to the cost of land used as a building site and the accumulated construction costs of the condominium building project being developed by ZTC, which are also for sale.

The allowance for impairment recognized in prior years pertains to the estimated cost of parcels of land and land development costs which may not be fully realized as a result of the Group's long-outstanding claims against the seller for the transfer of title to the name of LIIP. There were no additional impairment losses recognized in 2018, 2017 and 2016.

Under its registration with the Board of Investments, Starworld shall develop 118 hectares of land in its development project located in Calamba Premiere International Park (CPIP) in Bo. Prinza, Calamba City, Laguna. As at December 31, 2018 and 2017, lot areas totaling 83 hectares (65 hectares for Phase 1 and 18 hectares for Phase 2) were acquired and fully developed.

The Group, through ZTC, has initiated the planning and construction of the Tri Towers condominium building (see Note 26.4). The construction was started by in 2005. The accumulated construction costs (including cost of the land) were eventually transferred to ZTC. The construction of Tower 1 and Tower 2 was completed in 2008 and 2012, respectively, while the construction of Tower 3 has not yet started, however, it has incurred expenses for the planning phase as of December 31, 2018.

10. PROPERTY AND EQUIPMENT

The gross carrying amounts and accumulated depreciation, amortization and impairment losses of property and equipment at the beginning and end of 2018 and 2017 are shown below.

	Land	Buildings and Improvements	Machinery and Equipment	Furniture, Fixtures and Office Equipment	Transportation Equipment	Test, Communication and Other Equipment	Computer System	Leasehold Improvements	Tools and Equipment	Construction in Progress	Total
December 31, 2018											
Cost	P 1,277,854,682	P 343,390,748	P 183,035,601	P 254,294,087	P 181,549,802	P 11,736,904	P 84,063,933	P 109,739,118	P 86,118,965	P 39,506,874	P 2,571,290,714
Accumulated depreciation and amortization	-	(88,848,621)	(115,575,943)	(201,778,219)	(118,013,724)	(10,269,976)	(72,205,178)	(92,777,453)	(59,849,880)	-	(759,318,995)
Accumulated impairment losses	-	(35,000,000)	-	-	-	-	-	-	-	(14,346,250)	(49,346,250)
Net carrying amount	**P 1,277,854,682**	**P 219,542,127**	**P 67,459,658**	**P 52,515,868**	**P 63,536,078**	**P 1,466,928**	**P 11,858,755**	**P 16,961,665**	**P 26,269,085**	**P 25,160,624**	**P 1,762,625,470**
December 31, 2017											
Cost	P 1,277,854,682	P 361,070,743	P 169,152,246	P 250,079,053	P 149,020,103	P 9,927,050	P 74,795,455	P 102,189,564	P 64,875,423	P 181,390,018	P 2,640,354,337
Accumulated depreciation and amortization	-	(88,184,946)	(92,463,398)	(178,831,782)	(103,148,251)	(9,738,023)	(70,261,687)	(87,284,428)	(52,080,753)	-	(681,993,268)
Accumulated impairment losses	-	(35,000,000)	-	-	-	-	-	-	-	(14,346,250)	(49,346,250)
Net carrying amount	P 1,277,854,682	P 237,885,797	P 76,688,848	P 71,247,271	P 45,871,852	P 189,027	P 4,533,768	P 14,905,136	P 12,794,670	P 167,043,768	P 1,909,014,819
January 1, 2017											
Cost	P 1,277,854,682	P 356,697,622	P 162,455,341	P 202,355,167	P 119,023,617	P 9,747,050	P 72,505,577	P 93,441,319	P 60,075,665	P 151,407,206	P 2,505,563,246
Accumulated depreciation and amortization	-	(69,941,475)	(71,710,085)	(163,123,443)	(90,655,974)	(9,423,314)	(69,213,309)	(80,104,682)	(42,292,398)	-	(596,464,680)
Accumulated impairment losses	-	(35,000,000)	-	-	-	-	-	-	-	-	(35,000,000)
Net carrying amount	P 1,277,854,682	P 251,756,147	P 90,745,256	P 39,231,724	P 28,367,643	P 323,736	P 3,292,268	P 13,336,637	P 17,783,267	P 151,407,206	P 1,874,098,566

A reconciliation of the carrying amounts at the beginning and end of 2018 and 2017 of property and equipment is shown below.

	Land	Buildings and Improvements	Machinery and Equipment	Furniture, Fixtures and Office Equipment	Transportation Equipment	Test, Communication and Other Equipment	Computer System	Leasehold Improvements	Tools and Equipment	Construction in Progress	Total
Balance at January 1, 2018, net of accumulated depreciation, amortization and impairment losses	P 1,277,854,682	P 237,885,797	P 76,688,848	P 71,247,271	P 45,871,852	P 189,027	P 4,533,768	P 14,905,136	P 12,794,670	P 167,043,768	P 1,909,014,819
Additions	-	-	8,717,838	3,508,317	45,162,160	1,809,854	9,268,478	3,119,476	11,868,945	39,078,823	122,533,891
Reclassification	-	-	5,165,517	-	(9,754,494)	-	-	4,430,078	9,754,494	(9,595,595)	-
Transfer from (to) investment property	-	-	-	799,589	-	-	-	-	-	(171,366,372)	(170,566,783)
Disposals – net	-	(17,679,995)	-	(92,872)	(2,877,967)	-	-	-	(379,897)	-	(21,030,731)
Depreciation and amortization charges for the year	-	(663,675)	(23,112,545)	(22,946,437)	(14,865,473)	(531,953)	(1,943,491)	(5,493,025)	(7,769,127)	-	(77,325,726)
Balance at December 31, 2018, net of accumulated depreciation, amortization and impairment losses	**P 1,277,854,682**	**P 219,542,127**	**P 67,459,658**	**P 52,515,868**	**P 63,536,078**	**P 1,466,928**	**P 11,858,755**	**P 16,961,665**	**P 26,269,085**	**P 25,160,624**	**P 1,762,625,470**
Balance at January 1, 2017, net of accumulated depreciation, amortization and impairment losses	P 1,277,854,682	P 251,756,147	P 90,745,256	P 39,231,724	P 28,367,643	P 323,736	P 3,292,268	P 13,336,637	P 17,783,267	P 151,407,206	P 1,874,098,566
Additions	-	3,606,611	4,685,430	11,119,342	30,740,572	180,000	2,289,878	8,748,245	5,118,527	106,722,493	173,211,098
Reclassification	-	801,271	2,011,475	37,694,496	-	-	-	-	-	(40,507,242)	-
Transfer to investment property	-	-	-	-	-	-	-	-	-	(36,232,439)	(36,232,439)
Disposals – net	-	(34,762)	-	(1,089,952)	(744,085)	-	-	-	(318,769)	-	(2,187,568)
Impairment loss	-	-	-	-	-	-	-	-	-	(14,346,250)	(14,346,250)
Depreciation and amortization charges for the year	-	(18,243,470)	(20,753,313)	(15,708,339)	(12,492,278)	(314,709)	(1,048,378)	(7,179,746)	(9,788,355)	-	(85,528,588)
Balance at December 31, 2017, net of accumulated depreciation, amortization and impairment losses	P 1,277,854,682	P 237,885,797	P 76,688,848	P 71,247,271	P 45,871,852	P 189,027	P 4,533,768	P 14,905,136	P 12,794,670	P 167,043,768	P 1,909,014,819

Construction in progress pertains to accumulated costs incurred on building improvements being constructed in various properties of the Group.

In 2017, impairment loss amounting to P14.3 million was recognized on certain damaged item of construction in progress. The impairment provision was presented as Impairment losses on property and equipment under General and Administrative expense account in the 2017 statement of income (see Note 17). No impairment losses were recognized in 2018 and 2016 based on management's assessment.

In 2018, 2017 and 2016, the Group recognized gain on disposal of certain property and equipment totaling P1.2 million, P1.5 million and P0.7 million, respectively. The recognized gain on the transactions are presented as part of Other Gains – Net in the consolidated statements of income (see Note 19.3). In 2016, certain property and equipment with carrying amount of P0.8 million were included as part of the consideration transferred upon disposal of the investment in PNCI (see Note 1.3).

The amount of depreciation and amortization computed on property and equipment is presented as part of the following accounts:

	Notes	**2018**	2017	2016
Cost of services	16.2	**P 45,432,147**	P 45,618,535	P 52,898,375
Cost of rentals	16.3	**9,565,245**	3,394,270	1,775,932
General and administrative expenses		**22,328,334**	36,515,783	25,475,203
	17	**P 77,325,726**	P 85,528,588	P 80,149,510

There were no restrictions on titles and items of property and equipment as of December 31, 2018 and 2017.

Fully depreciated property and equipment still in use in the Group's operations amounted to P298.1 million and P308.3 million as of December 31, 2018 and 2017, respectively.

11. INVESTMENT PROPERTIES

The Group's investment properties accounted for under the fair value method, consists mainly of land and improvements, and buildings and improvements that are held under operating lease agreements. These properties earn rental income, presented as Rentals in the consolidated statements of income and incur direct costs such as real property taxes, repairs and maintenance and utilities which are presented as part of Cost of Rentals in the consolidated statements of income (see Note 16.3).

The fair values of the Group's investment properties as at December 31, 2018 and 2017 were determined based on appraisal reports dated October 30, 2018 and October 27, 2017, respectively. Management obtains annual appraisal reports on its investment properties from independent appraisers (see Note 29.4).

The changes in the carrying amounts of investment property as presented in the consolidated statements of financial position are summarized as follows as of December 31:

	Land and Improvements	Building and Improvements	Construction in Progress	Total
2018:				
Balance at beginning of year	P 2,171,295,332	P 732,622,140	P -	P 2,903,917,472
Additions	5,814,906	48,829,767	-	58,866,599
Fair value gains (losses) on investment property – net (see Note 18)	346,740,526	(69,875,474)	-	276,865,052
Transfer from property and equipment	3,262,170	162,776,737	8,749,802	170,566,783
Disposals	-	-	(3,774,000)	(3,774,000)
Balance at end of year	**P 2,527,112,934**	**P 874,353,170**	**P 4,975,802**	**P 3,406,441,906**
2017:				
Balance at beginning of year	P 1,922,930,032	P 755,106,706	P -	P 2,678,036,738
Additions	69,813,706	32,332,012	-	102,145,718
Fair value gains (losses) on investment property – net (see Note 18)	226,119,344	(90,440,434)	-	135,678,910
Transfer from property and equipment	200,250	36,032,189	-	36,232,439
Disposals	(47,768,000)	(408,333)	-	(48,176,333)
Balance at end of year	P 2,171,295,332	P 732,622,140	P -	P 2,903,917,472

In 2017, SMC sold an investment property with a total carrying amount of P48.2 million. The recognized gain on the transaction amounted to P37.5 million is presented as part of Other Operating Income (Expense) – Net account in the 2017 consolidated statement of income (see Note 18). There was no similar transaction both in 2018 and 2016.

12. OTHER ASSETS

The composition of these accounts as of December 31 is shown below and in the succeeding page.

	Notes	2018	2017
Current:			
Short-term placements	5	**P 806,113,523**	P 60,000,000
Creditable withholding taxes		**100,875,346**	83,261,305
Input VAT – net		**94,253,531**	75,142,087
Prepayments		**22,222,254**	23,010,705
Deferred costs		**10,556,069**	40,977,153
Refundable deposits	26.2	**9,747,103**	10,698,615
Deferred input VAT		**3,306,682**	6,090,847
Others		**9,999,893**	2,642,052
Balance carried forward		**P1,057,074,401**	P 301,822,764

	Notes	2018	2017
Balance brought forward		**P1,057,074,401**	P 301,822,764
Non-current:			
Deposits on acquisition land		**105,389,337**	-
Refundable deposits	26.2	**4,582,196**	4,731,811
Deposits to suppliers		**3,347,774**	7,030,204
Cash bond		**692,234**	568,234
Intangible assets	7	**553,836**	171,883
Others		**10,150,508**	10,949,833
		124,715,885	23,451,965
		P 1,181,790,286	P 325,274,729

Short-term placements are made for varying periods of between 122 to 132 days in 2018 and 180 days in 2017, and earn effective interest of 6.25% and 3.50% in 2018 and 2017 (see Notes 5 and 19.2).

Deferred costs by the Group represent cost of inventories which have not been charged to cost of sales pending the completion of its projects.

Prepayments pertain to prepaid insurance, prepaid rent, and prepayments for professional fees, import charges and others.

In 2018, the Group made advance payments for the acquisition of land intended for future development. There were no similar transactions in 2017.

13. INTEREST-BEARING LOANS

The Group's short-term interest-bearing loans as at December 31, 2018 and 2017 amounting to P123.8 million ($2.3 million) and P115.7 million ($2.3 million), respectively, pertains to loan of BRL which are denominated in USD and is currently due within 12 months after the end of reporting period; hence, classified as part of the Group's current liabilities in the consolidated statements of financial position. Presented below is the reconciliation of the Group's interest-bearing loans.

	2018		2017	
	USD	**PHP**	USD	PHP
Balance at beginning of year	$ 2,318,535	P 115,748,223	$ 2,261,325	P 112,643,382
Additional borrowings	29,354	1,547,660	57,210	2,849,802
Translation adjustment	-	6,494,217	-	255,039
Balance at end of year	**$ 2,347,889**	**P 123,790,100**	$ 2,318,535	P 115,748,223

Information relating to significant loan transactions of the Group are disclosed in the succeeding page.

The loan of BRL are secured by the cash surrender value of investment in life insurance amounting to P723.2 million and 678.6 million as of December 31, 2018 and 2017, respectively (see Note 6). The loan bears interest at prevailing market rates ranging from 2.50% to 3.84% in 2018, from 2.35% to 2.50% in 2017 and from 1.60% to 2.35% in 2016. Interest expense arising from these loans amounted to P4.7 million, P2.8 million and P2.2 million in 2018, 2017 and 2016, respectively, and is shown as part of Interest expense on interest-bearing loans under Finance Costs account in the consolidated statements of income (see Note 19.1).

Also, the Group incurred borrowing costs related to loans obtained by Fil-Dragon amounting to P10.2 million for the period January 1 to July 31, 2016. These costs were recognized as part of Interest expense on interest-bearing loans under Finance Costs account in the 2016 consolidated statement of income (see Note 19.1). In 2016, these loans were included as part of the consideration transferred upon disposal of the investment in PNCI (see Note 1.3).

The fair value of loan obtained approximates the carrying values since the interest rates are repriced at market rates at the end of the reporting period. As at December 31, 2018 and 2017, the Group is not subjected to any covenants relating to the loan.

14. TRADE AND OTHER PAYABLES

This account consists of:

	Note	2018	2017
Trade payables	24.1, 24.5	**P 153,956,342**	P 216,881,183
Accrued dealers' incentives		**98,554,552**	96,882,320
Refundable deposits		**32,632,240**	27,553,369
Accrued expenses		**24,859,611**	25,788,820
Non-trade payables		**18,100,364**	20,695,029
Unearned rental		**14,657,262**	13,730,321
Deferred output VAT		**13,311,202**	17,615,732
Advances from customers		**11,740,395**	6,952,492
Rentals payable		**5,725,049**	9,207,379
Withholding taxes payable		**4,273,686**	6,039,526
Output VAT		**3,594,357**	6,307,771
Reserve for warranty costs		**2,623,381**	1,448,684
Retention payable		**190,401**	43,423
Other payables		**37,943,848**	26,542,495
		P 422,162,690	P 475,688,544

Accrued dealers' incentives pertain to rebates awarded to dealers once certain level of sales were achieved during a particular period.

Accrued expenses include amounts charged for rentals, outside services, salaries and other operating expenses which remained unpaid as at the end of the reporting periods.

The outstanding deferred output VAT arises from the outstanding receivables on the Group's sale of services.

Non-trade payables pertains solely to liabilities to suppliers and contractors for logistics of MySolid.

The movements in the Reserve for warranty costs account are as follows:

	Notes	2018	2017
Balance at beginning of year		**P 1,448,684**	P 2,677,478
Provisions for warranty claims	17	**28,525,080**	27,223,140
Actual warranty claims		**(27,350,383)**	(27,791,704)
Reversal of reserve for warranty claims	18	**-**	(660,230)
Balance at end of year		**P 2,623,381**	P 1,448,684

Other payables primarily consist of payroll-related liabilities and due to government agencies for unpaid contributions for social security and other benefits of the Group's employees.

In 2016, certain trade and other payables were included as part of the consideration transferred upon disposal of the investment in PNCI (see Note 1.3).

15. REFUNDABLE DEPOSITS

SMC, Kita and ZTC have long-term refundable deposits from various tenants amounting to P29.3 million and P27.1 million as at December 31, 2018 and 2017, respectively. The refundable deposits are remeasured at amortized cost using the effective interest ranging from 3.48% to 6.25% at the inception of the lease terms.

SMC recognized gain (loss) on discounting of its refundable deposits amounting to (P0.2 million), P0.5 million and nil in 2018, 2017 and 2016, respectively. The loss on discounting of refundable deposits was recognized as part of Finance Costs while the gain on discounting of refundable deposits was recognized as part of the Finance Income in the consolidated statements of income (see Notes 19.2 and 19.1).

The refundable deposits with maturity of more than one year are shown as a separate line item under Non-current Liabilities section in the consolidated statements of financial position.

16. COSTS OF SALES, SERVICES, RENTALS AND REAL ESTATE SALES

16.1 Cost of Sales

The details of this account are shown below.

	Notes	2018	2017	2016
Merchandise inventories at beginning of year	8	**P 641,446,868**	P 863,290,614	P 896,356,985
Net purchases of merchandise inventories during the year	17, 24.1, 24.5	**2,625,034,510**	2,697,095,219	4,639,985,185
Goods available for sale		**3,266,481,378**	3,560,385,833	5,536,342,170
Merchandise inventories at end of year	8	**(798,017,743)**	(641,446,868)	(863,290,614)
Net provision (reversal of allowance) for inventory obsolescence	8	**(68,614,920)**	51,110,095	33,539,644
	17	**P 2,399,848,715**	P 2,970,049,060	P 4,706,591,200

16.2 Cost of Services

The following are the breakdown of direct costs and expenses from rendering of services:

	Notes	2018	2017	2016
Materials, supplies and other consumables	24.1	**P 130,624,545**	P 105,595,086	P 112,659,737
Service fees	25.3	**79,178,444**	40,300,756	69,097,449
Salaries and employee benefits	20.1	**58,313,006**	58,333,359	55,339,554
Subcontracting services		**54,879,685**	91,176,417	75,425,967
Outside services		**47,268,947**	163,448,547	39,299,628
Depreciation and amortization	10	**45,432,147**	45,618,535	52,898,375
Rentals	26.2	**35,372,264**	183,880,158	16,447,316
Communication, light and water		**30,917,700**	30,428,513	22,614,281
Transportation and travel		**18,462,452**	15,847,199	12,996,776
Food and beverage		**12,118,390**	24,725,309	11,488,724
Repairs and maintenance		**11,904,584**	8,209,412	7,494,950
Equipment cost		**8,951,680**	115,699,072	-
Integration		**861,818**	8,018,209	111,016,068
Others		**18,853,834**	24,473,361	8,268,732
	17	**P 553,139,496**	P 915,753,933	P 595,047,557

16.3 Cost of Rentals

The details of this account are as follows:

	Notes	2018	2017	2016
Taxes and licenses		**P 31,886,225**	P 39,980,258	P 12,349,184
Outside services		**27,072,431**	14,608,570	15,910,825
Rentals	26.2	**16,728,546**	11,467,507	7,353,293
Depreciation and amortization	10	**9,565,245**	3,394,270	1,775,932
Repairs and maintenance		**5,371,838**	4,783,421	11,978,499
Salaries and employee benefits	20.1	**831,449**	2,413,462	2,280,375
Others		**5,223,059**	468,503	488,939
	11, 17	**P 96,678,793**	P 77,115,991	P 52,137,047

Others primarily consists of supplies and transportation and travel expenses.

16.4 Cost of Real Estate Sales

This account pertains to the Group's cost of condominium units and parking lots amounting to P6.6 million, P14.1 million and P8.2 million in 2018, 2017 and 2016, respectively (see Note 17).

17. OPERATING EXPENSES BY NATURE

The details of operating expenses by nature are shown below.

	Notes	**2018**	2017	2016
Net purchases of merchandise inventories	16.1, 24.1, 24.5	**P 2,625,034,510**	P 2,697,095,219	P 4,639,985,185
Salaries and employee benefits	20.1	**235,398,214**	257,491,822	223,033,845
Subcontracting services		**275,309,970**	225,418,410	258,871,927
Changes in merchandise, finished goods and work-in-process inventories	16.1	**(156,570,875)**	221,843,746	33,066,371
Outside services		**144,034,970**	242,066,904	147,642,428
Materials, supplies and other consumables	16.1, 24.5	**96,588,456**	105,595,086	121,367,240
Service fees	25.3	**91,296,834**	40,300,756	69,097,449
Utilities and communication		**82,013,670**	61,367,400	39,656,142
Depreciation and amortization	10	**77,325,726**	85,528,588	80,149,510
Taxes and licenses		**73,362,388**	92,907,763	63,804,781
Net provision (reversal) for inventory obsolescence	8	**(68,614,920)**	51,110,095	33,539,644
Loss on unrecoverable advances		**60,352,888**	-	-
Transportation and travel		**49,620,282**	28,987,519	29,365,267
Warranty claims		**45,753,040**	15,615,301	46,890,701
Advertising and promotions		**37,438,394**	35,838,885	46,335,532
Repairs and maintenance		**36,120,847**	21,316,518	22,685,881
Provisions for warranty claims	14	**28,525,080**	27,223,140	60,087,131
Rentals	26.2	**24,358,897**	212,499,305	34,768,484
Equipment cost		**8,951,680**	115,699,072	-
Cost of condominium units and parking lots		**6,620,959**	14,148,749	8,224,118
Representation and entertainment		**6,372,029**		-
Food and beverage		**3,490,641**	24,725,309	11,488,724
Installation cost		**1,262,707**	13,857,773	7,906,364
Integration		**861,818**	10,862,109	110,195,187
Excess of actual over standard input VAT		**829,460**	15,221,644	-
Impairment losses on property and equipment	10	**-**	14,346,250	-
Miscellaneous		**43,158,404**	44,693,487	8,234,020
		P 3,828,896,069	P 4,675,760,850	P 6,096,395,931

These expenses are classified in the consolidated statements of income as follows:

	Note	2018	2017	2016
Cost of sales	16.1	**P 2,399,848,715**	P 2,970,049,060	P 4,706,591,200
Cost of services	16.2	**553,139,496**	915,753,933	595,047,557
Cost of rentals	16.3	**96,678,793**	77,115,991	52,137,047
Cost of real estate sales	16.4	**6,620,959**	14,148,749	8,224,118
Selling and distribution costs		**310,659,576**	330,955,769	376,046,004
General and administrative expenses		**461,948,530**	367,737,348	358,350,005
		P 3,828,896,069	P 4,675,760,850	P 6,096,395,931

18. OTHER OPERATING INCOME (EXPENSE) – Net

The breakdown of this account is as follows:

	Notes	2018	2017	2016
Fair value gains (losses) on investment property – net	11	**P 276,865,052**	P 135,678,910	(P 52,938,928)
Income from utilities charged to tenants		**26,026,791**	19,929,905	1,353,798
Common usage service area		**14,696,058**	11,567,900	1,407,619
Revenue share from embedded third party application		**7,055,691**	6,302,100	16,330,198
Excess of standard over actual input VAT		**2,953,427**	-	5,364,560
Gain on sale of investment property	11	**-**	37,510,547	-
Forfeited customer deposit		**-**	10,435,789	-
Forfeited refundable deposit		**-**	1,711,096	-
Reversal of reserve for warranty costs	14	**-**	660,230	374,277
Penalties arising from lease contract		**-**	400,598	-
Miscellaneous		**11,528,037**	-	25,542,917
		P 339,125,056	P 224,197,075	(P 2,565,559)

19. OTHER INCOME (CHARGES) – Net

19.1 Finance Costs

This account consists of the following:

	Notes	2018	2017	2016
Impairment losses on trade and other receivables - net	6	**P 4,813,474**	P 3,644,563	P 2,018,002
Interest expense on interest-bearing loans	13	**4,690,998**	2,834,528	12,431,682
Interest amortization on refundable deposits	15	**689,536**	1,555,880	272,778
Loss on refundable deposit discounting	15	**203,516**	-	-
Foreign currency exchange losses		**83,708**	4,863,620	2,262,546
Others		**313,802**	-	704,995
		P 10,795,034	P 12,898,591	P 17,690,003

19.2 Finance Income

This account consists of the following:

	Notes	2018	2017	2016
Interest income from cash and cash equivalents, short-term placements and restricted cash	5, 12	**P 42,422,471**	P 23,400,466	P 21,807,292
Foreign currency exchange gains		**37,883,122**	6,344,923	30,382,339
Increase in cash surrender value of investment in life insurance		**6,441,848**	27,177,277	24,625,954
Interest income from real estate sale		**1,604,898**	2,131,985	-
Gain on redemption of financial assets at FVTPL		**-**	5,918,418	2,268,082
Gain on discounting of refundable deposit	15	**-**	486,937	-
Fair value gains on financial assets at FVTPL		**-**	-	2,491,078
		P 88,352,339	P 65,460,006	P 81,574,745

19.3 Other Gains – Net

The breakdown of this account is as follows:

	Notes	2018	2017	2016
Net interest income on retirement benefit asset	20.2	**P 3,639,566**	P 3,723,337	P 4,961,743
Gain on sale of property and equipment	10	**1,211,597**	1,533,248	739,986
Gain on derecognition of liabilities	14	**325,989**	1,293,384	72,555
Refund of deposits of electricity		**-**	6,199,033	-
Reversal of allowance for inventory obsolescence		**-**	488,578	-
Dividend income		**-**	219,272	164,619
Sale of scrap		**-**	-	611,383
Miscellaneous		**1,613,924**	4,269,403	776,707
		P 6,791,076	P 17,726,255	P 7,326,993

20. EMPLOYEE BENEFITS

20.1 Salaries and Employee Benefits Expense

Expenses recognized for salaries and employee benefits are summarized below (see Note 24.6).

	Notes	2018	2017	2016
Short-term benefits		**P 217,349,277**	P 237,813,913	P 208,649,477
Post-employment benefits	20.2	**18,048,937**	19,677,909	14,384,368
	17	**P 235,398,214**	P 257,491,822	P 223,033,845

These expenses are classified in the consolidated statements of income as follows:

	Notes	2018	2017	2016
General and administrative expenses		**P 170,038,939**	P 190,053,510	P 131,348,905
Cost of services	16.2	**58,313,006**	58,333,359	55,339,554
Selling and distribution costs		**6,214,820**	6,691,491	34,065,011
Cost of rentals	16.3	**831,449**	2,413,462	2,280,375
	17	**P 235,398,214**	P 257,491,822	P 223,033,845

20.2 Post-employment Benefits

(a) Characteristics of the Defined Benefit Plan

The Parent Company and certain subsidiaries maintain a funded, tax-qualified, non-contributory post-employment benefit plan that is being administered by a trustee bank that is legally separated from the Group. The trustee bank managed the fund in coordination with the Group's management who acts in the best interest of the plan assets and is responsible for setting the investment policies. The post-employment plan covers all regular full-time employees.

The normal retirement age is 60 with a minimum of five years of credited service. The Group's post-employment benefit plan provides retirement benefits ranging from 100% to 115% of the final monthly salary for every year of credited service.

(b) Explanation of Amounts Presented in the Financial Statements

Actuarial valuations are made annually to update the retirement benefit costs and the amount of contributions. All amounts presented below and in the succeeding pages are based on the actuarial valuation reports obtained from an independent actuary in 2018 and 2017.

The components of the retirement benefit asset of SGI and certain subsidiaries at the end of the reporting periods are shown below.

	2018	2017
Fair value of plan assets	**P 185,016,569**	P 178,965,686
Present value of obligation	**(58,627,118)**	(73,201,592)
	P 126,389,451	P 105,764,094

The amounts of the retirement benefit obligation recognized by certain subsidiaries at the end of the reporting periods are shown below.

	2018	2017
Fair value of plan assets	**P -**	P 3,289,187
Present value of obligation	**(26,716,443)**	(41,154,860)
	(P 26,716,443)	(P 37,865,673)

The movements in the fair value of plan assets of the Group are presented below.

	2018	2017
Balance at beginning of year	**P 182,254,873**	P 191,460,844
Interest income	**10,343,781**	10,203,233
Contributions	**3,279,243**	2,553,800
Benefits paid	**(1,392,100)**	(16,205,625)
Transfer to affiliates	**(270,000)**	-
Return on plan assets (excluding amounts included in net interest)	**(9,199,228)**	(5,757,379)
Balance at end of year	**P 185,016,569**	P 182,254,873

The movements in the present value of the retirement benefit obligation recognized in the books are as follows:

	2018	2017
Balance at beginning of year	**P 114,356,452**	P 121,492,413
Current service costs	**18,048,937**	19,677,909
Interest costs	**6,704,215**	6,479,896
Benefits paid	**(1,392,100)**	(16,205,625)
Benefits paid from book reserve	**(861,946)**	-
Remeasurements – actuarial losses (gains) arising from:		
Changes in financial assumptions	**(39,726,470)**	(5,078,640)
Experience adjustments	**(11,785,527)**	(13,236,283)
Changes in demographic assumptions	**-**	1,226,782
Balance at end of year	**P 85,343,561**	P 114,356,452

The plan assets consist of the following as of December 31:

	2018	2017
Debt securities:		
Philippines government bonds	**P 151,343,063**	P 152,854,025
Corporate bonds	**13,639,811**	13,718,540
UITF	**13,277,604**	9,670,600
Mutual funds	**1,095,947**	1,567,437
Other assets	**5,660,144**	4,444,271
	P 185,016,569	P 182,254,873

The fair values of the above debt securities are determined based on quoted market prices in active markets (classified as Level 1 of the fair value hierarchy). Mutual funds and UITF are classified both as Level 2 while other assets are classified as Level 3 in the fair value hierarchy.

The plan assets earned a net return of P1.1 million, P4.4 million and P4.6 million in 2018, 2017 and 2016, respectively.

Plan assets do not comprise any of the Group's own financial instruments or any of its assets occupied and/or used in its operations.

The components of amounts recognized in profit or loss and in other comprehensive income in respect of the defined benefit post-employment plan are as follows:

	Notes	2018	2017	2016
Reported in consolidated statements of income:				
Current service cost	20.2	**P 18,048,937**	P 19,677,909	P 14,384,368
Net interest income	19.3	**(3,639,566)**	(3,723,337)	(4,961,743)
		P 14,409,371	P 15,954,572	P 9,422,625

	Note	2018	2017	2016
Reported in consolidated statements of comprehensive income:				
Actuarial gains (losses) from:				
Changes in financial assumptions		**P 39,726,470**	P 5,078,640	(P 14,807,849)
Changes in experience adjustments		**11,785,527**	13,236,283	2,260,094
Changes in demographic assumption		**-**	(1,226,782)	(587,107)
Return on plan assets (excluding amounts included in net interest)		**(9,199,228)**	(5,757,379)	(5,201,661)
	22.3	**P 42,312,769**	P 11,330,762	(P 18,336,523)

Current service cost is presented as part of salaries and employee benefit account under the General and Administrative Expenses account in the consolidated statements of income (see Notes 17).

The net interest income is included in Other Gains – Net account in the consolidated statements of income (see Note 19.3). Amounts recognized in other comprehensive income, net of tax, were classified within items that will not be reclassified subsequently to profit or loss in the consolidated statements of comprehensive income.

For determination of the post-employment benefit obligation, the following actuarial assumptions were used:

	2018	2017	2016
Discount rates	**7.24% - 7.51%**	5.58% - 5.70%	4.2% - 5.4%
Salary increases rate	**8.00%**	9.00%	9.00%

Assumptions regarding future mortality are based on published statistics and mortality tables. The average remaining working lives of employees before retirement at the age of 60 ranges from 5.49 to 27.0 years for males and 9.95 to 27 years for females. These assumptions were developed by management with the assistance of an independent actuary. Discount factors are determined close to the end of each reporting period by reference to the interest rates of a zero coupon government bond with terms to maturity approximating to the terms of the post-employment obligation. Other assumptions are based on current actuarial benchmarks and management's historical experience.

(c) Risks Associated with the Retirement Plan

The plan exposes the Group to actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

(i) Investment and Interest Risks

The present value of the DBO is calculated using a discount rate determined by reference to market yields of government bonds. Generally, a decrease in the interest rate of a reference government bonds will increase the plan obligation. However, this will be partially offset by an increase in the return on the plan's investments in debt securities and if the return on plan asset falls below this rate, it will create a deficit in the plan. Currently, the plan has generally concentrated on investment in debt securities, although the Group also invests in UITF and mutual funds.

(ii) Longevity and Salary Risks

The present value of the DBO is calculated by reference to the best estimate of the mortality of the plan participants both during and after their employment, and to their future salaries. Consequently, increases in the life expectancy and salary of the plan participants will result in an increase in the plan obligation.

(iii) Inflation Risk

A significant proportion of the DBO is linked to inflation. The increase in inflation will increase the Group's liability. A portion of the plan assets are inflation-linked debt securities which will mitigate some of the effects of inflation.

(d) Other Information

The information on the sensitivity analysis for certain significant actuarial assumptions, the Group's asset-liability matching strategy, and the timing and uncertainty of future cash flows related to the retirement plan are described below and in the succeeding page.

(i) Sensitivity Analysis

The following table summarizes the effects of changes in the significant actuarial assumptions used in the determination of the defined benefit asset as of December 31, 2018 and 2017:

	Impact on Post-employment Benefit Asset/Obligation		
	Change in Assumption	Increase in Assumption	Decrease in Assumption
2018			
Discount rate	**+/- 0.5%**	**(P 1,542,398)**	**P 3,770,445**
Salary increase rate	**+/- 1.0%**	**7,801,756**	**(2,600,242)**
2017			
Discount rate	+/- 0.5%	(P 9,070,616)	P 10,138,881
Salary increase rate	+/- 1.0%	20,014,097	(16,506,866)

The sensitivity analysis above is based on a change in an assumption while holding all other assumptions constant. This analysis may not be representative of the actual change in the DBO as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the DBO has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the DBO recognized in the consolidated statements of financial position.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous years.

(ii) Asset-liability Matching Strategies

To efficiently manage the retirement plan, the Group through its Management Committee, ensures that the investment positions are managed in accordance with its asset-liability matching strategy to achieve that long-term investments are in line with the obligations under the retirement scheme. This strategy aims to match the plan assets to the retirement obligations by investing in long-term fixed interest securities (i.e., government or corporate bonds) with maturities that match the benefit payments as they fall due and in the appropriate currency. The Group actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the retirement obligations.

