

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES  
REGULATION CODE AND SRC RULE 17 (2)(b) THEREUNDER

1. For the quarterly period ended: June 30, 2016
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
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Common Stock, P1 par value	1,821,542,000 shares
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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
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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 six (6) months period ended June 30, 2016 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 2016 and 2015 are as follows:

	<u>2016</u>	<u>2015</u>
Revenue growth(decline)	107%	(21%)
Asset turnover	52%	23%
Operating expense ratio	11%	23%
EBITDA	P153.43 million	P62.95 million
EPS	P0.03	P0.07
Current ratio	4.16:1	4.34:1
Debt to equity ratio	0.23:1	0.22:1

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 increased by 107% for the first semester of 2016 vs. 21% decrease for the same period in 2015 principally due to higher revenues of the digital mobile devices segment and technical support and solutions segment.

Asset turnover stood higher at 52% for the first semester of 2016 from 23% for the same period in 2015 as a result of higher revenues for the period.

Operating expense ratio improved to 11% from 23% for the first semester of 2016 and 2015, respectively, principally due to higher revenues for the period.

EBITDA amounted to P153.43 million for the first semester of 2016 against P62.95 million for the same period in 2015. The increase was mainly due to net income of the technical support and solutions and digital mobile devices segments.

Despite higher EBITDA in 2016, earnings per share stood lower at P0.03 for the first semester of 2016 compared to P0.07 for the same period in 2015 mainly due to tax income from the Balintawak property sale in 2015.

Current ratio stood lower at 4.16:1 as of June 30, 2016 and 4.34:1 as of December 31, 2015 primarily due to increase in current liabilities.

Debt to equity ratio stood at 0.23: 1 as of June 30, 2016 from 0.22: 1 as of December 31, 2015.

### **Results of Operations**

Revenues increased by 107% in the first semester of 2016 reaching P3,229 million from P1,557 million for the same period in 2015 principally from higher revenues of the digital mobile devices and technical support and solutions segments.

Sale of goods amounted to P2,700 million for the first semester of 2016, higher by 122% from P1,216 million for the same period in 2015 mainly due to higher volume of sales of the digital products.

Service revenue went up to P426 million for the first semester of 2016, increasing by 77% for the same period in 2015 of P241 million mainly due to higher revenues of the technical support and solutions segment.

Rental income amounted to P81 million for the first semester of 2016, higher by 17% from P69 million for the same period in 2015 due to higher occupancy.

Sale of real estate amounted to P669 thousand for the first semester of 2016 and nil in 2015 representing parking lot sale for the period.

Interest income amounted to P19 million for the first semester of 2016, lower by 36% from P30 million for the same period in 2015 mainly from lower placements in time deposit.

Cost of sales, services, real estate sold and rentals amounted to P2,754 million for the first semester of 2016, or an increase of 109% from P1,315 million for the same period in 2015 as discussed below.

Cost of sales amounted to P2,389 million for the first semester of 2016, higher by 121%, from P1,079 million for the same period of last year in relation to increase in sales.

Cost of services amounted to P335 million for the first semester of 2016 from P200 million for the same period of 2015, up by 67% mainly in relation to higher service revenue.

Cost of rentals amounted to P28 million for the first semester of 2016, a decrease of 20% from P36 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 P434 thousand for the first semester of 2016 and nil in 2015 corresponding to the cost of the unit sold.

Gross profit amounted to P475 million for the first semester of 2016 from P241 million for the same period in 2015. The increase of 97% was principally due to higher revenues as explained above and margins of the digital mobile devices and technical support and solutions segments..

Other operating expenses amounted to P362 million for the first semester of 2016 from P223 million for the same period of 2015 as explained below.

General and administrative expenses amounted to P164 million for the first semester of 2016 from P189 million for the same period of 2015. The decrease of 13% was due to lower personnel cost and manpower and other outside services of the digital mobile devices segment.

Selling and distribution costs amounted to P197 million for the first semester of 2016 from P163 million for the same period of 2015 due to higher commission of the digital mobile devices segment.

Other operating expenses – net amounted to P602 thousand for the first semester of 2016 from P130 million income for the same period in 2015 principally due to gain on sale of investment property in the same period of 2015, nil in 2016.

Operating profit amounted to P112 million for the first semester of 2016 from P18 million for the same period in 2015, a significant improvement of 516% mainly from higher profit of the digital mobile devices and technical support and solutions segments.

Other income (charges) amounted to P11 million loss for the first semester of 2016 against P37 million loss for the same period in 2015 mainly from the following:

Finance costs decreased to P22 million for the first semester of 2016 compared with P52 million in 2015 primarily due to lower interest cost for our Golden Hill project.

Finance income was higher at P16 million for the first semester of 2016 compared with P14 million for the same period of last year mainly due to higher interest income from time deposit of the property and building services segment.

This represents share on net loss with Creative Hothouse Manila, Inc. amounting to P5 million.

Other gains amounted to P499 thousand in the first semester of 2016 compared with P438 thousand of the previous year mainly from higher gain on sale of property and equipment.

Profit before tax was P101 million for the first semester of 2016, an increase of 633 % from P19 million loss for the same period in 2015 mainly due to higher operating profit as explained above.

Tax expense was P51 million for the first semester of 2016 from P118 million tax income in 2015 principally due to provision for income taxes of certain subsidiaries in 2016. In 2015, the Company reported a tax income of P118 million since the reversal of deferred tax liability (mainly from the property sale) was higher than the current provision for income tax.

Net profit of P49 million for the first semester of 2016 against P99 million for the same period in 2015 was lower as a result of the tax income as discussed above.

Net profit attributable to equity holders of the parent amounted to P56 million for the first semester of 2016 against P125 million for the same period of 2015 as discussed above.

Net loss attributable to non-controlling interest amounted to P7 million for the first semester of 2016 compared with P26 million loss in 2015 primarily due to lower reported losses of the Golden Hill project in Nanning, China.

### **Financial Position**

Cash and cash equivalents amounted to P3,061 million as of June 30, 2016 up by 19% from P2,576 million as of December 31, 2015. Cash was provided from operating activities mainly from decrease in merchandise inventories and supplies and in other current assets.

Financial assets at fair value through profit or loss amounted to P229 million as of June 30, 2016, up by 87% from P123 million as of December 31, 2015 from acquisition of unit investments in trust funds.

Trade and other receivables reached P1,348 million as of June 30, 2016 against P1,278 million as of December 31, 2015, or an increase of 5% due 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 P1.4 million as of June 30, 2016 and P1.6 million as of December 31, 2015, a decrease of 15% due to collection of advances.

Merchandise inventories and supplies - net amounted to P448 million as of June 30, 2016, compared with P866 million as of December 31, 2015 mainly from lower merchandise and finished goods for digital products.

Real estate inventories amounted to P1,640 million as of June 30, 2016 and P1,647 million as of December 31, 2015. There was no material change for this account.

Other current assets amounted to P321 million as of June 30, 2016 compared with P471 million as of December 31, 2015, a decrease of 32% due to lower prepayments.

Total current assets reached P 7,052 million as of June 30, 2016 from P6,964 million as of December 31, 2015 mainly from higher cash and cash equivalents as discussed above.

Non-current trade and other receivables amounted to P608 million as of June 30, 2016 from P601 million as of December 31, 2015. There was no material change for this account.

Non-current available-for-sale financial assets reached P14 million as of June 30, 2016 from P13 million as of December 31, 2015. There was no material change for this account.

Property and equipment amounted to P1,844 million as of June 30, 2016 from P1,815 million as of December 31, 2015. There was no material change for this account.

Investment property amounted to P2,673 million as of June 30, 2016 from P2,653 as of December 31, 2015. There was no material change for this account.

Post-employment benefit assets stood at P 117 million as of June 30, 2016 and December 31, 2015.

Deferred tax assets - net amounted to P154 million as of June 30, 2016 and P166 million as of December 31, 2015, a decrease of 7% due to reversal of certain allowance for inventory obsolescence.

Other non-current assets amounted to P24 million as of June 30, 2016 or a decrease of 18% from P29 million as of December 31, 2015 primarily due to share in net loss of an associate and lower deferred input in the first semester of 2016.

Total non-current assets amounted to P5,437 million as of June 30, 2016 from P5,396 million as of December 31, 2015 as discussed above.

**Total assets reached P12,489 million as of June 30, 2016 from P12,361 million as of December 31, 2015 as discussed above.**

Interest-bearing loans amounted to P233 million as of June 30, 2016, or a decrease of 9% from P257 million as of December 31, 2015 due to loan repayment for the period.

Trade and other payables amounted to P727 million as of June 30, 2016 against P636 million as of December 31, 2015, higher by 14% due to higher trade payables and accrued expenses.

Customers' deposits amounted to P607 million as of June 30, 2016 versus P550 million as of December 31, 2015. The increase was due to additional deposits received from the Golden Hill project.

Advances from related parties amounted to P44 million as of June 30, 2016, a decrease of 39% 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 June 30, 2016 and December 31, 2015.

Income tax payable amounted to P12 million as of June 30, 2016 from P19 million as of December 31, 2015 mainly from tax payment for the period.

Total current liabilities stood at P1,693 million as of June 30, 2016 from P1,606 million as of December 31, 2015 as a result of higher trade and other payables.

Non-current refundable deposits amounted to P19.4 million as of June 30, 2016 from P19 million as of December 31, 2015 from additional customers' deposits.

Post employment benefit obligation amounted to P19 million as of June 30, 2016 and December 31, 2015. This represents the unfunded retirement obligation of certain subsidiaries.

Deferred tax liabilities -net amounted to P647 million as of June 30, 2016 and December 31, 2015. There was no change for this account.

Total non-current liabilities amounted to P686 million as of June 30, 2016 and December 31, 2015.

**Total liabilities amounted to P2,380 million as of June 30, 2016 from P2,292 million as of December 31, 2015.**

Capital stock stood at P2,030 million as of June 30, 2016 and December 31, 2015.

Additional paid-in capital amounted to P4,641 million as of June 30, 2016 and December 31, 2015.

Treasury shares amounted to P115 million as of June 30, 2016 and December 31, 2015.

Revaluation reserves amounted to P25 million as of June 30, 2016 from P35 million as of December 31, 2015 due to currency differences in translating financial statements of foreign operation.

Retained earnings amounted to P3,024 million as of June 30, 2016 from P2,967 million as of December 31, 2015 as a result of net income during the period.

Total equity attributable to Equity holders of Parent amounted to P9,607 million as of June 30, 2016 from P9,559 million as of December 31, 2015 mainly due to higher retained earnings.

Non-controlling interests amounted to P501 million as of June 30, 2016 from P508 million as of December 31, 2015 primarily due to losses of the Golden Hill project in Nanning, China.

**Total equity amounted to P10,108 million as of June 30, 2016 from P10,068 million as of December 31, 2015.**

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.

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

The Company estimates capital expenditures for the year 2016 to amount to P350 million for various real estate development 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

On May 8, 2015, Solid Manila Corporation sold its property located in Balintawak, Quezon City. As a result, the Company expects its annual rental revenues to decline by about 15%.

- 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

In May 2015, Solid Manila Corporation, a wholly owned subsidiary of the Company sold its property located in Balintawak, Quezon City for P1.23 billion. The sale contributed to a one-time gain after tax of about P250 million.

**Discussion of the material changes for each account is included in the Management Discussion and Analysis**

- 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**

On August 10, 2016, the Board of Directors approved the declaration of cash dividends in the amount of P0.10 per share payable to stockholders of record as of August 31, 2016 and payable on September 26, 2016.

The Board also approved the sale by SGI's subsidiary, Precos, Inc., of the latter's 100% shareholdings in, and advances to, Phil-Nanning Consortium, Inc., to Solid Company Limited for a total consideration of Php296,325,000.00 (consisting of Php149,475,000.00 for the sale of shares, and Php146,850,000 for the assignment of advances).

The Board deemed it timely to cash in on this investment which had already realized positive income and, in its opinion, maximized its earning capacity, taking into consideration the downturn of the property market in Nanning, China and uncertain prospects. The proceeds from the sale will be used by SGI for reinvestment in real estate related projects and working capital of the subsidiaries. Mr. Joseph Lim, a director of SGI, is the majority stockholder and one of the directors of Solid Company Limited.

## **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.**

A handwritten signature in blue ink, appearing to be 'SLT', with a long horizontal line extending to the right.

**SUSAN L. TAN**

President & Chief Executive Officer

A handwritten signature in blue ink, appearing to be 'V. Lim', with a stylized 'V' and 'L'.

**VINCENT S. LIM**

SVP & Chief Financial Officer

August 12, 2016

# Solid Group Inc. and Subsidiaries

## Unaudited Consolidated Financial Statements

June 30, 2016 and December 31, 2015

**SOLID GROUP INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
**JUNE 30, 2016 AND DECEMBER 31, 2015**  
*(Amounts in Philippine Pesos)*

	<u>Notes</u>	<u>2016</u>	<u>2015</u>
<b><u>ASSETS</u></b>			
<b>CURRENT ASSETS</b>			
Cash and cash equivalents	5	<b>P 3,061,381,890</b>	P 2,576,733,713
Financial assets at fair value through profit or loss	6	<b>229,964,161</b>	123,008,280
Trade and other receivables - net	7	<b>1,348,188,424</b>	1,278,551,759
Advances to related parties	25	<b>1,400,000</b>	1,653,330
Merchandise inventories and supplies - net	9	<b>448,649,053</b>	866,155,332
Real estate inventories - net	10	<b>1,640,966,223</b>	1,647,230,066
Other current assets	13	<b>321,469,361</b>	471,456,471
Total Current Assets		<b><u>7,052,019,112</u></b>	<u>6,964,788,951</u>
<b>NON-CURRENT ASSETS</b>			
Trade and other receivables	7	<b>608,581,711</b>	601,637,151
Available-for-sale financial assets - net	8	<b>14,201,728</b>	13,836,527
Property and equipment - net	11	<b>1,844,711,722</b>	1,815,172,613
Investment property - net	12	<b>2,673,793,551</b>	2,653,219,534
Post-employment benefit asset	21	<b>117,281,818</b>	117,281,818
Deferred tax assets - net	22	<b>154,575,751</b>	166,196,351
Other non-current assets - net	13	<b>24,241,708</b>	29,488,729
Total Non-current Assets		<b><u>5,437,387,989</u></b>	<u>5,396,832,723</u>
<b>TOTAL ASSETS</b>		<b><u>P 12,489,407,101</u></b>	<u>P 12,361,621,674</u>

	Notes	2016	2015
<b><u>LIABILITIES AND EQUITY</u></b>			
<b>CURRENT LIABILITIES</b>			
Interest-bearing loans	14	P 233,120,517	P 257,142,182
Trade and other payables	15	727,372,517	636,730,400
Customers' deposits		607,573,513	550,935,829
Advances from related parties	25	44,739,344	73,258,388
Estimated liability for land and land development costs		68,304,647	68,304,647
Income tax payable		<u>12,454,991</u>	<u>19,922,914</u>
Total Current Liabilities		<u>1,693,565,529</u>	<u>1,606,294,360</u>
<b>NON-CURRENT LIABILITIES</b>			
Refundable deposits	16	19,401,595	19,022,892
Post-employment benefit obligation	21	19,739,454	19,739,454
Deferred tax liabilities - net	22	<u>647,717,364</u>	<u>647,717,364</u>
Total Non-current Liabilities		<u>686,858,413</u>	<u>686,479,710</u>
Total Liabilities		<u>2,380,423,942</u>	<u>2,292,774,070</u>
<b>EQUITY</b>			
Equity attributable to the Parent Company's stockholders			
Capital stock	23	2,030,975,000	2,030,975,000
Additional paid-in capital		4,641,701,922	4,641,701,922
Treasury shares - at cost		( 115,614,380 )	( 115,614,380 )
Revaluation reserves	23	25,675,601	35,038,173
Retained earnings	23	<u>3,024,711,913</u>	<u>2,967,881,891</u>
Total equity attributable to the Parent Company's stockholders		9,607,450,056	9,559,982,606
Non-controlling interests	2	<u>501,533,103</u>	<u>508,864,998</u>
Total Equity		<u>10,108,983,159</u>	<u>10,068,847,604</u>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b><u>P 12,489,407,101</u></b>	<b><u>P 12,361,621,674</u></b>

