GOLDEN BRIA
HOLDINGS, INC.

June 30, 2020

PHILIPPINE STOCK EXCHANGE
Philippine Stock Exchange Tower
5th Avenue corner 28th Street, Bonifacio Global City
Taguig City
Attention: Ms. Janet A. Encarnation
Head, Disclosure Department

Subject: Golden Bria Holdings, Inc.: **Preliminary Information Statement**

Gentlemen: Please see attached SEC Form 20-IS, Preliminary Information Statement, filed today for the Company's Annual Stockholders' Meeting on August 10, 2020.

Thank you.

Kate D. Cator
Officer-in-Charge

COVER SHEET

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S.E.C. Registration Number

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(Registrant's Full Name)

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

Maria Teresa P. Tumbaga
Contact Person

8873-2922
Registrant Telephone Number

1 2 **3 1**
Month *Day*
Calendar Year

20-IS Preliminary Information Statement
FORM TYPE

0 7 **1 5**
Month *Day*
Annual Meeting

N/A
Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

GOLDEN BRIA
HOLDINGS, INC.

NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

Notice is hereby given that the annual meeting of stockholders of **GOLDEN BRIA HOLDINGS, INC.** (the "**Company**" or "**HVN**") for the year 2020 will be held online on **August 10, 2020**, **Monday,** at **10:00 a.m.** with the proceedings livestreamed and voting conducted *in absentia through the Company's secure voting online facility*. [Note: The Company is in the process of setting up its system for online registration and voting in absentia. Link will be provided and indicated in the DIS.]

The following shall be the agenda of the meeting:

1. Call to order
2. Certification of notice and quorum
3. Approval of the minutes of the annual stockholders' meeting held on June 20, 2019
3. Presentation of the President's Report, Management Report and Financial Statements for the year 2019
4. Ratification of all acts and resolutions of the Board of Directors and Management from the date of the last annual stockholders' meeting until the date of this meeting
5. Election of the members of the Board of Directors, including the Independent Directors, for the year 2020
6. Appointment of External Auditors
7. Adjournment

Minutes of the 2019 Annual Meeting of Stockholders is available at the website of the Company (www.goldenhaven.com.ph).

The Board of Directors has fixed the close of business on July 10, 2020 as the record date for the determination of stockholders entitled to notice of and to vote at the Annual Stockholders' Meeting.

In light of the current circumstances, and to ensure the safety and welfare of the Company's stockholders, the Company will dispense with the physical attendance of stockholders at the meeting and will allow attendance only by remote communication, and voting only *in absentia* or by appointing the Chairman of the meeting as their proxy.

Stockholders who intend to participate in the meeting via remote communication and to exercise their vote *in absentia* must notify the Corporate Secretary by registering at [•] on or before July 31, 2020. All information submitted will be subject to verification and validation by the Corporate Secretary.

Stockholders who intend to appoint the Chairman of the meeting as their proxy should submit duly accomplished proxy forms on or before August 3, 2020 at the Office of the Corporate Secretary at Picazo Buyco Tan Fider & Santos Law Office, Penthouse, Liberty Center, 104 H.V. Dela Costa Street, Salcedo Village, Makati City and/or by email to gmsantos@picazolaw.com.

The procedures for participating in the meeting through remote communication and for casting of votes *in absentia* are set forth in the Information Statement.

A visual/audio recording of the meeting shall be made for future reference.

GEMMA M. SANTOS
Corporate Secretary

Annex "A"

EXPLANATION AND RATIONALE

1. Certification of Notice and Quorum

The Corporate Secretary, Atty. Gemma M. Santos, will certify that copies of the Notice of Meeting were duly published in the business section of two (2) newspapers of general circulation, and will certify the number of shares represented in the meeting, for the purpose of determining the existence of quorum to validly transact business.

Pursuant to Sections 23 and 57 of the Revised Corporation Code and SEC Memorandum Circular No. 6, Series of 2020, the Corporation has set up a designated web address which may be accessed by the stockholders to participate and vote in absentia on the agenda items presented for resolution at the meeting. A stockholder who votes in absentia as well as a stockholder participating by remote communication shall be deemed present for purposes of quorum.