In view of this, investments are made in reasonably diversified portfolio, such that the failure of any single investment would not have a material impact on the overall level of assets. A large portion of the plan assets as at December 31, 2018 and 2017 consists of government and corporate debt securities, although the Group also invests in UITF and mutual funds.

The maturity profile of undiscounted expected benefit payments from the plan follows:

	2018	2017
Within one year	**P 1,952,747**	P 3,924,688
More than one year to five years	**25,591,195**	18,837,068
More than five years to 10 years	**40,379,247**	62,109,003
More than 10 years to 15 years	**97,446,235**	86,996,250
More than 15 years to 20 years	**174,123,309**	219,446,411
More than 20 years	**1,937,142,092**	3,013,653,464
	P2,276,634,825	P3,404,966,884

21. TAXES

21.1 Registration with Economic Zone Authorities

(a) Registration with Clark Development Corporation (CDC)

Kita, a subsidiary, is registered with CDC under RA No. 7227, *The Bases Conversion and Development Act of 1992*, as amended under RA No. 9400, *An Act Amending RA No. 7227, as Amended, Otherwise Known as the Bases Conversion and Development Act of 1992, and for Other Purposes*. As a registered business enterprise within the Clark Freeport Zone, Kita is exempted from national and local taxes and is entitled to tax and duty free importation of raw materials, equipment, household and personal items. In lieu of said taxes, Kita is subject to a 5% preferential tax rate on its registered activities. However, the 30% regular corporate income tax (RCIT) rate is applied to income coming from sources other than Kita's registered activities.

(b) Registration with Philippine Economic Zone Authority (PEZA)

SMC is registered with the PEZA as an Ecozone Facilities Enterprise at the Laguna International Industrial Park – Special Economic Zone (LIIP – SEZ). As an Ecozone Facilities Enterprise, SMC shall lease its building in LIIP – SEZ to PEZA-registered export enterprises located therein. SMC is subject to 5% tax on gross income earned on such facilities in lieu of all national and local taxes.

In 2018, 2017 and 2016, SMC did not have transactions with PEZA-registered entities.

On July 1, 1998, the PEZA approved Starworld's registration as an Ecozone developer and operator of the CPIP – Special Economic Zone located at Bo. Parian, Calamba City. Under the terms of the registration and subject to certain requirements, Starworld shall be exempt from all national and local taxes and instead will be subject to the 5% preferential tax rate on gross income after allowable deductions.

21.2 Current and Deferred Taxes

The components of tax expense as reported in the consolidated statements of income and consolidated statements of comprehensive income are as follows:

	2018	2017	2016
Reported in consolidated statements of income:			
Current tax expense:			
RCIT at 30%	**P 42,347,249**	P 76,509,461	P 44,965,959
Final taxes at 20%, 15% and 7.5%	**23,269,704**	12,149,899	9,967,555
Minimum corporate income tax (MCIT) at 2%	**4,154,042**	1,634,734	14,675,969
Preferential tax at 5%	**406,045**	1,590,086	1,604,536
Capital gains tax	**-**	-	13,982,500
	70,177,040	91,884,180	85,196,519
Application of excess MCIT	**(2,011,564)**	(624,265)	(244,237)
Deferred tax expense relating to origination and reversal of temporary differences	**27,814,413**	66,589,042	39,910,014
	P 95,979,889	P 157,848,957	P 124,862,296
Reported in consolidated statements of comprehensive income:			
Deferred tax expense (income) on remeasurements of defined benefit post-employment plan	**P 12,097,306**	P 2,596,877	(P 4,792,281)
Deferred tax expense on changes in fair value of financial assets at FVOCI	**1,560,000**	-	-
Deferred tax expense on changes in fair value of AFS financial assets	**-**	210,000	630,000
	P 13,657,306	P 2,806,877	(P 4,162,281)

A reconciliation of tax on pretax profit computed at the applicable statutory rate to tax expense reported in the consolidated statements of income is shown below.

	2018	2017	2016
Tax on pretax profit at 30% and on gross profit at 5%	**P 114,832,611**	P 168,438,294	P 139,671,635
Adjustment for income subjected to lower tax rates	**(14,555,307)**	(5,473,954)	(16,184,706)
Tax effects of:			
Deferred income subject to RCIT	**(12,379,050)**	-	-
Unrecognized deferred tax assets from net operating loss carry-over (NOLCO) and MCIT and other temporary differences	**9,425,707**	1,536,048	18,184,943
Nontaxable income	**(2,181,089)**	(8,379,376)	(3,624,737)
Nondeductible expenses and losses	**1,030,724**	2,407,938	15,712,782
Benefit from previously unrecognized NOLCO, MCIT and other temporary differences	**(891,219)**	-	(810,363)
Impairment loss on receivables	**427,108**	750,797	-
Post-employment defined benefits	**306,502**	(329,165)	-
Excess of optional standard deduction over itemized deductions	**(274,394)**	(402,113)	(107,258)
Income of foreign subsidiary not subject to taxes	**142,705**	(39,197)	-
Application of unrecognized MCIT	**128,080**	(624,265)	-
Gain on sale of investment in a subsidiary	**-**	-	(27,980,000)
Others	**(32,489)**	(36,050)	-
	P 95,979,889	P 157,848,957	P 124,862,296

The net deferred tax assets of certain subsidiaries having a net deferred tax asset position as of December 31 relate to the following:

	2018	2017
Deferred tax assets:		
NOLCO	**P 66,391,846**	P 434,151
Accrued expenses	**29,561,228**	29,064,696
Allowance for inventory obsolescence	**22,261,175**	43,971,501
Allowance for impairment on trade and other receivables	**22,068,023**	23,182,609
MCIT	**8,042,821**	4,011,357
Retirement benefit obligation	**6,160,507**	8,395,322
Fair value loss on investment property	**3,175,333**	-
Unrealized foreign currency loss	**-**	1,278,094
Provision for warranty claims	**-**	434,605
	157,660,933	110,772,335
Deferred tax liabilities – Unrealized foreign currency gains	**(951,801)**	-
Deferred tax assets – net	**P 156,709,132**	P 110,772,335

The net deferred tax liabilities of the Parent Company and other subsidiaries, which have a net deferred tax liability position as of December 31 relate to the following:

	2018	2017
Deferred tax assets:		
Allowance for impairment on trade and other receivables	**P 8,212,061**	P 2,917,872
Unearned rent income	**5,716,401**	5,086,366
Impairment losses on property and equipment	**4,303,875**	4,303,875
Allowance for inventory obsolescence	**1,920,705**	35,760
Loss on investment in subsidiaries	**838,709**	838,709
Provisions for warranty claims	**787,014**	-
MCIT	**566,293**	2,717,134
Unamortized past service costs	**449,185**	598,961
NOLCO	**-**	59,724
	22,794,243	16,558,401
Deferred tax liabilities:		
Fair value gains on investment property – net	**(585,968,203)**	(523,852,805)
Accumulated depreciation on investment property	**(153,256,972)**	(136,906,716)
Retirement benefit asset	**(36,985,979)**	(29,436,332)
Excess of FV over cost of property	**(14,433,336)**	(14,653,835)
Unrealized foreign currency gains	**(7,927,232)**	(4,269,860)
Accrued rent income	**(4,376,851)**	(3,790,307)
Changes in fair value of financial assets at FVOCI	**(3,126,543)**	-
Deferred rent income – PAS 17	**-**	193,260
Changes in fair value of AFS	**-**	(1,080,000)
	(806,075,116)	(713,796,595)
Deferred tax liabilities – net	**(P 783,280,873)**	(P 697,238,194)

The components of net deferred tax expense (income) reported in the consolidated statements of income are as follows:

	2018	2017	2016
NOLCO	**(P 65,897,971)**	P 4,824,320	P 64,483,167
Fair value gains on investment property – net	**83,059,516**	45,989,950	(13,914,094)
Allowance for inventory obsolescence	**19,825,380**	(15,333,029)	(10,061,893)
Accumulated depreciation on investment property	**(7,014,121)**	10,917,024	6,010,283
Unrealized foreign currency gains (losses) – net	**5,887,266**	(2,111,743)	2,255,865
Retirement benefit asset	**(3,047,956)**	(8,122,932)	(1,452,878)
Allowance for impairment on trade and other receivables	**(2,125,577)**	(321,143)	(605,401)
Excess of MCIT over RCIT	**(2,019,900)**	25,517,625	-
Unearned rent income	**(630,033)**	28,177	(4,403,809)
Reserve for commission	**(501,670)**	5,168,062	-
Refundable deposits	**389,175**	1,247,766	-
Provision for warranty claims	**(352,409)**	395,409	(2,359,659)
Unamortized past service costs	**149,775**	130,590	65,523
Deferred rent income – PAS 17	**149,251**	(137,041)	480,598
Accrued income	**(56,313)**	-	59,913
Unamortized pre-operating expenses	**-**	(1,556,619)	-
Changes in fair value of financial assets at FVTPL	**-**	(47,374)	385,619
Benefits from previously unrecognized MCIT	**-**	-	(3,075,190)
Accrued expenses	**-**	-	2,041,970
	P 27,814,413	P 66,589,042	P 39,910,014

The deferred tax expense recognized in the consolidated statements of comprehensive income pertains to the tax effect of the changes in fair value of financial assets at FVOCI/AFS financial assets and remeasurements of post-employment defined benefit plan (see Note 22.3).

The movements in the Group's NOLCO and MCIT are as follows:

Year	Original Amount	Applied	Expired Balance	Remaining Balance	Valid Until
NOLCO					
2018	P 226,621,411	P -	P -	P 226,621,411	2021
2017	22,095,114	223,870	-	21,871,244	2020
2016	30,461,687	6,705,452	-	23,756,235	2019
2015	26,420,480	3,380,378	23,040,102	-	
	P 305,598,692	P 10,309,700	P 23,040,102	P 272,248,890	
MCIT					
2018	P 4,147,314	P -	P -	P 4,147,314	2021
2017	78,115	-	-	78,115	2020
2016	13,102,960	9,042,429	-	4,060,531	2019
2015	7,702,496	7,702,496	-	-	
	P 25,030,885	P 16,744,925	P -	P 8,285,960	

The NOLCO, MCIT and other deductible temporary differences as of December 31 for which the related deferred tax assets have not been recognized by certain entities in the Group are shown below.

	2018		2017		2016	
	Amount	**Tax Effect**	Amount	Tax Effect	Amount	Tax Effect
NOLCO	**P 62,219,347**	**P 18,665,804**	P 61,381,137	P 18,414,342	P 93,859,213	P 28,157,764
Allowance for impairment of trade receivables	**13,600,000**	**4,080,000**	13,600,000	4,080,000	19,330,570	5,799,171
Allowance for impairment loss on AFS financial assets	**829,222,559**	**248,766,768**	3,809,492	1,142,848	3,809,492	1,142,848
Unrealized foreign currency gain	**-**	**-**	(356,304)	(106,891)	(8,603,911)	(2,581,173)
Retirement benefit obligation	**-**	**-**	-	-	6,544,607	1,963,382
MCIT	**-**	**-**	-	-	654,265	654,265
Allowance for inventory obsolescence	**-**	**-**	-	-	551,407	165,423
	P 905,041,906	**P 271,512,572**	P 78,434,325	P 23,530,299	P 116,145,643	P 35,301,680

The deferred tax liability on unrealized foreign currency gains in 2018, 2017 and 2016 was not recognized since the Group has sufficient deferred tax assets to cover any future tax liability that will arise once this gain has been realized. In 2018, SGI recognized DTL on unrealized foreign exchange gain amounting to P2.7 million.

Except for SBC in 2017 and 2016, and ZTC in 2018 and 2017, the Group opted to claim itemized deductions in computing for its income tax due in 2018, 2017, and 2016.

22. EQUITY

22.1 Capital Stock

The Parent Company has a total authorized capital stock of P5.0 billion divided into 5,000,000,000 shares with P1 par value.

On June 18, 1996, the Commission issued an Order approving the Registration Statement covering the securities which comprised the Parent Company's entire authorized capital stock. On September 4, 1996, the Parent Company's shares were listed in the PSE and the trading of offer shares commenced. The Parent Company's offered to the public 665,000,000 shares at an offer price of P5.85 per share. The offer shares consisted of 524,475,000 primary shares (new shares) and 140,525,000 secondary shares (existing shares).

As of December 31, 2018 and 2017, the Group has issued shares of 2,030,975,000 (with P1 par value), of which, 386,922,704 shares are held by the public both in 2018 and 2017. There are 3,396 and 4,267 holders of the listed shares, which closed at P1.32 and P1.57 per share as of December 31, 2018 and 2017, respectively.

22.2 Retained Earnings

The BOD approved the declaration of cash dividends in 2018, 2017 and 2016 as follows:

Date of Declaration	Stockholders of Record as of	No. of Shares Outstanding	Amount per Share	Total
August 10, 2018	August 31, 2018	1,821,542,000	P 0.06	P 109,292,520
August 11, 2017	August 31, 2017	1,821,542,000	0.07	127,507,940
August 10, 2016	August 31, 2016	1,821,542,000	0.10	182,154,200

The dividends were paid within their respective years of declaration and approval. Retained earnings is restricted in the amount of P115.6 million as of December 31, 2018 and 2017, equivalent to the cost of 209,433,000 shares held in treasury.

22.3 Revaluation Reserves

The components of this account and its movements are as follows:

	Notes	**2018**	2017	2016
Remeasurement of post-employment benefit:				
Balance at beginning of year		**P 20,753,761**	P 12,019,876	P 25,564,118
Actuarial gains (loss) during the year	20.2	**42,312,769**	11,330,762	(18,336,523)
Tax income (expense)	21.2	**(12,097,306)**	(2,596,877)	4,792,281
Balance at the end of the year		**50,969,224**	20,753,761	12,019,876
Cumulative translation adjustments:				
Balance at beginning of year		**(40,409,549)**	(40,729,408)	10,944,855
Currency exchange differences on translating financial statements of foreign operations	2	**22,583,761**	319,859	12,035,355
Reclassification adjustments for gains recognized in profit or loss from disposal of investment in foreign operations		**-**	-	(63,709,618)
Balance at end of year		**(17,825,788)**	(40,409,549)	(40,729,408)
Unrealized fair value losses financial on financial assets at FVOCI/ AFS financial assets:				
Balance at beginning of year				
As previously reported		**3,842,680**	1,131,865	(1,505,800)
Effect of adoption of PFRS 9	2.1(b)	**169,919**	-	-
As restated		**4,012,599**	1,131,865	(1,505,800)
Fair value gains – net	7	**6,500,000**	2,920,815	3,267,665
Derecognition of financial asset at FVOCI	7	**94,120**	-	-
Tax expense	21.2	**(1,560,000)**	(210,000)	(630,000)
Balance at end of year		**9,046,719**	3,842,680	1,131,865
Other comprehensive income attributable to non-controlling interest		**35,000**	35,000	35,000
		P 42,225,155	(P 15,778,108)	(P 27,542,667)

23. EARNINGS PER SHARE

Basic and diluted earnings for profit attributable to the Parent Company's stockholders are computed as follows:

	2018	2017	2016
Net profit for the year attributable to the Parent Company's stockholders	**P 247,055,719**	P 397,050,247	P 343,429,551
Divided by weighted average shares outstanding:			
Number of shares issued	**2,030,975,000**	2,030,975,000	2,030,975,000
Treasury shares	**(209,433,000)**	(209,433,000)	(209,433,000)
	1,821,542,000	1,821,542,000	1,821,542,000
Earnings per share – basic and diluted	**P 0.14**	P 0.22	P 0.19

There were no outstanding convertible preferred shares and bonds or other stock equivalents as of December 31, 2018, 2017 and 2016; hence, diluted earnings per share is equal to the basic earnings per share.

24. RELATED PARTY TRANSACTIONS

The Group's related parties include other companies owned by the Parent Company's majority stockholders and the Group's key management personnel.

A summary of the Group's related party transactions as at December 31, 2018 and 2017 and for each of the three years in the period ended December 31, 2018 is summarized below.

Related Party Category	Notes	Amounts of Transaction 2018	Amounts of Transaction 2017	Amounts of Transaction 2016	Outstanding Receivable (Payable) 2018	Outstanding Receivable (Payable) 2017
Related Parties Under Common Ownership:						
Purchase of mobile phones	24.5	**P 2,402,888,346**	P 2,553,884,042	P 4,265,620,907	**(P 9,089,319)**	(P 1,010,941)
Advances to suppliers	24.5	**(222,764,208)**	2,581,598,142	4,230,430,349	**4,081,344**	435,170,669
Purchase of spare parts	24.5	**27,576,311**	27,714,099	134,850	**(175,619)**	(7,067,911)
Lease of real property	24.2	**6,172,274**	2,393,875	2,039,760	**-**	162,103
Rendering of services	24.10	**4,023,357**	4,462,209	3,937,161	**831,204**	1,098,802
Commissions	24.5	**2,381,237**	1,501,182	2,363,233	**2,381,237**	1,501,182
Cash advances obtained	24.4	**(1,911,535)**	-	(72,555)	**(1,881,570)**	(3,793,105)
Sale of goods	24.9	**1,478,076**	13,058,613	-	**-**	7,712,111
Granting (collection) of business loans	24.3	**(1,000,000)**	(2,000,000)	-	**11,397,788**	12,000,000
Interest income	24.3	**938,444**	1,070,519	1,396,111	**-**	-
Cash advances granted	24.4	**225,585**	-	(573,306)	**9,445,656**	9,223,071
Purchase of supplies and services	24.1	**-**	5,879,937	-	**-**	(567,882)
Others:						
Key management personnel compensation	24.6	**49,080,417**	43,301,964	39,862,851	**-**	-
Receivable from treasurer	24.7	**-**	-	12,500,000	**-**	-

None of the companies under the Group is a joint venture. The Parent Company is not subject to joint control. Related parties that exercise significant influence over the Parent Company are AA Commercial, Inc. and AV Value Holdings Corporation.

Unless otherwise stated, the Group's outstanding receivables from and payables to related parties arising from advances, sale and purchase of goods, management services and other services, are unsecured, noninterest-bearing and generally settled in cash within 12 months from the end of the reporting period.

Similar to trade receivables, the Group's receivables with related parties were assessed for impairment using the Group's simplified approach of ECL model. These receivables have substantially the same risk characteristics as the trade receivables. As such, the expected loss rates for trade receivables are a reasonable approximation of the loss rates for receivables from related parties.

Based on the management assessment, no impairment loss is required to be recognized in 2018 as determined using the provision matrix. Further, no impairment loss is required to be recognized in 2017 as there was no objective evidence that the receivables from customers were impaired.

24.1 Purchase of Goods, Supplies and Services

In 2016, SEC purchases parts and supplies from CPD amounting to P0.1 million in 2016 and is recorded as part of Materials, supplies and other consumables under Cost of Services in the 2016 consolidated statement of income (see Note 16.2), while unused parts and supplies are included as part of Service parts, supplies and others under the Merchandise Inventories and Supplies account in the consolidated statements of financial position (see Note 8).

Outstanding payable from STL and CPD is presented as part of Trade payables under the Trade and Other Payables account in the consolidated statements of financial position (see Note 14).

In 2017, SVC purchased electronic devices from Avid Sales Corporation (Avid) amounting to P5.9 million and recorded as part of Net purchases under Cost of Sales in the 2017 consolidated statement of income (see Notes 16.1 and 17). Outstanding payable for this purchase amounted to P0.6 million as of December 31, 2017 and are shown as part of Trade payables under the Trade and Other Payables in the consolidated statement of financial position (see Note 14).

In 2018, MySolid purchased mobile phones, tablets and accessories at prevailing market prices from STL amounting to P27.6 million and recorded as part of Net purchases under Cost of Sales in the 2018 consolidated statement of income (see Notes 16.1 and 17). Outstanding payable from these purchases amounted to P0.2 million as of December 31, 2018 and is shown as part of Trade payables under the Trade and Other Payables in the 2018 consolidated statement of financial position (see Note 14).

24.2 Lease of Real Property

SMC leases out certain land and buildings to Avid, a related party under common ownership. Also, ZTC leases out its office space to TCL Sun Inc. Income from these leases is shown as part of Rentals in the consolidated statements of income (see Note 11). Uncollected billings in 2017, on the other hand, form part of Rental receivables under the Trade and Other Receivables account in the 2017 consolidated statement of financial position (see Note 6). There were no outstanding receivables from this transaction as of December 31, 2018.

The outstanding receivables from related parties are unsecured and do not bear any interest.

24.3 Granting of Loans

SMFI grants business loans and other loans to its related parties that bear interest rate of 8.0% in 2018 and 9.0% both in 2017 and 2016. Total interest earned from these loans amounted to P0.9 million in 2018, P1.1 million in 2017 and P1.4 million in 2016 and is presented as part of Interest under the Revenues account in the consolidated statements of income. The outstanding receivables from these business loans are shown as part of Loans receivables under the Trade and Other Receivables account in the consolidated statements of financial position (see Note 6).

In prior years, SMFI granted unsecured business loan to Avid with the original principal loan amounting to P80.0 million. Principal repayment related to this loan amounted to P1.0 million in 2018, P2.0 million in 2017 and nil in 2016. This loan is payable on demand. The outstanding receivables from this business loan amounted to P11.4 million and P12.0 million as of December 31, 2018 and 2017, respectively.

24.4 Advances to and from Related Parties

Certain subsidiaries of the Group grants and obtains unsecured, noninterest-bearing cash advances to and from related parties owned by the Parent Company's majority stockholders for working capital requirements and other purposes.

The movements in advances to related parties are as follow:

	2018	2017
Balance at beginning of year	**P 9,223,071**	P 9,105,994
Advances granted	**222,585**	117,077
Balance at end of year	**P 9,445,656**	P 9,223,071

The movements in advances from related parties are as follow:

	2018	2017
Balance at beginning of year	**P 3,793,105**	P 1,881,549
Advances obtained	**-**	1,911,556
Repayment of advances	**(1,911,535)**	-
Balance at end of year	**P 1,881,570**	P 3,793,105

These advances have no definite repayment dates and are generally settled in cash depending on available resources of the parties involved.

24.5 Transactions with Solid Trading Limited (STL)

SVC earns commission from sales of STL, a Group owned by SGI's majority stockholders, to customers in the Philippines. Commissions earned are presented as part of Rendering of Services in the consolidated statements of income. The outstanding balance arising from these transactions as of December 31, 2018 and 2017 are shown as part of Trade receivables under the Trade and Other Receivables account in the consolidated statements of financial position (see Note 6).

My Solid purchases mobile phone inventories from STL amounting to P2.4 billion, P2.6 billion and P4.3 billion in 2018, 2017 and 2016, respectively (see Note 16.1). In 2017, My Solid acquired mobile phone spare parts from STL amounting to P27.7 million (nil in 2018 and 2016). Total outstanding payable from these purchases amounted to P9.1 million and P1.0 million as of December 31, 2018 and 2017, respectively, and are shown as part of Trade payables under the Trade and Other Payables account in the consolidated statements of financial position (see Note 14).

My Solid also made advance payments to STL for its future purchase of mobile phone inventories. The outstanding advances amounting to P4.1 million and P435.2 million as of December 31, 2018 and 2017, respectively, is presented as part of Advances to suppliers under Trade and Other Receivables account in the consolidated statements of financial position (see Note 6).

24.6 Key Management Personnel Compensation

The compensation of key management personnel is broken down as follows:

	2018	2017	2016
Short-term benefits	**P 44,246,620**	P 41,084,414	P 36,501,892
Post-employment benefit	**4,833,797**	2,217,550	3,360,959
	P 49,080,417	P 43,301,964	P 39,862,851

These amounts are shown as part of Salaries and employee benefits under General and Administrative Expenses account in the consolidated statements of income (see Note 20).

24.7 Receivable from Treasurer

As of December 31, 2016, GSHMI has not yet maintained a bank account under its name. Its cash amounting to P12.5 million that was received from the issuance of shares was temporarily held in trust by one of the Group's officers; thus, presented as Receivable from treasurer under the Trade and Other Receivables account in the 2016 consolidated statement of financial position. This had been fully collected in 2017.

24.8 Transactions with the Retirement Fund

The Group has established a formal multi-employer retirement plan which is administered by a trustee bank, except for CBHI, GSHMI, My Solid, SGTC and ZTC, whose retirement fund remained unfunded as of December 31, 2018.

The retirement fund consists of government securities, corporate bonds, UITF and mutual funds with fair values totaling P185.0 million and P182.3 million as at December 31, 2018 and 2017, respectively (see Note 20.2). The retirement fund neither provides any guarantee or surety for any obligation of the Group. The retirement fund also has no investments in the Parent Company's shares of stock which are listed for trading at the PSE.

The details of the contributions of the Group and benefits paid out by the plan to employees are presented in Note 20.2.

24.9 Sale of Goods

My Solid and SVC sells mobile phones, tablets and accessories to Avid. Revenues from said transactions are presented as part of Sale of Goods account in the statements of comprehensive income.

The outstanding receivables from these transactions which are generally unsecured, noninterest-bearing and settled through cash within 30 to 45 days are presented as part of Trade receivables under the Trade and Other Receivables account in the statements of financial position (see Note 6).

24.10 Rendering of Services

OSSI provides leasing warehouse and distribution services to Avid. Revenues from the said transactions amounting to P4.0 million in 2018, P4.5 million in 2017 and P3.9 million in 2016 are presented as part of Rendering of Services account under the Revenues account in the statements of comprehensive income.

The outstanding receivables arising from these transactions, which are generally unsecured, noninterest-bearing and settled through cash within 30 to 60 days, amounts to P0.8 million and P1.1 million as of December 31, 2018 and 2017, respectively, and is presented as part of Trade receivables under the Trade and Other Receivables account in the statements of financial position (see Note 6).

25. SIGNIFICANT CONTRACTS AND AGREEMENTS

25.1 Memorandum of Understanding with SPI

On July 1, 2003, SEC entered into a Memorandum of Understanding (MOU) with SPI for network support services to be performed by the former to the latter. Under the MOU, SPI authorized SEC to perform in-warranty and out-of-warranty services to customers in the Philippines for a fee equivalent to a certain percentage of SPI's annual sales.

In-warranty services shall be rendered free of charge to customers. The actual cost of replacement parts related to in-warranty services shall be shouldered by SPI. Network support fees are billed at a fixed rate per month. The agreement is effective unless revoked by any of the parties.

Network support fees and in-warranty service fees relating to Sony products amounted to P110.6 million, P86.7 million, P82.3 million and P80.8 million in 2018, 2017 and 2016, respectively, and are presented as part of Rendering of Services in the consolidated statements of income. Outstanding balances arising from these transactions amounted to P25.1 million and P19.4 million as of December 31, 2018 and 2017, respectively, and are included as part of Trade receivables under the Trade and Other Receivables account in the consolidated statements of financial position (see Note 6).

25.2 Distributorship Agreement with Sony Corporation of Hong Kong Limited (Sony HK)

SVC has a non-exclusive Distributorship Agreement (the Agreement) with Sony HK, a corporation organized and existing under and by virtue of the laws of Hong Kong. Under the Agreement, SVC was designated by Sony HK as its non-exclusive distributor of Sony products in the Philippines. In addition, SVC shall provide the customers in the Philippines with repair and parts replacement services, including but not limited to repair and parts replacement services rendered by SVC which are covered under the 12 month-warranty period at its own costs and expenses. Management believes that the Agreement continues to be effective although no formal renewal has been made since 2007.

25.3 Management Agreement with Sky Cable Corporation

SBC and Sky Cable Corporation (SCC) agreed that the management and administration of the sale, assignment and transfer of its assets, equipment, contracts, permits, licenses and subscriber base (the "Assets") of SBC be entrusted to SCC. SCC, as the manager of the Assets, was given the overall power and responsibilities to handle all aspects necessary to carry out the administration and operations of the Assets and SBC, to accord the necessary additional authorizations, should the need arise.

Revenues arising from these transactions amounted to P2.4 million in 2018 and P2.2 million both in 2017 and 2016 and is presented as part of Rendering of Services under Revenues in the consolidated statements of income. The outstanding receivable amounted to P0.6 million and P0.4 million as of December 31, 2018 and 2017, respectively, and is included as part of Trade receivables under Trade and Other Receivables account in the consolidated statements of financial position (see Note 6). The related expense is presented as part of Service fees under Cost of Services account in the consolidated statements of income (see Note 16.2).

26. COMMITMENTS AND CONTINGENCIES

The following are the significant commitments and contingencies involving the Group:

26.1 Operating Lease Commitments – Group as Lessor

Certain subsidiaries lease out real estate properties under various non-cancellable lease agreements with terms ranging from 1 to 10 years. Some of these lease transactions are subject to 5% to 10% escalation rate. The future minimum lease receivables under these non-cancellable operating leases as of December 31 are presented in the succeeding page.

		2018		2017
Within one year	**P**	**70,186,859**	P	97,649,476
After one year but not more than five years		**421,046,029**		198,375,575
More than five years		**673,475,884**		24,487,358
	P	**1,164,708,772**	P	320,512,409

Rental income earned from these transactions amounted to P239.7 million, P233.3 million and P184.9 million in 2018, 2017 and 2016, respectively, and are presented as Rentals under Revenues section in the consolidated statements of income.

26.2 Operating Lease Commitments – Group as Lessee

The Group is a lessee under non-cancellable operating leases covering several parcels of land. These leases have terms of 25 years expiring in 2019. Lease payments are fixed for the first five years. Thereafter, the lease on land is subject to 100% escalation rate every five years while the lease on land improvements is subject to an annual escalation rate of 10%.

		2018		2017
Within one year	**P**	**24,425,254**	P	24,275,484
After one year but not more than five years		**10,299,290**		17,038,791
	P	**34,724,544**	P	41,314,275

Rental expense charged to operations from these operating leases amounted to P16.5 million, P11.5 million, and P0.8 million in 2018, 2017 and 2016, respectively, and are shown as part of Rentals under Cost of Rentals account in the consolidated statements of income (see Notes 16.2 and 16.3).

Refundable deposits received in relation to these lease arrangements amounted to P14.3 million and P15.4 million as of December 31, 2018 and 2017, respectively. These amounts are presented as part of Other Current Assets and Other Non-current Assets in the consolidated statements of financial position (see Note 12).

26.3 Purchase Commitments

In 2007, ZTC entered into several construction contracts with various suppliers for the construction of the Tri Towers condominium building (see Note 9). The construction of Tower 1 and Tower 2 was completed in 2008 and 2012, respectively, while the construction of Tower 3 was not yet started as of December 31, 2018.

26.4 Possible Impact of Government Project

In 2005, ZTC received a notification from the Urban Roads Projects Office (URPO) of the Department of Public Works and Highways (DPWH) that the location of the Tri Towers condominium building project might be affected by the plans of the National Government of the Philippines for the construction of the proposed 2nd Ayala Bridge (see Note 9). However, the URPO stated that it has not yet undertaken the detailed engineering design that will ascertain if the location of the ZTC's property will be affected by the road's right-of-way.

The Group decided to continue the Tri Towers condominium building project despite the notification received from the DPWH because management believes that the likelihood of a possible expropriation of the land is remote given the current status of the government project.

26.5 Option Agreement

Relative to SBC's sale of its broadband assets and subscriber base, SGI granted SCC with an option to purchase SGI'S shares in SBC. The said option is exercisable until December 31, 2013. As of December 31, 2013, SCC has not exercised this option (see Note 25.3); hence, the Parent Company still holds the ownership interests in SBC.

26.6 Others

The Group has unused credit facilities amounting to P1.1 billion both in 2018 and 2017.

There are other commitments, guarantees, litigations and contingent liabilities that arise in the normal course of the Group's operations which are not reflected in the consolidated financial statements. As of December 31, 2018, management is of the opinion that losses, if any, that may arise from these commitments and contingencies will not have a material effect on the Group's consolidated financial statements.

27. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group is exposed to a variety of financial risks in relation to financial instruments. The Group's financial assets and financial liabilities by category are summarized in Note 28.1. The main types of risks are market risk, credit risk and liquidity risk.

The Group's risk management is coordinated with its BOD and focuses on actively securing the Group's short to medium-term cash flows by minimizing the exposure to financial markets. Long-term financial investments are managed to generate continuous returns. The Group does not engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Group is exposed to are described below and in the succeeding pages.

27.1 Market Risk

The Group is exposed to market risk through its use of financial instruments and specifically to foreign currency risk, interest rate risk and certain other price risk which result from its operating, investing and financing activities.

(a) Foreign Currency Risk

Most of the Group's transactions are carried out in Philippine pesos, its functional currency. Exposures to currency exchange rates arise from the Group's foreign currency denominated trade and other receivables, interest-bearing loans and trade and other payables, which are primarily denominated in U.S. dollars. The Group also holds U.S. dollar-denominated cash and cash equivalents.

To mitigate the Group's exposure to foreign currency risk, non-Philippine peso cash flows are monitored.

Foreign currency-denominated financial assets and financial liabilities, translated into Philippine pesos at the closing rate are as follows:

	2018	2017
Financial assets	P 19,836,671	P 125,584,496
Financial liabilities	(22,875,736)	(137,590,698)
Short-term exposure	(P 3,039,065)	(P 12,006,202)

The table in the below illustrates the sensitivity of the Group's profit (loss) before tax with respect to changes in Philippine pesos against foreign currency exchange rates. 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.

	2018		2017		2016	
	Reasonably Possible Change in Rate	Effect in Profit Before Tax	Reasonably Possible Change in Rate	Effect in Profit Before Tax	Reasonably Possible Change in Rate	Effect in Profit Before Tax
Php – USD	19.64%	P 596,867	10.77%	P 1,293,068	12.91%	P 2,397,695

Exposures to foreign exchange rates vary during the year depending on the volume of overseas transactions. Nonetheless, the analysis above is considered to be representative of the Group's foreign currency risk.

(b) Interest Rate Risk

At December 31, 2018 and 2017, the Group is exposed to changes in market interest rates through its cash and cash equivalents and short-term placements (presented under Other Assets), which are subject to variable interest rates (see Notes 5 and 12). All other financial assets and financial liabilities have fixed rates.

The following illustrates the sensitivity of profit before tax for the year to a reasonably possible change in interest rates of +/-4.80% in 2018, +/-1.68% in 2017 and +/-1.33% in 2016. These changes in rates have been determined based on the average market volatility in interest rates, using standard deviation, in the previous 12 months, estimated at 99% level of confidence. The sensitivity analysis is based on the Group's financial instruments held at each reporting date, with effect estimated from the beginning of the year. All other variables held constant, if the interest rate increased by 4.8%, 1.68% and 1.33%, profit before tax in 2018, 2017 and 2016, would have increased by P154.3 million, P47.0 million and P17.2 million, respectively. Conversely, if the interest rate decreased by the same percentages, profit before tax in 2018, 2017 and 2016 would have been lower by the same amounts.