*See Notes to Consolidated Financial Statements.*

**SOLID GROUP INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF INCOME**  
**FOR THE SIX MONTHS ENDED JUNE 30, 2016 AND 2015**  
*(Amounts in Philippine Pesos)*

	Notes	2016		2015	
		2nd Quarter	Year to Date	2nd Quarter	Year to Date
<b>REVENUES</b>					
Sale of goods	2	P 1,554,806,199	P 2,700,901,791	P 738,234,726	P 1,216,159,644
Rendering of services	25, 26	141,038,335	426,855,960	121,505,955	241,134,425
Rentals	12, 25, 27	39,291,088	81,435,083	31,631,461	69,455,999
Interests	7, 20, 25	8,703,078	19,469,022	15,651,676	30,503,790
Sale of real estate	2	669,643	669,643	-	-
		<u>1,744,508,343</u>	<u>3,229,331,499</u>	<u>907,023,818</u>	<u>1,557,253,858</u>
<b>COST OF SALES, SERVICES, REAL ESTATE SOLD AND RENTALS</b>					
Cost of sales	17	1,350,079,229	2,389,379,545	672,023,036	1,079,001,698
Cost of services	17	116,533,959	335,590,089	100,532,029	200,574,170
Cost of rentals	12, 17	9,014,476	28,750,573	16,511,128	36,038,951
Cost of real estate sold		434,180	434,180	-	-
		<u>1,476,061,844</u>	<u>2,754,154,387</u>	<u>789,066,193</u>	<u>1,315,614,819</u>
<b>GROSS PROFIT</b>		<u>268,446,499</u>	<u>475,177,112</u>	<u>117,957,625</u>	<u>241,639,039</u>
<b>OTHER OPERATING EXPENSES (INCOME)</b>					
General and administrative expenses	18	72,575,939	164,380,601	103,628,299	189,931,430
Selling and distribution costs	18	116,111,130	197,201,775	80,329,459	163,752,627
Other operating expenses - net	19	( 5,423,715 )	602,844	( 134,798,618 )	( 130,395,200 )
		<u>183,263,354</u>	<u>362,185,220</u>	<u>49,159,140</u>	<u>223,288,857</u>
<b>OPERATING PROFIT (LOSS)</b>		<u>85,183,145</u>	<u>112,991,892</u>	<u>68,798,485</u>	<u>18,350,182</u>
<b>OTHER INCOME (CHARGES)</b>					
Finance costs	20	( 934,969 )	( 22,285,550 )	( 29,679,865 )	( 52,393,601 )
Finance income	20	9,257,819	16,162,781	10,757,127	14,595,695
Share in net loss of an associate	13	( 2,775,989 )	( 5,970,271 )	-	-
Other gains	20	( 419,079 )	499,682	244,155	438,880
		<u>5,127,782</u>	<u>( 11,593,358 )</u>	<u>( 18,678,583 )</u>	<u>( 37,359,026 )</u>
<b>PROFIT (LOSS) BEFORE TAX</b>		<u>90,310,927</u>	<u>101,398,534</u>	<u>50,119,902</u>	<u>( 19,008,844 )</u>
<b>TAX EXPENSE (INCOME)</b>	22	<u>34,115,093</u>	<u>51,900,407</u>	<u>( 117,422,259 )</u>	<u>( 118,100,792 )</u>
<b>PROFIT (LOSS) FOR THE PERIOD</b>		<u>P 56,195,834</u>	<u>P 49,498,127</u>	<u>P 167,542,161</u>	<u>P 99,091,948</u>
<b>Net Profit (Loss) for the period attributable to the:</b>					
Parent Company's stockholders	24	P 58,938,969	P 56,830,022	P 180,084,620	P 125,967,262
Non-controlling interests		( 2,743,135 )	( 7,331,895 )	( 12,542,459 )	( 26,875,314 )
		<u>P 56,195,834</u>	<u>P 49,498,127</u>	<u>P 167,542,161</u>	<u>P 99,091,948</u>
<b>Earnings (Loss) per share attributable to the</b>					
Parent Company's stockholders - basic and diluted	24	<u>P 0.03</u>	<u>P 0.03</u>	<u>P 0.10</u>	<u>P 0.07</u>

*See Notes to Consolidated Financial Statements.*

**SOLID GROUP INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**  
**FOR THE SIX MONTHS ENDED JUNE 30, 2016 AND 2015**  
*(Amounts in Philippine Pesos)*

	Notes	2016		2015	
		2nd Quarter	Year to Date	2nd Quarter	Year to Date
<b>NET PROFIT (LOSS) FOR THE PERIOD</b>		<b>P 56,195,834</b>	<b>P 49,498,127</b>	<b>P 167,542,161</b>	<b>P 99,091,948</b>
<b>OTHER COMPREHENSIVE INCOME (LOSS)</b>					
Reclassification adjustments for losses recognized in profit or loss			-		
Fair value gains (losses) on available-for-sale financial assets, net of taxes			-		
Currency exchange differences on translating financial statements of foreign operations	2, 23	3,302,489	( 9,362,572 )	1,636,081	2,935,894
		<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
		<u>3,302,489</u>	<u>( 9,362,572 )</u>	<u>1,636,081</u>	<u>2,935,894</u>
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>		<b>P 59,498,323</b>	<b>P 40,135,555</b>	<b>P 169,178,242</b>	<b>P 102,027,842</b>
<b>Total comprehensive income (loss) for the period attributable to:</b>					
Parent Company's stockholders		P 62,241,458	P 47,467,450	P 181,720,701	P 128,903,156
Non-controlling interests		( 2,743,135 )	( 7,331,895 )	( 12,542,459 )	( 26,875,314 )
		<u>P 59,498,323</u>	<u>P 40,135,555</u>	<u>P 169,178,242</u>	<u>P 102,027,842</u>

*See Notes to Consolidated Financial Statements.*



**SOLID GROUP INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**  
**FOR THE SIX MONTHS ENDED JUNE 30, 2016 AND 2015**  
*(Amounts in Philippine Pesos)*

	Notes	2016	2015
<b>EQUITY ATTRIBUTABLE TO THE PARENT COMPANY'S STOCKHOLDERS</b>			
<b>CAPITAL STOCK</b> - P1 par value			
Authorized - 5,000,000,000 shares			
Issued - 2,030,975,000 shares			
Outstanding - 1,821,542,000 shares		<b>P 2,030,975,000</b>	P 2,030,975,000
<b>ADDITIONAL PAID-IN CAPITAL</b>		<b>4,641,701,922</b>	4,641,701,922
<b>TREASURY SHARES</b> - at cost			
Acquired at P0.5520 per share - 209,433,000 shares		( 115,614,380 )	( 115,614,380 )
<b>REVALUATION RESERVES</b>			
Balance at beginning of year		35,038,173	21,082,300
Other comprehensive income (loss) for the period	8, 21, 22	( 9,362,572 )	2,935,894
Balance at end of the period		<b>25,675,601</b>	24,018,194
<b>RETAINED EARNINGS (DEFICIT)</b>			
Balance at beginning of year			
As previously reported		2,967,881,891	2,590,367,022
Prior period adjustments, net of tax		-	-
As restated		<b>2,967,881,891</b>	2,590,367,022
Profit (loss) for the year attributable to the Parent Company's stockholders		56,830,022	125,967,262
Cash dividends		-	-
Balance at end of the period		<b>3,024,711,913</b>	2,716,334,284
Total Equity Attributable to the Parent Company's stockholders		<b>9,607,450,056</b>	9,297,415,020
<b>NON-CONTROLLING INTERESTS</b>			
Balance at beginning of year		508,864,998	322,767,445
Additional non-controlling interests on acquired subsidiary			6,500,000
Profit (loss) for the period attributable to non-controlling interests		( 7,331,895 )	( 26,875,314 )
Balance at end of the period		<b>501,533,103</b>	302,392,131
<b>TOTAL EQUITY</b>	23	<b>P 10,108,983,159</b>	P 9,599,807,151
<b>Total comprehensive income (loss) for the period attributable to:</b>			
Parent Company's stockholders		<b>P 47,467,450</b>	P 128,903,156
Non-controlling interests		( 7,331,895 )	( 26,875,314 )
		<b>P 40,135,555</b>	P 102,027,842

*See Notes to Consolidated Financial Statements.*

**SOLID GROUP INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**FOR THE SIX MONTHS ENDED JUNE 30, 2016 AND 2015**  
*(Amounts in Philippine Pesos)*

	Notes	2016	2015
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Profit (loss) before tax		101,398,534	( 19,008,844 )
Adjustments for:			
Interest income	(	31,854,623 )	( 40,125,461 )
Depreciation and amortization		39,571,931	38,068,125
Impairment losses on trade and other receivables		898,363	
Interest expense		12,463,945	43,894,935
Gain on redemption of financial assets	(	241,260 )	
Fair value gains on financial assets at fair value through profit or loss	(	155,292 )	
Loss (reversal) on inventory obsolescence		8,272,422	4,428,895
Unrealized foreign currency losses (gains) - net		842,951	( 3,533,125 )
Fair value loss (gains) on investment property - net			24,758,100
Loss (Gain) on sale of investment property			( 138,520,266 )
Impairment (reversal) losses on available-for-sale financial assets		-	-
Operating profit before working capital changes		131,196,971	( 90,037,641 )
Decrease (increase) in trade and other receivables	(	75,207,670 )	438,334,385
Decrease (increase) in financial assets at fair value through profit or loss			516,549,257
Decrease (increase) in merchandise inventories and supplies		409,233,857	( 216,176,490 )
Decrease (increase) in real estate inventories	(	3,098,729 )	( 25,317,324 )
Decrease (increase) in advances to related parties		253,330	6,240,300
Decrease (increase) in other current assets		149,987,110	81,926,771
Decrease (increase) in deferred tax assets		11,620,600	( 24,026,024 )
Decrease (increase) in other non-current assets		5,247,021	27,832,180
Increase (decrease) in trade and other payables		90,467,307	( 165,636,467 )
Increase (decrease) in customers' deposits		56,637,684	42,697,214
Increase (decrease) in advances from related parties	(	28,519,044 )	3,042,607
Increase (decrease) in refundable deposits		378,703	5,107,859
Increase (decrease) in deferred tax liabilities		-	-
Cash generated from (used in) operations		748,197,140	600,536,627
Interest received		17,197,104	30,503,790
Cash paid for income taxes	(	59,368,330 )	( 104,366,918 )
Net Cash From Operating Activities		706,025,914	526,673,499
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Decrease (Acquisition) of financial assets at fair value through profit or loss	(	106,559,328 )	
Decrease (Acquisitions) of property and equipment	(	69,111,040 )	( 56,320,452 )
Interest received		12,385,601	7,435,350
Minority interest			6,500,000
Acquisition of available-for-sale financial assets	(	365,201 )	
Cash proceeds from sale of investment property			1,255,708,317
Decrease (Additions) to investment property	(	20,574,017 )	( 26,167,684 )
Net Cash Used in Investing Activities	(	184,223,985 )	1,187,155,531

	<u>Notes</u>	<u>2016</u>	<u>2015</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Proceeds from (repayments of) interest-bearing loans - net	(	<b>24,021,665</b> )	329,827,163
Dividends paid			
Interest paid	(	<u>12,289,136</u> )	( <u>42,046,555</u> )
Net Cash From (Used in) Financing Activities	(	<u>36,310,801</u> )	<u>287,780,608</u>
<b>Effect of Currency Rate Changes on Cash and Cash Equivalents</b>			
	(	<u>842,951</u> )	<u>3,533,125</u>
<b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>			
		<b>484,648,177</b>	2,005,142,763
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR</b>			
		<u>2,576,733,713</u>	<u>1,623,834,847</u>
<b>CASH AND CASH EQUIVALENTS AT END OF THE PERIOD</b>			
	P	<u><b>3,061,381,890</b></u>	P <u>3,628,977,610</u>

*See Notes to Consolidated Financial Statements.*

**SOLID GROUP INC. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**JUNE 30, 2016 AND DECEMBER 31, 2015**  
*(Amounts in Philippine Pesos)*

**1. CORPORATE INFORMATION**

**1.1 Company Background**

Solid Group Inc. (SGI or the Parent Company) was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on October 16, 1933.

On February 22, 1982, the SEC 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 and associate (the Parent Company and the subsidiaries are collectively referred to herein as "the Group"):

Subsidiaries/Associate	Percentage of Ownership		Notes	Nature of Business
	2016	2015		
Subsidiaries:				
Brilliant Reach Limited (BRL)	100	100	(a)	Investment holding company
Kita Corporation (Kita)	100	100		Leasing of real estate properties
Solid Broadband Corporation (SBC)	100	100		Broadband, cable and satellite services and sale of LCD televisions
Solid Group Technologies Corporation (SGTC)	100	100		Trading of prefabricated modular house and office units
Precos, Inc. (Precos)	100	100	(c)	Real estate
Solid Electronics Corporation (SE Corp.)	100	100		Repair services for audio and video products
Solid Manila Corporation (SMC)	100	100		Leasing of real estate properties and hotel operations
Casa Bocobo Hotel, Inc. (CBHI)	100	100	(b)	Hotel operations
Solid Manila Finance, Inc. (SMFI)	100	100		Financing
Solid Video Corporation (SVC)	100	100		Trading of professional audio and video equipment
Zen Towers Corporation (ZTC)	100	100		Real estate
Phil-Nanning Consortium, Inc. (PNCI)	100	100	(f)	Investment holding company
My Solid Technologies & Devices Corporation (My Solid)	100	100		Sale of mobile phones, devices and accessories
Omni Solid Services, Inc. (OSSI) [formerly Solid Laguna Corporation (SLC)]	100	100	(i)	Logistics and assembly of consumer electronics products
MyApp Corporation (MyApp)	100	100	(h)	Investment holding company
Skyworld Corporation (Skyworld)	75	75	(b), (c)	Investment holding company
Interstar Holdings Company, Inc. (Interstar)	73	73	(b), (c)	Investment holding company
Fil-Dragon Real Estate Development, Ltd. (Fil-Dragon)	51	51	(g)	Real estate
Starworld Corporation (Starworld)	50	50	(b), (e)	Real estate
Laguna International Industrial Park, Inc. (LIIP)	50	50	(b), (d)	Real estate
Associate –				
Creative HotHouse Manila, Inc. (CHMI)	50	-	(j)	Development of mobile application

Notes:

- (a) Incorporated and domiciled in the British Virgin Islands
- (b) Indirectly owned through SMC
- (c) Pre-operating or non-operating
- (d) LIIP is 22.5% owned by SMC and 37.5% owned by Interstar
- (e) Starworld is 20% owned by SMC and 40% owned by Skyworld
- (f) Indirectly owned through Precos
- (g) Indirectly owned through PNCI; incorporated and domiciled in the People's Republic of China (PRC)
- (h) Incorporated on October 23, 2014; has not yet started commercial operation as of December 31, 2015
- (i) On March 19, 2012, the SEC approved the change in corporate name of SLC to OSSl.
- (j) Indirectly owned through MyApp; incorporated on February 5, 2015; has not yet started commercial operations as of December 31, 2015

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 26.3).

SMFI is subject to the rules and regulations provided under RA No. 8556, *The Financing Company Act of 1998*.

## **1.2 Status of Operation**

### **(a) Recognition of Real Estate Sales of Fil-Dragon**

In prior years, Fil-Dragon started its pre-selling activities in relation to the Golden Hill Project located in Nanning City, Guangxi Province in PRC. However, no real estate sales were recognized, pending the receipt of the certificates of property ownership from the Chinese government. Accordingly, collections from real estate buyers were recognized as part of Customers' Deposits in the consolidated statements of financial position. In 2015, Fil-Dragon has obtained the certificates of property ownership; hence, it recognized real estate sales amounting to ₱242.5 million (P1.8 billion) in the 2015 consolidated statement of income, which represents those that have already reached the Group's revenue recognition threshold of at least 25% collection of the total contract price (see Note 2.15).

### **(b) Start of Commercial Operations of Green Sun Hotel**

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 SEC on April 4, 2014.

Subsequently, on October 29, 2014, Green Sun Hotel officially started its hotel and related business operations under SMC. The Hotel offers 144 guest rooms, 13 serviced apartments, three penthouse suites, a fashion boutique, three food and beverage outlets, and a function hall 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.

### **1.3 Other Corporate Information**

The registered offices and principal places of business of the Parent Company and its subsidiaries and associate, 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	-	2 <sup>nd</sup> Floor, Abbott Building, P.O. Box 933, Road Town, Tortola, British Virgin Islands
Kita	-	N7175 Gil Puyat Ave. cor. Feati St., Clark Freeport Zone, Clarkfield, Pampanga
OSSI	-	Solid Street, LIIP, Mamlasan, Biñan, Laguna
SMC and CBHI	-	1000 J. Bocobo St., Ermita, Manila
SE Corp.	-	1172 E. delos Santos Avenue, Balintawak, Quezon City
Starworld	-	Bo. Prinza, Calamba City
ZTC	-	1111 Natividad A. Lopez Street, Brgy. 659-A, Zone 79 District 5, Ermita, Manila
PNCI	-	139 Joy St. Balingasa, Quezon City
Fil-Dragon	-	16 Zhujin Road, ASEAN Commercial Park, Nanning City, Guangxi Province, PRC

### **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, 2015 (including the comparative consolidated financial statements as of December 31, 2014 and for the years ended December 31, 2014 and 2013) were authorized for issue by the Parent Company's BOD on March 28, 2016.

## **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 (IASB), 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.

The Group presents a third consolidated statement of financial position as at the beginning of the preceding period when it applies an accounting policy retrospectively, or makes a retrospective restatement or reclassification of items that has a material effect on the information in the consolidated statement of financial position at the beginning of the preceding period. The related notes to the third consolidated statement of financial position are not required to be disclosed.

(c) *Functional and Presentation Currency*

These consolidated financial statements are presented in Philippine pesos, the Parent Company'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 Parent Company's functional currency, which is the currency of the primary economic environment in which the Parent Company operates.

**2.2 Adoption of New and Amended PFRS**

(a) *Effective in 2016 that are Relevant to the Group*

The Group adopted for the first time the following amendment and annual improvements to PFRS, which are mandatorily effective for annual periods beginning on or after January 1, 2016:

PAS 1 (Amendment)	:	Presentation of Financial Statements – Disclosure Initiative
PAS 16 and 38 (Amendments)	:	Property, Plant and Equipment and Intangible Assets – Clarification of Acceptable Methods of Depreciation and Amortization
PAS 28 (Amendment)	:	Investments in Associates and Joint Ventures – Investment Entities – Applying the Consolidation Exception
PFRS 10, 12 and PAS 28 (Amendments)	:	Consolidated Financial Statements, Disclosure of Interest in Other Entities and Investments in Associates and Joint Ventures – Applying the Consolidation Exception
PFRS 11 (Amendment)	:	Joint Arrangements – Accounting for Acquisitions of Interest in Joint Operations
Annual Improvements	:	Annual Improvements to PFRS (2012-2014 Cycle)

Discussed below are the relevant information about these amended standards and improvements.

- (i) PAS 1 (Amendment), *Presentation of Financial Statements – Disclosure Initiative*. The amendment encourages entities to apply professional judgment in presenting and disclosing information in the financial statements. Accordingly, it clarifies that the principle of materiality applies to the whole financial statements and an entity shall not reduce the understandability of the financial statements by obscuring material information with immaterial information or by aggregating material items that have different natures or functions. Moreover, the amendment clarifies that an entity's share of other comprehensive income of associates and joint ventures accounted for using equity method should be presented based on whether or not such other comprehensive income item will subsequently be reclassified to profit or loss. It further clarifies that in determining the order of presenting the notes and disclosures, an entity shall consider the understandability and comparability of the financial statements.
- (ii) PAS 16 (Amendment), *Property, Plant and Equipment*, and PAS 38 (Amendment), *Intangible Assets – Clarification of Acceptable Methods of Depreciation and Amortization*. The amendment in PAS 16 clarifies that a depreciation method that is based on revenue that is generated by an activity that includes the use of an asset is not appropriate for property, plant and equipment. In addition, amendment to PAS 38 introduces a rebuttable presumption that an amortization method that is based on the revenue generated by an activity that includes the use of an intangible asset is not appropriate, which can only be overcome in limited circumstances where the intangible asset is expressed as a measure of revenue, or when it can be demonstrated that revenue and the consumption of the economic benefits of an intangible asset are highly correlated. The amendment also provides guidance that the expected future reductions in the selling price of an item that was produced using the asset could indicate an expectation of technological or commercial obsolescence of an asset, which may reflect a reduction of the future economic benefits embodied in the asset.
- (iii) PAS 28 (Amendment), *Investments in Associates and Joint Ventures – Investment Entities – Applying the Consolidation Exception*. This amendment addresses the concerns that have arisen in the context of applying the consolidation exception for investment entities. This amendment permits a non-investment entity investor, when applying the equity method of accounting for an associate or joint venture that is an investment entity, to retain the fair value measurement applied by that investment entity associate or joint venture to its interests in subsidiaries.
- (iv) PFRS 10 (Amendment), *Consolidated Financial Statements*, PFRS 12, *Disclosure of Interests in Other Entities*, and PAS 28 (Amendment), *Investments in Associates and Joint Ventures – Investment Entities – Applying the Consolidation Exception*. This amendment addresses the concerns that have arisen in the context of applying the consolidation exception for investment entities. It clarifies which subsidiaries of an investment entity are consolidated in accordance with paragraph 32 of PFRS 10 and clarifies whether the exemption to present consolidated financial statements, set out in paragraph 4 of PFRS 10, is available to a parent entity that is a subsidiary of an investment entity. This



amendment also permits a non-investment entity investor, when applying the equity method of accounting for an associate or joint venture that is an investment entity, to retain the fair value measurement applied by that investment entity associate or joint venture to its interests in subsidiaries.

- (v) PFRS 11 (Amendment), *Joint Arrangements – Accounting for Acquisitions of Interest in Joint Operations*. This amendment requires the acquirer of an interest in a joint operation in which the activity constitutes a business as defined in PFRS 3 to apply all accounting principles and disclosure requirements on business combinations under PFRS 3 and other PFRSs, except for those principles that conflict with the guidance in PFRS 11.
- (vi) Annual Improvements to PFRS (2012-2014 Cycle). Among those 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 the existing requirements:
  - PAS 19 (Amendment), *Employee Benefits – Discount Rate*. The amendment clarifies that the currency and term of the high quality corporate bonds which were used to determine the discount rate for post-employment benefit obligations shall be made consistent with the currency and estimated term of the post-employment benefit obligations.
  - PAS 34 (Amendment) *Interim Financial Reporting – Disclosure of Information “Elsewhere in the Interim Financial Report”*. The amendment clarifies the meaning of disclosure of information “elsewhere in the interim financial report” and requires the inclusion of a cross-reference from the interim financial statements to the location of this referenced information. The amendment also specifies that this information must be available to users of the interim financial statements on the same terms as the interim financial statements and at the same time, otherwise the interim financial statements will be incomplete.
  - PFRS 7 (Amendment), *Financial Instruments: Disclosures – Servicing Contracts*. The amendment provides additional guidance to help entities identify the circumstances under which a contract to “service” financial assets is considered to be a continuing involvement in those assets for the purposes of applying the disclosure requirements of PFRS 7. Such circumstances commonly arise when, for example, the servicing is dependent on the amount or timing of cash flows collected from the transferred asset or when a fixed fee is not paid in full due to non-performance of that asset.
  - PFRS 7 (Amendment), *Financial Instruments: Disclosure – Applicability of Amendments to PFRS 7 to Condensed Interim Financial Statements*. This amendment clarifies that the additional disclosure required by the recent amendments to PFRS 7 related to offsetting financial assets and financial liabilities is not specifically required for all interim periods. However, the additional disclosure is required to be given in condensed interim financial statements that are prepared in accordance with PAS 34, when its inclusion would be necessary in order to meet the general principles of PAS 34.

(b) *Effective in 2016 that are not Relevant to the Group*

Among the amendments to PFRS which are effective for the annual period beginning on or after July 1, 2015, only PFRS 14 (Amendment), *Regulatory Deferral Accounts*, is not relevant to the Group.

(c) *Effective Subsequent to 2016 but not Adopted Early*

There are new PFRS, amendments and annual improvements to existing standards effective for annual periods subsequent to 2016 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:

- (vii) PFRS 10 (Amendment), *Consolidated Financial Statements*, and PAS 28 (Amendment), *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 amendment to PFRS 10 requires 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 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 or contribution of assets that do not constitute a business. Corresponding amendment has 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. In December 2015, the IASB deferred the mandatory effective date of these amendments (i.e., from January 1, 2016) indefinitely.
- (viii) PFRS 9 (2014), *Financial Instruments* (effective from January 1, 2018). This new standard on financial instruments will eventually replace PAS 39 and PFRS 9 (2009, 2010 and 2013 versions). 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 loss model in determining impairment of all financial assets that are not measured at fair value through profit or loss (FVTPL), which generally depends on whether there has been a significant increase in credit risk since initial recognition of a financial asset; 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.

In accordance with the financial asset classification principle of PFRS 9 (2014), a financial asset is classified and measured at amortized cost if the asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that represent solely payments of principal and interest (SPPI) on the principal outstanding. Moreover, a financial asset is classified and subsequently measured at fair value through other comprehensive income if it meets the SPPI criterion and is held in a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets. All other financial assets are measured at FVTPL.

In addition, PFRS 9 (2014) allows entities to make an irrevocable election to present subsequent changes in the fair value of an equity instrument that is not held for trading in other comprehensive income.

The accounting for embedded derivatives in host contracts that are financial assets is simplified by removing the requirement to consider whether or not they are closely related, and, in most arrangements, do not require separation from the host contract.

For liabilities, the standard retains most of the PAS 39 requirements which include amortized cost accounting for most financial liabilities, with bifurcation of embedded derivatives. The amendment also requires changes in the fair value of an entity's own debt instruments caused by changes in its own credit quality to be recognized in other comprehensive income rather than in profit or loss.

Management is currently assessing the impact of PFRS 9 on the consolidated financial statements of the Group and it will conduct a comprehensive study of the potential impact of this standard prior to its mandatory adoption date to assess the impact of all changes.

- (i) Annual Improvements to PFRS (2012-2014 Cycle) (effective from January 1, 2016). Among the improvements, the following amendments are relevant to the Group but management does not expect these to have material impact on the Group's consolidated financial statements:
- PAS 19 (Amendment), *Employee Benefits*. The amendment clarifies that the currency and term of the high quality corporate bonds which were used to determine the discount rate for post-employment benefit obligations shall be made consistent with the currency and estimated term of the post-employment benefit obligations.
  - PFRS 7 (Amendment), *Financial Instruments – Disclosures*. The amendment provides additional guidance to help entities identify the circumstances under which a contract to “service” financial assets is considered to be a continuing involvement in those assets for the purposes of applying the disclosure requirements of PFRS 7. Such circumstances commonly arise when, for example, the servicing is dependent on the amount or timing of

cash flows collected from the transferred asset or when a fixed fee is not paid in full due to non-performance of that asset.

### **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, associate and non-controlling interests (NCI) 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 2.13).

(b) *Investments in an Associate*

An associate is an entity over which the Parent Company is able to exert significant influence but which is neither a subsidiary nor interest in a joint venture. Investments in an associate is initially recognized at cost and subsequently accounted for using the equity method.

Acquired investments in an associate is subject to the purchase method. The purchase method involves the recognition of the acquiree's identifiable assets and liabilities, including contingent liabilities, regardless of whether they were recorded in the financial statements prior to acquisition. Goodwill represents the excess of acquisition cost over the fair value of the Group's share of the identifiable net assets of the acquiree at the date of acquisition. Any goodwill or fair value adjustment attributable to the Group's share in the associate is included in the amount recognized as investment in an associate.

All subsequent changes to the ownership interest in the equity of the associate are recognized in the Group's carrying amount of the investments. Changes resulting from the profit or loss generated by the associate are reported as Share in Net Profit (Loss) of an Associate in the Group's consolidated statement of income.

Impairment loss is provided when there is objective evidence that the investment in an associate will not be recovered (see Note 2.18).

Changes resulting from other comprehensive income of the associate or items recognized directly in the associate's equity are recognized in other comprehensive income or equity of the Group, as applicable. However, when the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognize further losses, unless it has incurred obligations or made payments on behalf of the associate. If the associate subsequently reports profits, the Group resumes recognizing its share of those profits only after its share of the profits exceeds the accumulated share of losses that has previously not been recognized.

In computing for the share in net profit or loss of an associate, unrealized gains or losses on transactions between the Group and its associate are eliminated to the extent of the Group's interest in the associate. Where unrealized losses are eliminated, the underlying asset is also tested for impairment from a Group perspective.

Distributions received from the associates are accounted for as a reduction of the carrying value of the investment.

If the investment in an associate is subsequently sold, the Group recognizes in profit or loss the difference between the consideration received and the carrying amount of the investment.

(c) *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 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. All other non-derivative financial instruments are treated as debt instruments.

(a) *Classification and Measurement of Financial Assets*

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 investments and available-for-sale (AFS) financial assets. Financial assets are assigned to the different categories by management on initial recognition, depending on the purpose for which the investments were acquired.

Regular purchases and sales of financial assets are recognized on their trade date. All financial assets that are not classified as at FVTPL are initially recognized at fair value plus any directly attributable transaction costs. Financial assets carried at FVTPL are initially recorded at fair value and the related transaction costs are recognized in profit or loss. A more detailed description of the categories of financial assets currently relevant to the Group 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, Restricted cash and Cash bond, presented as part of Other Current Assets and Other Non-current Assets accounts, 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 Available-for-sale 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, equity securities and corporate bonds.

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.

*(b) Impairment of Financial Assets*

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. The Group recognizes impairment loss based on the category 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.

*(c) Items of Income and Expense Related to Financial Assets*

Except for interest income earned by SGI, SMFI, BRL, Starworld and Interstar, which is presented as Interest under the Revenues section of the consolidated statement of income, 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, respectively.