(c) Other Price Risk

The Group's market price risk arises from its investments carried at fair value (i.e., financial assets classified as financial assets at FVTPL and financial assets at FVOCI/AFS financial assets). The Group manages exposures to price risk by monitoring the changes in the market price of the investments and at some extent, diversifying the investment portfolio in accordance with the limit set by management.

27.2 Credit Risk

Credit risk is the risk that the counterparties may fail to discharge an obligation to the Group. The Group is exposed to this risk for various financial instruments arising from granting loans and selling goods and services to customers including related parties, placing deposits with banks.

The maximum credit risk exposure of financial assets is the carrying amount of the financial assets as shown in the consolidated statements of financial position (or in the detailed analysis provided in the notes to the consolidated financial statements), as summarized in the succeeding page.

	Notes	**2018**	2017
Cash and cash equivalents	5	**P 2,455,464,411**	P 3,490,600,099
Trade and other receivables (excluding advances to suppliers) – net	6	**1,467,419,743**	1,456,197,761
Short-term placements	12	**806,113,523**	60,000,000
Refundable deposits	12	**14,329,299**	15,430,426
Advances to related parties	24.4	**9,445,656**	9,223,071
Cash bond	12	**692,234**	568,234
		P 4,753,464,866	P 5,032,019,591

The Group continuously monitors defaults of customers and other counterparties, identified either individually or by group, and incorporate this information into its credit risk controls. Where available at a reasonable cost, external credit ratings and/or reports and other counterparties are obtained and used. The Group's policy is to deal only with creditworthy counterparties. In addition, for a significant proportion of real estate sales, advance payments are received to mitigate credit risk.

The Group's management considers that all the above financial assets that are not impaired or past due at the end of each reporting period are of good credit quality.

(a) Cash and Cash Equivalents and Short-term Placements

The credit risk for cash and cash equivalents in the consolidated statements of financial position, is considered negligible, since the counterparties are reputable banks with high quality external credit ratings. Included in the cash and cash equivalents are cash in banks and short-term placements which are insured by the Philippine Deposit Insurance Corporation up to a maximum coverage of P500,000 for every depositor per banking institution.

(b) Trade and Other Receivables, Refundable Deposits, and Cash Bond

The Group applies PFRS 9's simplified approach in measuring ECL, which uses a lifetime expected loss allowance for all trade receivables and other receivables and refundable deposits. The ECL is determined by projecting the PD, LGD, and EAD for each future period and for each collective segment. These three components are multiplied together and adjusted for the likelihood of survival (i.e., the exposure has not prepaid or defaulted in an earlier month).

The calculation of ECL incorporates forward-looking information. The Company has performed historical analysis and identified the key economic value factor affecting credit risk and ECL for the loan portfolio.

Except for trade receivables arising from real estate sales, none of the financial assets are secured by collateral or credit enhancements. Trade receivables arising from real estate sales are secured by industrial lots and condominium units sold to buyers and are covered by postdated checks.

(c) Advances to Related Parties

These advances were subjected by the Group to the impairment test using the external benchmarking methodology of PFRS 9's ECL model. Based on the result of testing made, no impairment loss is required to be recognized in 2018 and 2017.

27.3 Liquidity Risk

The Group manages its liquidity needs by carefully monitoring scheduled debt servicing payments for long-term financial liabilities as well as cash outflows due in a day-to-day business. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis, as well as on the basis of a rolling 30-day projection. Long-term liquidity needs for a 6-month and one-year period are identified monthly.

The Group maintains cash to meet its liquidity requirements for up to 60-day periods. Excess cash is invested in short-term placements. Funding for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities and the ability to sell long-term financial assets.

As of December 31, 2018, the Group's financial liabilities have contractual maturities, which are presented below.

	Current		**Non-current**
	Within 6 Months	**6 to 12 Months**	**1 to 5 Years**
Interest-bearing loans	P 126,624,628	P -	P -
Trade and other payables	371,552,412	-	-
Advances from related parties	1,881,570	-	-
Refundable deposits	-	-	29,298,575
	P 500,058,610	**P -**	**P 29,298,575**

This compares to the maturity of the Group's financial liabilities as of December 31, 2017 as follows:

	Current		Non-current
	Within 6 Months	6 to 12 Months	1 to 5 Years
Interest-bearing loans	P 118,582,751	P -	P -
Trade and other payables	423,594,017	-	-
Advances from related parties	3,793,105	-	-
Refundable deposits	-	-	27,098,123
	P 545,969,873	P -	P 27,098,123

The above contractual maturities reflect the gross cash flows, which may differ with the carrying values of the financial liabilities at the end of reporting period.

28. CATEGORIES AND OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

28.1 Carrying Amounts and Fair Values by Category

The carrying amounts and fair values of the categories of financial assets and financial liabilities presented in the consolidated statements of financial position are shown below.

		2018		2017	
	Notes	**Carrying Amounts**	**Fair Values**	Carrying Amounts	Fair Values
Financial assets					
At amortized cost:					
Cash and cash equivalents	5	**P 2,455,464,411**	**P 2,455,464,411**	P 3,490,600,099	P 3,490,600,099
Trade and other receivables – net	6	**1,467,419,743**	**1,467,419,743**	1,456,197,761	1,456,197,761
Short-term placements	12	**806,113,523**	**806,113,523**	60,000,000	60,000,000
Refundable deposits	12	**14,329,299**	**14,329,299**	15,430,426	15,430,426
Advances to related parties	24.4	**9,445,656**	**9,445,656**	9,223,071	9,223,071
Cash bond	12	**692,234**	**692,234**	568,234	568,234
		4,753,464,866	**4,753,464,866**	5,032,019,591	5,032,019,591
Financial assets at FVOCI:					
Club shares	7	**27,100,000**	**27,100,000**	20,457,258	20,457,258
Others		**-**	**-**	540,007	540,007
		27,100,000	**27,100,000**	20,997,265	20,997,265
		P 4,780,564,866	**P 4,780,564,866**	P 5,053,016,856	P 5,053,016,856
Financial liabilities					
At amortized cost:					
Interest-bearing loans – net	13	**P 126,624,628**	**P 126,624,628**	P 115,748,223	P 115,748,223
Trade and other payables	14	**371,552,412**	**371,552,412**	423,594,017	423,594,017
Refundable deposits	15	**29,298,575**	**29,298,575**	27,098,123	27,098,123
Advances from related parties	24.4	**1,881,570**	**1,881,570**	3,793,105	3,793,105
		P 529,357,185	**P 529,357,185**	P 570,233,468	P 570,233,468

See Notes 2.5 and 2.12 for a description of the accounting policies for each category of financial instruments. A description of the Group's risk management objectives and policies for financial instruments is provided in Note 27.

28.2 Offsetting of Financial Instruments

The Group has not set-off financial instruments and does not have relevant offsetting arrangements. Currently, financial assets and financial liabilities are settled on a gross basis; however, each party to the financial instrument (particularly related parties) may have the option to settle all such amounts on a net basis in the event of default of the other party through approval by the respective BODs and stockholders of both parties.

The Group's outstanding cash advances obtained from other related parties amounting to P15.9 million and P3.8 million as at December 31, 2018 and 2017, respectively, and presented as Advances from Related Parties account in the consolidated statements of financial position, can be offset against and by the amount of outstanding cash advances granted to other related parties amounting to P9.4 million and P9.2 million as at December 31, 2018 and 2017, respectively (see Note 24.4).

For financial assets and financial liabilities subject to enforceable master netting agreements or similar arrangements above, certain agreements between the Group and counterparties allows for net settlement of the relevant financial assets and financial liabilities when both parties elect to settle on a net basis. In the absence of such an election, financial assets and financial liabilities will be settled on a gross basis, however, each party to the master netting agreement or similar agreement will have the option to settle all such amounts on a net basis in the event of default of the other party. As at December 31, 2018 and 2017, the Group's cash surrender value of investment in life insurance amounting to P723.2 million and P678.6 million, respectively, and presented as part of Trade and Other Receivables – Net account in the consolidated statements of financial position may be used to settle the outstanding loans of BRL amounting to P123.8 million and P115.7 million as at December 31, 2018 and 2017, respectively, and presented as Interest-bearing Loans in the consolidated statements of financial position (see Notes 6 and 13).

29. FAIR VALUE MEASUREMENTS AND DISCLOSURES

29.1 Fair Value Hierarchy

In accordance with PFRS 13, *Fair Value Measurement*, the fair value of financial assets and financial liabilities and non-financial assets which are measured at fair value on a recurring or non-recurring basis and those assets and liabilities not measured at fair value but for which fair value is disclosed in accordance with other relevant PFRS, are categorized into three levels based on the significance of inputs used to measure the fair value. The fair value hierarchy has the following levels as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that an entity can access at the measurement date;

- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and,

- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level within which the asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

For purposes of determining the market value at Level 1, a market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

For investments which do not have quoted market price, the fair value is determined by using generally acceptable pricing models and valuation techniques or by reference to the current market of another instrument which is substantially the same after taking into account the related credit risk of counterparties, or is calculated based on the expected cash flows of the underlying net asset base of the instrument.

When the Group uses valuation technique, it maximizes the use of observable market data where it is available and relies as little as possible on entity specific estimates. If all significant inputs required to determine the fair value of an instrument are observable, the instrument is included in Level 2. Otherwise, it is included in Level 3.

29.2 Financial Instruments Measured at Fair Value

The Group's financial instruments at fair value in the consolidated statements of financial position as of December 31, 2018 and 2017, amounted to P27.1 million and P21.0 million, respectively. These financial instruments, which comprised of golf club shares, are included in Level 2 as their prices are not derived from market considered due to lack of trading activities among market participants at the end or close to the end of the reporting period.

For unquoted equity securities classified as financial assets at FVOCI (2017: AFS financial assets), the financial assets are measured at cost; hence, these assets are not included within the fair value hierarchy.

29.3 Financial Instruments Measured at Amortized Cost for which Fair Value is Disclosed

The tables below and in the succeeding page summarize the fair value hierarchy of the Group's financial assets and financial liabilities which are not measured at fair value in the consolidated statements of financial position but for which fair value is disclosed.

		2018		
	Notes	Level 1	Level 3	Total
Financial Assets				
At amortized cost:				
Cash and cash equivalents	5	P 2,455,464,411	P -	P 2,455,464,411
Trade and other receivables – net	6	-	1,467,419,743	1,467,419,743
Short-term placements	12	806,113,523	-	806,113,523
Refundable deposits	12	-	14,329,999	14,329,999
Advances to related parties	24.4	-	9,445,656	9,445,656
Cash bond	12	-	692,234	692,234
		P 3,261,577,934	P 1,491,887,632	P 4,753,465,566
Financial Liabilities				
At amortized cost:				
Interest-bearing loans – net	13	P -	P 126,624,628	P 126,624,628
Trade and other payables	14	-	371,552,412	371,552,412
Refundable deposits	15	-	29,298,575	29,298,575
Advances from related parties	24.4	-	1,881,570	1,881,570
		P -	P 529,357,185	P 529,357,185

	Notes	2017 Level 1	Level 3	Total
Financial Assets				
Loans and receivables:				
Cash and cash equivalents	5	P 3,490,600,099	P -	P 3,490,600,099
Trade and other receivables – net	6	-	1,456,197,761	1,456,197,761
Short-term placements	12	60,000,000	-	60,000,000
Refundable deposits	12	-	15,430,426	15,430,426
Advances to related parties	24.4	-	9,223,071	9,223,071
Restricted cash and cash bond	12	-	568,234	568,234
		P 3,550,600,099	P 1,481,419,492	P 5,032,019,591
Financial Liabilities				
At amortized cost:				
Interest-bearing loans – net	13	P -	P 115,748,223	P 115,748,223
Trade and other payables	14	-	423,594,017	423,594,017
Refundable deposits	15	-	27,098,123	27,098,123
Advances from related parties	24.4	-	3,793,105	3,793,105
		P -	P 570,233,468	P 570,233,468

For financial assets with fair values included in Level 1, management considers that the carrying amounts of these financial instruments approximate their fair values due to their short duration.

The fair values of the financial assets and financial liabilities included in Level 3, which are not traded in an active market, are determined based on the expected cash flows of the underlying net asset or liability based on the instrument where the significant inputs required to determine the fair value of such instruments.

29.4 Fair Value Measurements of Non-financial Assets

The tables below and in the succeeding page show the Levels within the hierarchy of non-financial assets measured at fair value on a recurring basis as of December 31.

	2018 Level 2	**Level 3**	**Total**
Land and improvements	**P2,575,841,942**	**P -**	**P 2,575,841,942**
Building and improvements	**-**	**825,624,162**	**825,624,162**
Construction in progress	**-**	**4,975,802**	**4,975,802**
	P2,575,841,942	**P 830,599,964**	**P 3,406,441,906**

	2017 Level 2	Level 3	Total
Land and improvements	P2,171,295,332	P -	P 2,171,295,332
Building and improvements	-	732,622,140	732,622,140
	P2,171,295,332	P 732,622,140	P 2,903,917,472

The fair value of the Group's land and improvements, and building and improvements classified under Investment Properties (see Note 11) are determined on the basis of the appraisals performed by Royal Asia Appraisal Corporation in 2018, 2017 and 2016, all are independent appraisers with appropriate qualifications and recent experience in the valuation of similar properties in the relevant locations. To some extent, the valuation process was conducted by the appraisers in discussion with the Group's management with respect to the determination of the inputs such as the size, age, and condition of the land and buildings, and the comparable prices in the corresponding property location. In estimating the fair value of these properties, management takes into account the market participant's ability to generate economic benefits by using the assets in their highest and best use. Based on management assessment, the best use of the Group's non-financial assets indicated above is their current use.

The fair value of these non-financial assets were determined based on the following approaches:

(a) Fair Value Measurement for Land and Improvements

The Level 2 fair value of land and improvements was derived using the market comparable approach that reflects the recent transaction prices for similar properties in nearby locations. Under this approach, when sales prices of comparable land in close proximity are used in the valuation of the subject property with no adjustment on the price, fair value is included in Level 2. On the other hand, if the observable recent prices of the reference properties were adjusted for differences in key attributes such as property size, zoning, and accessibility, the fair value is included in Level 3. The most significant input into this valuation approach is the price per square foot; hence, the higher the price per square foot, the higher the fair value.

(b) Fair Value Measurement for Building and Building Improvements

The Level 3 fair value of the buildings and improvements under Investment Property account was determined using the cost approach that reflects the cost to a market participant to construct an asset of comparable usage, construction standards, design and layout, adjusted for obsolescence. The more significant inputs used in the valuation include direct and indirect costs of construction such as but not limited to, labor and contractor's profit, materials and equipment, surveying and permit costs, electricity and utility costs, architectural and engineering fees, insurance and legal fees. These inputs were derived from various suppliers and contractor's quotes, price catalogues, and construction price indices. Under this approach, higher estimated costs used in the valuation will result in higher fair value of the properties.

30. CAPITAL MANAGEMENT OBJECTIVES, POLICIES AND PROCEDURES

The Group's capital management objectives are to ensure the Group's ability to continue as a going concern and to provide an adequate return to shareholders by pricing goods and services commensurately with the level of risk.

The Group monitors capital on the basis of the carrying amount of equity as presented on the face of the consolidated statements of financial position. The Group's goal in capital management is to maintain a debt-to-equity structure ratio of not higher than 1:1 on a monthly basis.

The computation of the Group's debt-to-equity ratio is presented below.

	2018	2017
Total liabilities (excluding advances from related parties)	**P 1,409,279,374**	P 1,472,176,546
Total equity	**10,547,287,338**	10,285,960,832
	0.13 : 1.00	0.14 : 1.00

The Group sets the amount of capital in proportion to its overall financing structure, i.e., equity and liabilities excluding amounts due to related parties. The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, issue new shares or sell assets to reduce debt.

As at December 31, 2018 and 2017, the Group is not subject to any externally-imposed capital requirements, except for SMFI as indicated below.

Under Section 6 of RA No. 8556, SMFI is required to maintain a minimum paid-up capital of not less than P10.0 million. SMFI is in compliance with the minimum paid-up capital requirement as at December 31, 2018 and 2017.

31. EVENT AFTER THE END OF THE REPORTING PERIOD

On February 20, 2019, Republic Act No. 11232, *An Act Providing for the Revised Corporation Code of the Philippines* (the Revised Corporation Code), was signed into law. Among the provisions of the Revised Corporation Code, the following would impact the Group's consolidated financial statements:

- The Revised Corporation Code removed the 50-year maximum corporate term. Hence, stock corporation may have unlimited life unless otherwise provided in the articles of incorporation; and,

- The Revised Corporation Code removed the subscription requirement of 25% of authorized capital stock and paid-up capital requirement of 25% of subscribed capital stock.

The management deems further that other amendments and new provisions contained in the Revised Corporation Code is not material to the Group.

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 988 2288

Report of Independent Auditors to Accompany Supplementary Information Required by the Securities and Exchange Commission Filed Separately from the Basic Financial Statements

The Board of Directors and Stockholders
Solid Group Inc. and Subsidiaries
2285 Don Chino Roces Avenue
Makati City

We have audited, in accordance with Philippine Standards on Auditing, the consolidated financial statements of the Solid Group Inc. and subsidiaries for the year ended December 31, 2018, on which we have rendered our report dated April 4, 2019. Our audit was made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The applicable supplementary information (see List of Supplementary Information) are presented for purposes of additional analysis in compliance with the requirements under the Securities Regulation Code Rule 68, as amended, of the Philippine Securities and Exchange Commission, and are not a required part of the basic consolidated financial statements prepared in accordance with Philippine Financial Reporting Standards. Such supplementary information is the responsibility of management. The supplementary information has been subjected to the auditing procedures applied in the audit of the basic consolidated financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

PUNONGBAYAN & ARAULLO

By: Nelson J. Dinio
Partner

CPA Reg. No. 0097048
TIN 201-771-632
PTR No. 7333691, January 3, 2019, Makati City
SEC Group A Accreditation
Partner - No. 1036-AR-2 (until Mar. 15, 2020)
Firm - No. 0002-FR-5 (until Mar. 26, 2021)
BIR AN 08-002511-32-2016 (until Oct. 3, 2019)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Jul. 24, 2021)

April 4, 2019

SOLID GROUP INC. AND SUBSIDIARIES
LIST OF SUPPLEMENTARY INFORMATION
DECEMBER 31, 2018

Supplementary Schedules

Independent Auditors' Report on the SEC Supplementary Schedules Filed Separately from the Basic Financial Statements

Schedules Required under Annex 68-E of the Securities Regulation Code Rule 68

		Page No.
A.	Financial Assets	1
B.	Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than Related Parties)	N/A
C.	Amounts Receivable/Payable from/to Related Parties which were Eliminated During the Consolidation of Financial Statements	2-3
D.	Intangible Assets - Other Assets	4
E.	Long-term Debt	N/A
F.	Indebtedness to Related Parties (Long-term Loans from Related Companies)	N/A
G.	Guarantees of Securities of Other Issuers	N/A
H.	Capital Stock	5

Other Required Information

I.	Reconciliation of Parent Company Retained Earnings for Dividend Declaration	6
J.	Financial Soundness Indicators	7
K.	Schedule of Philippine Financial Reporting Standards and Interpretations Adopted by the Securities and Exchange Commission and the Financial Reporting Standards Council as of December 31, 2018	8-11
L.	Map Showing the Relationship Between and Among the Company and its Related Entities	12

Solid Group Inc. and Subsidiaries
Schedule A - Financial Assets
December 31, 2018

Name of Issuing entity and assocation of each issue	Number of shares of principal amount of bonds and notes	Amount shown in statement financial position	Value based on market quotation at end of reporting period	Income received and accrued
Financial Assets at Fair Value Through Other Comprehensive Income - Non-Current				
The Country Club	3	P 10,500,000	P 10,500,000	P -
Sta. Elena Golf Club	1	6,500,000	6,500,000	-
Alabang Country Club	2	7,500,000	7,500,000	-
Tagaytay Midlands Golf Club	4	2,600,000	2,600,000	-
		P 27,100,000	**P 27,100,000**	**P -**

Solid Group Inc. and Subsidiaries
Schedule C - Amounts Receivable/Payable from/to Related Parties which are Eliminated During the Consolidation of Financial Statements
December 31, 2018

Name and designation of debtor	*Balance at beginning of period*	*Additions*	*Deductions*		*Ending Balance*		*Balance at end of period*
			Amounts collected	*Amounts written off*	*Current*	*Not current*	
Trade Receivables:							
My Solid Devices & Technologies Corporation	P 68,124,386	P -	P 61,582,747	P -	P 6,541,639	P -	P 6,541,639
Kita Corporation	13,600,000	-	-	-	13,600,000	-	13,600,000
Green Sun Hotel Management Inc.	4,831,317	-	2,497,984	-	2,333,333	-	2,333,333
Omni Solid Services Inc.	7,131,762	-	5,694,709	-	1,437,054	-	1,437,054
Casa Bocobo Hotel, Inc.	-	57,833	-	-	57,833	-	57,833
Solid Electronics Corporation	3,451,947	1,665,648	-	-	5,117,595	-	5,117,595
Solid Manila Corporation	2,249,684	-	1,791,396	-	458,288	-	458,288
Solid Group Inc.	-	137,329	-	-	137,329	-	137,329
Solid Group Technologies Corp.	-	36,936	-	-	36,936	-	36,936
Solid Video Corporation	-	30,044	-	-	30,044	-	30,044
	P 99,389,096	**P 1,927,789**	**P 71,566,835**	P **-**	**P 29,750,050**	P **-**	**P 29,750,050**
Advances to and From							
My Solid Devices & Technologies Corporation	P 1,314,400,900	P -	P -	P -	P 1,314,400,900	P -	P 1,314,400,900
Kita Corporation	426,259,173	-	-	-	426,259,173	-	426,259,173
Zen Towers Corporation	332,000,000	-	8,000,000.00	-	324,000,000	-	324,000,000
Solid Manila Corporation	182,043,188	-	15,000,000.00	-	167,043,188	-	167,043,188
Brilliant Reach Limited	161,631,284	9,068,550	-	-	170,699,834	-	170,699,834
Solid Video Corporation	40,000,000	-	40,000,000.00	-	-	-	-
SolidGroup Technologies Corporation	15,000,000	-	3,000,000	-	12,000,000	-	12,000,000
MyApp Corporation	1,400,000	-	500,000	-	900,000	-	900,000
	P 2,472,734,545	**P 9,068,550**	**P 66,500,000**	P **-**	**P 2,415,303,095**	P **-**	**P 2,415,303,095**

Name and designation of debtor	Balance at end of period	Additions	Deductions: Amounts collected	Deductions: Amounts written off	Ending Balance: Current	Ending Balance: Not current	Balance at end of period
Trade payables:							
Solid Video Corporation	P 67,425,636	P -	P 65,092,303	P -	P 2,333,333	P -	P 2,333,333
My Solid Devices & Technologies Corporation	7,566,832	-	7,438,418	-	128,414	-	128,414
Green Sun Hotel and Management	5,163,480	-	5,112,848	-	50,633	-	50,633
Omni Solid Services Inc.	550,448	5,722,485	-	-	6,272,933	-	6,272,933
Solid Electronics Corporation	130,871	787,144	-	-	918,016	-	918,016
Casa Bocobo Hotel Inc.	91,392	1,683,900	-	-	1,775,292	-	1,775,292
SolidGroup Technologies Corporation	43,084	1,393,970	-	-	1,437,054	-	1,437,054
Solid Manila Corporation	13,838	1,513,491	-	-	1,527,329	-	1,527,329
Solid Manila Finance Inc.	-	128,818	-	-	128,818	-	128,818
Solid Group Inc.	13,600,000	5,000,000	-	-	18,600,000	-	18,600,000
	P 94,585,581	**P 16,229,808**	**P 77,643,568**	P **-**	**P 33,171,821**	P **-**	**P 33,171,821**

Solid Group Inc. and Subsidiaries
Schedule D - Intangible Assets - Other Assets
December 31, 2018

			Deduction			
Description	*Beginning balance*	*Additions at cost*	*Charged to cost and expenses*	*Charged to other accounts*	*Other changes additions (deductions)*	*Ending balance*
Intangible assets						
Cost:						
Licenses and softwares	P 15,473,721	P 139,572	P -	P -	P -	P 15,613,293
Non-proprietary club shares	2,222,127	-	-	-	-	2,222,127
	P 17,695,848	P 139,572	P -	P -	P -	P 17,835,420
Accumulated Amortization and Impairment Losses:						
Licenses and softwares	(P 15,301,838)	(P 129,746)	P -	P -	P -	(P 15,431,584)
Non-proprietary club shares	(1,850,000)	-	-	-	-	(1,850,000)
	(P 17,151,838)	P -	P -	P -	P -	(P 17,281,584)
Net Book Value:	**P 544,010**	**P 139,572**	**P -**	**P -**	**P -**	**P 553,836**

Solid Group Inc. and Subsidiaries
Schedule H - Capital Stock
December 31, 2018

				Number of shares held by		
Title of Issue	*Number of shares authorized*	*Number of shares issued and outstanding as shown under the related balance sheet caption (A)*	*Number of shares reserved for options, warrants, conversion and other rights*	*Related parties (B)*	*Directors, officers and employees*	*Others*
Common shares - P1 par value						
Authorized - P5,000,000,000 shares	5,000,000,000					
Issued		2,030,975,000				
Outstanding		1,821,542,000		1,083,377,816	351,241,480	386,922,704

A: Number of shares issued and outstanding = 2,030,975,000 issued shares less 209,433,000 treasury shares
B: This represents shares held by AA Commercial and AV Value Holdings Corp., related parties which are ultimately owned by the Lim Family.

SOLID GROUP INC.
2285 Don Chino Roces Avenue, Makati City
Reconciliation of Retained Earnings Available for Dividend Declaration
For the Year Ended December 31, 2018

Unappropriated Retained Earnings at Beginning of Year		P 741,346,921
Retained Earnings Restricted for Treasury Shares		(115,614,380)
Prior Years' Outstanding Reconciling Items, net of tax		
Deferred tax income		(99,060)
Unappropriated Retained Earnings Available for Dividend Declaration at Beginning of Year, as Adjusted		625,633,481
Net Profit Realized during the Year		
Net profit per audited financial statements	391,561,239	
Unrealized foreign exchange gain - net of tax	(6,350,979)	385,210,260
Other Transaction During the Year		
Dividends declared		(109,292,520)
Unappropriated Retained Earnings Available for Dividend Declaration at End of Year		**P 901,551,221**

SOLIDGROUP INC. AND SUBSIDIARIES
Schedule J - Financial Soundness Indicators

	FORMULA	DECEMBER 31, 2018	DECEMBER 31, 2017
Liquidity Ratios			
Current ratio	Current Assets / Current Liabilities	9.82:1	8.4:1
Acid Test ratio	Cash & Cash Equivalents + Trade Receivables / Current Liabilities	5.85:1	6.59:1
Solvency Ratios			
Debt to Equity ratio	Total Liabilites (excluding advances from related parties) / Total Equity	0.13:1	0.14:1
Gearing Ratio	Financial Debt / Total Equity	0.01:1	0.01:1
Asset-to-Equity Ratios	Total Assets / Total Equity	1.13:1	1.14:1
Interest Rate Coverage Ratio	EBIT / Interest Expense	75.71:1	199.08:1
Profitability Ratios			
Operating Margin	Operating Profit (Loss) / Total Revenues	7.09%	9.94%
Net Profit Margin	Net Income (Loss) after Tax / Total Revenues	6.78%	8.17%
Return on Total Assets	Net Income (Loss) after Tax / Average Total Assets	2.15%	3.49%
Return on Equity	Net Income (Loss) after Tax / Total Equity	2.41%	3.92%

SOLID GROUP INC.
Schedule of Philippine Financial Reporting Standards and Interpretations
Adopted by the Securities and Exchange Commission and the
Financial Reporting Standards Council as of December 31, 2018

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS		Adopted	Not Adopted	Not Applicable
Framework for the Preparation and Presentation of Financial Statements		✓		
Conceptual Framework Phase A: Objectives and Qualitative Characteristics		✓		
Practice Statement Management Commentary			✓	
Philippine Financial Reporting Standards (PFRS)				
PFRS 1 (Revised)	First-time Adoption of Philippine Financial Reporting Standards	✓		
	Amendments to PFRS 1: Additional Exemptions for First-time Adopters	✓		
	Amendments to PFRS 1: Limited Exemption from Comparative PFRS 7 Disclosures for First-time Adopters	✓		
	Amendments to PFRS 1: Severe Hyperinflation and Removal of Fixed Date for First-time Adopters	✓		
	Amendments to PFRS 1: Government Loans	✓		
	Amendments to PFRS 1: Deletion of Short-term Exemptions			✓
PFRS 2	Share-based Payment			✓
	Amendments to PFRS 2: Vesting Conditions and Cancellations			✓
	Amendments to PFRS 2: Group Cash-settled Share-based Payment Transactions			✓
	Amendments to PFRS 2: Classification and Measurement of Share-based Payment Transactions			✓
PFRS 3 (Revised)	Business Combinations	✓		
	Amendment to PFRS 3: Remeasurement of Previously Held Interests in a Joint Operation (*effective January 1, 2019)*			✓
PFRS 4	Insurance Contracts			✓
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts			✓
	Amendments to PFRS 4: Applying PFRS 9, *Financial Instruments* , with PFRS 4, *Insurance Contracts*			✓
PFRS 5	Non-current Assets Held for Sale and Discontinued Operations			✓
PFRS 6	Exploration for and Evaluation of Mineral Resources			✓
PFRS 7	Financial Instruments: Disclosures	✓		
	Amendments to PFRS 7: Transition	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets - Effective Date and Transition	✓		
	Amendments to PFRS 7: Improving Disclosures about Financial Instruments	✓		
	Amendments to PFRS 7: Disclosures – Transfers of Financial Assets	✓		
	Amendments to PFRS 7: Disclosures – Offsetting Financial Assets and Financial Liabilities	✓		
	Amendments to PFRS 7: Mandatory Effective Date of PFRS 9 and Transition Disclosures	✓		
PFRS 8	Operating Segments	✓		
PFRS 9	Financial Instruments (2014)	✓		
	Amendments to PFRS 9: Prepayment Features with Negative Compensation* (*effective January 1, 2019)*			✓

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS		Adopted	Not Adopted	Not Applicable
PFRS 10	Consolidated Financial Statements	✓		
	Amendments to PFRS 10: Transition Guidance	✓		
	Amendments to PFRS 10: Investment Entities	✓		
	Amendments to PFRS 10: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture* *(effective date deferred indefinitely)*			✓
	Amendments to PFRS 10: Investment Entities – Applying the Consolidation Exception	✓		
PFRS 11	Joint Arrangements			✓
	Amendments to PFRS 11: Transition Guidance			✓
	Amendments to PFRS 11: Accounting for Acquisitions of Interests in Joint Operations			✓
	Amendment to PFRS 11: Remeasurement of Previously Held Interests in a Joint Operation (*effective January 1, 2019)*			✓
PFRS 12	Disclosure of Interests in Other Entities	✓		
	Amendments to PFRS 12: Transition Guidance	✓		
	Amendments to PFRS 12: Investment Entities	✓		
	Amendments to PFRS 10: Investment Entities – Applying the Consolidation Exception	✓		
PFRS 13	Fair Value Measurement	✓		
PFRS 14	Regulatory Deferral Accounts			✓
PFRS 15	Revenue from Contracts with Customers	✓		
PFRS 16	Leases* *(effective January 1, 2019)*			✓
PFRS 17	Insurance Contracts *(effective January 1, 2021)*			✓
Philippine Accounting Standards (PAS)				
PAS 1 (Revised)	Presentation of Financial Statements	✓		
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation	✓		
	Amendments to PAS 1: Presentation of Items of Other Comprehensive Income	✓		
	Amendments to PAS 1: Disclosure Initiative	✓		
PAS 2	Inventories	✓		
PAS 7	Statement of Cash Flows	✓		
	Amendments to PAS 7: Disclosure Initiative	✓		
PAS 8	Accounting Policies, Changes in Accounting Estimates and Errors	✓		
PAS 10	Events After the Reporting Period	✓		
PAS 11	Construction Contracts			✓
PAS 12	Income Taxes	✓		
	Amendments to PAS 12 - Deferred Tax: Recovery of Underlying Assets	✓		
	Amendments to PAS 12 - Recognition of Deferred Tax Assets for Unrealized Losses	✓		
	Amendment to PAS 12 - Tax Consequences of Dividends* (*effective January 1, 2019)*			✓
PAS 16	Property, Plant and Equipment	✓		
	Amendments to PAS 16: Bearer Plants	✓		
	Amendments to PAS 16: Clarification of Acceptable Methods of Depreciation and Amortization	✓		
PAS 17	Leases	✓		
PAS 18	Revenue	✓		
PAS 19 (Revised)	Employee Benefits	✓		
	Amendments to PAS 19: Defined Benefit Plans - Employee Contributions	✓		
PAS 20	Accounting for Government Grants and Disclosure of Government Assistance			✓