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.

*(d) 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 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 property title.

*(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 current 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 2.20) 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 2 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 2.18).

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 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 30.4).

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.

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 Income (Charges) – Net 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.

## **2.11 Financial Liabilities**

Financial liabilities, which include interest-bearing loans, trade and other payables [excluding output value-added tax (VAT) and other 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.

### ***2.12 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.

### ***2.13 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 2.18).

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.

## **2.14 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.

## **2.15 Revenue and Expense Recognition**

Revenue comprises revenue from the sale of goods and the rendering of services measured by reference to the fair value of consideration received or receivable by the Group for goods sold and services rendered, excluding VAT and trade discounts.

Revenue is recognized to the extent that the revenue can be reliably measured; it is probable that future economic benefits will flow to the Group; and, the costs incurred or to be incurred can be measured reliably. In addition, the following specific recognition criteria must also be met before revenue is recognized:

- (a) *Rendering of services (other than commission income)* – Revenue is recognized when the performance of contractually agreed services have been substantially rendered.

- (b) *Sale of goods (other than sale of real estate)* – Revenue is recognized when the risks and rewards of ownership of the goods have passed to the buyer, i.e., generally when the customer has acknowledged delivery of goods.
- (c) *Rentals* – Revenue is recognized on a straight-line basis over the duration of the term of the lease (see Note 2.16).
- (d) *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 is accrued monthly based on a fixed amount specified in the service contract as agreed with the customer.
- (e) *Sale of real estate* – Revenues from sale of real estate is accounted for using the full accrual method. Under this method, gross profit on sale is fully recognized when: (a) the collectibility of the sales price is reasonably assured; (b) the earnings process is virtually complete; and, (c) the seller does not have a substantial continuing involvement with the subject properties. The collectibility of the sales price is considered 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.

Subsequent cancellations of prior years' real estate sales are deducted from revenues and cost of real estate sales in the year in which such cancellations are made.

If the transaction does not yet qualify as a sale, 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 account in the liabilities section of the consolidated statement of financial position.

Cost of real estate sales is recognized consistent with the revenue recognition method applied. Cost of real estate property sold before completion of the development is determined on the basis of the acquisition cost of the land plus its full development costs, which include estimated costs for future development, as determined by technical staff. The estimated future expenditures for the development of the real estate property for sale are shown under the Estimated Liability for Land and Land Development Costs account in the consolidated statement of financial position.

- (f) *Interest income on loans receivables* – Revenue is recognized as the interest accrues using the effective interest method.

The effective interest method is a method of calculating the amortized cost of a financial asset or a financial liability and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability. When calculating the effective interest rate, the Group estimates cash flows considering all contractual terms of the financial instrument but does not consider future credit losses. The calculation includes all fees and points paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs and all other premiums or discounts.

Once a financial asset or a group of similar financial assets has been written down as a result of an impairment loss, interest income is recognized using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss.

- (g) *Commission income (shown as part of rendering of services)* – Revenue is recognized on an accrual basis computed based on a certain percentage of sales.
- (h) *Increase in cash surrender value of life insurance* – Revenue is recognized when the increase in cash surrender value occurs and becomes determinable.
- (i) *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.
- (j) *Interest income on cash and cash equivalents* – Revenue is recognized as the interest accrues taking into account the effective yield on the asset.

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 2.20).

## **2.16 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 (see Note 2.15).

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.

**2.17 Foreign Currency Transactions and Translation**

(a) *Transactions and Balances*

The accounting records of the Group, except BRL and Fil-Dragon, 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 and Fil-Dragon are maintained in United States (U.S.) dollar and Chinese yuan renminbi (RMB), respectively.

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 Subsidiaries*

The operating results and financial position of BRL and Fil-Dragon are translated to Philippine pesos, the Parent Company's functional and presentation currency, as presented 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 investments in BRL and Fil-Dragon 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 financial statements into Philippine pesos should not be construed as a representation that the U.S. dollar and Chinese yuan RMB amounts could be converted into Philippine pesos amounts at the translation rates or at any other rates of exchange.

## ***2.18 Impairment of Non-financial Assets***

The Group's investment in an associate, property and equipment, investment property 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.

## ***2.19 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.

The liability recognized in the consolidated statement of financial position for post-employment defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method. The present value of the defined benefit obligation 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 bond as published by the Philippine Dealing and Exchange Corporation, 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) – Net account 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.

## **2.20 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.

## **2.21 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 setoff current tax assets against current tax liabilities and the deferred taxes relate to the same entity and the same taxation authority.

## ***2.22 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.

### ***2.23 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 AFS financial assets.

Retained earnings 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.

### ***2.24 Earnings Per Share***

Basic earnings (loss) per share 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 earnings (loss) per share 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 (loss) per share is equal to the basic earnings (loss) per share.

### ***2.25 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, apart from those involving estimation, which have the most significant effect on the amounts recognized in the consolidated financial statements:

*(a) Revenue Recognition Criteria on Real Estate Sales*

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 collectibility of the sales price is reasonably assured. Management considers the collectibility 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.

*(b) Impairment of AFS Financial Assets*

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, 2015 and 2014, as disclosed in Note 8. Future changes in those information and circumstances might significantly affect the carrying amount of the assets.

*(c) 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.

(d) *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.

(e) *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.

(f) *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 2.14 and the disclosures on relevant provisions and contingencies are presented in Notes 26 and 27.

### **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) *Impairment of Trade and Other Receivables and Advances to Related Parties*

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 collectibility 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 7. Meanwhile, there were no impairment losses recognized on advances to related parties for the years ended December 31, 2015, 2014 and 2013 based on management's assessment (see Note 25).



(b) *Fair Value Measurement of Financial Instruments*

Fair value measurement is generally determined based on quoted prices in active markets. Where active market quotes are not available, management applies valuation techniques to determine the fair value of financial instruments. 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 reporting date.

The carrying values of the Group's financial assets at FVTPL and AFS financial assets and the amounts of fair value changes recognized on those assets are disclosed in Notes 6 and 8, respectively.

(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 9). 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 Note 10.

(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 11. Based on management's assessment as at December 31, 2015 and 2014, 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 30.4.

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 12 and 19.

(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, 2015 and 2014 is disclosed in Note 22.2. 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 2.18). 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.

Based on management's assessment, there were no impairment losses recognized on the Group's non-financial assets in 2015, 2014 and 2013.

(i) *Estimating Liability for Land and Land Development Costs*

The Group's liability for land and development cost for future development is determined by technical staff based on updated budgets and available information and circumstances, as well as its previous experience. The amount of estimated liability for land and development costs as at December 31, 2015 and 2014 is disclosed in Note 10.

(j) *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 statement of financial position, are disclosed in Note 15.

(k) *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 21.2 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 present value of the retirement benefit asset and retirement benefit obligation and the analysis of the movements in the present value of the retirement benefit asset and retirement benefit obligation, as well as the significant assumptions used in estimating such asset and obligation are presented in Note 21.2.

#### 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 as follows:

- (a) Digital mobile devices services 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 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. Segment assets and liabilities do not include deferred taxes.

##### **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 June 30, 2016 and December 31, 2015 and the related revenue and profit information for the three months period ended June 30, 2016 and June 30, 2015 (amounts in thousands).

	Digital Mobile Devices	Property & Building Services	Technical Support & Solutions	Investment and Others	Elimination	Total
<b>2016</b>						
<b>SEGMENT RESULTS</b>						
Total revenues	P 2,591,288	P 138,524	P 482,571	P 53,941	(P 36,992)	P 3,229,332
Net profit (loss)	<u>P 44,539</u>	<u>(P 52,228)</u>	<u>P 61,465</u>	<u>(P 4,278)</u>	<u>P</u>	<u>P 49,498</u>
<b>SEGMENT ASSETS AND LIABILITIES</b>						
Total assets	<u>P 1,894,286</u>	<u>P 7,269,796</u>	<u>P 941,698</u>	<u>P 8,135,824</u>	<u>(P 5,752,197)</u>	<u>P 12,489,407</u>
Total liabilities	<u>P 1,527,424</u>	<u>P 3,188,336</u>	<u>P 287,012</u>	<u>P 363,227</u>	<u>(P 2,985,574)</u>	<u>P 2,380,425</u>
	Digital Mobile Devices	Property & Building Services	Technical Support & Solutions	Investment and Others	Elimination	Total
<b>2015</b>						
<b>SEGMENT RESULTS</b>						
Total revenues	P 1,167,355	P 116,225	P 242,145	P 63,477	(P 31,948)	P 1,557,254
Net profit (loss)	<u>(P 45,972)</u>	<u>P 140,884</u>	<u>P 10,859</u>	<u>P (6,250)</u>	<u>(P 430)</u>	<u>P 99,091</u>
<b>SEGMENT ASSETS AND LIABILITIES</b>						
Total assets	<u>P 2,623,032</u>	<u>P 7,207,455</u>	<u>P 930,885</u>	<u>P 8,139,049</u>	<u>(P 6,538,799)</u>	<u>P 12,361,622</u>
Total liabilities	<u>P 2,296,969</u>	<u>P 3,145,517</u>	<u>P 338,589</u>	<u>P 359,565</u>	<u>(P 3,847,866)</u>	<u>P 2,292,774</u>

## 5. CASH AND CASH EQUIVALENTS

Cash and cash equivalents include the following components:

	<u>2016</u>	<u>2015</u>
Cash on hand and in banks	<b>P 371,599,270</b>	P 741,716,376
Short-term placements	<u><b>2,689,782,620</b></u>	<u>1,835,017,337</u>
	<u><b>P 3,061,381,890</b></u>	<u>P 2,576,733,713</u>

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 0.3% to 2.2% and 0.3% to 2.5% in 2016 and 2015 (see Note 20.2).

## 6. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

This account represents investments in unit investments trust funds (UITF) which have been designated by the management as financial assets at FVTPL upon initial recognition.

The reconciliation of the carrying amounts of these financial assets at the end of the following periods follows:

	<u>Note</u>	<u>2016</u>	<u>2015</u>
Balance at end of the period		<b><u>P 229,964,161</u></b>	<b><u>P 123,008,280</u></b>

Financial assets at FVTPL are stated at their fair values which have been determined directly by reference to published prices. As at June 30, 2016 and December 31, 2015, the fair value of these financial assets were derived using the net asset value per unit (computed by dividing the net asset value of the fund by the number of outstanding units at the end of the reporting period), as published by banks and the Investment Company Association of the Philippines.

The Group recognized gain on redemption of financial assets at FVTPL amounting to P241 thousand and P222 thousand in 2016 and 2015, respectively, and is presented as part of Finance Income under the Other Income (Charges) – Net account in the consolidated statements of income (see Note 20.2).

## 7. TRADE AND OTHER RECEIVABLES

This account is composed of the following:

	<u>Notes</u>	<u>2016</u>	<u>2015</u>
Current:			
Trade receivables	25.5, 26.1	<b>P 1,042,636,126</b>	P 1,064,525,691
Advances to suppliers	25.5	<b>284,682,249</b>	209,761,196
Loans receivables	25.3	<b>38,029,718</b>	45,980,152
Interest receivable		<b>2,958,998</b>	596,290
Other receivables		<b><u>63,824,448</u></b>	<u>44,949,005</u>
		<b>1,432,131,539</b>	1,365,812,334
Allowance for impairment		<b>( <u>83,943,115</u> )</b>	( <u>87,260,575</u> )
		<b><u>1,348,188,424</u></b>	<u>1,278,551,759</u>
Non-current:			
Trade receivables		<b>7,884,096</b>	9,061,513
Loans receivables	25.3	<b>634,508</b>	634,508
Cash surrender value of investment in life insurance		<b><u>600,063,107</u></b>	<u>591,941,130</u>
		<b><u>608,581,711</u></b>	<u>601,637,151</u>
		<b><u>P 1,956,770,135</u></b>	<b><u>P 1,880,188,910</u></b>

Trade receivables include amounts due from the Group's real estate buyers arising from the sale of industrial lots and condominium units. The title to the real estate properties remain with the Group until such time that the Group fully collects its receivables from the real estate buyers. Trade receivables from sale of condominium units are measured at amortized cost and bear effective interests ranging from 9.8% to 18.0% depending on the terms of payment (see Note 20.2).

Advances to suppliers mainly include advance payments made by My Solid for future purchases of mobile phone inventories (see Note 25.5). These also include advances made to various contractors for the construction of ZTC's Tri Towers condominium building (see Note 10) and to various suppliers for CBHI's acquisition of supplies.

Interest income recognized on the Group's loans receivables amounted to P1.9 million and P2.9 million in June 30, 2016 and December 31, 2015, 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 June 30, 2016 and December 31, 2015.

Cash surrender value of investment in life insurance pertains to insurance policies purchased by BRL for certain directors of the Parent Company. The investment in life insurance is 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 income (see Note 19).

The cash surrender value of the investment in life insurance is used as collateral for interest-bearing loans obtained by BRL (see Note 14).

Other receivables consist primarily of unsecured, noninterest-bearing cash advances made to the ZTC's Unit Owners' Association for expenses incurred by the unit owners.

All of the Group's trade and other receivables have been reviewed for indications of impairment. Certain trade and other receivables, which are mostly due from small business customers, were found to be impaired; hence, adequate amount of allowance for impairment has been recognized.

Certain loans receivables are secured by real estate properties and shares of stock of the borrowing companies which are owned by a related party (see Note 25.4).

## 8. AVAILABLE-FOR-SALE FINANCIAL ASSETS

This account comprises the following AFS financial assets:

	<u>2016</u>	<u>2015</u>
Non-current:		
Club shares	20,471,658	15,852,400
Equity securities	8,580,000	8,580,000
Others	<u>480,070</u>	<u>634,127</u>
	29,531,728	25,066,527
Allowance for impairment	( <u>15,330,000</u> )	( <u>11,230,000</u> )
	<u>14,201,728</u>	<u>13,836,527</u>
	<b><u>P 14,201,728</u></b>	<b><u>P 13,836,527</u></b>

Investment in equity securities pertains to the Parent Company's 33% ownership interest in the common stock of Sony Philippines, Inc. (SPI). The Joint Venture Agreement (JVA) executed in 1997 with Sony Corporation of Japan covering the Parent Company's investment in SPI 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.

The Group's management has determined that there is an objective evidence that the decline in the fair values of SPI shares and of some of its club shares is permanent. Such evaluation was based on the significant downturn in the business operations of SPI and the prolonged decline in the market value of the Group's club shares. Accordingly, the Group recognized impairment losses on the SPI shares and such club shares in prior years. As at December 31, 2015, the Parent Company's investment in SPI is fully provided with allowance for impairment losses. There were no additional impairment losses recognized on other available-for-sale financial assets in 2015.

The fair values of the Group's investments in club shares, which represent proprietary membership club shares, as at December 31, 2015 have been determined directly by reference to published prices in active markets (see Note 30.2).



## 9. MERCHANDISE INVENTORIES AND SUPPLIES

The details of this account are shown below.

	<u>Notes</u>	<u>2016</u>	<u>2015</u>
Merchandise inventories	17.1	<b>P 489,265,141</b>	P 896,356,985
Service parts, supplies and others	25.1	<u><b>30,098,923</b></u>	<u>32,390,880</u>
		<b>519,364,064</b>	928,747,865
Allowance for inventory obsolescence		<u><b>( 70,715,011)</b></u>	<u>( 62,592,533)</u>
		<u><b>P 448,649,053</b></u>	<u>P 866,155,332</u>

The Group has no outstanding purchase commitment for the acquisition of merchandise inventories and supplies as at June 30, 2016 and December 31, 2015.

## 10. REAL ESTATE INVENTORIES

This account is composed of:

	<u>2016</u>	<u>2015</u>
Land and land development costs:		
Land	<b>P 4,265,299</b>	P 4,265,299
Land development costs	<u><b>424,596,730</b></u>	<u>421,365,404</u>
	<b>428,862,029</b>	425,630,703
Allowance for impairment	<u><b>( 2,022,800)</b></u>	<u>( 2,022,800)</u>
	<b>426,839,229</b>	423,607,903
Property development costs:		
Construction in progress and development costs	<u><b>1,214,126,994</b></u>	<u>1,223,622,163</u>
	<u><b>P 1,640,966,223</b></u>	<u>P 1,647,230,066</u>

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 and Fil-Dragon, which are also for sale.

Borrowing costs incurred from loans availed of by Fil-Dragon were capitalized as part of Property development costs. Borrowing costs incurred in 2013 relating to these loans amounted to ₱6.8 million (P46.9 million) and are capitalized as part of Real Estate Inventories in the 2013 consolidated statement of financial position (see Notes 14 and 25.7). No borrowing cost was capitalized in 2015 as the development has already been completed.

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 2015, 2014 and 2013.

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 June 30, 2016 and December 31, 2015, 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 Notes 27.4 and 27.5). The construction was started by SMC 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 as of December 31, 2015.

In addition, the balances of Property development costs as of June 30, 2016 and December 31, 2015 include costs incurred in the construction of the Group's Golden Hill Project through Fil-Dragon (see Note 27.6). The Golden Hill Project involves the development of multi-storey residential and commercial condominium units within the ASEAN Commercial Park in Nanning City, Guangxi Province, PRC. In 2010, Fil-Dragon has obtained sales permit for selling the property from the local government of the PRC. Customer deposits received as at June 30, 2016 and December 31, 2015 amounted to P596.9 million (¥84.3 million) and P538.7 million (¥74.6 million), respectively, and are shown as part of Customers' Deposits in the consolidated statements of financial position.

There were no movements in the Estimated Liability for Land and Land Development Costs account in 2015 which was established for the fulfilment of Starworld's projects in the development and marketing of CPIP (see Note 27.3).

## 11. PROPERTY AND EQUIPMENT

The gross carrying amounts and accumulated depreciation, amortization and impairment losses of property and equipment at end of June 30, 2016 and December 31, 2015 are shown below.

	<u>Land</u>	<u>Buildings and Improvements</u>	<u>Machinery and Equipment</u>	<u>Furniture, Fixtures and Office Equipment</u>	<u>Transportation Equipment</u>	<u>Test, Communication and Other Equipment</u>	<u>Computer System</u>	<u>Leasehold Improvements</u>	<u>Tools and Equipment</u>	<u>Construction in Progress</u>	<u>Total</u>
June 30, 2016											
Cost	P 1,277,854,682	P 318,293,039	P 120,103,052	P 159,155,558	P 107,193,331	P 14,772,962	P 42,261,992	P 79,904,465	P 38,918,620	P 145,895,369	P 2,304,353,070
Accumulated depreciation and amortization	-	( 31,481,168)	( 53,994,870)	( 128,869,600)	( 78,490,184)	( 12,176,397)	( 33,064,765)	( 61,581,083)	( 24,983,281)	-	( 424,641,348)
Accumulated impairment losses	-	( 35,000,000)	-	-	-	-	-	-	-	-	( 35,000,000)
Net carrying amount	<b><u>P 1,277,854,682</u></b>	<b><u>P 251,811,871</u></b>	<b><u>P 66,108,182</u></b>	<b><u>P 30,285,958</u></b>	<b><u>P 28,703,147</u></b>	<b><u>P 2,596,565</u></b>	<b><u>P 9,197,227</u></b>	<b><u>P 18,323,382</u></b>	<b><u>P 13,935,339</u></b>	<b><u>P 145,895,369</u></b>	<b><u>P 1,844,711,722</u></b>
December 31, 2015											
Cost	P 1,277,854,682	P 352,874,436	P 129,719,241	P 193,871,092	P 113,276,561	P 9,747,050	P 70,705,200	P 88,589,364	P 52,774,064	P 76,494,236	P 2,365,905,926
Accumulated depreciation and amortization	-	( 52,396,919)	( 53,606,685)	( 148,002,053)	( 78,333,799)	( 9,030,818)	( 68,488,935)	( 73,032,427)	( 32,841,677)	-	( 515,733,313)
Accumulated impairment losses	-	( 35,000,000)	-	-	-	-	-	-	-	-	( 35,000,000)
Net carrying amount	<b><u>P 1,277,854,682</u></b>	<b><u>P 265,477,517</u></b>	<b><u>P 76,112,556</u></b>	<b><u>P 45,869,039</u></b>	<b><u>P 34,942,762</u></b>	<b><u>P 716,232</u></b>	<b><u>P 2,216,265</u></b>	<b><u>P 15,556,937</u></b>	<b><u>P 19,932,387</u></b>	<b><u>P 76,494,236</u></b>	<b><u>P 1,815,172,613</u></b>

In 2014, the Group transferred certain land and building improvements from Investment Property to Property and Equipment as the Group intends to use such properties for the expansion of the Group's hotel operations. The amount recognized as deemed cost represents the fair value of the properties at the time of transfers (see Note 12). There was no similar transaction in 2015.

Construction in progress in prior years pertains to the construction of the Green Sun Hotel of SMC. Construction was completed in 2014 and, accordingly, amounts have been reclassified to the appropriate accounts. Further, construction in progress also includes costs incurred for the acquisition of furniture and fixtures and machinery and equipment which are not yet available for use.

No additional impairment losses were recognized in 2015 based on management's assessment.

The amount of depreciation and amortization computed on property and equipment is presented as part of the following accounts:

	<u>Notes</u>	<u>2016</u>	<u>2015</u>
Cost of services	17.2	<b>P 22,737,834</b>	P 20,911,056
Cost of rentals	17.3	<b>926,945</b>	1,278,883
General and administrative expenses		<u><b>15,907,152</b></u>	<u>15,878,186</u>
	18	<u><b>P 39,571,931</b></u>	<u>P 38,068,125</u>

There were no restrictions on titles and items of property and equipment as at December 31, 2015.

Fully depreciated property and equipment still in use in the Group's operations amounted to P227.6 million as at December 31, 2015.

## 12. INVESTMENT PROPERTY

The Group's investment property, which is 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 17.3).

The fair values of the Group's investment property as at December 31, 2015 was determined based on appraisal reports dated January 22, 2016. Management obtains annual appraisal reports on its investment property from independent appraisers (see Note 30.4).

The changes in the carrying amounts of investment property as presented in the consolidated statements of financial position are summarized as follows as of June 30, 2016 and December 31, 2015:

	<u>Land and Improvements</u>	<u>Buildings and Improvements</u>	<u>Total</u>
<b>2016:</b>			
Balance at end of period	<b><u>P 1,894,734,984</u></b>	<b><u>P 779,058,567</u></b>	<b><u>P 2,673,793,551</u></b>
<b>2015:</b>			
Balance at beginning of year	P 3,027,198,507	P 626,681,408	P 3,653,879,915
Fair value gains (loss) on investment property – net (see Note 19)	154,647,375	( 66,899,563)	87,747,812
Additions	-	279,581,068	279,581,068
Disposal	( 1,331,515,586)	( 36,473,675)	( 1,367,989,261)
Reclassifications from (to) property and equipment	( _____)	_____	( _____)
Balance at end of year	<b><u>P 1,850,330,296</u></b>	<b><u>P 802,889,238</u></b>	<b><u>P 2,653,219,534</u></b>

Certain real estate properties owned by SMC are the subject of litigations brought up by third parties against the subsidiary.

### 13. OTHER ASSETS

The composition of these accounts as of June 30 2016 and December 31, 2015 are shown below.

	<u>Notes</u>	<u>2016</u>	<u>2015</u>
<b>Current:</b>			
Prepayments		<b>P 130,107,784</b>	P 246,852,021
Input VAT – net		<b>85,562,104</b>	130,023,037
Creditable withholding taxes		<b>75,297,169</b>	63,314,432
Refundable deposits	27.2	<b>11,279,344</b>	16,630,667
Advances to contractors		<b>11,074,296</b>	6,010,562
Restricted cash		<b>4,451,014</b>	4,545,963
Others		<b><u>3,697,650</u></b>	<u>4,079,789</u>
		<b><u>321,469,361</u></b>	<u>471,456,471</u>
<b>Non-current:</b>			
Deferred input VAT		<b>7,276,062</b>	9,357,332
Refundable deposits	27.2	<b>8,081,589</b>	7,741,095
Land under litigation	12	<b>4,935,606</b>	4,935,606
Investment in an associate		-	3,194,282
Investment in shares		<b>1,303,591</b>	1,460,849
Cash bond		<b>568,234</b>	568,234
Deposits to suppliers		-	
Others		<b><u>2,076,626</u></b>	<u>2,231,331</u>
		<b><u>24,241,708</u></b>	<u>29,488,729</u>
		<b><u>P 345,711,069</u></b>	<u>P 500,945,200</u>

Prepayments include prepaid insurance, rentals and other business taxes.

Restricted cash pertains to bank deposits pledged by Fil-Dragon as security in favor of banks and financial institutions in the PRC, which provided mortgage loan to purchasers of properties. Such charges would be released when the certificates for housing ownership are granted to the property purchasers. This deposit earns interest based on daily bank deposit rates (see Note 20.2).

The investment in an associate account represents the carrying amount of investment in CHMI. CHMI was formally established and registered with the SEC on February 5, 2015. The original investment of P6.5 million constitutes 50% of CHMI's outstanding capital stock.

The Group's share in the net loss of CHMI amounted to P3.1 million and presented as Share in Net Loss of an Associate under Other Income (Charges) – Net in the 2016 consolidated statement of income.

#### 14. INTEREST-BEARING LOANS

Short-term interest-bearing loans and borrowings as at June 30, 2016 and December 31, 2015 are broken down as follows:

	2016			2015		
	USD	RMB	Total in PHP	USD	RMB	Total in PHP
BRL	\$ 2,237,426	¥ -	P 105,069,554	\$ 2,219,474	¥ -	P 104,683,711
Fil-Dragon	-	18,100,611	128,050,962	-	21,100,611	152,458,471
	<u>\$ 2,237,426</u>	<u>¥ 18,100,611</u>	<u>P 233,120,517</u>	<u>\$ 2,219,474</u>	<u>¥ 21,100,611</u>	<u>P 257,142,182</u>

The Group's short-term interest-bearing loans as of June 30, 2016 and December 31, 2015 amounting to P233.1 million and P257.1 million, respectively, are denominated in U.S. dollar and Chinese yuan RMB, and are 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.

Information relating to significant loan transactions of the Group are as follows:

(a) *Loans of BRL*

The loans of BRL are secured by the cash surrender value of investment in life insurance (see Note 7). The loans bear interest at prevailing market rates per annum of 1.6% in 2016 and 2015. Interest expense arising from these loans amounted to P969 thousand and P1,766 thousand in 2016 and 2015, respectively, and is presented as part of Finance Costs in the consolidated statements of income (see Note 20.1).

(b) *Loans of Fil-Dragon*

In 2011, Fil-Dragon obtained loans denominated in Chinese yuan RMB from companies that are owned by Solid Company Limited (SCL), a shareholder owning 19% of the total shares of Fil-Dragon (see Note 25.7). The loans bear interest at prevailing market rates per annum ranging from 6.0% to 15.0% in 2015. Borrowing costs incurred in 2013 relating to these loans amounted to ¥6.8 million (P46.9 million) and are capitalized as part of Real Estate Inventories (see Notes 10 and 25.7). Borrowing cost incurred in 2016 and 2015 amounting to P10.2 million and P42.1 million, respectively, is shown as

part of Interest expense on interest-bearing loans under Finance Costs account in the 2016 and 2015 consolidated statements of income (see Note 20.1).

The fair value of loans obtained approximates the carrying values since the interest rates are repriced at market rates at the end of the reporting period. As at June 30, 2016 and December 31, 2015, the Group is not subjected to any covenants relating to the above loans.

## 15. TRADE AND OTHER PAYABLES

This account consists of:

	<u>Note</u>	<u>2016</u>	<u>2015</u>
Trade payables	25.1, 25.5	<b>P 475,417,464</b>	P 413,087,787
Accrued dealers' incentives		<b>58,162,922</b>	101,401,648
Refundable deposits		<b>18,532,018</b>	18,249,826
Advances from customers		<b>37,713,434</b>	16,299,070
Due to a related party	25.5	<b>17,895,432</b>	15,588,734
Accrued expenses		<b>71,248,286</b>	15,154,393
Rentals payable		<b>13,454,022</b>	14,617,857
Deferred output VAT		<b>8,924,038</b>	8,252,624
Output VAT		<b>19,328,670</b>	3,806,792
Reserve for warranty costs		<b>3,917,237</b>	3,253,200
Retention payable		<b>1,694,672</b>	1,904,673
Other payables		<b><u>1,084,322</u></b>	<u>25,113,796</u>
		<b><u>P 727,372,517</u></b>	<u>P 636,730,400</u>

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. Reserve for warranty costs pertains to amounts recognized by My Solid and SVC for expected warranty claims on products sold based on their past experience of the level of repairs and returns.

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.

## 16. REFUNDABLE DEPOSITS

SMC and Kita have long-term refundable deposits from various tenants amounting to P19.6 million and P19 million as at June 30, 2016 and December 31, 2015, respectively. The refundable deposits are remeasured at amortized cost using the effective interest ranging from 3.05% to 6.13% at the inception of the lease terms. The interest expense recognized is presented as part of Finance Costs in the consolidated statements of income (see Note 20.1).

The non-current refundable deposits is shown as a separate line item under Non-current Liabilities section in the consolidated statements of financial position.

## 17. COSTS OF SALES, REAL ESTATE SALES, SERVICES AND RENTALS

### 17.1 Cost of Sales

The details of this account are shown below.

	Notes	2016	2015
Merchandise inventories			
at beginning of year	9	P 896,356,985	P 656,074,999
Net purchases of merchandise			
inventories during the year	18, 25.5	<u>1,974,015,279</u>	<u>1,287,235,064</u>
Goods available for sale		<u>2,870,372,264</u>	<u>1,943,310,063</u>
Merchandise inventories			
at end of the period	9	( 489,265,141)	( 868,737,260)
Net provision (reversal of allowance)			
for inventory obsolescence	9, 18	<u>8,272,422</u>	<u>4,428,895</u>
	18	<u>P 2,389,379,545</u>	<u>P 1,079,001,698</u>

### 17.2 Cost of Services

The following are the breakdown of direct costs and expenses from rendering of services:

	Notes	2016	2015
Cost of Integration		<b>110,534,493</b>	
Materials, supplies and			
other consumables	25.1	P 43,548,979	P 42,348,851
Salaries and employee benefits	21.1	<b>24,166,237</b>	25,042,728
Service fees	26.3		
Outside services		<b>57,564,502</b>	44,114,059
Depreciation and amortization	11	<b>22,737,834</b>	20,911,056
Rentals	27.2	<b>193,501</b>	131,882
Communication, light and water		<b>12,158,978</b>	11,903,691
Transportation and travel		<b>1,505,877</b>	1,052,381
Repairs and maintenance		<b>4,062,498</b>	2,245,301
Cable services		<b>109,377</b>	140,952
Broadband Reimbursement		<b>34,214,023</b>	32,057,783
Others		<u><b>24,793,790</b></u>	<u>20,625,486</u>
	18	<u><b>P 335,590,089</b></u>	<u>P 200,574,170</u>

### 17.3 Cost of Rentals

The details of this account are as follows (see Note 12):

	Notes	2016	2015
Taxes and licenses		P 12,074,383	P 12,943,925
Outside services		<b>3,921,092</b>	3,867,329
Repairs and maintenance		<b>3,334,673</b>	1,977,050
Rentals	27.2	<b>5,087,251</b>	3,726,515
Salaries and employee benefits	21.1	<b>325,742</b>	343,677
Depreciation and amortization	11	<b>926,945</b>	1,278,883
Others		<u><b>3,080,487</b></u>	<u>11,901,572</u>
	12, 18	<u><b>P 28,750,573</b></u>	<u>P 36,038,951</u>

Others primarily consists of supplies and transportation and travel expenses.