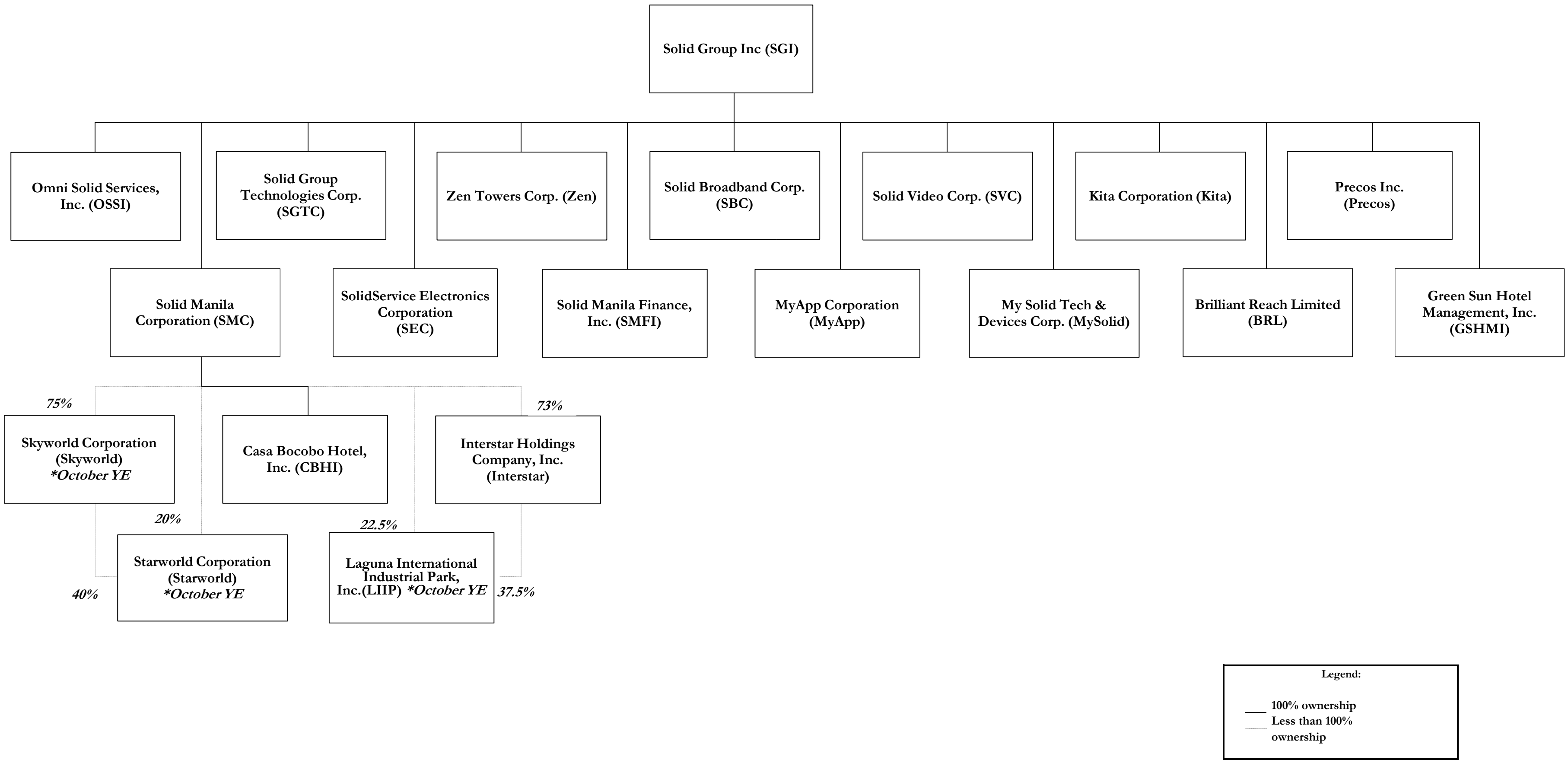
PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS		Adopted	Not Adopted	Not Applicable
PAS 21	The Effects of Changes in Foreign Exchange Rates	✓		
	Amendments: Net Investment in a Foreign Operation	✓		
PAS 23 (Revised)	Borrowing Costs			✓
	Amendment to PAS 23: Eligibility for Capitalization			✓
PAS 24 (Revised)	Related Party Disclosures	✓		
PAS 26	Accounting and Reporting by Retirement Benefit Plans			✓
PAS 27 (Revised)	Separate Financial Statements	✓		
	Amendments to PAS 27: Investment Entities	✓		
	Amendments to PAS 27: Equity Method in Separate Financial Statements	✓		
PAS 28 (Revised)	Investments in Associates and Joint Ventures	✓		
	Amendments to PFRS 10: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture* *(effective date deferred indefinitely)*			✓
	Amendments to PAS 28: Investment Entities - Applying the Consolidation Exception	✓		
	Amendment to PAS 28: Measurement of Investment in Associates at Fair Value through Profit or Loss			✓
	Amendment to PAS 28: Long-term Interest in Associates and Joint Venture (*effective January 1, 2019*)			✓
PAS 29	Financial Reporting in Hyperinflationary Economies			✓
PAS 32	Financial Instruments: Presentation	✓		
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation	✓		
	Amendments to PAS 32: Classification of Rights Issues	✓		
	Amendments to PAS 32: Offsetting Financial Assets and Financial Liabilities	✓		
PAS 33	Earnings Per Share	✓		
PAS 34	Interim Financial Reporting	✓		
PAS 36	Impairment of Assets	✓		
	Amendment to PAS 36: Recoverable Amount Disclosures for Non-financial Assets	✓		
PAS 37	Provisions, Contingent Liabilities and Contingent Assets	✓		
PAS 38	Intangible Assets	✓		
	Amendments to PAS 38: Clarification of Acceptable Methods of Depreciation and Amortization	✓		
PAS 39	Financial Instruments: Recognition and Measurement	✓		
	Amendments to PAS 39: Transition and Initial Recognition of Financial Assets and Financial Liabilities	✓		
	Amendments to PAS 39: Cash Flow Hedge Accounting of Forecast Intragroup Transactions	✓		
	Amendments to PAS 39: The Fair Value Option	✓		
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets – Effective Date and Transition	✓		
	Amendments to Philippine Interpretation IFRIC 9 and PAS 39: Embedded Derivatives	✓		
	Amendments to PAS 39: Eligible Hedged Items	✓		
	Amendments to PAS 39: Novation of Derivatives and Continuation of Hedge Accounting	✓		
PAS 40	Investment Property	✓		
	Amendment to PAS 40: Reclassification to and from Investment Property	✓		

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS		Adopted	Not Adopted	Not Applicable
PAS 41	Agriculture			✓
	Amendments to PAS 41: Bearer Plants			✓
Philippine Interpretations - International Financial Reporting Interpretations Committee (IFRIC)				
IFRIC 1	Changes in Existing Decommissioning, Restoration and Similar Liabilities**			✓
IFRIC 2	Members' Share in Co-operative Entities and Similar Instruments			✓
IFRIC 4	Determining Whether an Arrangement Contains a Lease	✓		
IFRIC 5	Rights to Interests Arising from Decommissioning, Restoration and Environmental Rehabilitation Funds**			✓
IFRIC 6	Liabilities Arising from Participating in a Specific Market - Waste Electrical and Electronic Equipment			✓
IFRIC 7	Applying the Restatement Approach under PAS 29, Financial Reporting in Hyperinflationary Economies			✓
IFRIC 9	Reassessment of Embedded Derivatives**	✓		
	Amendments to Philippine Interpretation IFRIC–9 and PAS 39: Embedded Derivatives**	✓		
IFRIC 10	Interim Financial Reporting and Impairment	✓		
IFRIC 12	Service Concession Arrangements			✓
IFRIC 13	Customer Loyalty Programmes			✓
IFRIC 14	PAS 19 - The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction	✓		
	Amendments to Philippine Interpretations IFRIC - 14, Prepayments of a Minimum Funding Requirement and their Interaction**	✓		
IFRIC 16	Hedges of a Net Investment in a Foreign Operation			✓
IFRIC 17	Distributions of Non-cash Assets to Owners**			✓
IFRIC 18	Transfers of Assets from Customers**	✓		
IFRIC 19	Extinguishing Financial Liabilities with Equity Instruments**	✓		
IFRIC 20	Stripping Costs in the Production Phase of a Surface Mine**			✓
IFRIC 21	Levies	✓		
IFRIC 22	Foreign Currency Transactions and Advance Consideration			✓
IFRIC 23	Uncertainty Over Income Tax Treatments* (effective *January 1, 2019*)			✓
Philippine Interpretations - Standing Interpretations Committee (SIC)				
SIC-7	Introduction of the Euro			✓
SIC-10	Government Assistance - No Specific Relation to Operating Activities			✓
SIC-13	Jointly Controlled Entities - Non-Monetary Contributions by Venturers			✓
SIC-15	Operating Leases - Incentives	✓		
SIC-25	Income Taxes - Changes in the Tax Status of an Entity or its Shareholders**	✓		
SIC-27	Evaluating the Substance of Transactions Involving the Legal Form of a Lease	✓		
SIC-29	Service Concession Arrangements: Disclosures			✓
SIC-31	Revenue - Barter Transactions Involving Advertising Services**			✓
SIC-32	Intangible Assets - Web Site Costs**			✓

* These standards will be effective for periods subsequent to 2018 and are not early adopted by the Company.

** These standards have been adopted in the preparation of financial statements but the Company has no significant transactions covered in both years presented.

Solid Group Inc. and Subsidiaries
Map Showing the Relationships Between and Among the Company and its Related Parties



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, 2019

2. Commission Identification Number: 845

3. BIR Tax Identification No.: 321-000-508-536

4. Exact name of registrant as specified in its charter **SOLID GROUP INC.**

5. Province, Country or other jurisdiction of incorporation: Philippines

6. _________ (SEC Use Only)
Industry Classification Code

7. Address of principal office: Postal Code: 1231
2285 Don Chino Roces Avenue, Makati City, Philippines

8. Telephone No: (632) 843-15-11

9. Former name, former address and former fiscal year, if changed since last report: N/A

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 Stock, P1 par value	1,821,542,000 shares

11. Are any or all of the securities listed on the Philippine Stock Exchange?
Yes [X] No [ ]

If yes, state the name of such Stock Exchange and the classes of securities listed therein:

Philippine Stock Exchange Common

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 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 requirement for the past 90 days.

Yes [X]   No [ ]

PART I. – FINANCIAL INFORMATION
Item 1. Financial Statements

The unaudited consolidated financial statements of the Company and its subsidiaries for the three (3) months period ended March 31, 2019 are attached to this report.

Item 2. Management Discussion and Analysis of Financial Condition and Results of Operations

Key Performance Indicators

The following key performance indicators are identified by the Company and included in the discussion of the results of operations and financial condition: revenue growth, asset turnover, operating expense ratio, earnings before interest, taxes, depreciation and amortization (EBITDA), earnings per share (EPS), current ratio and debt to equity ratio.

Key performance indicators for 2019 and 2018 are as follows:

	2019	2018
Revenue growth(decline)	(14%)	(22%)
Asset turnover	22%	26%
Operating expense ratio	23%	20%
EBITDA	P36 million	P97 million
EPS	P0.004	P0.03
Current ratio	12.70:1	10.09:1
Debt to equity ratio	0.12:1	0.13:1

Revenue growth (decline) is determined as follows: revenues for the current period less revenues for last period divided by the revenues of the previous period.

Asset turnover is computed based on the revenues (annualized) earned during the period divided by the average total assets.

Operating expense ratio is calculated as follows: operating expenses for the period divided by revenues for period.

EBITDA is determined by adding back interest expense, depreciation and amortization charges, to income from operations before income tax for the period.

Earnings per share (EPS) is computed based on the net income or loss for the period divided by the weighted average shares outstanding during the year.

Current ratio is computed as follows: total current assets as of end of the period divided by total current liabilities as of end of the period.

Debt to equity ratio is computed by dividing the total liabilities excluding amounts due to related parties as of end of the period by the total equity as of end of the period.

Revenue decreased by 14% for the first quarter of 2019 vs. 22% decrease for the same period in 2018 principally due to lower revenues of the digital mobile and technical support & solutions segments.

Asset turnover was lower at 22% for the first quarter of 2019 from 26% for the same period in 2018 as a result of lower revenues for the period.

Operating expense ratio was 23% and 20% for the first quarter of 2019 and 2018, respectively, principally due to lower revenues for the period.

EBITDA amounted to P36 million for the first quarter of 2019 against P97 million for the same period in 2018. The decrease was mainly contributed by digital mobile segment.

Earnings per share was down to P0.004 for the first quarter of 2019 from P0.03 for the same period in 2018 mainly from lower net income for the period.

Current ratio improved to 12.70:1 as of March 31, 2019 and 10.09:1 as of December 31, 2018 primarily due to decrease in current liabilities.

Debt to equity ratio stood at 0.12:1 as of March 31, 2019 from 0.13: 1 as of December 31, 2018 primarily due to lower liabilities.

<u>Results of Operations</u>

Revenues declined by 14% in the first quarter of 2019 reaching P659 million from P768 million for the same period in 2018 principally from lower revenues of the digital mobile segment.

Sale of goods amounted to P389 million for the first quarter of 2019, down by 26% from P529 million for the same period in 2018 mainly due to lower volume of sales of the digital products.

Service revenue went up to P163 million for the first quarter of 2019, an increase of 8% for the same period in 2018 of P151 million mainly due to higher revenues from logistics and hotel operations.

Rental income grew by 7% to P65 million for the first quarter of 2019 from P60 million for the same period in 2018 due to higher occupancy.

Interest income climbed to P41 million for the first quarter of 2019, up by 140% from P17 million for the same period in 2018 due to higher yields.

Sale of real estate was nil for the first quarter of 2019 from P9 million sale of condominium units for the same period in 2018.

Cost of sales, services, real estate sold and rentals amounted to P526 million for the first quarter of 2019, or a decrease of 9% from P578 million for the same period in 2018 as discussed below.

Cost of sales of P356 million for the first quarter of 2019 was lower by 15% from P417 million for the same period of last year in relation to decrease in sales.

Cost of services amounted to P130 million for the first quarter of 2019 from P124 million for the same period of 2018, up by 5% mainly in relation to higher service revenue.

Cost of rentals rose to P39 million for the first quarter of 2019, an increase of 28% from P30 million for the same period of 2018 mainly due to higher taxes and licenses of the property and related services segment.

Gross profit fell to P133 million for the first quarter of 2019 from P189 million for the same period in 2018. The decrease of 30% was principally due to lower gross profit rate of mobile device segment.

Other operating expenses (income) amounted to P136 million for the first quarter of 2019 from P150 million for the same period of 2018 as explained below.

General and administrative expenses stood at P92 million for the first quarter of 2019 from P93 million for the same period of 2018. There was no material change for this account.

Selling and distribution costs amounted to P56 million for the first quarter of 2019 from P62 million for the same period of 2018 mainly from lower warranty charges and delivery expenses of the digital mobile segment.

Other operating income – net grew to P12.5 million for the first quarter of 2019, higher by 118% from P5.7 million for the same period in 2018 principally due to lower reversal of FV gains on investment property of the property and building services segment.

Operating profit (loss) dropped to P2.9 million loss for the first quarter of 2019 from P39 million profit for the same period in 2018, a decline of 107% mainly from loss incurred by the mobile devices segment.

Other income (charges) declined to P 11 million income for the first quarter of 2019 against P35 million income for the same period in 2018 mainly from the following:

Finance costs increased to P2.8 million for the first quarter of 2019 compared with P0.9 million in 2018 primarily due to higher foreign currency exchange loss of property and related services segment.

Finance income was down to P14 million for the first quarter of 2019, lower by 55% compared with P33 million for the same period of last year mainly due to lower foreign exchange currency gains of the digital mobile, property and related services and investment and others segments.

Other gains - net amounted to P0.2 million loss in the first quarter of 2019 compared with P2.6 million gain of the previous year mainly from loss on sale of property in 2019 vs. other gains in 2018.

Profit before tax was P8.8 million for the first quarter of 2019, a decrease of 88% from P74 million for the same period in 2018 mainly due to net loss of the digital mobile segment and lower finance income as explained above.

Tax expense (income) amounted to P3.8 million income for the first quarter of 2019 from P21 million expense in 2018 principally due to recognition of DTA for current year's losses of the digital mobile segment offset by higher pre-tax income in 2019 of certain subsidiaries.

Net profit amounted to P12 million for the first quarter of 2019 against P53 million net profit for the same period in 2018 due to the factors discussed above.

Net profit attributable to equity holders of the parent amounted to P6 million for the first quarter of 2019 against P50 million net profit in for the same period of 2018 as discussed above.

Net profit attributable to non-controlling interest (NCI) amounted to P6.2 million for the first quarter of 2019 compared with P3.02 million in 2018 primarily due to minority share in net income for the period.

Financial Position

Cash and cash equivalents amounted to P3,501 million as of March 31, 2019 up by 43% from P2,455 million as of December 31, 2018. Cash was primarily provided from operating activities mainly from decrease in other current assets and trade and other receivables.

Trade and other receivables reached P565 million as of March 31, 2019 against P891 million as of December 31, 2018, a decrease of 37% from collection of receivables of the myphone business. Trade customers are generally established and stable companies with reasonable assurance of collectibility of their accounts. Nonetheless, trade accounts are periodically reviewed to assess the possible losses from non-collection and allowance is provided for possible losses on accounts which are considered doubtful of collection.

Advances to related parties stood at P9.3 million as of March 31, 2019 and P9.4 million as of December 31, 2018. There was no material change for this account.

Merchandise inventories and supplies - net amounted to P704 million as of March 31, 2019, compared with P764 million as of December 31, 2018 mainly from lower merchandise and finished goods for digital products.

Real estate inventories stood at P438 million as of March 31, 2019 and P436 million as of December 31, 2018. There was no material change for this account.

Other current assets was down to P240 million as of March 31, 2019 compared with P1,057 million as of December 31, 2018 mainly due to reclassification of short term placements to cash and cash equivalent.

Total current assets reached P5,459 million as of March 31, 2019 from P5,615 million as of December 31, 2018 mainly from lower other current assets and trade and other receivables offset by higher cash and cash equivalents as discussed above.

Non-current trade and other receivables stood at P738 million as of March 31, 2019 from P739 million as of December 31, 2018. There was no material change for this account.

Financial assets at fair value through other comprehensive income amounted to P27.1 million as of March 31, 2019 and December 31, 2018. There was no change for this account.

Property and equipment amounted to P1,739 million as of March 31, 2019 from P1,762 million as of December 31, 2018. There was no material change for this account.

Investment property increased to P3,435 million as of March 31, 2019 from P3,406 as of December 31, 2018. There was no material change for this account.

Post-employment benefit assets stood at P 126 million as of March 31, 2019 and December 31, 2018. There was no change for this account.

Deferred tax assets - net amounted to P175 million as of March 31, 2019 and P156 million as of December 31, 2018 mainly due to recognition of DTA from NOLCO of the digital mobile segment.

Other non-current assets amounted to P124 million as of March 31, 2019 and December 31, 2018. There was no material change for this account.

Total non-current assets amounted to P6,366 million as of March 31, 2019 from P6,343 million as of December 31, 2018 as discussed above.

Total assets reached P11,826 million as of March 31, 2019 from P11,958 million as of December 31, 2018 as discussed above.

Interest-bearing loans dropped to P70 million as of March 31, 2019 from P123 million as of December 31, 2018. The decrease of 43% was due to payment of outstanding interest-bearing loan.

Trade and other payables was down to P326 million as of March 31, 2019 against P422 million as of December 31, 2018, lower by 23% due to lower trade and other payables and accrued dealers' incentives.

Customers' deposits increased to P17 million as of March 31, 2019 versus P15 million as of December 31, 2018 from additional customers' deposits.

Advances from related parties stood at P1.8 million as of March 31, 2019 and December 31, 2018. No change for this account.

Income tax payable amounted to P13nmillion as of March 31, 2019 from P8 million as of December 31, 2018 mainly from tax expense for the period.

Total current liabilities decreased to P429 million as of March 31, 2019 from P571 million as of December 31, 2018 due to lower trade and other payables.

Non-current refundable deposits amounted to P27 million as of March 31, 2019 from P29 million as of December 31, 2018 from additional deposits.

Post-employment benefit obligation stood at to P26 million as of March 31, 2019 and as of December 31, 2018. This represents the unfunded retirement obligation of certain subsidiaries.

Deferred tax liabilities -net amounted to P781 million as of March 31, 2019 and P783 million as of December 31, 2018. There was no material change for this account.

Total non-current liabilities amounted to P 836 million as of March 31, 2019 from P839 million as of December 31, 2018.

Total liabilities amounted to P1,266 million as of March 31, 2019 from P1,411 million as of December 31, 2018.

Capital stock stood at P2,030 million as of March 31, 2019 and December 31, 2018.

Additional paid-in capital amounted to P4,641 million as of March 31, 2019 and December 31, 2018.

Treasury shares amounted to P115 million as of March 31, 2019 and December 31, 2018.

Revaluation reserves amounted to P42.6 million as of March 31, 2019 from P42.2 million as of December 31, 2018 due to gains on currency differences in translating financial statements of foreign operation.

Retained earnings increased to P3,601 million as of March 31, 2019 from P3,594 million as of December 31, 2018 as a result of net income during the period.

Total equity attributable to Equity holders of Parent amounted to P10,200 million as of March 31, 2019 from P10,193 million as of December 31, 2018 mainly due to higher retained earnings.

Non-controlling interests amounted to P359 million as of March 31, 2019 from P353 million as of December 31, 2018 primarily due to minority share in net income for the period.

Total equity amounted to P10,560 million as of March 31, 2019 from P10,547 million as of December 31, 2018.

i. Known Trends or Demands, Commitments, Events or Uncertainties that will impact Liquidity.

The Company is not aware of any known trends, demands, commitments, events or uncertainties that will materially impact on its liquidity.

ii. Events that will trigger Direct or Contingent Financial Obligation that is material to the Company, including any default or acceleration of an obligation.

As discussed in Notes of the financial statements under Contingencies, certain subsidiaries of the Company are involved in litigation or proceedings, the outcome of which could individually or taken as a whole, not adversely affect the financial results, operations or prospects of the Company. Except of these contingencies, the Company is not aware of other events that will materially trigger direct or contingent financial obligation.

iii. Material Off-Balance Sheet Transactions, Arrangements, Obligations (including contingent obligations), and other relationships of the Company with unconsolidated entities or other persons created during the reporting period.

The Company has no material off-balance sheet transactions, arrangements, obligations and other relationships with unconsolidated entities or other persons created during the period that is not included in the financial statements.

iv. Material Commitments for Capital Expenditures, the general purpose of the Commitment and Expected Sources of Funds

The Company estimates capital expenditures for the year 2019 to amount to P400 million for various real estate development, renovation and upgrade of facilities. The purchase and/or construction of these capital expenditures will be financed primarily through the funds of the Company.

v. Known Trends, Events or Uncertainties that will impact Sales/Revenues/Income from Continuing Operations

None

vi. Significant elements of Income or Loss that did not arise from Continuing Operations

None

vii. Causes for any Material Changes from Period to Period

Discussion of the material changes for each account is included in the Management Discussion and Analysis

Based on the appraisal reports obtained in 2018 the Company reported fair value gains on investment property of P276 million during the year.

viii. Seasonal Aspects that had Material Effect on the Financial Condition or Results of Operations

There were no significant seasonality in the Company's business that materially affects financial condition or results of operations.

PART II –OTHER INFORMATION

None

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.

SOLID GROUP INC.

SUSAN L. TAN

President & Chief Executive Officer

VINCENT S. LIM

SVP & Chief Financial Officer

May 20, 2019

Solid Group Inc. and Subsidiaries

Unaudited Consolidated Financial Statements as of March 31, 2019
and for the Three Months Ended March 31, 2019 and 2018

(with Comparative Audited Consolidated Statements of Financial
Position as of December 31, 2018)

SOLID GROUP INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
MARCH 31, 2019 AND DECEMBER 31, 2018
(Amounts in Philippine Pesos)

	Notes	2019		2018	
ASSETS					
CURRENT ASSETS					
Cash and cash equivalents	5	P	3,501,864,286	P	2,455,464,411
Trade and other receivables - net	6		565,285,523		891,990,648
Advances to related parties	24		9,326,378		9,445,656
Merchandise inventories and supplies - net	8		704,394,828		764,706,452
Real estate inventories - net	9		438,488,938		436,377,201
Other current assets	12		240,582,932		1,057,074,401
Total Current Assets			5,459,942,885		5,615,058,769
NON-CURRENT ASSETS					
Trade and other receivables	6		738,288,915		739,407,669
Financial assets at FVOCI	7		27,100,000		27,100,000
Property and equipment - net	10		1,739,710,849		1,762,625,470
Investment properties - net	11		3,435,196,036		3,406,441,906
Post-employment benefit asset	20		126,389,451		126,389,451
Deferred tax assets - net	21		175,342,539		156,709,132
Other non-current assets - net	12		124,782,311		124,715,885
Total Non-current Assets			6,366,810,101		6,343,389,513
TOTAL ASSETS		P	11,826,752,986	P	11,958,448,282

	Notes	2019	2018
LIABILITIES AND EQUITY			
CURRENT LIABILITIES			
Interest-bearing loans	13	P 70,685,762	P 123,790,100
Trade and other payables	14	326,804,250	422,162,690
Customers' deposits	2	17,188,804	15,574,861
Advances from related parties	24	1,881,549	1,881,570
Income tax payable		13,236,319	8,455,832
Total Current Liabilities		429,796,684	571,865,053
NON-CURRENT LIABILITIES			
Refundable deposits	15	27,869,556	29,298,575
Post-employment benefit obligation	20	26,716,443	26,716,443
Deferred tax liabilities - net	21	781,933,144	783,280,873
Total Non-current Liabilities		836,519,143	839,295,891
Total Liabilities		1,266,315,827	1,411,160,944
EQUITY			
Equity attributable to the Parent Company's stockholders			
Capital stock	22	2,030,975,000	2,030,975,000
Additional paid-in capital	2	4,641,701,922	4,641,701,922
Treasury shares - at cost	22	(115,614,380)	(115,614,380)
Revaluation reserves	22	42,676,944	42,225,155
Retained earnings	22	3,601,049,861	3,594,573,885
Total equity attributable to the Parent Company's stockholders		10,200,789,347	10,193,861,582
Non-controlling interests	2	359,647,812	353,425,756
Total Equity		10,560,437,159	10,547,287,338
TOTAL LIABILITIES AND EQUITY		P 11,826,752,986	P 11,958,448,282

See Notes to Consolidated Financial Statements.

SOLID GROUP INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
FOR THE THREE MONTHS ENDED MARCH 31, 2019 AND 2018
(Amounts in Philippine Pesos)

	Notes	2019	2018
REVENUES			
Sale of goods	2	P 389,347,238	P 529,252,912
Rendering of services	24, 26	163,149,802	151,559,314
Rentals	11, 24, 26	65,071,537	60,808,818
Interest	6, 19, 24	41,628,571	17,323,350
Sale of real estate	2	-	9,771,429
		659,197,148	768,715,823
COST OF SALES, SERVICES, REAL ESTATE SOLD AND RENTALS			
Cost of sales	16	356,141,945	417,576,467
Cost of services	16	130,400,408	124,116,492
Cost of rentals	11, 16	39,548,129	30,983,378
Cost of real estate sold	16	-	6,186,779
		526,090,482	578,863,116
GROSS PROFIT		133,106,666	189,852,707
OTHER OPERATING EXPENSES (INCOME)			
General and administrative expenses	17	92,277,624	93,764,904
Selling and distribution costs	17	56,161,448	62,190,410
Other operating income - net	18	(12,517,552)	(5,754,189)
		135,921,520	150,201,125
OPERATING PROFIT (LOSS)		(2,814,854)	39,651,582
OTHER INCOME (CHARGES)			
Finance costs	19	(3,020,889)	(913,691)
Finance income	19	14,980,924	33,428,707
Other gains - net	19	(250,877)	2,670,029
		11,709,158	35,185,045
PROFIT (LOSS) BEFORE TAX		8,894,304	74,836,627
TAX EXPENSE (INCOME)	21	(3,803,728)	21,670,487
NET PROFIT (LOSS)		P 12,698,032	P 53,166,140
Net Profit (Loss) for the period attributable to the:			
Parent Company's stockholders	23	P 6,475,976	P 50,137,033
Non-controlling interests		6,222,056	3,029,107
		P 12,698,032	P 53,166,140
Earnings (Loss) per share attributable to the Parent Company's stockholders	23	P 0.004	P 0.03

See Notes to Consolidated Financial Statements.

SOLID GROUP INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE THREE MONTHS ENDED MARCH 31, 2019 AND 2018
(Amounts in Philippine Pesos)

	Notes	2019		2018	
NET PROFIT (LOSS)		P	12,698,032	P	53,166,140
OTHER COMPREHENSIVE INCOME (LOSS)					
Items that will be reclassified subsequently to profit or loss:					
Currency exchange differences on translating financial statements of foreign operations			451,789		18,358,136
			-		-
Other comprehensive income (loss) – net of tax			451,789		18,358,136
TOTAL COMPREHENSIVE INCOME		P	13,149,821	P	71,524,276
Total comprehensive income (loss) attributable to:					
Parent Company's stockholders		P	6,927,765	P	68,495,169
Non-controlling interests			6,222,056		3,029,107
		P	13,149,821	P	71,524,276

See Notes to Consolidated Financial Statements.

SOLID GROUP INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE THREE MONTHS ENDED MARCH 31, 2019 AND 2018
(Amounts in Philippine Pesos)

	Notes	2019	2018
EQUITY ATTRIBUTABLE TO THE PARENT COMPANY'S STOCKHOLDERS			
CAPITAL STOCK - P1 par value			
Authorized - 5,000,000,000 shares			
Issued - 2,030,975,000 shares			
Outstanding - 1,821,542,000 shares		P 2,030,975,000	P 2,030,975,000
ADDITIONAL PAID-IN CAPITAL		4,641,701,922	4,641,701,922
TREASURY SHARES - at cost			
Acquired at P0.5520 per share - 209,433,000 shares		(115,614,380)	(115,614,380)
REVALUATION RESERVES			
Balance at beginning of year		42,225,155	(15,778,108)
Other comprehensive income (loss) for the period		451,789	18,358,136
Balance at end of the period		42,676,944	2,580,028
RETAINED EARNINGS (DEFICIT)			
Balance at beginning of year			
As previously reported		3,594,573,885	3,398,699,549
Effect of adoption of PFRS 15			68,304,647
Effect of adoption of PFRS 9		-	(9,831,510)
As restated		3,594,573,885	3,457,172,686
Profit (loss) for the period attributable to			
Parent Company's stockholders		6,475,976	50,137,033
Cash dividends		-	-
Balance at end of the period		3,601,049,861	3,507,309,719
Total Equity Attributable to the Parent Company's stockholders		10,200,789,347	10,066,952,289
NON-CONTROLLING INTERESTS			
Balance at beginning of year		353,425,756	345,976,849
Profit (loss) for the period attributable to			
Non-controlling interests		6,222,056	3,029,107
Balance at end of the period		359,647,812	349,005,956
TOTAL EQUITY		P 10,560,437,159	P 10,415,958,245
Total comprehensive income (loss) for the period attributable to:			
Parent Company's stockholders		P 6,927,765	P 68,495,169
Non-controlling interests		6,222,056	3,029,107
		P 13,149,821	P 71,524,276

See Notes to Consolidated Financial Statements.

SOLID GROUP INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE THREE MONTHS ENDED MARCH 31, 2019 AND 2018
(Amounts in Philippine Pesos)

	Notes	2019	2018
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit (loss) before tax		8,894,304	74,836,627
Adjustments for:			
Interest income		(52,821,448)	(27,729,357)
Depreciation and amortization		25,967,677	21,739,165
Impairment losses (reversal) on trade and other receivables		138,321	
Interest expense		1,055,922	806,066
Loss (reversal) on inventory obsolescence		-	(210,586)
Unrealized foreign currency losses (gains) - net		(2,806,360)	(20,346,163)
Fair value loss (gain) on investment property - net		672,053	14,074,108
Loss (gain) on sale of property and equipment		1,217,612	-
Operating profit before working capital changes		(17,681,919)	63,169,860
Decrease (increase) in trade and other receivables		352,055,591	562,086,209
Decrease (increase) in merchandise inventories and supplies		60,311,624	(248,507,730)
Decrease (increase) in real estate inventories		(2,111,737)	4,549,320
Decrease (increase) in advances to related parties		119,278	(2,856,741)
Decrease (increase) in other current assets		816,491,469	(27,314,883)
Decrease (increase) in other non-current assets		(66,426)	(9,865,136)
Increase (decrease) in trade and other payables		(90,184,920)	(134,296,797)
Increase (decrease) in customers' deposits		1,613,943	(5,053,443)
Increase (decrease) in advances from related parties		(21)	(1,911,557)
Increase (decrease) in refundable deposits		(1,429,019)	(1,101,930)
Increase (decrease) in retirement benefit obligation		-	-
Cash generated from (used in) operations		1,119,117,863	198,897,173
Interest received		12,179,756	10,348,373
Cash paid for income taxes		(5,010,571)	(4,424,958)
Net Cash From (Used in) Operating Activities		1,126,287,048	204,820,588
CASH FLOWS FROM INVESTING ACTIVITIES			
Decrease (acquisitions) of property and equipment		(4,270,668)	(17,766,233)
Interest received		8,954,301	8,324,805
Decrease (acquisitions) of available-for-sale financial assets		-	(261,767)
Decrease (additions) to investment property		(29,426,183)	(4,637,833)
Net Cash From (Used in) Investing Activities		(24,742,550)	(14,341,027)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from (repayments of) interest-bearing loans - net		(53,182,012)	6,827,992
Interest paid		(4,768,972)	(1,420,823)
Net Cash From (Used in) Financing Activities		(57,950,984)	5,407,169
Effect of Currency Rate Changes on Cash and Cash Equivalents		2,806,360	20,346,163
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		1,046,399,874	216,232,893
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		2,455,464,411	3,490,600,099
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD		P 3,501,864,285	P 3,706,832,992

See Notes to Consolidated Financial Statements.

SOLID GROUP INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
MARCH 31, 2019 AND DECEMBER 31, 2018
(Amounts in Philippine Pesos)

1. CORPORATE INFORMATION

1.1 Group Background

Solid Group Inc. (SGI or the Parent Company) was incorporated and registered with the Philippine Securities and Exchange Commission ("the Commission") on October 16, 1933.

On February 22, 1982, the Commission approved the extension of SGI's corporate life for another 50 years. SGI currently conducts business as an investment holding Company. On September 4, 1996, SGI listed its shares of stock in the Philippine Stock Exchange (PSE).

The Parent Company holds ownership interests in the following subsidiaries (the Parent Company and the subsidiaries are collectively referred to herein as "the Group"):

Subsidiaries	Percentage of Ownership 2019	2018	Notes	Nature of Business
Brilliant Reach Limited (BRL)	**100**	100	a	Investment holding company
Green Sun Hotel Management, Inc. (GSHMI)	**100**	100	b	Hotel and restaurant operation
Kita Corporation (Kita)	**100**	100		Leasing of real estate properties
My Solid Technologies & Devices Corporation (My Solid)	**100**	100		Sale of mobile phones and accessories
Omni Solid Services, Inc. (OSSI)	**100**	100		Logistics and assembly of consumer electronics products
Precos, Inc. (Precos)	**100**	100	c	Real estate
Solid Broadband Corporation (SBC)	**100**	100		Broadband, cable and satellite services
SolidService Electronics Corporation (SEC)	**100**	100		Repair services for audio and video products
Solid Group Technologies Corporation (SGTC)	**100**	100		Trading of pre-fabricated modular house and office units
Solid Manila Corporation (SMC)	**100**	100		Real estate
Solid Manila Finance, Inc. (SMFI)	**100**	100		Financing
Solid Video Corporation (SVC)	**100**	100		Trading of professional audio/ video equipment
Zen Towers Corporation (ZTC)	**100**	100		Real estate
MyApp Corporation (MyApp)	**100**	100	c	Investment holding company
Casa Bocobo Hotel, Inc. (CBHI)	**100**	100	d	Hotel and restaurant operation
Skyworld Corporation (Skyworld)	**75**	75	d, c	Investment holding company
Interstar Holdings Company, Inc. (Interstar)	**73**	73	d	Investment holding company
Starworld Corporation (Starworld)	**50**	50	d, e	Real estate
Laguna International Industrial Park, Inc. (LIIP)	**50**	50	d, f	Real estate

Notes:

(a) Incorporated and domiciled in the British Virgin Islands
(b) Incorporated on December 19, 2016
(c) Pre-operating or non-operating
(d) Indirectly owned through SMC
(e) Starworld is 20% owned by SMC and 40% owned by Skyworld
(f) LIIP is 22.5% owned by SMC and 37.5% owned by Interstar

SBC holds a provisional authority, granted by the National Telecommunications Commission, to use its legislative franchise under Republic Act (RA) No. 9116, *An Act Granting Solid Broadband Corporation a Franchise to Construct, Install, Establish, Operate and Maintain Telecommunications Systems throughout the Philippines* (see Note 25.3).