## 18. OPERATING EXPENSES BY NATURE

The details of operating expenses by nature are shown below.

	<u>Notes</u>	<u>2016</u>	<u>2015</u>
Net purchases of merchandise inventories	17.1, 25.5	<b>P 1,974,015,279</b>	P 1,287,235,064
Cost of land sold		<b>434,180</b>	
Construction costs	17.4		
Cost of integration		<b>110,534,493</b>	
Changes in merchandise, finished goods and work-in-process inventories		<b>407,091,844</b>	( 212,662,261)
Salaries and employee benefits	21.1	<b>173,266,235</b>	142,315,706
Broadband Reimbursement		<b>34,214,023</b>	32,057,783
Outside services		<b>88,878,939</b>	83,217,884
Materials, supplies and other consumables	25.1	<b>47,543,299</b>	46,903,532
Depreciation and amortization	11	<b>39,571,931</b>	38,068,125
Taxes and licenses		<b>45,708,233</b>	50,525,191
Utilities and communication		<b>19,716,859</b>	20,295,760
Service fees	26.3		
Transportation and travel		<b>8,596,405</b>	9,493,403
Land and land use rights	17.4		
Net provision (reversal) for inventory obsolescence	9, 17.1	<b>8,272,422</b>	4,428,895
Rentals	27.2	<b>18,464,218</b>	21,765,215
Repairs and maintenance		<b>11,214,204</b>	6,768,122
Provisions for warranty claims	15		
Miscellaneous		<b><u>128,214,199</u></b>	<u>138,886,457</u>
		<b><u>P 3,115,736,763</u></b>	<u>P 1,669,298,876</u>

These expenses are classified in the consolidated statements of income as follows:

	<u>Notes</u>	<u>2016</u>	<u>2015</u>
Cost of sales	17.1	<b>P 2,389,379,545</b>	P 1,079,001,698
Cost of services	17.2	<b>335,590,089</b>	200,574,170
Cost of rentals	17.3	<b>28,750,573</b>	36,038,951
Cost of real estate sales		<b>434,180</b>	
Selling and distribution costs		<b>197,201,775</b>	163,752,627
General and administrative expenses		<b><u>164,380,601</u></b>	<u>189,931,430</u>
		<b><u>P 3,115,736,763</u></b>	<u>P 1,669,298,876</u>

## 19. OTHER OPERATING EXPENSES - NET

The breakdown of this account is as follows:

	<u>Notes</u>	<u>2016</u>	<u>2015</u>
Fair value losses (gains) on investment property – net	12	25,835,492	24,758,100
Increase in cash surrender value of investment in life insurance	7	( 10,624,096)	( 9,756,447)
Gain on sale of investment property		-	( 138,520,266)
Miscellaneous		( 14,608,551)	( 6,876,587)
		<u>P 602,845</u>	<u>(P 130,395,200)</u>

## 20. OTHER INCOME (CHARGES) – Net

### 20.1 Finance Costs

This account consists of the following:

	<u>Notes</u>	<u>2016</u>	<u>2015</u>
Interest expense on Interest-bearing loans	14	P 12,463,945	P 43,894,935
Impairment losses on trade and other receivables	7	898,363	253,611
Foreign currency exchange losses		8,255,800	2,323,891
Impairment losses on AFS financial assets	8	-	-
Others		<u>667,442</u>	<u>5,921,164</u>
		<u>P 22,285,550</u>	<u>P 52,393,601</u>

### 20.2 Finance Income

This account consists of the following:

	<u>Notes</u>	<u>2016</u>	<u>2015</u>
Interest income from cash and cash equivalents and restricted cash	5, 13	P 12,385,601	P 9,621,671
Foreign currency exchange gains		2,104,520	4,304,660
Gain on redemption of financial assets at FVTPL	6	241,260	222,844
Reversal of impairment losses on financial assets		1,276,108	519,841
Fair value gains (loss) on financial assets at FVTPL	6	155,292	( 73,322 )
Interest income from financing	7	-	-
		<u>P 16,162,781</u>	<u>P 14,595,695</u>

Interest income earned by SGI, SMFI, BRL and Starworld from cash and cash equivalents amounting to P10.7 million in 2015 and P14.8 million in 2014 are presented as part of Interest account under the Revenues section in the consolidated statements of income, as these were generated from the entities' primary business operations.

### 20.3 Other Gains – Net

The breakdown of this account is as follows:

	<u>Notes</u>	<u>2016</u>	<u>2015</u>
Gain on sale of property and equipment	11	P 495,536	P 620,927
Loss on sale of investment property		-	
Others		<u>4,146</u>	<u>(182,047)</u>
		<u>P 499,682</u>	<u>P 438,880</u>

## 21. EMPLOYEE BENEFITS

### 21.1 Salaries and Employee Benefits Expense

Expenses recognized for salaries and employee benefits are summarized below (see Notes 25.8 and 25.9).

	<u>Notes</u>	<u>2016</u>	<u>2015</u>
Short-term benefits		<u>P 173,266,235</u>	<u>P 142,315,706</u>

### 21.2 Post-employment Benefits

#### (a) Characteristics of the Defined Benefit Plan

The Group maintains 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 are based on the actuarial valuation reports obtained from an independent actuary in 2015 and 2014.

The components of the retirement benefit asset of SGI and certain subsidiaries at the end of the reporting periods are shown below.

	<u>2015</u>
Fair value of plan assets	<b>P 187,905,653</b>
Present value of obligation	<b>( 70,623,835)</b>
	<b><u>P 117,281,818</u></b>

The amounts of the retirement benefit obligation recognized by certain subsidiaries at the end of the reporting periods are shown below.

	<u>2015</u>
Fair value of plan assets	<b>P 2,463,150</b>
Present value of obligation	<b>( 22,202,604)</b>
	<b><u>(P 19,739,454)</u></b>

The movements in the present value of the retirement benefit obligation recognized in the books are as follows:

	<u>2015</u>
Balance at beginning of year	<b>P 83,870,425</b>
Current service costs	<b>12,178,907</b>
Interest costs	<b>3,935,635</b>
Benefits paid	<b>( 3,431,215)*</b>
Remeasurements – actuarial losses (gains) arising from:	
Experience adjustments	<b>( 10,795,456)</b>
Changes in financial assumptions	<b>6,118,553</b>
Changes in demographic assumptions	<b><u>949,590</u></b>
Balance at end of year	<b><u>P 92,826,439</u></b>

\* *This amount includes benefits paid directly by the SEC, OSSI and My Solid amounting to P526,683, P253,200 and P1,920,000, respectively.*

The movements in the fair value of plan assets of the Group are presented below.

	<u>2015</u>
Balance at beginning of year	<b>P 186,230,815</b>
Interest income	<b>8,690,494</b>
Return on plan assets (excluding amounts included in net interest)	<b>( 5,626,689)</b>
Contributions paid into the plan	<b>1,789,556</b>
Benefits paid by the plan	<b>( 715,373)</b>
Balance at end of year	<b><u>P 190,368,803</u></b>

The plan assets consist of the following as of December 31:

	<u>2015</u>
Debt securities:	
Philippines government bonds	P 127,122,059
Corporate bonds	19,200,688
Mutual funds	25,466,354
UITF	18,759,495
Others	( <u>179,793</u> )
	<u>P 190,368,803</u>

The fair values of the above debt securities and investments are determined based on quoted market prices in active markets.

UITF and mutual funds are composed of short-term and money-market funds denominated in Philippine peso.

The plan assets earned a net return of P3.1 million, P3.3 million and P12.0 million in 2015, 2014 and 2013, 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:

	<u>Notes</u>	<u>2015</u>
<i>Reported in consolidated statements of income:</i>		
Current service cost	21.1	P 12,178,907
Net interest income	20.3	( <u>4,754,859</u> )
		<u>P 7,424,048</u>
<i>Reported in consolidated statements of comprehensive income:</i>		
Actuarial gains (losses) from:		
Changes in experience adjustments		P 10,795,456
Financial assumptions		( 6,118,553 )
Changes in demographic assumption		( 949,590 )
Return on plan assets (excluding amounts included in net interest)		( 5,626,689 )
Effect of asset ceiling		<u>-</u>
		<u>(P 1,899,376)</u>

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 Note 18).

The net interest income is included in Other Gains – Net account in the consolidated statements of income (see Note 20.3). 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:

	<u>2015</u>
Discount rates	5.0% - 5.4%
Salary increases rate	8.00%

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 3.5 to 35 years for males and 10 to 35 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 defined benefit obligation 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 defined benefit obligation 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 defined benefit obligation 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 obligation as of December 31, 2015 and 2014:

	<u>Impact on Post-employment Benefit Obligation</u>		
	<u>Change in Assumption</u>	<u>Increase in Assumption</u>	<u>Decrease in Assumption</u>
<b><u>2015</u></b>			
Discount rate	+/- 0.5%	(P 6,799,635)	P 15,481,564
Salary increase rate	+/- 1.0%	7,665,630	( 12,392,184)

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 defined benefit obligation 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 defined benefit obligation 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 defined benefit obligation 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, 2015 and 2014 consists of government and corporate debt securities, although the Group also invests in UITF and mutual funds.

*(iii) Funding Arrangements and Expected Contributions*

The plan is currently overfunded by P97.5 million based on the latest actuarial valuations.

The Group expects to make contribution of P16.7 million to the plan during the next reporting period.

The maturity profile of undiscounted expected benefit payments from the plan follows:

	<u>2015</u>
Within one year	<b>P 3,130,910</b>
More than one year to five years	<b>5,302,148</b>
More than five years to 10 years	<b>50,961,247</b>
More than 10 years to 15 years	<b>89,331,834</b>
More than 15 years to 20 years	<b>169,887,912</b>
More than 20 years	<b><u>1,838,193,071</u></b>
	<b><u>P2,156,807,122</u></b>

## 22. TAXES

### ***22.1 Registration with Economic Zone Authorities and Fil-Dragon Taxation***

*(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) tax 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.



SMC waived its right to avail of the 5% special tax rate on gross income tax for the taxable year ended December 31, 2015. As such, SMC reported all its taxable income in 2015 in accordance with the regular corporate income tax rules under the 1997 Tax Code, as amended, and the related Bureau of Internal Revenue (BIR) rules and regulations.

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.

(c) *Fil-Dragon Taxation*

Pursuant to the relevant laws and regulations in the PRC, Fil-Dragon is subject to PRC corporate income tax of 25% on the estimated assessable profit for the year. No provision has been provided in the consolidated financial statements in 2015 as Fil-Dragon did not generate any assessable profits. In 2015, Fil-Dragon recognized tax expense amounting to P214.5 million (see Note 22.2).

## 22.2 *Current and Deferred Taxes*

The components of tax expense (income) as reported in the consolidated statements of income and consolidated statements of comprehensive income are as follows:

	<u>2015</u>
<i>Reported in consolidated statements of income:</i>	
Current tax expense:	
Regular corporate	
income tax (RCIT) at 30%	P 252,629,434
PRC corporate income tax at 25%	214,541,027
Final taxes at 20% and 7.5%	11,373,538
Minimum corporate	
income tax (MCIT) at 2%	6,587,196
Preferential tax at 5%	<u>2,062,586</u>
	487,193,781
Deferred tax income relating to	
origination and reversal of	
temporary differences	( <u>327,910,166</u> )
	<u>P 159,283,615</u>
<i>Reported in consolidated statements of comprehensive income:</i>	
Deferred tax expense (income) on	
remeasurements of defined benefit	
post-employment obligation	(P 508,268)
Deferred tax expense on changes	
in fair value of AFS financial assets	<u>414,000</u>
	<u>(P 94,268)</u>

A reconciliation of tax on pretax profit (loss) computed at the applicable statutory rate to tax expense reported in the consolidated statements of income is shown below.

	<u>2015</u>	
Tax on pretax profit (loss) at 30%	<b>P 249,656,567</b>	
Adjustment for income subjected to lower tax rates	<b>( 14,790,374)</b>	
Tax effects of:		
Excess of itemized deductions over optional standard deduction	<b>( 133,754,476)</b>	-
Nondeductible expenses and losses	<b>59,185,631</b>	
Unrecognized deferred tax assets (DTA) from net operating loss carry-over (NOLCO) and MCIT and other temporary differences	<b>14,295,227</b>	
Nontaxable income	<b>( 7,339,663)</b>	
Income of foreign subsidiary not subject to taxes	<b>( 7,232,973)</b>	
Benefit from previously unrecognized NOLCO, MCIT and other temporary differences	<b>( 944,037)</b>	
Others	<b><u>207,713</u></b>	
	<b><u>P 159,283,615</u></b>	

The net deferred tax assets of certain subsidiaries having a net deferred tax asset position as of December 31 relate to the following:

	<u>2015</u>
Deferred tax assets:	
NOLCO	<b>P 59,067,267</b>
Accrued expenses	<b>30,556,450</b>
MCIT	<b>27,369,486</b>
Allowance for impairment on trade and other receivables	<b>22,814,658</b>
Allowance for inventory obsolescence	<b>18,300,158</b>
Unrealized foreign currency loss (gain)	<b>4,258,476</b>
Retirement benefit obligation	<b>2,853,896</b>
Provision for warranty claims	<b><u>975,960</u></b>
Deferred tax assets – net	<b><u>P 166,196,351</u></b>

The net deferred tax liabilities of SGI and other subsidiaries which have a net deferred tax liability position as of December 31 relate to the following:

	<u>2015</u>	
Deferred tax assets:		
NOLCO	P 5,183,576	
Allowance for impairment on trade and other receivables	2,359,282	
Unamortized past service costs	925,584	
Loss on investment in subsidiaries	838,709	
Allowance for inventory obsolescence	312,182	
MCIT	91,988	
Deferred rent expense – PAS 17	-	
Changes in fair value of AFS financial asset	-	
Unearned rent income	-	
Deferred tax liabilities:		
Fair value gains on investment property – net	( 466,812,439)	
Accumulated depreciation on investment property	( 140,599,874)	
Retirement benefit asset	( 31,624,672)	
Excess of FV over cost of property	( 14,653,835)	-
Unrealized foreign currency gains	( 1,812,794)	
Deferred rent income – PAS 17	( 1,685,071)	
Changes in fair value of AFS	( 240,000)	-
Changes in fair value of financial assets at FVTPL	<u>-</u>	
Deferred tax liabilities – net	<u>(P 647,717,364)</u>	

The components of net deferred tax expense (income) reported in the consolidated statements of income are as follows:

	<u>2015</u>
Fair value gains on investment property – net	(P 289,768,359)
NOLCO	( 35,518,264)
Allowance for inventory obsolescence	11,709,868 )
Unrealized foreign currency gains – net	( 7,634,216)
Accrued expenses	6,957,200
Benefits from previously unrecognized MCIT	( 6,456,516)
Allowance for impairment on trade and other receivables	( 4,398,520)
Accumulated depreciation on investment property	( 1,849,819)
Retirement benefit obligation (asset)	( 984,648)
Deferred rent income – PAS 17	( 227,395)
Unamortized past service costs	178,593
Provision for warranty claims	81,910
Changes in fair value of financial assets at FVTPL	-
Deferred rent expense – PAS 17	-
Refundable deposits	-
Change in fair value of AFS	-
<b>Unearned rent income</b>	-
Unamortized pre-operating expenses	-
	<u>(P 327,910,166)</u>

The deferred tax expense recognized in the consolidated statements of comprehensive income pertains to the tax effect of the changes in fair value of AFS financial assets and remeasurements of post-employment defined benefit plan (see Note 23.3).

The movements in the Group's NOLCO and MCIT are as follows:

Year	Original Amount	Applied in Previous Years	Applied in Current Year	Expired Balance	Remaining Balance	Valid Until
<b>NOLCO:</b>						
2015	P 99,706,286	P -	P -	P -	P 99,706,286	2018
2014	157,221,922	-	-	-	157,221,922	2017
2013	36,638,281	-	-	-	36,638,281	2016
2012	15,862,462	-	-	15,862,462	-	2015
	<u>P 309,428,951</u>	<u>P -</u>	<u>P -</u>	<u>P 15,862,462</u>	<u>P 293,566,489</u>	
<b>MCIT:</b>						
2015	P 6,970,739	P -	P -	P -	P 6,970,739	2018
2014	10,352,997	-	-	-	10,352,997	2017
2013	11,066,107	-	-	-	11,066,107	2016
2012	222,424	-	-	222,424	-	2015
	<u>P 28,612,267</u>	<u>P -</u>	<u>P -</u>	<u>P 222,424</u>	<u>P 28,389,843</u>	

Fil-Dragon has incurred tax losses amounting to P138.5 million (¥19.1 million) and P30.0 million (¥4.3 million) in 2014 and 2013, respectively. Similar to NOLCO, these tax losses can be applied as deductions from future taxable income of Fil-Dragon. The benefits from the tax losses which have expiration of five years, were claimed in 2015.

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.

	2015	
	Amount	Tax Effect
NOLCO	P 79,397,012	P 23,819,104
Unrealized foreign currency gain	( 13,297,033)	( 3,989,110)
Allowance for impairment loss on AFS financial assets	3,809,492	1,142,848
Retirement benefit obligation	1,063,827	319,148
MCIT	928,369	928,369
Allowance for impairment of trade receivables	165,422	49,627
Allowance for inventory obsolescence	844,748	253,423
Unearned income	-	-
	<u>P 72,911,837</u>	<u>P 22,523,409</u>

Except for SMC, the Group opted to claim itemized deductions in computing for its income tax due in 2015. SMC opted to claim optional standard deductions in 2015.

## 23. EQUITY

### 23.1 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 SEC 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 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, 2015, the Parent Company has issued shares of 2,030,975,000 (with P1 par value), of which, 395,965,704 and 394,465,704 shares are held by the public, respectively. There are 4,366 holders of the listed shares which closed at P1.13 per share on December 31, 2015.

### 23.2 Retained Earnings

The BOD approved the declaration of cash dividends in 2015, 2014 and 2013 as follows:

<u>Date of Declaration</u>	<u>Stockholders of Record as of</u>	<u>No. of Shares Outstanding</u>	<u>Amount per Share</u>	<u>Total</u>
August 7, 2015	August 28, 2015	1,821,542,000	P 0.06	P 109,292,520
August 12, 2014	August 29, 2014	1,821,542,000	0.06	109,292,520
August 8, 2013	August 30, 2013	1,821,542,000	0.06	109,292,520

Retained earnings is restricted in the amount of P115.6 million as of December 31, 2015 and 2014, equivalent to the cost of 209,433,000 shares held in treasury.

### 23.3 Revaluation Reserves

The components of this account and its movements are as follows:

	Notes	2016	2015
Balance at beginning of year		P 35,038,173	P 21,082,300
Currency exchange differences on translating financial statements of foreign operations	2	( 9,362,572)	2,935,894
Balance at end of period		P 25,675,601	P 24,018,194

## 24. EARNINGS (LOSS) PER SHARE

Basic and diluted earnings (loss) for profit (loss) attributable to the Parent Company's stockholders are computed as follows:

	2016	2015
Net profit (loss) for the period attributable to the Parent Company's stockholders	P 56,830,022	P 125,967,262
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 (loss) per share – basic and diluted	P 0.03	P 0.07

There were no outstanding convertible preferred shares and bonds or other stock equivalents as of June 30, 2016 and December 31, 2015; hence, diluted earnings (loss) per share is equal to the basic earnings (loss) per share.

## 25. 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, 2015 and for the year ended is summarized below and in the succeeding pages.

		2015	
Related Party Category	Notes	Amounts of Transaction	Outstanding Balances
<b>Related Parties Under Common Ownership:</b>			
Purchase of mobile phones	25.5	P 2,881,839,025	(P 67,026,256)
Advances to suppliers	25.5	( 174,696,873)	51,950,834
Availment (payment) of loans	25.7	( 456,642,697)	( 152,458,471)
Interest expense	25.7	56,567,376	( 16,891,866)
Cash advances obtained	25.4	36,384,895	( 73,258,388)
Interest income	25.3, 25.6	8,991,695	5,042,015
Lease of real property	25.2	823,650	93,222
Cash advances granted	25.4	( 27,327,315)	1,653,330
Commissions	25.5	1,800,000	1,800,000
Advances for equipment	25.5	401,786	( 7,939)
Collection of receivables	25.5	15,588,734	( 16,312,002)
Purchase of parts	25.1	772,315	( 10,293,439)
Granting (collection) of business loans	25.3, 25.6	( 162,688,761)	14,000,000

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. None of the Group's outstanding receivables and advances from related parties are impaired.

### ***25.1 Purchase of Goods***

SE Corp. purchases parts and supplies from CPD. Total purchases of parts and supplies amounting to are recorded as part of Materials, supplies and other consumables under Cost of Services in the consolidated statements of income (see Note 17.2) 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 9). The outstanding liability arising from these are presented as part of Trade payables under the Trade and Other Payables account in the consolidated statements of financial position (see Note 15).

### ***25.2 Lease of Real Property***

SMC leases out certain land and buildings to Avid Sales Corporation (Avid), a related party under common ownership. Also, SE Corp. leases out its office space to CPD and Avid. Income from these leases is shown as part of Rentals in the consolidated statements of income (see Note 12). Uncollected billings, on the other hand, form part of Rental receivables under the Trade and Other Receivables account in the consolidated statements of financial position (see Note 7).

The outstanding receivables from related parties are unsecured and do not bear any interest. Based on management's assessment, all receivables from related parties are fully collectible; hence, no impairment loss was recognized in 2015.

### ***25.3 Granting of Loans***

SMFI grants business loans and other loans to its related parties that bear interests ranging from 7.5% to 9.0% in 2015. Total interest earned from these loans 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 7).

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 P11.0 million in 2015 and P2.0 million in 2014. There was no principal repayment in 2013. This loan is payable on demand.

The business loans to AA Export, AA Marine, PPI, BFI and KFI were originally repayable with a lump sum payment in January 2009 of the outstanding principal balance as of December 31, 2008. On January 12, 2009, SMFI's BOD approved the extension of the payment term of the business loan for an additional period of seven years until December 31, 2015. Also, on August 23, 2012, SMFI's BOD approved the suspension of the payment of amortization for the principal amount of these loans; hence, there were no principal repayments on these loans in 2013. In 2014, principal repayment amounted to P2.0 million. These loans were fully settled in 2015.

The business loan granted to AA Export is secured by its own shares of stock which are owned by a related party. All other business loans granted to related parties are unsecured.

There were no impairment losses recognized on the outstanding balances of business loans to granted to related parties in 2015 based on management's assessment.

#### ***25.4 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 outstanding balances of Advances to Related Parties amounted to P1.4 million and P1.6 million as of June 30, 2016 and December 31, 2015, respectively, while the outstanding balances of Advances from Related Parties amounted to P46.6 million and P73.2 million as of June 30, 2016 and December 31, 2015, respectively.

These advances have no definite repayment dates and are generally settled in cash depending on available resources of the parties involved. No impairment losses were recognized on the outstanding balances of Advances to Related Parties as management has assessed that such amounts are fully collectible.

#### ***25.5 Transactions with Solid Trading Limited (STL)***

SVC earns commission from sales of STL, a company 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, 2015 are shown as part of Trade receivables under the Trade and Other Receivables account in the consolidated statements of financial position (see Note 7).

SVC also collects the receivables related to the sales of STL which are payable immediately upon receipt. Total obligations arising from this transaction as of June 30, 2016 and December 31, 2015 is presented as Due to a related party under the Trade and Other Payables account in the consolidated statements of financial position (see Note 15).

My Solid purchases mobile phone inventories from STL. Total purchases are presented as part of Cost of Sales in the consolidated statements of income (see Note 17.1). Outstanding liabilities relating to these transactions as of June 30, 2016 and December 31, 2015, 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 15).

My Solid also made advance payments to STL for its future purchase of mobile phone inventories. The outstanding advances are presented as part of Advances to suppliers under Trade and Other Receivables account in the consolidated statements of financial position (see Note 7).

#### ***25.6 Transactions with SCL***

In 2008, BRL granted an unsecured, interest-bearing loan denominated in Chinese yuan RMB to SCL, a related party owned by the Parent Company's majority stockholders, amounting to P125.1 million (¥17.4 million) which matures on March 1, 2011. The loan bears an annual interest rate of 6% payable annually with any unpaid interest compounded annually at the same rate of the principal amount. In 2009, the parties agreed to amend the loan agreement



reducing the annual interest rate to 4% and making the loan payable in U.S. dollar. In 2011, the parties agreed to increase the annual interest rate to 5% and extend the loan for another year. In 2014, the parties agreed to further extend the term of the loan to March 31, 2015. Interest rate was maintained at 5%. In 2015, all of the loan receivable has been collected which has been used to partially pay the loan obtained from Bank of Singapore.

Interests earned from these loans are presented as part of Interest account under the Revenues section in the consolidated statements of income.

### ***25.7 Loan Availments***

In 2011, Fil-Dragon obtained loans from companies that are owned by SCL. Outstanding balance from these loans amounted to ¥18.1 million (P128 million) and ¥21.1 million (P152.5 million) as at June 30, 2016 and December 31, 2015, respectively. These loans bear annual interest at prevailing market rates ranging from 6% to 15% in 2015. The liabilities are unsecured and payable on demand. The amount of loan is presented as part of Interest-bearing loans in the consolidated statements of financial position. Borrowing cost incurred is shown as part of Interest expense on interest-bearing loans under the Finance Costs account in the consolidated statements of income (see Notes 14 and 20.1).

### ***25.8 Key Management Personnel Compensation***

The compensation of key management personnel is broken down as follows:

	<u>2015</u>
Short-term benefits	<b>P 42,692,723</b>
Post-employment benefit	<u><b>3,361,129</b></u>
	<u><b>P 46,053,852</b></u>

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 21).

### ***25.9 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, My Solid, SGTC and ZTC, whose retirement fund remained unfunded as of December 31, 2015.

The retirement fund consists of government securities, corporate bonds, UITF and mutual funds with fair values totaling P190.4 million as at December 31, 2015 (see Note 21.2). 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 21.2.

## 26. SIGNIFICANT CONTRACTS AND AGREEMENTS

### ***26.1 Memorandum of Understanding with SPI***

On July 1, 2003, SE Corp. 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 SE Corp. 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. In the first quarter of 2009, SE Corp. and SPI agreed to lower the network support fees to 0.45% of SPI's net sales. Subsequently, SE Corp. and SPI agreed that network support fees shall be fixed at P1.25 million per month effective April 2009. Management believes that the MOU continues to be effective unless revoked by any of the parties.

Network support fees and in-warranty service fees relating to Sony products amounted to P80.8 million in 2015, respectively, and are presented as part of Rendering of Services in the consolidated statements of income. Outstanding balances arising from these transactions amounted to P5.8 million as of December 31, 2015, respectively, and are included as part of Trade receivables under the Trade and Other Receivables in the consolidated statements of financial position (see Note 7).

### ***26.2 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.

### ***26.3 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 in 2015 are presented as part of Rendering of Services under Revenues in the 2015 consolidated statement of income. The outstanding receivable amounted to P1.8 million as of December 31, 2015 and included as part of Trade Receivables under Trade and Other Receivables account in the 2015 consolidated statement of financial position (see Note 7). The expense related to it is presented as part of Service fees under Cost of Services account in the 2015 consolidated statement of income (see Note 17.2).

## 27. COMMITMENTS AND CONTINGENCIES

The following are the significant commitments and contingencies involving the Group:

### *27.1 Operating Lease Commitments – Group as Lessor*

Certain subsidiaries lease out real estate properties under various non-cancellable lease agreements with terms ranging from one to ten 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 as follows:

	<u>2015</u>
Within one year	P 45,283,142
After one year but not more than five years	48,757,787
More than five years	<u>673,905</u>
	<u>P 94,714,834</u>

Rental income earned from these transactions amounted to P146.1 million in 2015, respectively, and are presented as Rentals under Revenues in the consolidated statements of income.

### *27.2 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%.

	<u>2015</u>
Within one year	P 10,729,435
After one year but not more than five years	<u>26,593,770</u>
	<u>P 37,323,205</u>

Rental expense charged to operations from these operating leases amounted to P7.4 million in 2015, and are shown as part of Rentals under Cost of Rentals account in the consolidated statements of income (see Notes 17.2 and 17.3).

Refundable deposits received in relation to these lease arrangements amounted to P24.4 million in 2015. These amounts are presented as part of Other Current Assets and Other Non-current Assets in the consolidated statements of financial position (see Note 13).

### *27.3 Estimated Liability for Land and Land Development Cost*

The Group has commitment of about P68.3 million as at December 31, 2015 for the fulfillment of projects in the development and marketing of CPIP (see Note 10).

#### ***27.4 Purchase Commitments***

In 2007, ZTC entered into several construction contracts with various suppliers for the construction of the Tri Towers condominium building (see Note 10). 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, 2015.

#### ***27.5 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 (see Note 10) might be affected by the plans of the National Government of the Philippines for the construction of the proposed 2nd Ayala Bridge. 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.

#### ***27.6 Properties Under Development***

Fil-Dragon has a commitment for about P54.4 million (¥7.6 million) as of December 31, 2015, for the construction of the Golden Hill Project (see Note 10).

#### ***27.7 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 26.3); hence, the Parent Company still holds the ownership interests in SBC.

#### ***27.8 Others***

As of December 31, 2015, the Group has unused credit facilities amounting to P866.1 million. 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, 2015, 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.

### **28. 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 29.1. 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 in the succeeding page.

## 28.1 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 both 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 and Chinese yuan RMB. 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 liabilities, translated into Philippine pesos at the closing rate are as follows:

	2016		2015	
	U.S. Dollar	Chinese Yuan Renminbi	U.S. Dollar	Chinese Yuan Renminbi
Financial assets	<b>P 347,125,706</b>	<b>P 43,329,867</b>	P 92,591,221	P 152,824,103
Financial liabilities	<b>( 41,962,050)</b>	<b>( 224,688,279)</b>	( 76,481,790)	( 440,655,210)
Short-term exposure	<b><u>P 305,163,656</u></b>	<b><u>( P 181,358,412)</u></b>	<u>P 16,109,431</u>	<u>( P 287,831,107)</u>

The following table 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 6 months at a 99% confidence level.