SMFI is subject to the rules and regulations provided under RA No. 8556, *The Financing Group Act of 1998* (see Note 30).

1.2 Status of Operation

On April 1, 2014, the Board of Directors (BOD) and stockholders of SMC approved the amendment to its Articles of Incorporation to include hotel operations in its secondary purpose. The amendment was approved by the Commission on April 4, 2014.

Subsequently, on October 29, 2014, Green Sun officially started its hotel and related business operations as a division under SMC. The Hotel offers 144 guest rooms, penthouse suites, food and beverage outlet, seven function rooms and two large event venues situated at 2285 Don Chino Roces Avenue, Makati City. In relation to this, SMC signed an agreement with CBHI for the management of the hotel's properties and operations. On December 19, 2016, Green Sun Hotel Management Inc. was incorporated for the management of Green Sun properties and operations.

On September 8, 2017, BOD of SEC approved the resolution changing its corporate name to SolidService Electronics Corporation. Consequently, on September 28, 2018, the Commission approved this resolution.

1.3 Other Corporate Information

The registered offices and principal places of business of the Parent Company and its subsidiaries, except those listed below, are located at 2285 Don Chino Roces Avenue, Makati City. The registered offices and principal places of business of the other subsidiaries are as follows:

BRL	-	2nd Floor, Abbott Building, P.O. Box 933, Road Town, Tortola, British Virgin Islands
Kita	-	7175 Gil Puyat Ave. cor. Feati St., Clark Freeport Zone, Clarkfield, Pampanga
OSSI	-	Solid St., LIIP, Mamplasan, Biñan, Laguna
SEC	-	145 G. Araneta, Brgy. Tatalon, Quezon City
SMC and CBHI	-	1000 J. Bocobo corner T.M. Kalaw St., Ermita, Manila
Starworld	-	CPIP Brgys. Batino & Prinza, Calamba, Laguna
ZTC	-	1111 Natividad A. Lopez Street, Brgy. 659-A, Zone 79, District 5, Ermita, Manila

1.4 Approval for Issuance of Consolidated Financial Statements

The consolidated financial statements of the Group as of and for the year ended December 31, 2018 (including the comparative consolidated financial statements as of December 31, 2017 and for the years ended December 31, 2017 and 2016) were authorized for issue by the Parent Company's BOD on April 4, 2019.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies that have been used in the preparation of these consolidated financial statements are summarized below and in the succeeding pages. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of Preparation of Consolidated Financial Statements

(a) Statement of Compliance with Philippine Financial Reporting Standards

The consolidated financial statements of the Group have been prepared in accordance with Philippine Financial Reporting Standards (PFRS). PFRS are adopted by the Financial Reporting Standards Council (FRSC) from the pronouncements issued by the International Accounting Standards Board, and approved by the Philippine Board of Accountancy.

The consolidated financial statements have been prepared using the measurement bases specified by PFRS for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies that follow.

(b) Presentation of Consolidated Financial Statements

The consolidated financial statements are presented in accordance with Philippine Accounting Standard (PAS) 1, *Presentation of Financial Statements*. The Group presents consolidated statement of comprehensive income separate from the consolidated statement of income.

In 2018, the Group adopted PFRS 9, *Financial Instruments*, which was applied using the transitional relief allowed by the standard. This allows the Group not to restate its prior periods' financial statements. Accordingly, the adoption of this new accounting standard did not require the Group to present its third statement of financial position. Differences arising from the adoption of PFRS 9 in relation to classification and measurement and impairment of financial assets are recognized in the opening balance of Retained Earnings or other components of equity in the current year as shown in the table below.

Further, the Group adopted PFRS 15, *Revenue from Contracts with Customers*, which was applied using the modified retrospective approach under which changes having a material retrospective restatements on certain accounts in the statement of financial position as at January 1, 2018 are presented together as a single adjustment to the opening balance of Retained Earnings as shown in the table below.

Accordingly, the adoption of these two new accounting standards did not require the Group to present its third statement of financial position.

The table below shows the impact of the adoption of PFRS 9 and 15 to the Group's total equity as of January 1, 2018.

	Effects on		
	Retained Earnings	**Revaluation Reserves**	**Total Equity**
Balance at January 1, 2018	P 3,398,699,549	(P 15,778,108)	P 10,285,960,832
Impact of PFRS 9 [see Note 2.2(a)(ii)]:			
Effect of reclassification and remeasurements of financial assets	-	242,742	242,742
Increase in allowance for credit losses on trade and other receivables and refundable deposits	(12,475,923)	-	(12,475,923)
Total impact from remeasurement	(12,475,923)	242,742	(12,233,181)
Increase in deferred tax asset arising from:			
Remeasurements of financial assets	-	(72,823)	(72,823)

Increase in credit loss allowance	2,644,413	-	2,644,413
	(9,831,510)	169,919	(9,661,591)
Impact of PFRS 15 [see Note 2.2(a)(iii)]: Reversal of estimated liability for land and land development costs	68,304,647	-	68,304,647
	P 3,457,172,686	**(P 15,608,189)**	**P10,344,603,888**

(c) *Functional and Presentation Currency*

These consolidated financial statements are presented in Philippine pesos, the Group's functional and presentation currency, and all values represent absolute amounts except when otherwise indicated.

Items included in the consolidated financial statements of the Group are measured using the Group's functional currency, which is the currency of the primary economic environment in which the Group operates.

2.2 Adoption of New and Amended PFRS

(a) *Effective in 2019 that are Relevant to the Group*

The Group adopted for the first time the following new PFRS, interpretation and amendments to PFRS, which are mandatorily effective for annual periods beginning on or after January 1, 2019:

PAS 19 (Amendments)	:	Employee Benefits – Plan Amendment, Curtailment or Settlement
PFRS 9 (Amendments)	:	Financial Instruments – Prepayment Features with Negative Compensation
PFRS 16	:	Leases
IFRIC 23	:	Uncertainty over Income Tax Treatments
Annual Improvements to PFRS 2015-2017 Cycle		
PAS 12 (Amendments)	:	Income Taxes – Tax Consequences of Dividends
PAS 23 (Amendments)	:	Borrowing Costs – Eligibility for Capitalization
PFRS 3 and PFRS 11 (Amendments)	:	Business Combinations and Joint Arrangements – Remeasurement of Previously Held Interests in a Joint Operation

Discussed below and in the succeeding pages are the relevant information about these standards, interpretation, amendment and improvement.

(i) PAS 19 (Amendments), *Employee Benefits – Plan Amendment, Curtailment or Settlement* (effective January 1, 2019). The amendments require the use of updated actuarial assumptions to determine current service cost and net interest for the remainder of the annual reporting period after the plan amendment, curtailment or settlement when the entity remeasures its net defined benefit liability (asset).

(ii) PFRS 9 (Amendments), *Financial Instruments – Prepayment Features with Negative Compensation* (effective from January 1, 2019). The amendments clarify that prepayment features with negative compensation attached to financial instruments may still qualify under the "solely payments of principal and interests" (SPPI) test. As such, the financial assets containing prepayment features with negative compensation may still be classified at amortized cost or at FVOCI.

(iii) PFRS 16, *Leases* (effective from January 1, 2019). The new standard will eventually replace PAS 17, *Leases*, and its related interpretation IFRIC 4, *Determining Whether an Arrangement Contains a Lease*. For lessees, it requires to account for leases "on-balance sheet" by recognizing a "right-of-use" asset and a lease liability. The lease liability is initially measured as the present value of future lease payments. For this purpose, lease payments include fixed, non-cancellable payments for lease elements, amounts due under residual value guarantees, certain types of contingent payments and amounts due during optional periods to the extent that extension is reasonably certain. In subsequent periods, the "right-of-use" asset is accounted for similar to a purchased asset subject to depreciation or amortization. The lease liability is accounted for similar to a financial liability which is amortized using the effective interest method. However, the new standard provides important reliefs or exemptions for short-term leases and leases of low value assets. If these exemptions are used, the accounting is similar to operating lease accounting under PAS 17 where lease payments are recognized as expenses on a straight-line basis over the lease term or another systematic basis (if more representative of the pattern of the lessee's benefit).

For lessors, lease accounting is similar to PAS 17's. In particular, the distinction between finance and operating leases is retained. The definitions of each type of lease, and the supporting indicators of a finance lease, are substantially the same as PAS 17's. The basic accounting mechanics are also similar, but with some different or more explicit guidance in few areas. These include variable payments, sub-leases, lease modifications, the treatment of initial direct costs and lessor disclosures.

The management plans to adopt the modified retrospective application of PFRS 16 where the cumulative effect of initially applying the standard will be recognized as an adjustment to the opening balance of Retained Earnings account at the date of initial application. The Group will elect to apply the standard to contracts that were previously identified as leases applying PAS 17 and IFRIC 4 at the date of initial application. Management is currently assessing the financial impact of this new standard on the Group's consolidated financial statements.

(iv) IFRIC 23, *Uncertainty over Income Tax Treatments* (effective from January 1, 2019). The interpretation provides clarification on the determination of taxable profit, tax bases, unused tax losses, unused tax credits, and tax rates when there is uncertainty over income tax treatments. The core principle of the interpretation requires the Group to consider the probability of the tax treatment being accepted by the taxation authority. When it is probable that the tax treatment will be accepted, the determination of the taxable profit, tax bases, unused tax losses, unused tax credits, and tax rates shall be on the basis of the accepted tax treatment. Otherwise, the Group has to use the most likely amount or the expected value, depending on the surrounding circumstances, in determining the tax accounts identified immediately above.

(v) Annual Improvements to PFRS 2015-2017 Cycle (effective from January 1, 2019). Among the improvements, the following amendments are relevant to the Group but had no material impact on the Group's consolidated financial statements as these amendments merely clarify existing requirements:

- PAS 12 (Amendments), *Income Taxes – Tax Consequences of Dividends*. The amendments clarify that all income tax consequence of dividend payments should be recognized in profit or loss.

- PAS 23 (Amendments), *Borrowing Costs – Eligibility for Capitalization.* The amendments clarify that any specific borrowing which remains outstanding after the related qualifying asset is ready for its intended purpose, such borrowing will then form part of the entity's general borrowings when calculating the capitalization rate for capitalization purposes.

- PFRS 3 (Amendments), *Business Combinations*, and PFRS 11 (Amendments), *Joint Arrangements – Remeasurement of Previously Held Interests in a Joint Operation.* The amendments clarify that previously held interest in a joint operation shall be remeasured when the Group obtains control of the business. On the other hand, previously held interests in a joint operation shall not be remeasured when the Group obtains joint control of the business.

(b) Effective in 2019 but not Relevant to the Group

The amendments and annual improvements to existing standards are mandatorily effective for annual periods beginning on or after January 1, 2019 but are not relevant to the Group's financial statements are presented below.

(i) PAS 28 (Amendments), *Investment in Associates – Long-term Interest in Associates and Joint Venture* (effective from January 1, 2019). The amendments clarify that the scope exclusion in PFRS 9 applies only to ownership interests accounted for using the equity method. Thus, the amendments further clarify that long-term interests in an associate or joint venture – to which the equity method is not applied – must be accounted for under PFRS 9, which shall also include long-term interests that, in substance, form part of the entity's net investment in an associate or joint venture.

(c) Effective Subsequent to 2019 but not Adopted Early

There are new PFRS, interpretation, amendments and annual improvements to existing standards effective for annual periods subsequent to 2019, which are adopted by the FRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and, unless otherwise stated, none of these are expected to have significant impact on the Group's consolidated financial statements:

(i) PFRS 10 (Amendments), *Consolidated Financial Statements*, and PAS 28 (Amendments), *Investments in Associates and Joint Ventures – Sale or Contribution of Assets Between an Investor and its Associates or Joint Venture* (effective date deferred indefinitely). The amendments to PFRS 10 require full recognition in the investor's financial statements of gains or losses arising on the sale or contribution of assets that constitute a business as defined in PFRS 3, *Business Combinations*, between an investor and its associate or joint venture. Accordingly, the partial recognition of gains or losses (i.e., to the extent of the unrelated investor's interests in an associate or joint venture) only applies to those sale of contribution of assets that do not constitute a business. Corresponding amendments have been made to PAS 28 to reflect these changes. In addition, PAS 28 has been amended to clarify that when determining whether assets that are sold or contributed constitute a business, an entity shall consider whether the sale or contribution of those assets is part of multiple arrangements that should be accounted for as a single transaction.

2.3 Basis of Consolidation

The Group's consolidated financial statements comprise the accounts of the Parent Company and its subsidiaries as enumerated in Note 1.1, after the elimination of intercompany transactions. All intercompany assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities under the Group are eliminated in full on consolidation. Unrealized profits and losses from intercompany transactions that are recognized in assets are also eliminated in full. Intercompany losses that indicate impairment are recognized in the consolidated financial statements.

The financial statements of subsidiaries are prepared for the same reporting period as the Parent Company, using consistent accounting principles. The Parent Company accounts for its investments in subsidiaries and non-controlling interests (NCI) as presented as follows:

(a) Investments in Subsidiaries

Subsidiaries are entities (including structured entities) over which the Parent Company has control. The Parent Company controls an entity when it has power over the investee, it is exposed, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date the Parent Company obtains control.

The Parent Company reassesses whether or not it controls an entity if facts and circumstances indicate that there are changes to one or more of the three elements of controls indicated above. Accordingly, entities are deconsolidated from the date that control ceases.

The acquisition method is applied to account for acquired subsidiaries. This requires recognizing and measuring the identifiable assets acquired, the liabilities assumed and any NCI in the acquiree. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Parent Company, if any. The consideration transferred also includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred and subsequent change in the fair value of contingent consideration is recognized directly in profit or loss.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognizes any NCI in the acquiree, either at fair value or at the NCI's proportionate share of the recognized amounts of acquiree's identifiable net assets.

The excess of the consideration transferred, the amount of any NCI in the acquiree and the acquisition-date fair value of any existing equity interest in the acquiree over the acquisition-date fair value of identifiable net assets acquired is recognized as goodwill. If the consideration transferred is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognized directly as gain in profit or loss (see Note 2.14).

(b) Transactions with NCI

The Group's transactions with NCI that do not result in loss of control are accounted for as equity transactions – that is, as transaction with the owners of the Group in their capacity as owners. The difference between the fair value of any consideration paid and the relevant share acquired of the carrying value of the net assets of the subsidiary is recognized in equity. Disposals of equity investments to NCI result in gains and losses for the Group that are also recognized in equity.

When the Group ceases to have control over a subsidiary, any retained interest in the entity is remeasured to its fair value at the date when control is lost, with the change in carrying amount recognized in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to profit or loss.

2.4 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Group's Executive Committee, its chief operating decision-maker. The Executive Committee is responsible for allocating resources and assessing performance of the operating segments.

In identifying its operating segments, management generally follows the Group's products and service lines as disclosed in Note 4, which represent the main products and services provided by the Group.

Each of these operating segments is managed separately as each of these service lines requires different technologies and other resources as well as marketing approaches. All intersegment transfers are carried out at arm's length prices.

The measurement policies the Group uses for segment reporting under PFRS 8, *Operating Segments*, are the same as those used in its consolidated financial statements, except that post-employment benefit expenses are not included in arriving at the operating profit of the operating segments.

In addition, corporate assets which are not directly attributable to the business activities of any operating segment are not allocated to any segment.

There have been no changes from prior periods in the measurement methods used to determine reported segment profit or loss.

2.5 Financial Assets

Financial assets are recognized when the Group becomes a party to the contractual terms of the financial instrument. For purposes of classifying financial assets, an instrument is considered as an equity instrument if it is non-derivative and meets the definition of equity for the issuer in accordance with the criteria of PAS 32, *Financial Instruments: Presentation*. All other non-derivative financial instruments are treated as debt instruments.

(a) Classification and Measurement of Financial Assets in Accordance with PFRS 9

Under PFRS 9, the classification and measurement of financial assets is driven by the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. The classification and measurement of financial assets are described below and in the succeeding pages.

(i) Financial Assets at Amortized Cost

Financial assets are measured at amortized cost if both of the following conditions are met:

- the asset is held within the Group's business model whose objective is to hold financial assets in order to collect contractual cash flows ("hold to collect"); and,

- the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Except for trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with PFRS 15, all financial assets meeting these criteria are measured initially at fair value plus transaction costs. These are subsequently measured at amortized cost using the effective interest method, less any impairment in value.

The Group's financial assets at amortized cost are presented in the consolidated statement of financial position as Cash and Cash Equivalents, Trade and Other Receivables, Advances to Related Parties, Refundable deposits and Short-term placements (presented as part of Other Current Assets) and Cash bond (presented as part of Other Non-current Asset account). Cash and cash equivalents include cash on hand, demand deposits, and short-term, highly liquid investments with original maturities of three months or less, readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

For purposes of cash flows reporting and presentation, cash and cash equivalents comprise accounts with original maturities of three months or less, including cash. These generally include cash on hand, demand deposits and short-term, highly liquid investments readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value. Interest income is calculated by applying the effective interest rate to the gross carrying amount of the financial assets except for those that are subsequently identified as credit-impaired. For credit-impaired financial assets at amortized cost, the effective interest rate is applied to the net carrying amount of the financial assets (after deduction of the loss allowance). The interest earned is recognized in the consolidated statement of income as part of Interest Income or Finance Income account.

With respect to cash surrender value of life insurance, income is recognize when the related increase in cash surrender value occurs and becomes determinable.

(ii) Financial Assets at Fair Value Through Other Comprehensive Income

The Group accounts for financial assets at FVOCI if the assets meet the following conditions:

- they are held under a business model whose objective is to hold to collect the associated cash flows and sell ("hold to collect and sell"); and,

- the contractual terms of the financial assets give rise to cash flows that are SPPI on the principal amount outstanding.

At initial recognition, the Group can make an irrevocable election (on an instrument-by-instrument basis) to designate equity investments as at FVOCI; however, such designation is not permitted if the equity investment is held by the Group for trading or as mandatorily required to be classified as FVTPL. The Group has designated equity instruments as at FVOCI on initial application of PFRS 9.

Financial assets at FVOCI are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value, with no deduction for any disposal costs. Gains and losses arising from changes in fair value, including the foreign exchange component, are recognized in other comprehensive income, net of any effects arising from income taxes, and are reported as part of Revaluation Reserves account in equity. When the asset is disposed of, the cumulative gain or loss previously recognized in the Revaluation Reserves account is not reclassified to profit or loss but is reclassified directly to Retained Earnings account, except for those debt securities classified as FVOCI wherein cumulative fair value gains or losses are recycled to profit or loss.

Any dividends earned on holding equity instruments are recognized in profit or loss as part of Other Gains account, when the Group's right to receive dividends is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and, the amount of the dividend can be measured reliably, unless the dividends clearly represent recovery of a part of the cost of the investment.

(b) Classification and Measurement of Financial Assets in Accordance with PAS 39

Financial assets are assigned to different categories by management on initial recognition, depending on the purpose for which the investments were acquired and their characteristics. Financial assets other than those designated and effective as hedging instruments are classified into the following categories: financial assets at FVTPL, loans and receivables, Held-to-maturity (HTM) investments and AFS financial assets.

A more detailed description of the categories of financial assets relevant to the Group as of and for the year ended December 31, 2017 and prior years follows:

(i) Financial Assets at FVTPL

This category includes financial assets that are either classified as held for trading or that meets certain conditions and are designated by the entity to be carried at fair value through profit or loss upon initial recognition. All derivatives fall into this category, except for those designated and effective as hedging instruments. Assets in this category are classified as current if they are either held for trading or are expected to be realized within 12 months from the end of each reporting period.
Financial assets at FVTPL are measured at fair value, and changes therein are recognized in profit or loss. Financial assets (except derivatives and financial instruments originally designated as financial

assets at fair value through profit or loss) may be reclassified out of FVTPL category if they are no longer held for the purpose of being sold or repurchased in the near term.

(ii) Loans and Receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Group provides money, goods or services directly to a debtor with no intention of trading the receivables. They are included in current assets, except for those with maturities greater than 12 months after the end of each reporting period, which are classified as non-current assets.

The Group's financial assets categorized as loans and receivables are presented as Cash and Cash Equivalents, Trade and Other Receivables (excluding Advances to suppliers), Advances to Related Parties and Refundable deposits and Short-term placements (presented as part of Other Current Assets) and Cash bond
(presented as part of Other Non-current Asset account), in the consolidated statement of financial position. Cash and cash equivalents are defined as cash on hand, demand deposits and short-term, highly liquid investments with original maturities of three months or less, readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

Loans and receivables are subsequently measured at amortized cost using the effective interest method, less impairment loss, if any.

(iii) AFS Financial Assets

This category includes non-derivative financial assets that are either designated to this category or do not qualify for inclusion in any of the other categories of financial assets. They are included in non-current assets presented as AFS financial assets account in the consolidated statement of financial position unless management intends to dispose of the investment within 12 months from the reporting period. The Group's AFS financial assets include proprietary membership club shares and unquoted equity securities.

All financial assets within this category are subsequently measured at fair value, except for equity instruments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured which are measured at cost, less impairment loss, if any. Gains and losses are recognized in other comprehensive income, net of any income tax effects, and are reported as part of the Revaluation Reserves account in equity, except for interest and dividend income, impairment losses and foreign exchange differences on monetary assets, which are recognized in profit or loss.

When the financial asset is disposed of or is determined to be impaired, that is, when there is a significant or prolonged decline in the fair value of the security below its cost, the cumulative fair value gains or losses recognized in other comprehensive income is reclassified from equity to profit or loss and is presented as reclassification adjustment within other comprehensive income even though the financial asset has not been derecognized.

Non-compounding interest, dividend income and other cash flows resulting from holding financial assets are recognized in profit or loss when earned, regardless of how the related carrying amount of financial assets is measured. Interest calculated using the effective interest method for all categories of financial assets is recognized in the statement of profit or loss. Dividends on equity instruments are recognized in profit or loss when the Group's right to receive payment is established.

A financial asset is reclassified out of the FVTPL category when the financial asset is no longer held for the purpose of selling or repurchasing it in the near term or under rare circumstances. A financial asset that is reclassified out of the FVTPL category is reclassified at its fair value on the date of reclassification. Any gain or loss already recognized in profit or loss is not reversed. The fair value of the financial asset on the date of reclassification becomes its new cost or amortized cost, as applicable.

(c) *Impairment of Financial Assets Under PFRS 9*

From January 1, 2018, the Group assesses its ECL on a forward-looking basis associated with its financial assets carried at amortized cost. Recognition of credit losses is no longer dependent on the Group's identification of a credit loss event. Instead, the Group considers a broader range of information in assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect collectability of the future cash flows of the financial assets.

The Group applies the simplified approach in measuring ECL, which uses a lifetime expected loss allowance for all trade and other receivables. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial assets. To calculate the ECL, the Group uses its historical experience, external indicators and forward-looking information to calculate the ECL using a provision matrix. The Group also assesses impairment of trade receivables on a collective basis as they possess shared credit risk characteristics, and have been grouped based on the days past due [see Note 27.2(b)].

For debt instruments measured at amortized cost, the allowance for credit losses is based on the ECL associated with the probability of default of a financial instrument in the next 12 months, unless there has been a significant increase in credit risk since the origination of the financial asset, in such case, a lifetime ECL for a purchased or originated credit impaired, the allowance for credit losses is based on the change in the ECL over the life of the asset. The Group recognized a loss allowance for such losses at each reporting date.

The key elements used in the calculation of ECL as follows:

(i) *Probability of default (PD)* – It is an estimate of likelihood of default over a given time horizon.

(ii) *Loss given default (LGD)* – It is an estimate of loss arising in case where a default occurs at a given time. It is based on the difference between the contractual cash flows of a financial instrument due from a counterparty and those that the Group would expect to receive, including the realization of any collateral.

(iii) *Exposure at default (EAD)* – It represents the gross carrying amount of the financial instruments subject to the impairment calculation.

Measurement of the ECL is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

(d) *Impairment of Financial Assets Under PAS 39*

In 2017 and prior year, the Group's assessed impairment of financial assets as follows:

(i) Carried at Amortized Cost – Loans and Receivables

Impairment loss is provided when there is objective evidence that the Group will not be able to collect all amounts due to it in accordance with the original terms of the agreement. If there is objective evidence that an impairment loss on loans and receivables carried at amortized cost has been incurred, the amount of the impairment loss is determined as the difference between the assets' carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred), discounted at the financial asset's original effective interest rate or current effective interest rate determined under the contract if the loan has a variable interest rate.

The carrying amount of the asset shall be reduced either directly or through the use of an allowance account. The amount of the loss shall be recognized in profit or loss.
If in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized (such as an improvement in the debtor's credit rating), the previously recognized impairment loss is reversed by adjusting the allowance account. The reversal shall not result in a carrying amount of the financial asset that exceeds what the amortized cost would have been had the impairment not been recognized at the date the impairment is reversed. The amount of the reversal is recognized in profit or loss.

(ii) Carried at Cost – AFS Financial Assets

If there is objective evidence of impairment for any of the unquoted equity instruments that is not carried at fair value because its fair value cannot be reliably measured, or on a derivative asset that is linked to and required to be settled by delivery of such an unquoted equity instrument, impairment loss is recognized. The amount of impairment loss is the difference between the carrying amount of the financial asset and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses are not reversed.

(iii) Carried at Fair Value – AFS Financial Assets

When a decline in the fair value of an AFS financial asset has been recognized in other comprehensive income and there is objective evidence that the asset is impaired, the cumulative loss – measured as the difference between the acquisition cost (net of any principal repayment and amortization) and current fair value,
less any impairment loss on that financial asset previously recognized in profit or loss – is reclassified from Revaluation Reserves to profit or loss as a reclassification adjustment even though the financial asset has not been derecognized.

Impairment losses recognized in profit or loss on equity instruments are not reversed through profit or loss. Reversal of impairment losses are recognized in other comprehensive income, except for financial assets that are debt securities which are recognized in profit or loss only if the reversal can be objectively related to an event occurring after the impairment loss was recognized.

(e) Items of Income and Expense Related to Financial Assets

All income and expenses, including impairment losses, relating to financial assets that are recognized in profit or loss are presented as part of Finance Income or Finance Costs account in the consolidated statement of income.

Non-compounding interest and other cash flows resulting from holding financial assets are recognized in profit or loss when earned, regardless of how the related carrying amount of financial assets is measured.

(f) Derecognition of Financial Assets

The financial assets (or where applicable, a part of a financial asset or part of a group of financial assets) are derecognized when the contractual rights to receive cash flows from the financial instruments expire, or when the financial assets and all substantial risks and rewards of ownership have been transferred to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

2.6 Merchandise Inventories and Supplies

Inventories are valued at the lower of cost and net realizable value. Cost is determined using the moving average method. Merchandise inventories, service parts, supplies, and others include all costs directly attributable to acquisitions, such as the purchase price, import duties and other taxes that are not subsequently recoverable from taxing authorities.

Net realizable value of merchandise inventories is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale. Net realizable value of spare parts, supplies and others is the current replacement cost.

2.7 Real Estate Inventories

Real estate inventories consist of the following:

(a) Land and Land Development Costs

Land and land development costs include the acquisition cost of raw land intended for future development and sale, as well as other costs and expenses incurred to effect the transfer of title of the property.

(b) Property Development Costs

Property development costs include the cost of land used as a building site for a condominium project and the accumulated costs incurred in developing and constructing the property for sale.

Land and land development costs and property development costs are carried at the lower of cost and net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

2.8 Other Assets

Other assets except those classified as financial assets, pertain to other resources controlled by the Group as a result of past events. They are recognized in the consolidated financial statements when it is probable that the future economic benefits will flow to the Group and the asset has a cost or value that can be measured reliably.

Other recognized assets of similar nature, where future economic benefits are expected to flow to the Group beyond one year after the end of the reporting period (or in the normal operating cycle of the business, if longer), are classified as non-current assets.

2.9 Property and Equipment

Property and equipment, except land, are carried at acquisition cost or construction cost less subsequent depreciation, amortization and any impairment losses. Land held for use in production or administration is stated at cost less any impairment losses.

The cost of an asset comprises its purchase price and directly attributable costs of bringing the asset to working condition for its intended use. Expenditures for additions, major improvements and renewals are capitalized while expenditures for repairs and maintenance are charged to expense as incurred.

Depreciation is computed on the straight-line basis over the estimated useful lives of the assets as follows:

Buildings and improvements	10 to 25 years
Test, communication and other equipment	5 to 20 years
Machinery and equipment	5 to 10 years
Transportation equipment	5 years
Computer system	2 to 5 years
Furniture, fixtures and office equipment	2 to 5 years
Tools and equipment	2 to 3 years

Construction in progress represents properties under construction and is stated at cost. This includes cost of construction, applicable borrowing costs (see Note 2.21) and other direct costs. The account is not depreciated until such time that the assets are completed and available for use.

Leasehold improvements are amortized over the estimated useful lives of the assets from two to 15 years or the terms of the relevant leases, whichever is shorter.

Fully depreciated and amortized assets are retained in the accounts until they are no longer in use and no further charge for depreciation and amortization is made in respect of those assets.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (see Note 2.19).

The residual values, estimated useful lives and method of depreciation and amortization of property and equipment are reviewed, and adjusted if appropriate, at the end of each reporting period.

An item of property and equipment, including the related accumulated depreciation, amortization and any impairment losses, is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in the consolidated statement of income in the year the item is derecognized.

2.10 Intangible Assets

Intangible assets presented under Other Assets, include nonproprietary club shares which are accounted for under the cost model. The cost of the asset is the amount of cash or cash equivalents paid or the fair value of the other considerations given up to acquire an asset at the time of its acquisition. These are recognized in the consolidated financial statements when it is probable that the future economic benefits will flow to the Group and the asset has a cost or value that can be measured reliably. The Group's nonproprietary club shares are assessed as having indefinite useful life and is tested annually for any impairment. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (see Note 2.19).

When an intangible asset is disposed of, the gain or loss on disposal is determined as the difference between the proceeds and the carrying amount of the asset and is recognized in profit or loss.

2.11 Investment Property

Investment property represents property held either to earn rental income or for capital appreciation or both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

Investment property is accounted for under the fair value model. It is revalued annually and is included in the consolidated statement of financial position at its fair value. Fair value is supported by market evidence and is determined by independent appraisers with sufficient experience with respect to both the location and the nature of the investment property (see Note 11).

Investment property, which consists mainly of land and improvements, and buildings and improvements under operating lease agreements, is initially measured at acquisition cost, including transaction costs.

Transfers from property and equipment to investment property occurs as a result of change in actual use of property.

Any gain or loss resulting from either a change in the fair value or the sale or retirement of an investment property is immediately recognized in profit or loss as Fair value gains or losses on investment property under the Other Operating Expenses (Income) section in the consolidated statement of income.

Investment property is derecognized upon disposal or when permanently withdrawn from use and no future economic benefit is expected from its disposal.

For tax purposes, investment property is carried at cost less accumulated depreciation computed on a straight-line basis over the estimated net useful lives of the assets ranging from 11 to 25 years.

2.12 Financial Liabilities

Financial liabilities, which include interest-bearing loans, trade and other payables (excluding tax-related liabilities, advances from customers and reserve for warranty costs), advances from related parties and refundable deposits, are recognized when the Group becomes a party to the contractual terms of the instrument. All interest-related charges are recognized as an expense in profit or loss under the caption Finance Costs in the consolidated statement of income.

Interest-bearing loans are recognized at proceeds received, net of direct issue costs. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are charged to profit or loss on an accrual basis using the effective interest method and are added to the carrying amount of the instrument to the extent that they are not settled in the period in which they arise.

Trade and other payables, advances from related parties and refundable deposits are initially recognized at their fair values and subsequently measured at amortized cost, using the effective interest method for maturities beyond one year, less settlement payments.

Dividend distributions to shareholders are recognized as financial liabilities upon declaration by the Parent Company's BOD.

Financial liabilities are classified as current liabilities if payment is due to be settled within one year or less after the reporting period (or in the normal operating cycle of the business, if longer), or the Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the end of reporting period. Otherwise, these are presented as non-current liabilities.

Financial liabilities are derecognized from the consolidated statement of financial position only when the obligations are extinguished either through discharge, cancellation or expiration. The difference between the carrying amount of the financial liability derecognized and the consideration paid or payable is recognized in profit or loss.

2.13 Offsetting Financial Instruments

Financial assets and financial liabilities are offset and the resulting net amount, considered as a single financial asset or financial liability, is reported in the consolidated statement of financial position when the Group currently has legally enforceable right to set off the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously. The right of set-off must be available at the end of the reporting period, that is, it is not contingent on a future event. It must also be enforceable in the normal course of business, in the event of default, and in the event of insolvency or bankruptcy, and must be legally enforceable for both entity and all counterparties to the financial instruments.

2.14 Business Combinations

Business acquisitions are accounted for using the acquisition method of accounting.

The acquisition method involves the recognition of the acquiree's identifiable assets and liabilities, including contingent liabilities, regardless of whether they are recorded in the consolidated financial statements prior to acquisition. On initial recognition, the assets and liabilities of the acquired subsidiary are included in the consolidated statement of financial position at their fair values, which are also used as the bases for the subsequent measurement in accordance with the Group's accounting policies.

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed (see Note 2.19).

Negative goodwill, which is the excess of the Group's interest in the net fair value of the net identifiable assets acquired over acquisition cost, is charged directly to profit or loss.

For the purpose of impairment testing, goodwill is allocated to cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The cash-generating units or groups of
cash-generating units are identified according to operating segment.

Gains and losses on the disposal of an interest in a subsidiary include the carrying amount of goodwill relating to it.

If the business combination is achieved in stages, the acquirer is required to remeasure its previously held equity interest in the acquiree at its acquisition-date fair value and recognize the resulting gain or loss, if any, in profit or loss or other comprehensive income, as appropriate.

Any contingent consideration to be transferred by the Group is recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognized in accordance with PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not remeasured, and its subsequent settlement is accounted for within equity.

2.15 Provisions and Contingencies

Provisions are recognized when present obligations will probably lead to an outflow of economic resources and they can be estimated reliably even if the timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive obligation that has resulted from past events.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the end of the reporting period, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. When time value of money is material, long-term provisions are discounted to their present values using a pretax rate that reflects market assessments and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense. Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate.