	2016		2015	
	Reasonably Possible Change in Rate	Effect in Profit Before Tax	Reasonably Possible Change in Rate	Effect in Loss Before Tax
Php – USD	6.40%	<b>P 19,530,710</b>	10.42%	P 1,678,603
Php – RMB	6.07%	<b>( 11,010,495)</b>	17.36%	( 49,967,480)
		<b><u>P 8,520,215</u></b>		<b><u>( P 48,288,877)</u></b>

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 June 30, 2016 and December 31, 2015, the Group is exposed to changes in market interest rates through its cash and cash equivalents, which are subject to variable interest rates (see Note 5). All other financial assets and financial liabilities have fixed rates.

The following illustrates the sensitivity of profit (loss) before tax for the period to a reasonably possible change in interest rates of +/-0.14% in 2016 and +/-2.03% in 2015. These changes in rates have been determined based on the average market volatility in interest rates, using standard deviation, in the previous 3 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 +/-0.14% in 2016 and +/-2.03% in 2015, profit before tax in 2016 would have increased by P3.6 million, profit before tax in 2015 would have increased by P26.8 million, respectively. Conversely, if the interest rate decreased by the same percentages, profit before tax in 2016 and 2015 would have been higher.

(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 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.

## 28.2 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 and investing in UITF.

Generally, 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 below:

	<u>Notes</u>	<u>2016</u>	<u>2015</u>
Cash and cash equivalents	5	<b>P 3,061,381,890</b>	P 2,576,733,713
Financial assets at FVTPL	6	<b>229,964,161</b>	123,008,280
Trade and other receivables (excluding advances to suppliers) – net	7	<b>1,617,048,675</b>	1,670,427,714
Advances to related parties	25	<b>1,400,000</b>	1,653,330
Restricted cash and cash bond	13	<b>5,019,248</b>	5,114,197
Refundable deposits	13	<b><u>19,360,933</u></b>	<u>24,371,762</u>
		<b><u>P 4,934,174,907</u></b>	<u>P 4,401,308,996</u>

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 Financial Assets at FVTPL*

The credit risk for cash and cash equivalents and financial assets at FVTPL 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*

In respect of trade and other receivables, the Group is not exposed to any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. Trade receivables consist of a large number of customers in various industries and geographical areas. Based on historical information about customer default rates, management consider the quality of trade and other receivables that are not past due or impaired to be good.

Except for trade receivables arising from real estate sales, none of the financial assets are secured by collateral or other 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*

The Group is not exposed to any significant credit risk exposure in respect of advances to related parties. These advances are generally receivable in cash upon demand. These related parties are considered to be in good financial condition.

Some of the unimpaired trade receivables are past due at the end of the reporting period. Trade receivables and advances to related parties past due but not impaired can be shown as follows:

	<u>2015</u>
Not more than three months	<b>P 51,781,362</b>
More than three months but not more than one year	<b>7,041,902</b>
More than one year	<u>-</u>
	<b><u>P 58,823,264</u></b>

There were no other financial assets that are past due as of December 31, 2015.

### ***28.3 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 and UTF. 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, 2015, the Group's financial liabilities have contractual maturities, which are presented below.

	<b>Current</b>		<b>Non-current</b>
	<b>Within 6 Months</b>	<b>6 to 12 Months</b>	<b>1 to 5 Years</b>
Interest-bearing loans	P 269,414,037	P -	P -
Trade and other payables	600,470,971	-	-
Advances from related parties	73,258,388	-	-
Refundable deposits	-	-	19,022,892
	<b>P 943,143,396</b>	<b>P -</b>	<b>P 19,022,892</b>

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.

## 29. CATEGORIES AND OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

### 29.1 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.

		2016		2015	
	Notes	Carrying Amounts	Fair Values	Carrying Amounts	Fair Values
<b>Financial assets</b>					
Loans and receivables:					
Cash and cash equivalents	5	P 3,061,381,890	P 3,061,381,890	P 2,576,733,713	P 2,576,733,713
Trade and other receivables – net	7	1,617,048,675	1,617,048,675	1,670,427,714	1,670,427,714
Advances to related parties	25	1,400,000	1,400,000	1,653,330	1,653,330
Restricted cash and cash bond	13	5,019,248	5,019,248	5,114,197	5,114,197
Refundable deposits	13	19,360,933	19,360,933	24,371,762	24,371,762
		<u>4,704,210,746</u>	<u>4,704,210,746</u>	<u>4,278,300,716</u>	<u>4,278,300,716</u>
Financial assets at FVTPL	6	<u>229,964,161</u>	<u>229,964,161</u>	<u>123,008,820</u>	<u>123,008,820</u>
AFS financial assets:	8				
Golf club shares – net		13,721,658	13,721,658	13,202,400	13,202,400
Others		<u>480,070</u>	<u>480,070</u>	<u>634,127</u>	<u>634,127</u>
		<u>14,201,728</u>	<u>14,201,728</u>	<u>13,836,527</u>	<u>13,836,527</u>
		<b>P 4,948,376,635</b>	<b>P 4,948,376,635</b>	<b>P 4,415,146,063</b>	<b>P 4,415,146,063</b>

		2016		2015	
	Notes	Carrying Amounts	Fair Values	Carrying Amounts	Fair Values
<b>Financial liabilities</b>					
At amortized cost:					
Interest-bearing loans – net	14	P 233,120,517	P 233,120,517	P 269,414,037	P 269,414,037
Trade and other payables	15	690,945,067	690,945,067	600,470,971	600,470,971
Advances from related parties	25	44,739,344	44,739,344	73,258,388	73,258,388
Refundable deposits – net	16	19,401,595	19,401,595	19,022,892	19,022,892
		P 988,206,523	P 988,206,523	P 962,166,288	P 962,166,288



See Notes 2.5 and 2.11 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 28.

## ***29.2 Offsetting of Financial Instruments***

The Group has not setoff 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 P44.7 million and P73.3 million as at June 30, 2016 and December 31, 2015 and presented as Advances from Related Parties account in the consolidated statements of financial position, can be offset by the amount of outstanding cash advances granted to other related parties amounting to P1.4 million and P1.7 million as at June 30, 2016 and December 31, 2015, respectively.

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 June 30, 2016 and December 31, 2015, the Group's cash surrender value of investment in life insurance amounting to P600 million and P591.9 million, respectively, and presented as part of Trade and Other Receivables in the consolidated statements of financial position may be used to settle the outstanding loans of BRL amounting to P105.1 million and P104.7 million as at June 30, 2016 and December 31, 2015, respectively, and included as part of Interest-bearing Loans in the consolidated statements of financial position (see Notes 7 and 14).

## **30. FAIR VALUE MEASUREMENTS AND DISCLOSURES**

### ***30.1 Fair Value Hierarchy***

In accordance with PFRS 13, 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:

The different levels have been defined 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.

### 30.2 Financial Instruments Measured at Fair Value

The table below shows the fair value hierarchy of the Group's classes of financial assets measured at fair value in the consolidated statements of financial position on a recurring basis as of June 30, 2016 and December 31, 2015.

	Notes	2016			
		Level 1	Level 2	Level 3	Total
Financial assets at FVTPL	6	P -	P 229,964,161	P -	P 229,964,161
AFS financial assets	8	-	13,721,658	-	13,721,658
		<u>P -</u>	<u>P 243,685,819</u>	<u>P -</u>	<u>P 243,685,819</u>
	Notes	2015			
		Level 1	Level 2	Level 3	Total
Financial assets at FVTPL	6	P -	P 123,008,280	P -	P 123,008,280
AFS financial assets	8	-	13,202,400	-	13,202,400
		<u>P -</u>	<u>P 136,210,680</u>	<u>P -</u>	<u>P 136,210,680</u>

As at June 30, 2016 and December 31, 2015, the Group has certain unquoted AFS financial assets amounting to P634,127 that are measured at cost; hence, these assets are not included within the fair value hierarchy.

The Group has no financial liabilities measured at fair value as at December 31, 2015. There were neither transfers between Levels 1 and 2 nor changes in Level 3 instruments in both years.

UTF classified as financial assets at FVTPL and club shares and equity securities classified as AFS financial assets are included in Level 2 as their prices are not derived from market considered as active due to lack of trading activities among market participants at the end or close to the end of the reporting period.

### 30.3 Financial Instruments Measured at Amortized Cost for which Fair Value is Disclosed

The table below summarizes the fair value hierarchy of the Group's financial assets and financial liabilities which are not measured at fair value in the consolidated statements of financial position but for which fair value is disclosed.

		2016			
	Notes	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>					
<i>Loans and receivables:</i>					
Cash and cash equivalents	5	P 3,061,381,890	P -	P -	P 3,061,381,890
Trade and other receivables	7	-	-	1,617,048,675	1,617,048,675
Advances to related parties	25	-	-	1,400,000	1,400,000
Restricted cash and cash bond	13	-	-	5,019,248	5,019,248
Refundable deposits	13	-	-	19,360,933	19,360,933
		<u>P 3,061,381,890</u>	<u>P -</u>	<u>P 1,642,828,856</u>	<u>P 4,704,210,746</u>
<b>Financial Liabilities</b>					
<i>At amortized cost:</i>					
Interest-bearing loans – net	14	P -	P -	P 233,120,517	P 233,120,517
Trade and other payables	15	-	-	690,945,067	690,945,067
Advances from related parties	25	-	-	44,739,344	44,739,344
Refundable deposits - net	16	-	-	19,401,595	19,401,595
		<u>P -</u>	<u>P -</u>	<u>P 988,206,523</u>	<u>P 988,206,523</u>
	Notes	2015			
	Notes	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>					
<i>Loans and receivables:</i>					
Cash and cash equivalents	5	P 2,576,733,713	P -	P -	P 2,576,733,713
Trade and other receivables	7	-	-	1,670,427,714	1,670,427,714
Advances to related parties	25	-	-	1,653,330	1,653,330
Restricted cash and cash bond	13	-	-	5,114,197	5,114,197
Refundable deposits	13	-	-	24,371,762	24,371,762
		<u>P 2,576,733,713</u>	<u>P -</u>	<u>P 1,701,567,003</u>	<u>P 4,278,300,716</u>
<b>Financial Liabilities</b>					
<i>At amortized cost:</i>					
Interest-bearing loans – net	14	P -	P -	P 269,414,037	P 269,414,037
Trade and other payables	15	-	-	600,470,971	600,470,971
Advances from related parties	25	-	-	73,258,388	73,258,388
Refundable deposits - net	16	-	-	19,022,892	19,022,892
		<u>P -</u>	<u>P -</u>	<u>P 962,166,288</u>	<u>P 962,166,288</u>

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.

### 30.4 Fair Value Measurements of Non-financial Assets

The table below shows the Levels within the hierarchy of non-financial assets measured at fair value on a recurring basis as of June 30, 2016 and December 31, 2015.

		2016			
		Level 1	Level 2	Level 3	Total
Land and improvements	P	-	P 1,894,734,984	P -	P 1,894,734,984
Building and building improvements		-	-	779,058,567	779,058,567

	<u>P -</u>	<u>P1,894,734,984</u>	<u>P 779,058,567</u>	<u>P2,673,793,551</u>
	2015			
	Level 1	Level 2	Level 3	Total
Land and improvements	P -	P2,209,452,699	P -	P2,209,452,699
Building and building improvements	-	-	443,766,835	443,766,835
	<u>P -</u>	<u>P2,209,452,699</u>	<u>P 443,766,835</u>	<u>P2,653,219,534</u>

The fair value of the Group's land and improvements and building and building improvements classified under Investment Property (see Note 12) are determined on the basis of the appraisals performed by Royal Asia Appraisal Corporation in 2015, Cuervo Appraisers, Inc. in 2014 and Asian Appraisal, Inc. in 2013, 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.

### 31. 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 following is the computation of the Group's debt-to-equity ratio:

	<u>2016</u>	<u>2015</u>
Total liabilities (excluding advances from related parties)	<b>P 2,335,684,598</b>	P 2,219,515,682
Total equity	<b><u>10,108,983,159</u></b>	<u>10,068,847,604</u>
	<b><u>0.23 : 1</u></b>	<u>0.22 : 1</u>

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 June 30, 2016 and December 31, 2015, 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 June 30, 2016 and December 31, 2015.

**SOLID GROUP INC. AND SUBSIDIARIES**  
**SCHEDULE OF RELEVANT RATIOS**  
**2ND QUARTER 2016**

	<b>FORMULA</b>	<b>2016</b>	<b>2015</b>
<b>LIQUIDITY RATIOS</b>			
Current ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	4.16 : 1	4.34 : 1
Acid Test ratio	$\frac{\text{Cash \& Cash Equivalents + Trade Receivables}}{\text{FAFVPL + AFS}} \div \frac{\text{Current Liabilities}}{\text{Current Liabilities}}$	2.74 : 1	2.48 : 1
<b>SOLVENCY RATIOS</b>			
Debt to Equity ratio	$\frac{\text{Total Liabilities (excluding advances from related parties)}}{\text{Total Equity}}$	0.23 : 1	0.22 : 1
Gearing Ratio	$\frac{\text{Financial Debt}}{\text{Total Equity}}$	0.02 : 1	0.03 : 1
<b>Asset to equity ratio</b>	$\frac{\text{Total Assets}}{\text{Total Equity}}$	1.24 : 1	1.23 : 1
<b>Interest coverage ratio</b>	$\frac{\text{EBIT}}{\text{Interest Expense}}$	9.14 : 1	0.57 : 1
<b>PROFITABILITY RATIOS</b>			
Operating Margin	$\frac{\text{Operating Profit}}{\text{Total Revenues}}$	3%	1%
Net Profit Margin	$\frac{\text{Net Income after Tax}}{\text{Total Revenues}}$	1.53%	6%
Return on Total Assets	$\frac{\text{Net Income after Tax}}{\text{Average Total Assets}}$	0.40%	0.72%
Return on Equity	$\frac{\text{Net Income after Tax}}{\text{Total Equity}}$	0.49%	1.03%

**SOLID GROUP INC. & SUBSIDIARIES**  
**AGING OF TRADE AND OTHER RECEIVABLES**  
**JUNE 30, 2016**

	Current	1-30 days	31-60 days	61-90 days	91 days & over	<b>TOTAL</b>
TRADE	737,525,422	212,120,747	26,191,845	28,880,468	37,917,644	<b>1,042,636,126</b>
ADVANCES TO SUPPLIERS	260,866,344	3,260,652	294,025	5,719,647	14,541,581	<b>284,682,249</b>
LOANS RECEIVABLES	36,978,414	33,031	11,334	9,066	997,873	<b>38,029,718</b>
INTEREST RECEIVABLES	2,958,998	0	0	0	0	<b>2,958,998</b>
OTHER RECEIVABLES	41,203,333	774,659	263,833	2,360,396	19,222,228	<b>63,824,449</b>
<b>TOTAL</b>	<b>1,079,532,511</b>	<b>216,189,088</b>	<b>26,761,037</b>	<b>36,969,577</b>	<b>72,679,326</b>	<b>1,432,131,539</b>
ALLOWANCE FOR IMPAIRMENT						<b>83,943,115.00</b>
<b>TRADE AND OTHER RECEIVABLES, NET</b>						<b>1,348,188,424</b>