In those cases where the possible outflow of economic resource as a result of present obligations is considered improbable or remote, or the amount to be provided for cannot be measured reliably, no liability is recognized in the consolidated financial statements. Similarly, possible inflows of economic benefits to the Group that do not yet meet the recognition criteria of an asset are considered contingent assets; hence, are not recognized in the consolidated financial statements. On the other hand, any reimbursement that the Group can be virtually certain to collect from a third party with respect to the obligation is recognized as a separate asset not exceeding the amount of the related provision.

2.16 Revenue and Expense Recognition

Revenue comprises revenue from sale of goods and real estate and the rendering of services measured by reference to the fair value of consideration received or receivable by the Group for the foods sold and services rendered, excluding value-added tax (VAT) and trade discounts.

In 2018, to determine whether to recognize revenue, the Group follows a five-step process:

(1) identifying the contract with a customer;
(2) identifying the performance obligation;
(3) determining the transaction price;
(4) allocating the transaction price to the performance obligations; and,
(5) recognizing revenue when/as performance obligations are satisfied.

For Step 1 to be achieved, the following five gating criteria must be present:

(i) the parties to the contract have approved the contract either in writing, orally or in accordance with other customary business practices;
(ii) each party's rights regarding the goods or services to be transferred or performed can be identified;
(iii) the payment terms for the goods or services to be transferred or performed can be identified;
(iv) the contract has commercial substance (i.e., the risk, timing or amount of the future cash flows is expected to change as a result of the contract); and,
(v) collection of the consideration in exchange of the goods and services is probable.

Revenue is recognized only when (or as) the Group satisfies a performance obligation by transferring control of the promised goods or services to a customer. The transfer of control can occur over time or at a point in time.

A performance obligation is satisfied at a point in time unless it meets one of the following criteria, in which case it is satisfied over time:

(i) the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
(ii) the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; and,
(iii) the Group's performance does not create an asset with an alternative use to the Group and the entity has an enforceable right to payment for performance completed to date.

The Group often enters into transactions involving the sale of goods and real estate, and rendering of services. The transaction price allocated to performance obligations satisfied at a point in time is recognized as revenue when control of the goods or services transfers to the customer. If the performance obligation is satisfied over time, the transaction price allocated to that performance obligation is recognized as revenue as the performance obligation is satisfied. The Group uses the practical expedient in PFRS 15 with respect to non-disclosure of the aggregate amount of the transaction price allocated to unsatisfied or partially satisfied performance obligations as of the end of the reporting period and the explanation of when such amount will be recognized as revenue as the Group's contracts with customers have original expected duration of one year or less, except for real estate sales.

In addition, the following specific recognition criteria must also be met before revenue is recognized [significant judgments in determining the timing of satisfaction of the following performance obligations are disclosed in Note 3.1(a)]:

(a) *Rendering of services (other than commission income)* – Revenue from rendering of services is recognized by the amount in which the Group has a right to invoice that corresponds directly with the value of services rendered that is completed over a period in time.

(b) *Sale of goods* – Revenue is recognized at a point in time. This is generally when the customer has taken undisputed delivery of goods.

(c) *Warranty and network support fee (shown as part of Rendering of Services)* – Revenue from warranty is recognized upon actual rendering of in-warranty and out-of-warranty services to the customers. Revenue from network support, which is a fixed amount per month as indicated in the contract, is accrued at the end of each month.

(d) *Sale of real estate* – Revenues from real estate sales are recognized over time proportionate to the progress of the project development. Under this method, revenue is recognized by reference to the stage of development of the properties, i.e., revenue is recognized in the period in which the work is performed. This method faithfully depicts the transfer of goods or services because in a sale of real property, not all of the benefits are consumed by the customer until the complete satisfaction of the performance obligation.

Revenue, whether completed or ongoing projects, is recognized as revenue when 25% of the total contract price has already been collected. If the transaction does not yet qualify for revenue recognition, the deposit method is applied until all conditions for recording the sale are met. Pending the recognition of sale, payments received from buyers are presented under the Customers Deposits under current liabilities section in the consolidated statement of financial position.

Contract assets pertain to rights to consideration in exchange for goods or services that the Group has transferred to a customer that is conditioned on something other than passage of time. Under its contracts with customers, the Group will receive an unconditional right to payment for the total consideration upon the completion of the development of the property sold. Any rights to consideration recognized by the Group as it develops the property are presented as Contract Assets in the consolidated statement of financial position. Contract assets are subsequently tested for impairment in the same manner as the Group assesses impairment of its financial assets.

Any consideration received by the Group in excess of the amount for which the Group is entitled is presented as Contract Liabilities in the consolidated statement of financial position. A contract liability is the Group's obligation to transfer goods or services to a customer for which the Group has received consideration
(or an amount of consideration is due) from the customer.

(e) *Commission income (shown as part of Rendering of Services)* – Revenue from rendering of services and other fees is recognized when the performance of contractually agreed tasks have been substantially rendered.

(f) *Service charges and penalties* – Revenue is generally recognized on an accrual basis when the service has been provided and when there is reasonable degree of certainty as to their collectibility.

Further, the Group provides a product warranty for a period of 15 months from the time of sale on its sales of goods related to hidden and manufacturer's defect. Under the terms of this warranty, customers can return the product for repair or replacement if it fails to perform in accordance with published specifications. These warranties are accounted for under PAS 37. However, if the Group is required to refund the related purchase price for returned goods, it recognizes a refund liability for the expected refunds by adjusting the amount of revenues recognized during the period.

In 2017 and prior periods, the Group recognized revenues based on the provisions of PAS 18 which is to the extent that such revenues and the related costs incurred or to be incurred can be measured reliably and it is probable that future economic benefits will flow to the Group.

Cost and expenses are recognized in the consolidated statement of income upon receipt of the goods or utilization of services or at the date they are incurred. Expenditure for warranties is recognized and charged against the associated provision when the related revenue is recognized. All finance costs are reported in the consolidated statement of income on an accrual basis, except capitalized borrowing costs, which are included as part of the cost of the related qualifying asset (see Note 2.21).

2.17 Leases

The Group accounts for its leases as follows:

(a) Group as Lessee

Leases which do not transfer to the Group substantially all the risks and rewards of ownership of the asset are classified as operating leases. Operating lease payments (net of any incentive received from the lessor) are recognized as expense in the consolidated statement of income on a straight-line basis over the lease term. Associated costs, such as maintenance and insurance, are expensed as incurred.

(b) Group as Lessor

Leases which do not transfer to the lessee substantially all the risks and rewards of ownership of the asset are classified as operating leases. Lease income from operating leases is recognized in the consolidated statement of income on a straight-line basis over the lease term.

The Group determines whether an arrangement is, or contains a lease based on the substance of the arrangement. It makes an assessment of whether the fulfillment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

2.18 Foreign Currency Transactions and Translation

(a) Transactions and Balances

The accounting records of the Group, except BRL, are maintained in Philippine pesos. Foreign currency transactions during the period are translated into the functional currency at exchange rates which approximate those prevailing on transaction dates. The accounting records of BRL are maintained in United States dollar (USD).

Foreign currency exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the consolidated statement of income as part of Finance Income or Finance Costs.

(b) Translation of Financial Statements of Foreign Subsidiary

The operating results and financial position of BRL are translated to Philippine pesos, the Group's functional and presentation currency, as presented in the below and in the succeeding page.

(i) Assets and liabilities for each statement of financial position presented are translated at the closing rate at the end of the reporting period;

(ii) Income and expenses for each statement of income account are translated at the monthly average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rates prevailing at the dates of the transactions); and,

(iii) All resulting exchange differences are recognized as a separate component of other comprehensive income under currency exchange differences on translating financial statements of foreign operations, which is included under items that will be reclassified subsequently to profit or loss.

On consolidation, exchange differences arising from the translation of the net investment in BRL are recognized in other comprehensive income and taken to equity under Revaluation Reserves. When a foreign operation is partially disposed of or sold, such exchange differences are reclassified in the consolidated statement of income as part of the gain or loss on sale. Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

The translation of the consolidated financial statements into Philippine pesos should not be construed as a representation that the USD amounts could be converted into Philippine pesos amounts at the translation rates or at any other rates of exchange.

2.19 Impairment of Non-financial Assets

The Group's property and equipment, intangible assets and other non-financial assets are subject to impairment testing whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

For purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). As a result, assets are tested for impairment either individually or at the cash-generating unit level.

Impairment loss is recognized in profit or loss for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amounts which is the higher of its fair value less costs to sell and its value in use. In determining value in use, management estimates the expected future cash flows from each cash-generating unit and determines the suitable interest rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Group's latest approved budget, adjusted as necessary to exclude the effects of asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect management's assessment of respective risk profiles, such as market and asset-specific risk factors.

All assets are subsequently reassessed for indications that an impairment loss previously recognized may no longer exist. Except for impairment losses on goodwill, an impairment loss is reversed if the asset's or cash generating unit's recoverable amount exceeds its carrying amount.

2.20 Employee Benefits

The Group provides post-employment benefits to employees through a defined benefit plan, as well as defined contribution plans, and other employee benefits which are recognized as follows.

(a) Post-employment Defined Benefit Plan

A defined benefit plan is a post-employment plan that defines an amount of post-employment benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and salary. The legal obligation for any benefits from this kind of post-employment plan remains with the Group, even if plan assets for funding the defined benefit plan have been acquired. Plan assets may include assets specifically designated to a long-term benefit fund, as well as qualifying insurance policies. The Group's defined benefit post-employment plan covers all regular full-time employees. The pension plan is tax-qualified, non-contributory and administered by a trustee-bank.

The asset recognized in the consolidated statement of financial position for post-employment defined benefit plans is the fair value of plan assets less the present value of the defined benefit obligation (DBO) at the end of the reporting period. The DBO is calculated annually by an independent actuary using the projected unit credit method. The present value of the DBO is determined by discounting the estimated future cash outflows for expected benefit payments using a discount rate derived from the interest rates of a zero coupon government bonds [using the reference rates published by Bloomberg using its valuation technology, Bloomberg Valuation (BVAL)] in 2018 (Philippine Dealing & Exchange Corp. in 2017), that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating to the terms of the related post-employment liability.

Remeasurements, comprising of actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions and the return on plan assets (excluding amount included in net interest) are reflected immediately in the consolidated statement of financial position with a charge or credit recognized in other comprehensive income in the period in which they arise. Net interest is calculated by applying the discount rate at the beginning of the period, taking account of any changes in the net defined benefit liability or asset during the period as a result of contributions and benefit payments. Net interest is reported as part of Other Gains – Net under the Other Income (Charges) section in the consolidated statement of income.

Past-service costs are recognized immediately in profit or loss in the period of a plan amendment and curtailment.

(b) *Post-employment Defined Contribution Plans*

A defined contribution plan is a post-employment plan under which the Group pays fixed contributions into an independent entity. The Group has no legal or constructive obligations to pay further contributions after payment of the fixed contribution. The contributions recognized in respect of defined contribution plans are expensed as they fall due. Liabilities and assets may be recognized if underpayment or prepayment has occurred and are included in current liabilities or current assets as they are normally of a short term nature.

(c) *Termination Benefits*

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognizes termination benefits at the earlier of when it can no longer withdraw the offer of such benefits and when it recognizes costs for a restructuring that is within the scope of PAS 37 and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

(d) *Profit-sharing and Bonus Plans*

The Group recognizes a liability and an expense for bonuses and profit-sharing, based on a formula that takes into consideration the profit attributable to the Group's shareholders after certain adjustments. The Group recognizes a provision where it is contractually obliged to pay the benefits, or where there is a past practice that has created a constructive obligation.

(e) *Compensated Absences*

Compensated absences are recognized for the number of paid leave days (including holiday entitlement) remaining at the end of the reporting period. They are included in Trade and Other Payables account in the consolidated statement of financial position at the undiscounted amount that the Group expects to pay as a result of the unused entitlement.

2.21 Borrowing Costs

Borrowing costs are recognized as expenses in the period in which they are incurred, except to the extent that they are capitalized. Borrowing costs that are attributable to the acquisition, construction or production of a qualifying asset (i.e., an asset that takes a substantial period of time to get ready for its intended use or sale) are capitalized as part of cost of such asset. The capitalization of borrowing costs commences when expenditures for the asset and borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalization ceases when substantially all such activities are complete.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.
For income tax purposes, interest and other borrowing costs are charged to expense when incurred.

2.22 Income Taxes

Tax expense recognized in the consolidated statement of income comprises the sum of current tax and deferred tax not recognized in other comprehensive income or directly in equity, if any.

Current tax assets or liabilities comprise those claims from, or obligations to, fiscal authorities relating to the current or prior reporting period, that are uncollected or unpaid at the end of the reporting period. They are calculated using the tax rates and tax laws applicable to the fiscal periods to which they relate, based on the taxable profit for the year. All changes to current tax assets or liabilities are recognized as a component of tax expense in the consolidated statement of income.

Deferred tax is accounted for using the liability method, on temporary differences at the end of each reporting period between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes. Under the liability method, with certain exceptions, deferred tax liabilities are recognized for all taxable temporary differences and deferred tax assets are recognized for all deductible temporary differences and the carryforward of unused tax losses and unused tax credits to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilized. Unrecognized deferred tax assets are reassessed at the end of each reporting period and are recognized to the extent that it has become probable that future taxable profit will be available to allow such deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled provided such tax rates have been enacted or substantively enacted at the end of the reporting period.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities. For purposes of measuring deferred tax liabilities and deferred tax assets for investment properties that are measured using the fair value model, the carrying amounts of such properties are presumed to be recovered entirely through sale, unless the presumption is rebutted, that is, when the investment property is depreciable and is held within the business model whose objective is to consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale.

Most changes in deferred tax assets or liabilities are recognized as a component of tax expense in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Deferred tax assets and deferred tax liabilities are offset if the Group has a legally enforceable right to set-off current tax assets against current tax liabilities and the deferred taxes relate to the same entity and the same taxation authority.

2.23 Related Party Transactions and Relationships

Related party transactions are transfers of resources, services or obligations between the Group and its related parties, regardless whether a price is charged.

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. These parties include: (a) individuals owning, directly or indirectly through one or more intermediaries, control or are controlled by, or under common control with the Group; (b) associates; (c) individuals owning, directly or indirectly, an interest in the voting power of the Group that gives them significant influence over the Group and close members of the family of any such individual; and, (d) the Group's funded retirement plan.

In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely on the legal form.

2.24 Equity

Capital stock represents the nominal value of shares that have been issued.

Additional paid-in capital (APIC) includes any premiums received on the initial issuance of capital stock. Any transaction costs associated with the issuance of shares are deducted from APIC, net of any related tax benefits.

Treasury shares are stated at the cost of reacquiring such shares and are deducted from equity attributable to the Group's equity holders until the shares are cancelled, reissued or disposed of.

Revaluation reserves comprise the remeasurements of post-employment defined benefit plan, cumulative translation adjustments on financial statements of foreign subsidiaries and unrealized fair value gains (losses) arising from the revaluation of certain financial assets at FVOCI, previously as AFS financial assets.

Retained earnings, the appropriated portion of which is not available for distribution, represent all current and prior period results of operations as reported in the consolidated statement of income, reduced by the amounts of dividends declared, if any.

NCI represent the portion of net assets and profit or loss not attributable to the Parent Company's stockholders which are presented separately in the Group's consolidated statement of income and consolidated statement of comprehensive income and within equity in the Group's consolidated statement of financial position and consolidated statement of changes in equity.

2.25 Earnings Per Share

Basic earnings per share (EPS) is computed by dividing net profit attributable to the Parent Company's stockholders by the weighted average number of shares issued and outstanding, adjusted retroactively for any stock dividends declared, stock split and reverse stock split declared during the current period. Diluted EPS is computed by adjusting the weighted average number of ordinary shares outstanding to assume conversion of potential dilutive shares. Currently, the Group does not have potentially dilutive shares outstanding; hence, the diluted earnings per share is equal to the basic earnings per share.

2.26 Events After the End of the Reporting Period

Any post-year-end event that provides additional information about the Group's consolidated financial position at the end of the reporting period (adjusting event) is reflected in the consolidated financial statements. Post-year-end events that are not adjusting events, if any, are disclosed when material to the consolidated financial statements.

3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of the Group's consolidated financial statements in accordance with PFRS requires management to make judgments and estimates that affect amounts reported in the consolidated financial statements and related notes. Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may ultimately differ from these estimates.

3.1 Critical Management Judgments in Applying Accounting Policies

In the process of applying the Group's accounting policies, management has made the following judgments below and in the succeeding pages, apart from those involving estimation, which have the most significant effect on the amounts recognized in the financial statements:

(a) Determination of Timing of Satisfaction of Performance Obligations (2018)

(i) Rendering of Services

The Group determines that its revenue from rendering of services shall be recognized over time. In making its judgment, the Group considers the timing of receipt and consumption of benefits provided by the Group to the customers. The Group provides the services without the need of reperformance of other companies. This demonstrates that the customers simultaneously receive and consume the benefits of the Group's rendering of the services as it performs.

In determining the best method of measuring the progress of the Company's rendering of services, management considers the output method under PFRS 15 because it directly measures the value of the services transferred to the customer.

(ii) Sale of Goods

The Group determines that its revenue from sale of goods shall be recognized at a point in time when the control of the goods have passed to the customer, i.e., generally when the customer has acknowledged delivery of the goods.

(iii) Sale of Real Estate

The Group determines that its revenue from sale of real estate shall be recognized over time, which is proportionate to the progress of the project development. Under this method, realization of gross profit is recognized by reference to the stage of development of the properties.

(b) Determination of ECL on Trade and Other Receivables and Advances to Related Parties (2018)

The Group uses a provision matrix to calculate ECL for trade and other receivables. The provision matrix is based on the Company's historical observed default rates. The Group's management intends to regularly calibrate (i.e., on an annual basis) the matrix to consider the historical credit loss experience with forward-looking information (i.e., forecast economic conditions).

Other portion of the Group's financial asset at amortized cost pertains to advances to related parties. In relation to this, PFRS 9 notes that the maximum period over which ECL should be measured is the longest contractual period where an entity is exposed to credit risk. In the case of these advances to related parties, which are repayable on demand, the contractual period is the very short period needed to transfer the cash once demanded. Management determines possible impairment based on the sufficiency of the related parties' highly liquid assets in order to repay the Group's receivables if demanded at the reporting date taking into consideration the historical defaults of the related parties. If the Group cannot immediately collect its receivables, management considers the expected manner of recovery to measure ECL. If the recovery strategies indicate that the outstanding balance of receivables can be collected, the ECL is limited to the effect of discounting the amount due over the period until cash is realized.

Details about the ECL on the Group's trade and other receivables and advances to related parties are disclosed in Notes 6 and 27.2.

(c) Revenue Recognition Criteria on Real Estate Sales (2017)

The Group recognizes revenues from real estate sales under the full accrual method. Under this method, critical judgment is made by management in determining whether the collectability of the sales price is reasonably assured. Management considers the collectability of real estate sales as reasonably assured when: (a) the related loan documents have been delivered to the banks; or (b) the full down payment comprising a substantial portion (at least 25%) of the contract price is received and the capacity to pay and credit worthiness of buyers have been reasonably established for sales under the deferred cash payment arrangement.

(d) Evaluation of Impairment of AFS Financial Assets (2017)

The determination when an investment is other-than-temporarily impaired requires significant judgment. In making this judgment, the Group evaluates, among other factors, the duration and extent to which the fair value of an investment is less than its cost, and the financial health of and near-term business outlook for the investee, including factors such as industry and sector performance, changes in technology and operational and financing cash flows.
Based on the recent evaluation of information and circumstances affecting the Group's AFS financial assets, management concluded that certain assets are permanently impaired as of December 31, 2017 as disclosed in Note 7. Future changes in those information and circumstances might significantly affect the carrying amount of the assets.

(e) Costing of Merchandise Inventories and Supplies

The Group's inventory costing policies and procedures were based on a careful evaluation of present circumstances and facts affecting production operations.
A review of the benchmarks set by management necessary for the determination of inventory costs and allocation is performed regularly. Actual data are compared to the related benchmarks and critical judgment is exercised to assess the reasonableness of the costing policies and procedures which are currently in place and to make the necessary revisions in light of current conditions.

(f) Distinction between Investment Property, Owner-occupied Properties and Real Estate Inventories

The Group determines whether a property qualifies as investment property. In making its judgment, the Group considers whether the property generates cash flows largely independent of the other assets held by an entity. Owner-occupied properties generate cash flows that are attributable not only to the properties but also to other assets used in the production or supply process. On the other hand, real estate inventories are properties intended to be sold in the normal course of business.

(g) Distinction between Operating and Finance Leases

The Group has entered into various lease agreements as either a lessor or lessee. Critical judgment was exercised by management to distinguish each lease agreement as either an operating or finance lease by looking at the transfer or retention of significant risk and rewards of ownership of the properties covered by the agreements. Failure to make the right judgment will result in either overstatement or understatement of assets and liabilities. Based on management's judgment, all of the Group's lease agreements were determined to be operating leases.

(h) Recognition of Provisions and Contingencies

Judgment is exercised by management to distinguish between provisions and contingencies. Policies on recognition of provision and contingencies are discussed in Note 2.15 and the disclosures on relevant provisions and contingencies are presented in Notes 26.

3.2 Key Sources of Estimation Uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting period:

(a) Estimation of Allowance for ECL (2018)

The measurement of the allowance for ECL on financial assets at amortized cost is an area that requires the use of significant assumptions about the future economic conditions and credit behavior (e.g., likelihood of customers defaulting and the resulting losses). Explanation of the inputs, assumptions and estimation used in measuring ECL is further detailed in Note 6.

(b) Impairment of Trade and Other Receivables and Advances to Related Parties (2017)

Adequate amount of allowance for impairment is provided for specific and groups of accounts, where objective evidence of impairment exists. The Group evaluates the amount of allowance for impairment based on available facts and circumstances affecting the collectability of the accounts, including, but not limited to, the length of the Group's relationship with the counterparties, their current credit status, average age of accounts, collection experience and historical loss experience. The methodology and assumptions used in estimating future cash flows are reviewed regularly by the Group to reduce any differences between loss estimate and actual loss experience.

The carrying value of trade and other receivables and the analysis of allowance for impairment on such financial assets are shown in Note 6. Meanwhile, there were no impairment losses recognized on advances to related parties for the years ended December 31, 2017 based on management's assessment (see Note 24.4).

(c) Fair Value Measurement for Financial Instruments

Management applies valuation techniques to determine the fair value of financial instruments where active market quotes are not available. This requires management to develop estimates and assumptions based on market inputs, using observable data that market participants would use in pricing the instrument. Where such data is not observable, management uses its best estimate. Estimated fair values of financial instruments may vary from the actual prices that would be achieved in an arm's length transaction at the end of the reporting period.

The carrying values of the Group's financial assets at FVOCI (previously, AFS financial assets) and the amounts of fair value changes recognized on those assets are disclosed in Note 7.

(c) Determination of Net Realizable Value of Merchandise Inventories and Supplies

In determining the net realizable value of merchandise inventories and supplies, management takes into account the most reliable evidence available at the time the estimates are made. The Group's core business is continuously subject to rapid technology changes which may cause inventory obsolescence. Moreover, future realization of the carrying amounts of inventories is affected by price changes in different market segments of electronic devices, modular houses, broadcast equipment and accessories (see Note 8). Both aspects are considered key sources of estimation uncertainty and may cause significant adjustments to the Group's merchandise inventories and supplies within the next reporting period.

(d) Determination of Net Realizable Value of Real Estate Inventories

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

Management's assessment of net realizable value of properties under development requires the estimates of future cash flows to be derived from these properties. These estimates require judgment as to the anticipated sale prices by reference to recent sales transactions in nearby locations, rate of new property sales, marketing costs (including price discounts required to stimulate sales) and the expected costs to completion of properties, the legal and regulatory framework and general market conditions.

The carrying amounts of the real estate inventories are disclosed in Notes 8 and 9.

(e) Estimation of Useful Lives of Property and Equipment

The Group estimates the useful lives of property and equipment based on the period over which the assets are expected to be available for use. The estimated useful lives of property and equipment are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical/commercial obsolescence and legal or other limits on the use of the assets.

The carrying amounts of property and equipment are analyzed in Note 10. Based on management's assessment as at December 31, 2018, there is no change in the estimated useful lives of property and equipment during those years. Actual results, however, may vary due to changes in estimates brought about by changes in factors mentioned above.

(f) Fair Value Measurement of Investment Property

The Group's investment property, which consists of parcels of land and improvements and buildings and improvements, are carried at fair value at the end of the reporting period. In determining the fair value of these assets, the Group engages the services of professional and independent appraisers applying the relevant valuation methodologies as discussed in Note 29.4.

For investment properties with appraisals conducted prior to the end of the current reporting period, management determines whether there are significant circumstances during the intervening period that may require adjustments or changes in the disclosure of fair value of those properties.

A significant change in these elements may affect prices and the value of the assets. The amounts of fair value gains recognized on investment property are disclosed in Notes 11 and 18.

(g) Determination of Realizable Amount of Deferred Tax Assets

The Group reviews its deferred tax assets at the end of each reporting period and reduces the carrying amount to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

The carrying value of recognized deferred tax assets, which management assessed may be fully utilized in the coming years, as at December 31, 2018 disclosed in Note 21.2. Certain deferred tax assets, however, were not recognized since management believes that there is no assurance that the related tax benefits will be realized in the coming years.

(h) *Impairment of Non-financial Assets*

In assessing impairment, management estimates the recoverable amount of each asset or a cash-generating unit based on expected future cash flows and uses an interest rate to calculate the present value of those cash flows. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate (see Note 2.19). Though management believes that the assumptions used in the estimation of fair values reflected in the consolidated financial statements are appropriate and reasonable, significant changes in those assumptions may materially affect the assessment of recoverable values and any resulting impairment loss could have a material adverse effect on the results of operations.

(i) *Estimation of Reserve for Warranty Costs*

The Group offers warranty, for a period ranging from one to two years, for each consumer electronic product sold. Management estimates the related provision for future warranty costs based on a certain percentage of sales, as determined based on historical warranty claim information as well as recent trends that might suggest that past cost information may differ from expectations. Warranty costs also include the actual cost of materials used in repairing the electronic products.

The amounts of provision for warranty claims recognized and the outstanding balance of Reserve for warranty costs, which is presented as part of Trade and Other Payables account in the consolidated statements of financial position, are disclosed in Note 14.

(j) *Valuation of Post-employment Defined Benefit*

The determination of the Group's obligation and cost of post-employment benefit is dependent on the selection of certain assumptions used by actuaries in calculating such amounts. Those assumptions are described in Note 20.2 and include, among others, discount rates and expected rate of salary increases. A significant change in any of these actuarial assumptions may generally affect the recognized expense, other comprehensive income or losses and the carrying amount of the post-employment benefit asset and obligation in the next reporting period.

The amounts of the fair value of the retirement benefit asset and present value of retirement benefit obligation and the analysis of the movements in the fair value of the retirement benefit asset and present value of retirement benefit obligation, as well as the significant assumptions used in estimating such asset and obligation are presented in Note 20.2.

4. SEGMENT INFORMATION

4.1 Business Segments

The Group's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The Group's different business segments are presented below.

(a) Digital mobile is involved in the sale of mobile phones and devices;

(b) Property and building services is involved in the leasing, development and sale of industrial and other real estate properties, sale of prefabricated modular houses and hotel and restaurant operations;

(c) Technical support and solutions is presently engaged in the business of sale of professional audio and video equipment, after sales services, warehousing and distribution; and,

(d) Investment and others include investment holding companies, and those included in the business of financing and credit extension.

Segment accounting policies are the same as the policies described in Note 2.4.

4.2 Segment Assets and Liabilities

Segment assets include all operating assets used by each business segment and consist principally of operating cash, receivables, inventories and property and equipment, net of allowances and provisions. Similar to segment assets, segment liabilities include all operating liabilities used by each segment and consist principally of accounts, wages, taxes currently payable and accrued liabilities.

4.3 Intersegment Transactions

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

4.4 Analysis of Segment Information

The following tables present certain asset and liability information regarding business segments as at March 31, 2019 and December 31, 2018 and the related revenue and profit information for each of the period ended March 31, 2019 and March 31, 2018 (amounts in thousands):

	Digital Mobile	Property & Building Services	Technical Support & Solutions	Investment & Others	Elimination	Total
2019						
SEGMENT RESULTS						
Total revenues	P 322,177	P 128,105	P 189,155	P 54,419	(P 34,658)	P 659,197
Net profit (loss)	(38,4288)	P 22,259	P 14,561	P 14,306	P -	P 12,698
SEGMENT ASSETS AND LIABILITIES						
Total assets	P 1,682,201	P 6,415,987	P 886,439	P 8,585,196	(P 5,743,069)	P 11,826,753
Total liabilities	P 1,412,387	P 1,955,291	P 161,971	P 408,256	(P 2,671,588)	P 1,266,316

	Digital Mobile	Property & Building Services	Technical Support & Solutions	Investment & Others	Elimination	Total
2018						
SEGMENT RESULTS						
Total revenues	P 435,615	P 114,427	P 215,585	P 32,079	(P 28,990)	P 768,716
Net profit (loss)	475	P 7,661	P 7,941	P 16,763	P 20,327	P 53,166
SEGMENT ASSETS AND LIABILITIES						
Total assets	P 1,785,364	P 6,286,477	P 883,926	P 8,569,677	(P 5,566,996)	P 11,958,448
Total liabilities	P 1,477,122	P 2,039,172	P 174,019	P 407,494	(P 2,686,646)	P 1,411,161

CASH AND CASH EQUIVALENTS

Cash and cash equivalents include the following components as at:

	2019	2018
Cash on hand and in banks	**P 238,627,383**	P 372,038,970
Short-term placements	**3,263,236,923**	2,083,425,441
	P 3,501,864,286	P 2,455,464,411

Cash in banks generally earn interest based on daily bank deposit rates. Short-term placements are made for varying periods of between 1 to 90 days and earn annual interests ranging from 0.5% to 6.5% in 2019 and 2018 (see Note 19.2).

The balance of short-term placements as of December 31, 2018 did not include P806.1 million which is shown as part of the Other Current Assets account in the consolidated statements of financial position (see Note 12). Such amount pertains to time deposits with maturity of more than three months. As of March 31, 2019, all time deposits had maturity of less than three months and consequently classified under Cash & Cash equivalents.

6. TRADE AND OTHER RECEIVABLES

This account is composed of the following:

	Notes	2019	2018
Current:			
Trade receivables	24.5, 24.9, 24.10, 25.1 25.3	**P 213,732,509**	P 706,129,098
Advances to suppliers	24.5	**300,117,626**	163,978,574
Loans receivables	24.3	**40,608,592**	39,981,928
Rental receivables	24.2	**37,461,356**	14,497,908
Interest receivable		**28,998,847**	5,158,277
Receivable from officers and employees		**4,783,765**	1,745,636
Other receivables		**42,870,627**	63,648,705
		668,573,322	995,140,126
Allowance for impairment		**(103,287,799)**	(103,149,478)
		565,285,523	891,990,648
Non-current:			
Trade receivables		**13,643,069**	15,500,823
Loans receivables	24.3	**647,049**	703,665
Cash surrender value of investment in life insurance		**724,024,220**	723,228,605
		738,314,339	739,433,093
Allowance for impairment		**(25,424)**	(25,424)
		738,288,915	739,407,669
		P 1,303,599,862	P 1,631,398,317

Trade receivables include amounts of receivables related to the sold condominium units which are being paid for by the customers in monthly installments. The titles to the real estate properties sold remains with the Group until the receivables are fully collected. Trade receivables from sale of condominium units are measured at amortized cost and bear effective interests ranging from 9.75% to 18.0% depending on the terms of payment.

Advances to suppliers mainly include advance payments made by My Solid for future purchases of mobile phone units and accessories (see Note 24.5). These also include advances made to various suppliers made by SVC for the purchase of pro-tapes, video and medical equipment and spare parts.

Interest income recognized on the Group's loans receivables are presented as part of Interest under the Revenues section of the consolidated statements of income. The effective interest rates on loans receivables range from 7.5% to 30.0% in 2018. Other receivables include amounts due from credit card companies for the sales of CCTV. This account also consist of unsecured, noninterest-bearing cash advances made to the ZTC's Unit Owners' Association for expenses incurred by the unit owners and rent receivables.

Cash surrender value of investment in life insurance pertains to insurance policies purchased by BRL for certain directors of the Parent Company. The beneficiary of this investment in life insurance is the Parent Company and accounted for under the cash surrender value method. Under this method, the initial cash surrender value of the insurance policies is recognized immediately in the consolidated statements of financial position. Subsequently, any increase in cash surrender value is recognized as part of the Finance Income in the consolidated statements of income (see Note 19.2).

The cash surrender value of the investment in life insurance is used as collateral for interest-bearing loans obtained by BRL (see Note 13).

All of the Group's trade and other receivables have been reviewed for indications of impairment. Based on management's assessment of the ECL using the simplified approach, certain trade receivables were found to be impaired; hence, adequate amount of allowance for impairment have been recognized.

7. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

This account comprises of the following:

	2019	2018
Club shares	**P 27,100,000**	P 27,100,000
Others		-
	P 27,100,000	P 27,100,000

The Parent Company has equity securities pertaining to its 33% equity ownership interest in the common stock of Sony Philippines, Inc. (SPI). This investment is related to the Joint Venture Agreement (JVA) executed in 1997 with Sony Corporation of Japan which has expired on May 8, 2005. On April 11, 2005, the Parent Company received a formal notice of the expiry of the JVA. The Parent Company and Sony Corporation have both agreed to pursue negotiations for an equitable settlement of all matters relating to the JVA and its expiration.

As a result of the above events, the Parent Company determined that it no longer has significant influence over the investee company. Consequently, it reclassified its remaining investment in shares of stock of SPI with total cost of P8.6 million to AFS financial assets in 2005, which was already fully provided with allowance for impairment. The Parent Company determined that the fair value of this investment is nil as of December 31, 2018.

On the other hand, the fair values of the Group's ivestments in club shares, which represent proprietary membership club shares, as at December 31, 2018 have been determined based on quoted prices in less active markets due to lack of trading activities among its participants (see Note 29.2).

Reclassification made pertains to certain financial assets at FVOCI, previously classified as AFS financial assets, that are non-proprietary club shares which should be treated as intangible assets under PAS 38, *Intangible Assets*. Accordingly, these investments were reclassified to intangible assets which is presented as part of Other Non-current Assets (see Note 12).

In 2018, SBC derecognized of certain equity securities with original cost of P0.4 million and fair value of P0.3 million as of December 31, 2017. The accumulated fair value loss amounting to P94,120 was derecognized from the Revaluation Reserves account while the related loss on disposal amounting to P0.4

million was recognized as a direct deduction against the Retained Earnings account in the 2018 statement of changes in equity (see Note 22.3).

8. MERCHANDISE INVENTORIES AND SUPPLIES

The details of this account are shown below.

	Notes	2019	2018
Merchandise inventories	16.1	**P 738,928,783**	P 798,017,743
Service parts, supplies and others	24.1	**44,093,397**	45,316,061
		783,022,180	843,333,804
Allowance for inventory obsolescence		**(78,627,352)**	(78,627,352)
		P 704,394,828	P 764,706,452

The Group has no outstanding purchase commitment for the acquisition of merchandise inventories and supplies as at March 31, 2019 and December 31, 2018.

9. REAL ESTATE INVENTORIES

This account is composed of:

	2019	2018
Land and land development costs:		
Land	**P 4,265,299**	P 4,265,299
Land development costs	**35,281,523**	35,281,523
	39,546,822	39,546,822
Allowance for impairment	**(2,022,800)**	(2,022,800)
	37,524,022	37,524,022
Property development costs – Construction in progress and development costs	**400,964,916**	398,853,179
	P 438,488,938	P 436,377,201

Land and land development costs pertain to cost of land and related improvements, held by Starworld and LIIP, which are held for sale. Property development costs pertain to the cost of land used as a building site and the accumulated construction costs of the condominium building project being developed by ZTC, which are also for sale.

The allowance for impairment recognized in prior years pertains to the estimated cost of parcels of land and land development costs which may not be fully realized as a result of the Group's long-outstanding claims against the seller for the transfer of title to the name of LIIP. There were no additional impairment losses recognized in 2018.

Under its registration with the Board of Investments, Starworld shall develop 118 hectares of land in its development project located in Calamba Premiere International Park (CPIP) in Bo. Prinza, Calamba City, Laguna. As at December 31, 2018, lot areas totaling 83 hectares (65 hectares for Phase 1 and 18 hectares for Phase 2) were acquired and fully developed.

The Group, through ZTC, has initiated the planning and construction of the Tri Towers condominium building (see Note 26.4). The construction was started by in 2005. The accumulated construction costs (including cost of the land) were eventually transferred to ZTC. The construction of Tower 1 and Tower 2 was completed in 2008 and 2012, respectively, while the construction of Tower 3 has not yet started, however, it has incurred expenses for the planning phase as of March 31 2019.

10. PROPERTY AND EQUIPMENT

The gross carrying amounts and accumulated depreciation, amortization and impairment losses of property and equipment at the beginning and end of 2018 and 2017 are shown below.

	Land	Buildings and Improvements	Machinery and Equipment	Furniture, Fixtures and Office Equipment	Transportation Equipment	Test, Communication and Other Equipment	Computer System	Leasehold Improvements	Tools and Equipment	Construction in Progress	Total
March 31, 2019											
Cost	P 1,277,854,682	P 364,380,813	P 189,564,415	P 204,729,392	P 182,412,068	P 17,877,340	P 82,409,849	P 129,702,974	P 93,545,086	P 25,111,071	P 2,567,587,690
Accumulated depreciation and amortization	-	(113,132,283)	(126,373,336)	(158,217,546)	(110,911,046)	(16,508,055)	(78,359,183)	(113,962,440)	(61,066,704)	-	(778,530,591)
Accumulated impairment losses	-	(35,000,000)	-	-	-	-	-	-	-	(14,346,250)	(49,346,250)
Net carrying amount	P 1,277,854,682	P 216,248,530	P 63,191,079	P 46,511,846	P 71,501,022	P 1,369,285	P 4,050,666	P 15,740,534	P 32,478,382	P 10,764,821	P 1,739,710,849
December 31, 2018											
Cost	P 1,277,854,682	P 343,390,748	P 183,035,601	P 254,294,087	P 181,549,802	P 11,736,904	P 84,063,933	P 109,739,118	P 86,118,965	P 39,506,874	P 2,571,290,714
Accumulated depreciation and amortization	-	(88,848,621)	(115,575,943)	(201,778,219)	(118,013,724)	(10,269,976)	(72,205,178)	(92,777,453)	(59,849,880)	-	(759,318,995)
Accumulated impairment losses	-	(35,000,000)	-	-	-	-	-	-	-	(14,346,250)	(49,346,250)
Net carrying amount	**P 1,277,854,682**	**P 219,542,127**	**P 67,459,658**	**P 52,515,868**	**P 63,536,078**	**P 1,466,928**	**P 11,858,755**	**P 16,961,665**	**P 26,269,085**	**P 25,160,624**	**P 1,762,625,470**

Construction in progress pertains to accumulated costs incurred on building improvements being constructed in various properties of the Group.

In 2018, the Group recognized gain on disposal of certain property and equipment totaling P1.2 million. The recognized gain on the transactions are presented as part of Other Gains – Net in the consolidated statements of income (see Note 19.3).

There were no restrictions on titles and items of property and equipment as of December 31, 2018. Fully depreciated property and equipment still in use in the Group's operations amounted to P298.1 million as of December 31, 2018.

11. INVESTMENT PROPERTIES

The Group's investment properties accounted for under the fair value method, consists mainly of land and improvements, and buildings and improvements that are held under operating lease agreements. These properties earn rental income, presented as Rentals in the consolidated statements of income and incur direct costs such as real property taxes, repairs and maintenance and utilities which are presented as part of Cost of Rentals in the consolidated statements of income (see Note 16.3).

The fair values of the Group's investment properties as at December 31, 2018 was determined based on appraisal reports dated October 30, 2018. Management obtains annual appraisal reports on its investment properties from independent appraisers (see Note 29.4).

The changes in the carrying amounts of investment property as presented in the consolidated statements of financial position are summarized as follows as of March 31, 2019 and December 31, 2018:

	Land and Improvements	Building and Improvements	Construction in Progress	Total
2019:				
Balance at beginning of year	P 2,527,112,934	P 874,353,170	P 4,975,802	P 3,406,441,906
Additions		1,095,982	28,330,201	29,426,183
Fair value gains (losses) on investment property – net (see Note 18)		(672,503)	-	(672,503)
Transfer from property and equipment		-		-
Disposals	-	-	-	-
Balance at end of year	**P 2,527,112,934**	**P 874,777,099**	**P 33,306,003**	**P 3,435,196,036**
2018:				
Balance at beginning of year	P 2,171,295,332	P 732,622,140	P -	P 2,903,917,472
Additions	5,814,906	48,829,767	-	58,866,599
Fair value gains (losses) on investment property – net (see Note 18)	346,740,526	(69,875,474)	-	276,865,052
Transfer from property and equipment	3,262,170	162,776,737	8,749,802	170,566,783
Disposals			(3,774,000)	(3,774,000)
Balance at end of year	P 2,527,112,934	P 874,353,170	P 4,975,802	P 3,406,441,906

12. OTHER ASSETS

The composition of these accounts as of March 31, 2019 and December 31, 2018 are shown below.

	Notes	2019	2018
Current:			
Short-term placements	5	**P -**	P 806,113,523
Creditable withholding taxes		**97,850,646**	100,875,346
Input VAT – net		**89,685,571**	94,253,531
Prepayments		**20,284,982**	22,222,254
Deferred costs		**10,822,016**	10,556,069
Refundable deposits	26.2	**9,678,307**	9,747,103
Deferred input VAT		**11,455,127**	3,306,682
Others		**847,779**	9,999,893
		P 240,624,428	P 1,057,074,401

	Notes	2019	2018
Non-current:			
Deposits on acquisition land		**105,389,337**	105,389,337
Refundable deposits	26.2	**5,700,168**	4,582,196
Deposits to suppliers		**3,347,774**	3,347,774
Cash bond		**692,234**	692,234
Intangible assets	7	**527,428**	553,836
Others		**9,125,370**	10,150,508
		124,782,311	124,715,885
		P 365,406,740	P 1,181,790,286

Short-term placements are made for varying periods of between 122 to 132 days in 2018 and earn effective interest of 6.25% and 3.50% in 2018 (see Notes 5 and 19.2).

Deferred costs by the Group represent cost of inventories which have not been charged to cost of sales pending the completion of its projects.

Prepayments pertain to prepaid insurance, prepaid rent, and prepayments for professional fees, import charges and others. In 2018, the Group made advance payments for the acquisition of land intended for future development.

13. INTEREST-BEARING LOANS

The Group's short-term interest-bearing loans pertains to loan of BRL which are denominated in USD and is currently due within 12 months after the end of reporting period; hence, classified as part of the

Group's current liabilities in the consolidated statements of financial position. Presented below is the reconciliation of the Group's interest-bearing loans.

	2019		2018	
	USD	**PHP**	USD	PHP
Balance at beginning of year	$ 2,347,889	P 123,790,073	$ 2,318,535	P 115,748,223
Additional borrowings	(1,008,686)	(53,181,985)	29,354	1,547,660
Translation adjustment	-	77,674	-	6,494,217
Balance at end of year	**$ 1,339,202**	**P 70,685,762**	$ 2,347,889	P 123,790,100

The loan of BRL are secured by the cash surrender value of investment in life insurance amounting to P724 million and P723 million as of March 31, 2019 and December 31, 2018, respectively (see Note 6). The loan bears interest at prevailing market rates ranging from 2.50% to 3.84% in 2018. Interest expense arising from these loans is shown as part of Interest expense on interest-bearing loans under Finance Costs account in the consolidated statements of income (see Note 19.1).

The fair value of loan obtained approximates the carrying values since the interest rates are repriced at market rates at the end of the reporting period. As at December 31, 2018, the Group is not subjected to any covenants relating to the loan.

14. TRADE AND OTHER PAYABLES

This account consists of:

	Note	**2019**	2018
Trade payables	24.1, 24.5	**P 118,018,385**	P 153,956,342
Accrued dealers' incentives		**57,450,387**	98,554,552
Refundable deposits		**35,946,322**	32,632,240
Accrued expenses		**29,299,840**	24,859,611
Non-trade payables		**12,527,983**	18,100,364
Unearned rental		**19,943,458**	14,657,262
Deferred output VAT		**12,806,353**	13,311,202
Advances from customers		**5,941,120**	11,740,395
Rentals payable		**5,725,049**	5,725,049
Withholding taxes payable		**10,823,804**	4,273,686
Output VAT		**7,440,581**	3,594,357
Reserve for warranty costs		**2,623,038**	2,623,381
Retention payable		**1,114,113**	190,401
Other payables		**7,104,326**	37,943,848
		P 326,804,250	P 422,162,690

Accrued dealers' incentives pertain to rebates awarded to dealers once certain level of sales were achieved during a particular period.

Accrued expenses include amounts charged for rentals, outside services, salaries and other operating expenses which remained unpaid as at the end of the reporting periods.

The outstanding deferred output VAT arises from the outstanding receivables on the Group's sale of services.

Other payables primarily consist of payroll-related liabilities and due to government agencies for unpaid contributions for social security and other benefits of the Group's employees.

15. REFUNDABLE DEPOSITS

SMC, Kita and ZTC have long-term refundable deposits from various tenants amounting to P27.9 million and P29.3 million as at March 31, 2019 and December 31, 2018. The refundable deposits are remeasured at amortized cost using the effective interest ranging from 3.48% to 6.25% at the inception of the lease terms.

SMC recognized gain (loss) on discounting of its refundable deposits. The loss on discounting of refundable deposits was recognized as part of Finance Costs while the gain on discounting of refundable deposits was recognized as part of the Finance Income in the consolidated statements of income (see Notes 19.2 and 19.1).

The refundable deposits with maturity of more than one year are shown as a separate line item under Non-current Liabilities section in the consolidated statements of financial position.

16. COSTS OF SALES, SERVICES, RENTALS AND REAL ESTATE SALES

16.1 Cost of Sales

The details of this account are shown below.

	Notes	2019	2018
Merchandise inventories at beginning of year	8	**P 798,017,743**	P 681,659,177
Net purchases of merchandise inventories during the year	17, 24.1, 24.5	**297,052,985**	665,562,023
Goods available for sale		**1,095,070,728**	1,347,221,201
Merchandise inventories at end of year	8	**(738,928,783)**	(929,434,148)
Net provision (reversal of allowance) for inventory obsolescence	8	**-**	(210,586)
	17	**P 356,141,945**	P 417,576,467

16.2 Cost of Services

The following are the breakdown of direct costs and expenses from rendering of services:

	Notes	2019	2018
Materials, supplies and other consumables	24.1	**P 24,382,751**	P 34,245,918
Service fees	25.3	**24,899,592**	16,583,254
Salaries and employee benefits	20.1	**15,181,070**	16,090,590
Subcontracting services		**19,907,509**	17,697,371
Depreciation and amortization	10	**11,464,999**	9,172,470
Manpower and other Outside services		**9,766,864**	11,062,700
Communication, light and water		**7,681,276**	6,500,738
Rentals	26.2	**2,938,636**	928,510
Fuel & Oil		**2,914,471**	2,504,639
Transportation and travel		**2,633,025**	1,892,250
Repairs and maintenance		**1,827,045**	1,504,304
Taxes and Licenses		**386,305**	478,647
Integration		**1,398,249**	653,183
Insurance		**435,250**	449,685
Others		**4,583,365**	4,352,232
	17	**P 130,400,408**	P 124,116,492

16.3 Cost of Rentals

The details of this account are as follows:

	Notes	2019	2018
Taxes and licenses		**P 22,347,473**	P 14,079,573
Manpower and other outside services		**2,377,047**	2,304,626
Rentals	26.2	**54,000**	1,892,326
Depreciation and amortization	10	**8,513,952**	7,858,345
Repairs and maintenance		**1,515,623**	1,377,211
Salaries and employee benefits	20.1	**188,576**	166,376
Communication usage service area		**2,170,273**	1,062,824
Others		**2,381,185**	2,242,097
	11, 17	**P 39,548,129**	P 30,983,378

Others primarily consists of supplies and transportation and travel expenses.

17. OPERATING EXPENSES BY NATURE

The details of operating expenses by nature are shown below.

	Notes	2019	2018
Net purchases of merchandise inventories	16.1, 24.1, 24.5	**P 297,052,985**	665,562,023
Salaries and employee benefits	20.1	**58,347,012**	52,808,619
Subcontracting services		**45,502,518**	39,693,224
Changes in merchandise, finished goods and work-in-process inventories	16.1	**59,088,960**	(247,774,970)

Manpower and other outside services		**23,478,215**	25,107,195
Materials, supplies and other consumables	16.1, 24.5	**28,680,346**	35,206,700
Service fees	25.3	**24,899,592**	16,583,254
Utilities and communication		**17,509,598**	15,696,637
Depreciation and amortization	10	**25,967,677**	21,739,165
Taxes and licenses		**40,760,508**	31,772,199
Net provision (reversal) for inventory obsolescence	8	-	(210,586)
Loss on unrecoverable advances		**138,321**	-
Warranty charges		**5,204,003**	7,175,678
Advertising and promotions		**8,267,316**	6,841,783
Repairs and maintenance		**5,739,705**	5,811,054
Provisions for warranty claims	14	-	-
Rentals	26.2	**7,352,609**	8,395,150
Equipment cost		**9,879**	**-**
Cost of condominium units and parking lots		-	6,186,779
Transportation and Travel		**8,581,153**	4,481,320
Insurance		**3,889,478**	3,395,952
Integration		**1,398,249**	653,183
Excess of actual over standard input VAT		**13,393**	-
Others		**12,786,360**	35,694,070
		P 674,529,554	P 734,818,430

These expenses are classified in the consolidated statements of income as follows:

	Note	**2019**	2018
Cost of sales	16.1	**P 356,141,945**	P 417,576,467
Cost of services	16.2	**130,400,408**	124,116,492
Cost of rentals	16.3	**39,548,129**	30,983,378
Cost of real estate sales	16.4	**-**	6,186,779
Selling and distribution costs		**56,161,448**	62,190,410
General and administrative expenses		**92,277,624**	93,764,904
		P 674,529,554	P 734,818,430

18. OTHER OPERATING INCOME (EXPENSE) – Net

The breakdown of this account is as follows:

	Notes	**2019**	2018
Fair value gains (losses) on investment property – net	11	**(P 672,053)**	(P 14,074,108)
Income from utilities charged to tenants		**8,294,921**	8,757,265
Common usage service area		**3,091,442**	1,960,624
Revenue share from embedded third party application		**29,834**	1,850,824
Forfeited customer deposit			269,844
Increase in CSV of investment in life insurance		-	6,441,848
Others		**1,773,408**	547,892
		P 12,517,552	P 5,754,189

19. OTHER INCOME (CHARGES) – Net

19.1 Finance Costs

This account consists of the following:

	Notes	2019	2018
Impairment losses on trade and other receivables - net	6	**P 138,321**	P -
Interest expense on interest-bearing loans	13	**1,055,922**	806,066
Interest amortization on refundable deposits	15	**-**	-
Realized foreign currency		**1,566,460**	28,323
Unrealized foreign currency losses		**50,706**	**-**
Bank Charges		**209,480**	70,197
Others			9,105
		P 3,020,889	P 913,691

19.2 Finance Income

This account consists of the following:

	Notes	2019	2018
Interest income from cash and cash equivalents, short-term placements and restricted cash	5, 12	**P 10,786,092**	P 10,745,096
Foreign currency exchange gains		**3,782,048**	22,683,611
Interest income from real estate sale		**406,785**	-
Others		**6,000**	-
		P 14,980,924	P 33,428,707

19.3 Other Gains – Net

The breakdown of this account is as follows:

	Notes	2019	2018
Gain on sale of property and equipment	10	**(1,217,612)**	-
Excess standard over actual input vat		**46,976**	989,031
Sale of scrap		**44,171**	368,038
Others		**581,425**	1,312,960
		(P 250,877)	P 2,670,029

EMPLOYEE BENEFITS

20.1 Salaries and Employee Benefits Expense

Expenses recognized for salaries and employee benefits are summarized below (see Note 24.6).

	Notes	2019	2018
Short-term benefits		**P 58,347,012**	P 52,808,619
Post-employment benefits	20.2		
	17	**P 58,347,012**	P 52,808,619

These expenses are classified in the consolidated statements of income as follows:

	Notes	2019	2018
General and administrative expenses		**P 35,640,939**	P 27,676,355
Cost of services	16.2	**15,181,070**	16,090,590
Selling and distribution costs		**7,336,427**	8,875,298
Cost of rentals	16.3	**188,576**	166,376
	17	**P 58,347,012**	P 52,808,619

20.2 Post-employment Benefits

(a) Characteristics of the Defined Benefit Plan

The Parent Company and certain subsidiaries maintain a funded, tax-qualified, non-contributory post-employment benefit plan that is being administered by a trustee bank that is legally separated from the Group. The trustee bank managed the fund in coordination with the Group's management who acts in the best interest of the plan assets and is responsible for setting the investment policies. The post-employment plan covers all regular full-time employees.

The normal retirement age is 60 with a minimum of five years of credited service. The Group's post-employment benefit plan provides retirement benefits ranging from 100% to 115% of the final monthly salary for every year of credited service.

(b) Explanation of Amounts Presented in the Financial Statements

Actuarial valuations are made annually to update the retirement benefit costs and the amount of contributions. All amounts presented below and in the succeeding pages are based on the actuarial valuation reports obtained from an independent actuary in 2018 and 2017.

The components of the retirement benefit asset of SGI and certain subsidiaries at the end of the reporting periods are shown below.

	2018
Fair value of plan assets	P 185,016,569
Present value of obligation	(58,627,118)
	P 126,389,451

The amounts of the retirement benefit obligation recognized by certain subsidiaries at the end of the reporting periods are shown below.

		2018
Fair value of plan assets	P	-
Present value of obligation	(	26,716,443)
	(P	26,716,443)

The movements in the fair value of plan assets of the Group are presented below.

		2018
Balance at beginning of year	P	182,254,873
Interest income		10,343,781
Contributions		3,279,243
Benefits paid	(	1,392,100)
Transfer to affiliates	(	270,000)
Return on plan assets (excluding amounts included in net interest)	(	9,199,228)
Balance at end of year	P	185,016,569

The movements in the present value of the retirement benefit obligation recognized in the books are as follows:

		2018
Balance at beginning of year	P	114,356,452
Current service costs		18,048,937
Interest costs		6,704,215
Benefits paid	(	1,392,100)
Benefits paid from book reserve	(	861,946)
Remeasurements – actuarial losses (gains) arising from:		
Changes in financial assumptions	(	39,726,470)
Experience adjustments	(	11,785,527)
Changes in demographic assumptions		-
Balance at end of year	P	85,343,561

The plan assets consist of the following as of December 31:

		2018
Debt securities:		
Philippines government bonds	P	151,343,063
Corporate bonds		13,639,811
UITF		13,277,604
Mutual funds		1,095,947
Other assets		5,660,144
	P	185,016,569

The fair values of the above debt securities are determined based on quoted market prices in active markets (classified as Level 1 of the fair value hierarchy). Mutual funds and UITF are classified both as Level 2 while other assets are classified as Level 3 in the fair value hierarchy.

The plan assets earned a net return of P1.1 million in 2018.

Plan assets do not comprise any of the Group's own financial instruments or any of its assets occupied and/or used in its operations.

The components of amounts recognized in profit or loss and in other comprehensive income in respect of the defined benefit post-employment plan are as follows:

	Notes	2018
Reported in consolidated statements of income:		
Current service cost	20.2	P 18,048,937
Net interest income	19.3	(3,639,566)
		P 14,409,371

	Note	2018
Reported in consolidated statements of comprehensive income:		
Actuarial gains (losses) from:		
Changes in financial assumptions		P 39,726,470
Changes in experience adjustments		11,785,527
Changes in demographic assumption		-
Return on plan assets (excluding amounts included in net interest)		(9,199,228)
	22.3	P 42,312,769

Current service cost is presented as part of salaries and employee benefit account under the General and Administrative Expenses account in the consolidated statements of income (see Notes 17).

The net interest income is included in Other Gains – Net account in the consolidated statements of income (see Note 19.3). Amounts recognized in other comprehensive income, net of tax, were classified within items that will not be reclassified subsequently to profit or loss in the consolidated statements of comprehensive income.

Assumptions regarding future mortality are based on published statistics and mortality tables. The average remaining working lives of employees before retirement at the age of 60 ranges from 5.49 to 27.0 years for males and 9.95 to 27 years for females. These assumptions were developed by management with the assistance of an independent actuary. Discount factors are determined close to the end of each reporting period by reference to the interest rates of a zero coupon government bond with terms to maturity approximating to the terms of the post-employment obligation. Other assumptions are based on current actuarial benchmarks and management's historical experience.

(c) Risks Associated with the Retirement Plan

The plan exposes the Group to actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

(i) Investment and Interest Risks

The present value of the DBO is calculated using a discount rate determined by reference to market yields of government bonds. Generally, a decrease in the interest rate of a reference government bonds will increase the plan obligation. However, this will be partially offset by an increase in the return on the plan's investments in debt securities and if the return on plan asset falls below this rate, it will create a deficit in the plan. Currently, the plan has generally concentrated on investment in debt securities, although the Group also invests in UITF and mutual funds.

(ii) Longevity and Salary Risks

The present value of the DBO is calculated by reference to the best estimate of the mortality of the plan participants both during and after their employment, and to their future salaries. Consequently, increases in the life expectancy and salary of the plan participants will result in an increase in the plan obligation.

(iii) Inflation Risk

A significant proportion of the DBO is linked to inflation. The increase in inflation will increase the Group's liability. A portion of the plan assets are inflation-linked debt securities which will mitigate some of the effects of inflation.

(d) Other Information

The information on the sensitivity analysis for certain significant actuarial assumptions, the Group's asset-liability matching strategy, and the timing and uncertainty of future cash flows related to the retirement plan are described below and in the succeeding page.

(i) Sensitivity Analysis

The following table summarizes the effects of changes in the significant actuarial assumptions used in the determination of the defined benefit asset as of
December 31, 2018 and 2017:

	Impact on Post-employment Benefit Asset/Obligation		
	Change in Assumption	Increase in Assumption	Decrease in Assumption
2018			
Discount rate	+/- 0.5%	(P 1,542,398)	P 3,770,445
Salary increase rate	+/- 1.0%	7,801,756	(2,600,242)

The sensitivity analysis above is based on a change in an assumption while holding all other assumptions constant. This analysis may not be representative of the actual change in the DBO as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the DBO has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the DBO recognized in the consolidated statements of financial position.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous years.

(ii) Asset-liability Matching Strategies

To efficiently manage the retirement plan, the Group through its Management Committee, ensures that the investment positions are managed in accordance with its asset-liability matching strategy to achieve that long-term investments are in line with the obligations under the retirement scheme. This strategy aims to match the plan assets to the retirement obligations by investing in long-term fixed interest securities (i.e., government or corporate bonds) with maturities that match the benefit payments as they fall due and in the appropriate currency. The Group actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the retirement obligations.

In view of this, investments are made in reasonably diversified portfolio, such that the failure of any single investment would not have a material impact on the overall level of assets. A large portion of the plan assets as at December 31, 2018 and 2017 consists of government and corporate debt securities, although the Group also invests in UITF and mutual funds.

The maturity profile of undiscounted expected benefit payments from the plan follows:

	2018
Within one year	P 1,952,747
More than one year to five years	25,591,195
More than five years to 10 years	40,379,247
More than 10 years to 15 years	97,446,235
More than 15 years to 20 years	174,123,309
More than 20 years	1,937,142,092
	P 2,276,634,825

21. TAXES

21.1 Registration with Economic Zone Authorities

(a) Registration with Clark Development Corporation (CDC)

Kita, a subsidiary, is registered with CDC under RA No. 7227, *The Bases Conversion and Development Act of 1992*, as amended under RA No. 9400, *An Act Amending RA No. 7227, as Amended, Otherwise Known as the Bases Conversion and Development Act of 1992, and for Other Purposes.* As a registered business enterprise within the Clark Freeport Zone, Kita is exempted from national and local taxes and is entitled to tax and duty free importation of raw materials, equipment, household and personal items. In lieu of said taxes, Kita is subject to a 5% preferential tax rate on its registered activities. However, the 30% regular corporate income tax (RCIT) rate is applied to income coming from sources other than Kita's registered activities.

(b) Registration with Philippine Economic Zone Authority (PEZA)

SMC is registered with the PEZA as an Ecozone Facilities Enterprise at the Laguna International Industrial Park – Special Economic Zone (LIIP – SEZ). As an Ecozone Facilities Enterprise, SMC shall lease its building in LIIP – SEZ to PEZA-registered export enterprises located therein.

SMC is subject to 5% tax on gross income earned on such facilities in lieu of all national and local taxes. In 2018, SMC did not have transactions with PEZA-registered entities.

On July 1, 1998, the PEZA approved Starworld's registration as an Ecozone developer and operator of the CPIP – Special Economic Zone located at Bo. Parian, Calamba City. Under the terms of the registration and subject to certain requirements, Starworld shall be exempt from all national and local taxes and instead will be subject to the 5% preferential tax rate on gross income after allowable deductions.

21.2 Current and Deferred Taxes

The components of tax expense as reported in the consolidated statements of income and consolidated statements of comprehensive income are as follows:

		2018		
Reported in consolidated statements of income:				
Current tax expense:				
RCIT at 30%	**P**	**42,347,249**		
Final taxes at 20%, 15% and 7.5%		**23,269,704**		
Minimum corporate income tax (MCIT) at 2%		**4,154,042**		
Preferential tax at 5%		**406,045**		
Capital gains tax		**-**		
		70,177,040		
Application of excess MCIT	**(**	**2,011,564)**		
Deferred tax expense relating to origination and reversal of temporary differences		**27,814,413**		
	P	**95,979,889**		
Reported in consolidated statements of comprehensive income:				
Deferred tax expense (income) on remeasurements of defined benefit post-employment plan	**P**	**12,097,306**		
Deferred tax expense on changes in fair value of financial assets at FVOCI		**1,560,000**	-	-
Deferred tax expense on changes in fair value of AFS financial assets		**-**		
	P	**13,657,306**		

A reconciliation of tax on pretax profit computed at the applicable statutory rate to tax expense reported in the consolidated statements of income is shown below.

	2018
Tax on pretax profit at 30% and on gross profit at 5%	P 114,832,611
Adjustment for income subjected to lower tax rates	(14,555,307)
Tax effects of:	
Deferred income subject to RCIT	(12,379,050)
Unrecognized deferred tax assets from net operating loss carry-over (NOLCO) and MCIT and other temporary differences	9,425,707
Nontaxable income	(2,181,089)
Nondeductible expenses and losses	1,030,724
Benefit from previously unrecognized NOLCO, MCIT and other temporary differences	(891,219)
Impairment loss on receivables	427,108
Post-employment defined benefits	306,502
Excess of optional standard deduction over itemized deductions	(274,394)
Income of foreign subsidiary not subject to taxes	142,705
Application of unrecognized MCIT	128,080
Others	(32,489)
	P 95,979,889

The net deferred tax assets of certain subsidiaries having a net deferred tax asset position as of December 31 relate to the following:

	2018
Deferred tax assets:	
NOLCO	P 66,391,846
Accrued expenses	29,561,228
Allowance for inventory obsolescence	22,261,175
Allowance for impairment on trade and other receivables	22,068,023
MCIT	8,042,821
Retirement benefit obligation	6,160,507
Fair value loss on investment property	3,175,333
Unrealized foreign currency loss	-
Provision for warranty claims	-
	157,660,933
Deferred tax liabilities – Unrealized foreign currency gains	(951,801)
Deferred tax assets – net	P 156,709,132

The net deferred tax liabilities of the Parent Company and other subsidiaries, which have a net deferred tax liability position as of December 31 relate to the following:

		2018
Deferred tax assets:		
Allowance for impairment on trade and other receivables	P	**8,212,061**
Unearned rent income		**5,716,401**
Impairment losses on property and equipment		**4,303,875**
Allowance for inventory obsolescence		**1,920,705**
Loss on investment in subsidiaries		**838,709**
Provisions for warranty claims		**787,014**
MCIT		**566,293**
Unamortized past service costs		**449,185**
NOLCO		**-**
		22,794,243
Deferred tax liabilities:		
Fair value gains on investment property – net	(	**585,968,203)**
Accumulated depreciation on investment property	(	**153,256,972)**
Retirement benefit asset	(	**36,985,979)**
Excess of FV over cost of property	(	**14,433,336)**
Unrealized foreign currency gains	(	**7,927,232)**
Accrued rent income	(	**4,376,851)**
Changes in fair value of financial assets at FVOCI	(	**3,126,543)**
Deferred rent income – PAS 17		**-**
Changes in fair value of AFS		**-**
	(	**806,075,116)**
Deferred tax liabilities – net	(P	**783,280,873)**

The components of net deferred tax expense (income) reported in the consolidated statements of income as of December 31, 2018 are as follows:

	2018
NOLCO	(P 65,897,971)
Fair value gains on investment property – net	83,059,516
Allowance for inventory obsolescence	19,825,380
Accumulated depreciation on investment property	(7,014,121)
Unrealized foreign currency gains (losses) – net	5,887,266
Retirement benefit asset	(3,047,956)
Allowance for impairment on trade and other receivables	(2,125,577)
Excess of MCIT over RCIT	(2,019,900)
Unearned rent income	(630,033)
Reserve for commission	(501,670)
Refundable deposits	389,175
Provision for warranty claims	(352,409)
Unamortized past service costs	149,775
Deferred rent income – PAS 17	149,251
Accrued income	(56,313)
Unamortized pre-operating expenses	-
Changes in fair value of financial assets at FVTPL	-
Benefits from previously unrecognized MCIT	-
Accrued expenses	-
	P 27,814,413

The deferred tax expense recognized in the consolidated statements of comprehensive income pertains to the tax effect of the changes in fair value of financial assets at FVOCI/AFS financial assets and remeasurements of post-employment defined benefit plan (see Note 22.3).

The movements in the Group's NOLCO and MCIT are as follows:

Year	Original Amount	Applied	Expired Balance	Remaining Balance	Valid Until
NOLCO					
2018	P 226,621,411	P -	P -	P 226,621,411	2021
2017	22,095,114	223,870	-	21,871,244	2020
2016	30,461,687	6,705,452	-	23,756,235	2019
2015	26,420,480	3,380,378	23,040,102	-	
	P 305,598,692	P 10,309,700	P 23,040,102	P 272,248,890	
MCIT					
2018	P 4,147,314	P -	P -	P 4,147,314	2021
2017	78,115	-	-	78,115	2020
2016	13,102,960	9,042,429	-	4,060,531	2019
2015	7,702,496	7,702,496	-	-	
	P 25,030,885	P 16,744,925	P -	P 8,285,960	

The NOLCO, MCIT and other deductible temporary differences as of December 31 for which the related deferred tax assets have not been recognized by certain entities in the Group are shown below.

	2018	
	Amount	Tax Effect
NOLCO	P 62,219,347	P 18,665,804
Allowance for impairment of trade receivables	13,600,000	4,080,000
Allowance for impairment loss on AFS financial assets	829,222,559	248,766,768
Unrealized foreign currency gain	-	-
Retirement benefit obligation	-	-
MCIT	-	-
Allowance for inventory obsolescence	-	-
	P 905,041,906	P 271,512,572

The deferred tax liability on unrealized foreign currency gains in 2018 was not recognized since the Group has sufficient deferred tax assets to cover any future tax liability that will arise once this gain has been realized. In 2018, SGI recognized DTL on unrealized foreign exchange gain amounting to P2.7 million.

Except for ZTC in 2018 , the Group opted to claim itemized deductions in computing for its income tax due in 2018.

22. EQUITY

22.1 Capital Stock

The Parent Company has a total authorized capital stock of P5.0 billion divided into 5,000,000,000 shares with P1 par value.

On June 18, 1996, the Commission issued an Order approving the Registration Statement covering the securities which comprised the Parent Company's entire authorized capital stock. On September 4, 1996, the Parent Company's shares were listed in the PSE and the trading of offer shares commenced. The Parent Company's offered to the public 665,000,000 shares at an offer price of P5.85 per share. The offer shares consisted of 524,475,000 primary shares (new shares) and 140,525,000 secondary shares (existing shares).

As of December 31, 2018 and 2017, the Group has issued shares of 2,030,975,000 (with P1 par value), of which, 386,922,704 shares are held by the public both in 2018. There are 3,396 holders of the listed shares, which closed at P1.32 per share as of December 31, 2018.

22.2 Retained Earnings

The BOD approved the declaration of cash dividends in 2018 as follows:

Date of Declaration	Stockholders of Record as of	No. of Shares Outstanding	Amount per Share	Total
August 10, 2018	August 31, 2018	1,821,542,000	P 0.06	P 109,292,520

The dividends were paid within their respective years of declaration and approval. Retained earnings is restricted in the amount of P115.6 million as of December 31, 2018, equivalent to the cost of 209,433,000 shares held in treasury.

22.3 Revaluation Reserves

The components of this account and its movements are as follows:

	Notes	**2019**	2018
Balance at beginning of year		**P 42,225,155**	(P 15,778,108)
Currency exchange differences on translating financial statements of foreign operations	2	**451,789**	18,358,136
		P 42,676,944	P 2,580,028

23. EARNINGS PER SHARE

Basic and diluted earnings for profit attributable to the Parent Company's stockholders are computed as follows:

	2019	2018
Net profit for the year attributable to the Parent Company's stockholders	**P 6,475,976**	P 50,137,033
Divided by weighted average shares outstanding:		
Number of shares issued	**2,030,975,000**	2,030,975,000
Treasury shares	**(209,433,000)**	(209,433,000)
	1,821,542,000	1,821,542,000
Earnings per share – basic and diluted	**P 0.004**	P 0.03

There were no outstanding convertible preferred shares and bonds or other stock equivalents as of March 31, 2019 and December 31, 2018, hence, diluted earnings per share is equal to the basic earnings per share.

24. RELATED PARTY TRANSACTIONS

The Group's related parties include other companies owned by the Parent Company's majority stockholders and the Group's key management personnel.

A summary of the Group's related party transactions as at December 31, 2018 and for year ended December 31, 2018 is summarized below.

Related Party Category	Notes	Amounts of Transaction 2018	Outstanding Receivable (Payable) 2018	
Related Parties Under Common Ownership:				
Purchase of mobile phones	24.5	**P 2,402,888,346**	**(P 9,089,319)**	
Advances to suppliers	24.5	**(222,764,208)**	**4,081,344**	
Purchase of spare parts	24.5	**27,576,311**	**(175,619)**	
Lease of real property	24.2	**6,172,274**	**-**	
Rendering of services	24.10	**4,023,357**	**831,204**	
Commissions	24.5	**2,381,237**	**2,381,237**	
Cash advances obtained	24.4	**(1,911,535)**	**(1,881,570)**	
Sale of goods	24.9	**1,478,076**	**-**	
Granting (collection) of business loans	24.3	**(1,000,000)**	**11,397,788**	
Interest income	24.3	**938,444**	**-**	-
Cash advances granted	24.4	**225,585**	**9,445,656**	
Purchase of supplies and services	24.1	**-**	**-**	
Others:				
Key management personnel compensation	24.6	**49,080,417**	**-**	-

None of the companies under the Group is a joint venture. The Parent Company is not subject to joint control. Related parties that exercise significant influence over the Parent Company are AA Commercial, Inc. and AV Value Holdings Corporation.

Unless otherwise stated, the Group's outstanding receivables from and payables to related parties arising from advances, sale and purchase of goods, management services and other services, are unsecured, noninterest-bearing and generally settled in cash within 12 months from the end of the reporting period.

Similar to trade receivables, the Group's receivables with related parties were assessed for impairment using the Group's simplified approach of ECL model. These receivables have substantially the same risk characteristics as the trade receivables. As such, the expected loss rates for trade receivables are a reasonable approximation of the loss rates for receivables from related parties.

Based on the management assessment, no impairment loss is required to be recognized in 2018 as determined using the provision matrix. Further, no impairment loss is required to be recognized in 2017 as there was no objective evidence that the receivables from customers were impaired.

24.1 Purchase of Goods, Supplies and Services

Outstanding payable from STL and CPD is presented as part of Trade payables under the Trade and Other Payables account in the consolidated statements of financial position (see Note 14).

In 2018, MySolid purchased mobile phones, tablets and accessories at prevailing market prices from STL amounting to P27.6 million and recorded as part of Net purchases under Cost of Sales in the 2018 consolidated statement of income (see Notes 16.1 and 17). Outstanding payable from these purchases amounted to P0.2 million as of December 31, 2018 and is shown as part of Trade payables under the Trade and Other Payables in the 2018 consolidated statement of financial position (see Note 14).

24.2 Lease of Real Property

SMC leases out certain land and buildings to Avid, a related party under common ownership. Also, ZTC leases out its office space to TCL Sun Inc. Income from these leases is shown as part of Rentals in the consolidated statements of income (see Note 11). Uncollected billings in 2017, on the other hand, form part of Rental receivables under the Trade and Other Receivables account in the 2017 consolidated statement of financial position (see Note 6). There were no outstanding receivables from this transaction as of December 31, 2018.

The outstanding receivables from related parties are unsecured and do not bear any interest.

24.3 Granting of Loans

SMFI grants business loans and other loans to its related parties that bear interest rate of 8.0% in 2018. Total interest earned from these loans amounted to P0.9 million in 2018 is presented as part of Interest under the Revenues account in the consolidated statements of income. The outstanding receivables from these business loans are shown as part of Loans receivables under the Trade and Other Receivables account in the consolidated statements of financial position (see Note 6).

In prior years, SMFI granted unsecured business loan to Avid with the original principal loan amounting to P80.0 million. Principal repayment related to this loan amounted to P1.0 million in 2018. This loan is payable on demand. The outstanding receivables from this business loan amounted to P11.4 million as of December 31, 2018.

24.4 Advances to and from Related Parties

Certain subsidiaries of the Group grants and obtains unsecured, noninterest-bearing cash advances to and from related parties owned by the Parent Company's majority stockholders for working capital requirements and other purposes.

The movements in advances to related parties are as follow:

		2018
Balance at beginning of year	P	9,223,071
Advances granted		222,585
Balance at end of year	P	9,445,656

The movements in advances from related parties are as follow:

		2018
Balance at beginning of year	P	3,793,105
Advances obtained		
Repayment of advances	(	1,991,535)
Balance at end of year	P	1,881,570

These advances have no definite repayment dates and are generally settled in cash depending on available resources of the parties involved.

24.5 Transactions with Solid Trading Limited (STL)

SVC earns commission from sales of STL, a Group owned by SGI's majority stockholders, to customers in the Philippines. Commissions earned are presented as part of Rendering of Services in the consolidated statements of income. The outstanding balance arising from these transactions as of December 31, 2018 is shown as part of Trade receivables under the Trade and Other Receivables account in the consolidated statements of financial position (see Note 6).

My Solid purchases mobile phone inventories from STL amounting to P2.4 billion, in 2018 (see Note 16.1). In 2017, My Solid acquired mobile phone spare parts from STL amounting to P27.7 million. Total outstanding payable from these purchases amounted to P9.1 million and P1.0 million as of December 31, 2018, and are shown as part of Trade payables under the Trade and Other Payables account in the consolidated statements of financial position (see Note 14).

My Solid also made advance payments to STL for its future purchase of mobile phone inventories. The outstanding advances amounting to P4.1 million as of December 31, 2018 is presented as part of Advances to suppliers under Trade and Other Receivables account in the consolidated statements of financial position (see Note 6).

24.6 Transactions with the Retirement Fund

The Group has established a formal multi-employer retirement plan which is administered by a trustee bank, except for CBHI, GSHMI, My Solid, SGTC and ZTC, whose retirement fund remained unfunded as of December 31, 2018.

The retirement fund consists of government securities, corporate bonds, UITF and mutual funds with fair values totaling P185.0 million as at December 31, 2018 (see Note 20.2). The retirement fund neither provides any guarantee or surety for any obligation of the Group. The retirement fund also has no investments in the Parent Company's shares of stock which are listed for trading at the PSE.

The details of the contributions of the Group and benefits paid out by the plan to employees are presented in Note 20.2.

24.7 Sale of Goods

My Solid and SVC sells mobile phones, tablets and accessories to Avid. Revenues from said transactions are presented as part of Sale of Goods account in the statements of comprehensive income.

The outstanding receivables from these transactions which are generally unsecured, noninterest-bearing and settled through cash within 30 to 45 days are presented as part of Trade receivables under the Trade and Other Receivables account in the statements of financial position (see Note 6).

24.8 Rendering of Services

OSSI provides leasing warehouse and distribution services to Avid. Revenues from the said transactions amounting to P4.0 million in 2018, P4.5 million in 2017 and P3.9 million in 2016 are presented as part of Rendering of Services account under the Revenues account in the statements of comprehensive income.

The outstanding receivables arising from these transactions, which are generally unsecured, noninterest-bearing and settled through cash within 30 to 60 days, amounts to P0.8 million and P1.1 million as of December 31, 2018 and 2017, respectively, and is presented as part of Trade receivables under the Trade and Other Receivables account in the statements of financial position (see Note 6).

25. SIGNIFICANT CONTRACTS AND AGREEMENTS

25.1 Memorandum of Understanding with SPI

On July 1, 2003, SEC entered into a Memorandum of Understanding (MOU) with SPI for network support services to be performed by the former to the latter. Under the MOU, SPI authorized SEC to perform in-warranty and out-of-warranty services to customers in the Philippines for a fee equivalent to a certain percentage of SPI's annual sales.

In-warranty services shall be rendered free of charge to customers. The actual cost of replacement parts related to in-warranty services shall be shouldered by SPI. Network support fees are billed at a fixed rate per month. The agreement is effective unless revoked by any of the parties.

Network support fees and in-warranty service fees relating to Sony products amounted to P110.6 million in 2018, and are presented as part of Rendering of Services in the consolidated statements of income. Outstanding balances arising from these transactions amounted to P25.1 million as of December 31, 2018, and is included as part of Trade receivables under the Trade and Other Receivables account in the consolidated statements of financial position (see Note 6).

25.2 Distributorship Agreement with Sony Corporation of Hong Kong Limited (Sony HK)

SVC has a non-exclusive Distributorship Agreement (the Agreement) with Sony HK, a corporation organized and existing under and by virtue of the laws of Hong Kong. Under the Agreement, SVC was designated by Sony HK as its non-exclusive distributor of Sony products in the Philippines. In addition, SVC shall provide the customers in the Philippines with repair and parts replacement services, including but not limited to repair and parts replacement services rendered by SVC which are covered under the 12 month-warranty period at its own costs and expenses. Management believes that the Agreement continues to be effective although no formal renewal has been made since 2007.

25.3 Management Agreement with Sky Cable Corporation

SBC and Sky Cable Corporation (SCC) agreed that the management and administration of the sale, assignment and transfer of its assets, equipment, contracts, permits, licenses and subscriber base (the "Assets") of SBC be entrusted to SCC. SCC, as the manager of the Assets, was given the overall power and responsibilities to handle all aspects necessary to carry out the administration and operations of the Assets and SBC, to accord the necessary additional authorizations, should the need arise.

Revenues arising from these transactions amounted to P2.4 million in 2018 and is presented as part of Rendering of Services under Revenues in the consolidated statements of income. The outstanding receivable amounted to P0.6 million as of December 31, 2018 and is included as part of Trade receivables under Trade and Other Receivables account in the consolidated statements of financial position (see Note 6). The related expense is presented as part of Service fees under Cost of Services account in the consolidated statements of income (see Note 16.2).

26. COMMITMENTS AND CONTINGENCIES

The following are the significant commitments and contingencies involving the Group:

26.1 Operating Lease Commitments – Group as Lessor

Certain subsidiaries lease out real estate properties under various non-cancellable lease agreements with terms ranging from 1 to 10 years. Some of these lease transactions are subject to 5% to 10% escalation rate. The future minimum lease receivables under these non-cancellable operating leases as of December 31 are presented in the succeeding page.

	2018
Within one year	P 70,186,859
After one year but not more than five years	421,046,029
More than five years	673,475,884
	P 1,164,708,772

Rental income earned from these transactions are presented as Rentals under Revenues section in the consolidated statements of income.

26.2 Operating Lease Commitments – Group as Lessee

The Group is a lessee under non-cancellable operating leases covering several parcels of land. These leases have terms of 25 years expiring in 2019. Lease payments are fixed for the first five years. Thereafter, the lease on land is subject to 100% escalation rate every five years while the lease on land improvements is subject to an annual escalation rate of 10%.

	2018
Within one year	P 24,425,254
After one year but not more than five years	10,299,290
	P 34,724,544

Rental expense charged to operations from these operating leases is shown as part of Rentals under Cost of Rentals account in the consolidated statements of income (see Notes 16.2 and 16.3).

Refundable deposits received in relation to these lease arrangements amounted to P14.3 million as of December 31, 2018. These amounts are presented as part of Other Current Assets and Other Non-current Assets in the consolidated statements of financial position (see Note 12).

26.3 Purchase Commitments

In 2007, ZTC entered into several construction contracts with various suppliers for the construction of the Tri Towers condominium building (see Note 9). The construction of Tower 1 and Tower 2 was completed in 2008 and 2012, respectively, while the construction of Tower 3 was not yet started as of December 31, 2018.

26.4 Possible Impact of Government Project

In 2005, ZTC received a notification from the Urban Roads Projects Office (URPO) of the Department of Public Works and Highways (DPWH) that the location of the Tri Towers condominium building project might be affected by the plans of the National Government of the Philippines for the construction of the proposed 2nd Ayala Bridge (see Note 9). However, the URPO stated that it has not yet undertaken the detailed engineering design that will ascertain if the location of the ZTC's property will be affected by the road's right-of-way.
The Group decided to continue the Tri Towers condominium building project despite the notification received from the DPWH because management believes that the likelihood of a possible expropriation of the land is remote given the current status of the government project.

26.5 Option Agreement

Relative to SBC's sale of its broadband assets and subscriber base, SGI granted SCC with an option to purchase SGI'S shares in SBC. The said option is exercisable until December 31, 2013. As of December 31, 2013, SCC has not exercised this option (see Note 25.3); hence, the Parent Company still holds the ownership interests in SBC.

26.6 Others

The Group has unused credit facilities amounting to P1.1 billion both in 2019 and 2018.

There are other commitments, guarantees, litigations and contingent liabilities that arise in the normal course of the Group's operations which are not reflected in the consolidated financial statements. As of December 31, 2018, management is of the opinion that losses, if any, that may arise from these commitments and contingencies will not have a material effect on the Group's consolidated financial statements.

27. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group is exposed to a variety of financial risks in relation to financial instruments. The Group's financial assets and financial liabilities by category are summarized in Note 28.1. The main types of risks are market risk, credit risk and liquidity risk.

The Group's risk management is coordinated with its BOD and focuses on actively securing the Group's short to medium-term cash flows by minimizing the exposure to financial markets. Long-term financial investments are managed to generate continuous returns. The Group does not engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Group is exposed to are described below and in the succeeding pages.

27.1 Market Risk

The Group is exposed to market risk through its use of financial instruments and specifically to foreign currency risk, interest rate risk and certain other price risk which result from its operating, investing and financing activities.

(a) Foreign Currency Risk

Most of the Group's transactions are carried out in Philippine pesos, its functional currency. Exposures to currency exchange rates arise from the Group's foreign currency denominated trade and other receivables, interest-bearing loans and trade and other payables, which are primarily denominated in U.S. dollars. The Group also holds U.S. dollar-denominated cash and cash equivalents.

To mitigate the Group's exposure to foreign currency risk, non-Philippine peso cash flows are monitored.

Foreign currency-denominated financial assets and financial liabilities, translated into Philippine pesos at the closing rate are as follows:

	2019	2018
Financial assets	P 407,546,302	P 29,721,043
Financial liabilities	(7,802,792)	(6,607,120)
Short-term exposure	P 399,743,510	(P 23,113,923)

The table in the below illustrates the sensitivity of the Group's profit (loss) before tax with respect to changes in Philippine pesos against foreign currency exchange rates. The percentage changes in rates have been determined based on the average market volatility in exchange rates, using standard deviation, in the previous 3 months at a 99% confidence level.

	2019		2018	
	Reasonably Possible Change in Rate	**Effect in Profit Before Tax**	Reasonably Possible Change in Rate	Effect in Profit Before Tax
Php – USD	3.99%	**P 15,956,977**	2.31%	P 23,113,923

Exposures to foreign exchange rates vary during the year depending on the volume of overseas transactions. Nonetheless, the analysis above is considered to be representative of the Group's foreign currency risk.

(b) Interest Rate Risk

At March 31, 2019 and December 31, 2018, the Group is exposed to changes in market interest rates through its cash and cash equivalents and short-term placements (presented under Other Assets), which are subject to variable interest rates (see Notes 5 and 12). All other financial assets and financial liabilities have fixed rates.

The following illustrates the sensitivity of profit before tax for the period to a reasonably possible change in interest rates of +/-1.11% in 2019, +/-4.80% in 2018. These changes in rates have been determined based on the average market volatility in interest rates, using standard deviation, in the previous 12 months, estimated at 99% level of confidence. The sensitivity analysis is based on the Group's financial instruments held at each reporting date, with effect estimated from the beginning of the year. All other variables held constant, if the interest rate increased by 1.11%, and 4.80% , profit before tax in 2019 and 2018 , would have increased by P38.9 million, and P154.3 million respectively. Conversely, if the interest rate decreased by the same percentages, profit before tax in 2019 and 2018 would have been lower by the same amounts.

(c) Other Price Risk

The Group's market price risk arises from its investments carried at fair value (i.e., financial assets classified as financial assets at FVTPL and financial assets at FVOCI/AFS financial assets). The Group manages exposures to price risk by monitoring the changes in the market price of the investments and at some extent, diversifying the investment portfolio in accordance with the limit set by management.

27.2 Credit Risk

Credit risk is the risk that the counterparties may fail to discharge an obligation to the Group. The Group is exposed to this risk for various financial instruments arising from granting loans and selling goods and services to customers including related parties, placing deposits with banks.

The maximum credit risk exposure of financial assets is the carrying amount of the financial assets as shown in the consolidated statements of financial position (or in the detailed analysis provided in the notes to the consolidated financial statements), as summarized in the succeeding page.

	Notes	**2019**	2018
Cash and cash equivalents	5	**P 3,501,864,286**	P 2,455,464,411
Trade and other receivables (excluding advances to suppliers) – net	6	**1,003,482,236**	1,467,445,167
Short-term placements	12		806,113,523
Refundable deposits	12	**15,378,475**	14,329,299
Advances to related parties	24.4	**9,326,378**	9,445,656
Cash bond	12	**692,234**	692,234
		P 4,530,743,608	P 4,753,464,866

The Group continuously monitors defaults of customers and other counterparties, identified either individually or by group, and incorporate this information into its credit risk controls. Where available at a reasonable cost, external credit ratings and/or reports and other counterparties are obtained and used. The Group's policy is to deal only with creditworthy counterparties. In addition, for a significant proportion of real estate sales, advance payments are received to mitigate credit risk.

The Group's management considers that all the above financial assets that are not impaired or past due at the end of each reporting period are of good credit quality.

(a) Cash and Cash Equivalents and Short-term Placements

The credit risk for cash and cash equivalents in the consolidated statements of financial position, is considered negligible, since the counterparties are reputable banks with high quality external credit ratings. Included in the cash and cash equivalents are cash in banks and short-term placements which are insured by the Philippine Deposit Insurance Corporation up to a maximum coverage of P500,000 for every depositor per banking institution.

(b) Trade and Other Receivables, Refundable Deposits, and Cash Bond

The Group applies PFRS 9's simplified approach in measuring ECL, which uses a lifetime expected loss allowance for all trade receivables and other receivables and refundable deposits. The ECL is determined by projecting the PD, LGD, and EAD for each future period and for each collective segment. These three components are multiplied together and adjusted for the likelihood of survival (i.e., the exposure has not prepaid or defaulted in an earlier month).

The calculation of ECL incorporates forward-looking information. The Company has performed historical analysis and identified the key economic value factor affecting credit risk and ECL for the loan portfolio.

Except for trade receivables arising from real estate sales, none of the financial assets are secured by collateral or credit enhancements. Trade receivables arising from real estate sales are secured by industrial lots and condominium units sold to buyers and are covered by postdated checks.

(c) Advances to Related Parties

These advances were subjected by the Group to the impairment test using the external benchmarking methodology of PFRS 9's ECL model. Based on the result of testing made, no impairment loss is required to be recognized in 2018 and 2017.

27.3 Liquidity Risk

The Group manages its liquidity needs by carefully monitoring scheduled debt servicing payments for long-term financial liabilities as well as cash outflows due in a day-to-day business. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis, as well as on the basis of a rolling 30-day projection. Long-term liquidity needs for a 6-month and one-year period are identified monthly.

The Group maintains cash to meet its liquidity requirements for up to 60-day periods. Excess cash is invested in short-term placements. Funding for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities and the ability to sell long-term financial assets.

As of March 31, 2019, and December 31, 2018, the Group's financial liabilities have contractual maturities, which are presented below.

	2019		
	Current		**Non-current**
	Within 6 Months	**6 to 12 Months**	**1 to 5 Years**
Interest-bearing loans	P 70,685,762	P -	P -
Trade and other payables	267,186,406	-	-
Advances from related parties	1,881,549	-	-
Refundable deposits	-	-	27,869,556
	P 339,753,717	**P -**	**P 27,869,556**

	2018		
	Current		Non-current
	Within 6 Months	6 to 12 Months	1 to 5 Years
Interest-bearing loans	P 126,624,628	P -	P -
Trade and other payables	371,552,412	-	-
Advances from related parties	1,881,570	-	-
Refundable deposits	-	-	29,298,575
	P 500,058,610	P -	P 29,298,575

The above contractual maturities reflect the gross cash flows, which may differ with the carrying values of the financial liabilities at the end of reporting period.

28. CATEGORIES AND OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

28.1 Carrying Amounts and Fair Values by Category

The carrying amounts and fair values of the categories of financial assets and financial liabilities presented in the consolidated statements of financial position are shown below.

		2019		2018	
	Notes	**Carrying Amounts**	**Fair Values**	Carrying Amounts	Fair Values
Financial assets					
At amortized cost:					
Cash and cash equivalents	5	**P3,501,864,286**	**P 3,501,864,286**	P2,455,464,411	P 2,455,464,411
Trade and other receivables – net	6	**1,003,482,236**	**1,003,482,236**	1,467,419,743	1,467,419,743
Short-term placements	12			806,113,523	806,113,523
Refundable deposits	12	**15,378,475**	**15,378,475**	14,329,299	14,329,299
Advances to related parties	24.4	**9,326,378**	9,326,378	9,445,656	9,445,656
Cash bond	12	**692,234**	692,234	692,234	692,234
		4,530,743,609	**4,530,743,609**	4,753,464,866	4,753,464,866
Financial assets at FVOCI:					
Club shares	7	**14,000,000**	**14,000,000**	27,100,000	27,100,000
Others				-	-
		14,000,000	**14,000,000**	27,100,000	27,100,000
		P 4,544,743,609	**P** 4,544,743,609	P 4,780,564,866	P 4,780,564,866
Financial liabilities					
At amortized cost:					
Interest-bearing loans – net	13	**P 70,685,762**	**P 70,685,762**	P 126,624,628	P 126,624,628
Trade and other payables	14	**267,186,406**	**267,186,406**	371,552,412	371,552,412
Refundable deposits	15	**27,869,556**	**27,869,556**	29,298,575	29,298,575
Advances from related parties	24.4	**1,881,549**	**1,881,549**	1,881,570	1,881,570
		P 367,623,273	**P 367,623,273**	P 529,357,185	P 529,357,185

See Notes 2.5 and 2.12 for a description of the accounting policies for each category of financial instruments. A description of the Group's risk management objectives and policies for financial instruments is provided in Note 27.

28.2 Offsetting of Financial Instruments

The Group has not set-off financial instruments and does not have relevant offsetting arrangements. Currently, financial assets and financial liabilities are settled on a gross basis; however, each party to the financial instrument (particularly related parties) may have the option to settle all such amounts on a net basis in the event of default of the other party through approval by the respective BODs and stockholders of both parties.

The Group's outstanding cash advances obtained from other related parties amounting to P1.8 million both for the period as at March 31, 2019 and December 31, 2018, respectively, and presented as Advances from Related Parties account in the consolidated statements of financial position, can be offset against and by the amount of outstanding cash advances granted to other related parties amounting to P9.3 million and P9.4 million as at March 31, 2019 and December 31, 2018, respectively (see Note 24.4).

For financial assets and financial liabilities subject to enforceable master netting agreements or similar arrangements above, certain agreements between the Group and counterparties allows for net settlement of the relevant financial assets and financial liabilities when both parties elect to settle on a net basis. In the absence of such an election, financial assets and financial liabilities will be settled on a gross basis, however, each party to the master netting agreement or similar agreement will have the option to settle all such amounts on a net basis in the event of default of the other party. As at March 31, 2019 and December 31, 2018, the Group's cash surrender value of investment in life insurance amounting to P724 million and P723.2 million, respectively and presented as part of Trade and Other Receivables – Net account in the consolidated statements of financial position may be used to settle the outstanding loans of BRL amounting to P70.7 million and P123.8 million as at March 31, 2019 and December 31, 2018, respectively, and presented as Interest-bearing Loans in the consolidated statements of financial position (see Notes 6 and 13).

29. FAIR VALUE MEASUREMENTS AND DISCLOSURES

29.1 Fair Value Hierarchy

In accordance with PFRS 13, *Fair Value Measurement*, the fair value of financial assets and financial liabilities and non-financial assets which are measured at fair value on a recurring or non-recurring basis and those assets and liabilities not measured at fair value but for which fair value is disclosed in accordance with other relevant PFRS, are categorized into three levels based on the significance of inputs used to measure the fair value. The fair value hierarchy has the following levels as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that an entity can access at the measurement date;

- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and,

- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level within which the asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

For purposes of determining the market value at Level 1, a market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

For investments which do not have quoted market price, the fair value is determined by using generally acceptable pricing models and valuation techniques or by reference to the current market of another instrument which is substantially the same after taking into account the related credit risk of counterparties, or is calculated based on the expected cash flows of the underlying net asset base of the instrument.

When the Group uses valuation technique, it maximizes the use of observable market data where it is available and relies as little as possible on entity specific estimates. If all significant inputs required to determine the fair value of an instrument are observable, the instrument is included in Level 2. Otherwise, it is included in Level 3.

29.2 Financial Instruments Measured at Fair Value

The Group's financial instruments at fair value in the consolidated statements of financial position as of December 31, 2018 and 2017, amounted to P27.1 million and P21.0 million, respectively. These financial instruments, which comprised of golf club shares, are included in Level 2 as their prices are not derived from market considered due to lack of trading activities among market participants at the end or close to the end of the reporting period.

For unquoted equity securities classified as financial assets at FVOCI (2017: AFS financial assets), the financial assets are measured at cost; hence, these assets are not included within the fair value hierarchy.

29.3 Financial Instruments Measured at Amortized Cost for which Fair Value is Disclosed

The tables below and in the succeeding page summarize the fair value hierarchy of the Group's financial assets and financial liabilities which are not measured at fair value in the consolidated statements of financial position but for which fair value is disclosed.

			2019	
	Notes	**Level 1**	**Level 3**	**Total**
Financial Assets				
Loans and receivables:				
Cash and cash equivalents	5	**P 3,501,864,286**	**P -**	**P 3,501,864,286**
Trade and other receivables – net	6	**-**	**1,003,482,236**	**1,003,482,236**
Short-term placements	12		**-**	
Refundable deposits	12	**-**	**15,378,475**	**15,378,475**
Advances to related parties	24.4	**-**	**9,326,378**	**9,326,378**
Restricted cash and cash bond	12	**-**	**692,234**	**692,234**
		P 3,501,864,286	**P 1,028,879,323**	**P 4,530,743,609**
Financial Liabilities				
At amortized cost:				
Interest-bearing loans – net	13	**P -**	**P 70,685,762**	**P 70,685,762**
Trade and other payables	14	**-**	**254,151,087**	**254,151,087**
Refundable deposits	15	**-**	**27,869,556**	**27,869,556**
Advances from related parties	24.4	**-**	**1,881,549**	**1,881,549**
		P -	**P 354,587,954**	**P 354,587,954**

	Notes	2018 Level 1	Level 3	Total
Financial Assets				
At amortized cost:				
Cash and cash equivalents	5	P 2,455,464,411	P -	P 2,455,464,411
Trade and other receivables – net	6	-	1,467,419,743	1,467,419,743
Short-term placements	12	806,113,523	-	806,113,523
Refundable deposits	12	-	14,329,999	14,329,999
Advances to related parties	24.4	-	9,445,656	9,445,656
Cash bond	12	-	692,234	692,234
		P 3,261,577,934	P 1,491,887,632	P 4,753,465,566
Financial Liabilities				
At amortized cost:				
Interest-bearing loans – net	13	P -	P 126,624,628	P 126,624,628
Trade and other payables	14	-	371,552,412	371,552,412
Refundable deposits	15	-	29,298,575	29,298,575
Advances from related parties	24.4	-	1,881,570	1,881,570
		P -	P 529,357,185	P 529,357,185

For financial assets with fair values included in Level 1, management considers that the carrying amounts of these financial instruments approximate their fair values due to their short duration.

The fair values of the financial assets and financial liabilities included in Level 3, which are not traded in an active market, are determined based on the expected cash flows of the underlying net asset or liability based on the instrument where the significant inputs required to determine the fair value of such instruments.

29.4 Fair Value Measurements of Non-financial Assets

The tables below and in the succeeding page show the Levels within the hierarchy of non-financial assets measured at fair value on a recurring basis as of March 31, 2019 and December 31, 2018.

	2019 Level 2	**Level 3**	**Total**
Land and improvements	**P2,527,112,934**	**P -**	**P 2,527,112,934**
Building and improvements	**-**	**874,777,099**	**874,777,099**
Construction in progress	**-**	**33,306,003**	**33,306,003**
	P2,527,112,934	**P 908,083,102**	**P 3,435,196,036**

	2018 Level 2	Level 3	Total
Land and improvements	P2,575,841,942	P -	P 2,575,841,942
Building and improvements	-	825,624,162	825,624,162
Construction in progress	-	4,975,802	4,975,802
	P2,575,841,942	P 830,599,964	P 3,406,441,906

The fair value of the Group's land and improvements, and building and improvements classified under Investment Properties (see Note 11) are determined on the basis of the appraisals performed by Royal Asia Appraisal Corporation in 2018, independent appraisers with appropriate qualifications and recent experience in the valuation of similar properties in the relevant locations. To some extent, the valuation process was conducted by the appraisers in discussion with the Group's management with respect to the determination of the inputs such as the size, age, and condition of the land and buildings, and the comparable prices in the corresponding property location. In estimating the fair value of these properties, management takes into account the market participant's ability to generate economic benefits by using the assets in their highest and best use. Based on management assessment, the best use of the Group's non-financial assets indicated above is their current use.

The fair value of these non-financial assets were determined based on the following approaches:

(a) Fair Value Measurement for Land and Improvements

The Level 2 fair value of land and improvements was derived using the market comparable approach that reflects the recent transaction prices for similar properties in nearby locations. Under this approach, when sales prices of comparable land in close proximity are used in the valuation of the subject property with no adjustment on the price, fair value is included in Level 2. On the other hand, if the observable recent prices of the reference properties were adjusted for differences in key attributes such as property size, zoning, and accessibility, the fair value is included in Level 3. The most significant input into this valuation approach is the price per square foot; hence, the higher the price per square foot, the higher the fair value.

(b) Fair Value Measurement for Building and Building Improvements

The Level 3 fair value of the buildings and improvements under Investment Property account was determined using the cost approach that reflects the cost to a market participant to construct an asset of comparable usage, construction standards, design and layout, adjusted for obsolescence. The more significant inputs used in the valuation include direct and indirect costs of construction such as but not limited to, labor and contractor's profit, materials and equipment, surveying and permit costs, electricity and utility costs, architectural and engineering fees, insurance and legal fees. These inputs were derived from various suppliers and contractor's quotes, price catalogues, and construction price indices. Under this approach, higher estimated costs used in the valuation will result in higher fair value of the properties.

30. CAPITAL MANAGEMENT OBJECTIVES, POLICIES AND PROCEDURES

The Group's capital management objectives are to ensure the Group's ability to continue as a going concern and to provide an adequate return to shareholders by pricing goods and services commensurately with the level of risk.

The Group monitors capital on the basis of the carrying amount of equity as presented on the face of the consolidated statements of financial position. The Group's goal in capital management is to maintain a debt-to-equity structure ratio of not higher than 1:1 on a monthly basis.

The computation of the Group's debt-to-equity ratio is presented below.

	2019	2018
Total liabilities (excluding advances from related parties)	**P 1,264,434,278**	P 1,409,279,374
Total equity	**10,560,437,159**	10,547,287,338
	0.12 : 1.00	0.13 : 1.00

The Group sets the amount of capital in proportion to its overall financing structure, i.e., equity and liabilities excluding amounts due to related parties. The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, issue new shares or sell assets to reduce debt.

As at March 31, 2019 and December 31, 2018, the Group is not subject to any externally-imposed capital requirements, except for SMFI as indicated below.

Under Section 6 of RA No. 8556, SMFI is required to maintain a minimum paid-up capital of not less than P10.0 million. SMFI is in compliance with the minimum paid-up capital requirement as at March 31, 2019 and December 31, 2018.

31. EVENT AFTER THE END OF THE REPORTING PERIOD

On February 20, 2019, Republic Act No. 11232, *An Act Providing for the Revised Corporation Code of the Philippines* (the Revised Corporation Code), was signed into law. Among the provisions of the Revised Corporation Code, the following would impact the Group's consolidated financial statements:

- The Revised Corporation Code removed the 50-year maximum corporate term. Hence, stock corporation may have unlimited life unless otherwise provided in the articles of incorporation; and,

- The Revised Corporation Code removed the subscription requirement of 25% of authorized capital stock and paid-up capital requirement of 25% of subscribed capital stock.

The management deems further that other amendments and new provisions contained in the Revised Corporation Code is not material to the Group.

SOLID GROUP INC. AND SUBSIDIARIES
SCHEDULE OF RELEVANT RATIOS
MARCH 31, 2019

LIQUIDITY RATIOS	FORMULA	2019	2018
LIQUIDITY RATIOS			
Current ratio	Current Assets / Current Liabilities	12.70 : 1	9.82 : 1
Acid Test ratio	Cash & Cash Equivalents + Trade Receivables / Current Liabilities	9.46 : 1	5.85 : 1
SOLVENCY RATIOS			
Debt to Equity ratio	Total Liabilites (excluding advances from related parties) / Total Equity	0.12 : 1	0.13 : 1
Gearing Ratio	Financial Debt / Total Equity	0.01 : 1	0.01 : 1
Asset to equity ratio	Total Assets / Total Equity	1.12 : 1	1.13 : 1
Interest coverage ratio	EBIT / Interest Expense	9 : 1	94 : 1
Profitability Ratios			
Operating Margin	Operating Profit / Total Revenues	-0.43%	5.16%
Net Profit Margin	Net Income after Tax / Total Revenues	1.93%	6.92%
Return on Total Assets	Net Income after Tax / Average Total Assets	0.11%	0.45%
Return on Equity	Net Income after Tax / Total Equity	0.12%	0.51%