The following are the rules and procedures for the conduct of the meeting:

(i) Stockholders may attend the meeting remotely through [•] (the "Website"). Stockholders may send their questions or comments prior to the meeting by e-mail at **[•]**. The Website shall include a mechanism by which questions may be posted live during the meeting. The Company will endeavor to answer the questions submitted in the course of the meeting, or separately through the Company's Investor Relations Office within a reasonable period after the meeting.

(ii) Each of the Agenda items which will be presented for resolution will be shown on the screen during the live streaming as the same is taken up at the meeting.

(iii) Stockholders must notify the Company of their intention to participate in the meeting by remote communication to be included in determining quorum, together with the stockholders who voted in absentia and by proxy.

(iv) Voting shall only be allowed for stockholders registered in the Company's Electronic Voting in Absentia System at [•] or through the Chairman of the meeting as proxy.

(v) All the items in the Agenda for the approval by the stockholders will need the affirmative vote of stockholders representing at least a majority of the issued and outstanding voting stock represented at the meeting.

(vi) Election of directors will be by plurality of votes and every stockholder will be entitled to cumulate his votes.

(vii) The Company's stock transfer agent and Corporate Secretary will tabulate and validate all votes received.

2. Approval of the minutes of the last Annual Meeting of Stockholders held on June 20, 2019

The minutes of the last Annual Meeting of Stockholders held on June 20, 2019 will be presented for approval by the stockholders, in keeping with Section 49(a) of the Revised Corporation Code.

A copy of such minutes has been uploaded on the Company's website immediately after the 2019 Annual Meeting of Stockholders.

3. **President's Report, Management Report and Audited Financial Statements as of and for the year ended December 31, 2019**

   The Audited Financial Statements of the Company as of and for the year ended December 31, 2019 (as audited by Punongbayan & Araullo) ("AFS"), a copy of which is incorporated in the Information Statement for this meeting, will be presented for approval by the stockholders. To give context to the AFS and bring to the stockholders' attention the highlights of the said AFS, the President, Ms. Maribeth C. Tolentino, will deliver a report to the stockholders on the Company's performance for the year ended December 31, 2019 and the full year 2020 outlook.

   The Board and Management of the Company believe that in keeping with the Company's thrust to at all times observe best corporate governance practices, the results of operations and financial condition of the Company should be presented and explained to the stockholders. Any comments from the stockholders, and their approval or disapproval of these reports, will provide guidance to the Board and Management in running the business and affairs of the Company.

4. **Ratification of all acts and resolutions of the Board of Directors and Management from the date of the last annual stockholders' meeting until the date of this meeting.**

   Ratification by the stockholders will be sought for all the acts and the resolutions of the Board of Directors and all the acts of Management taken or adopted from the date of the last annual stockholders' meeting until the date of this meeting. A brief summary of these resolutions and actions is set forth in the Information Statement for this meeting. Copies of the minutes of the meetings of the Board of Directors are available for inspection by any stockholder at the principal office of the Company during business hours.

   The Board and Management of the Company believes that in keeping with the Company's thrust to at all times observe best corporate governance practices, the ratification of their acts and resolutions should be requested from the stockholders in this annual meeting. Such ratification will be a confirmation that the stockholders approve of the manner that the Board and Management have been running the business and affairs of the Company.

5. **Election of the members of the Board of Directors, including the Independent Directors, for the year 2020**

   The Corporate Secretary will present the names of the persons who have been duly nominated for election as directors and independent directors of the Company in accordance with the By-Laws and Manual on Corporate Governance of the Company and applicable laws and regulations. The voting procedure is set forth in the Information Statement for this meeting.

6. **Appointment of External Auditors**

   The Audit Committee is endorsing to the stockholders the re-appointment of Punongbayan & Araullo as external auditor of the Company for the year 2020.

PROXY

[NOTE: Stockholders who would like to be represented thereat by the Chairman of the Meeting as proxy may choose to execute and send a proxy form to the Office of the Corporate Secretary (Atty. Gemma M. Santos) at Picazo Buyco Tan Fider & Santos Law Office, Penthouse, Liberty Center, 104 H.V. Dela Costa Street, Salcedo Village, Makati City, on or before August 3, 2020. A sample proxy form is provided below. Stockholders may likewise email a copy of the accomplished proxy form to gmsantos@picazolaw.com.]

The undersigned stockholder of **GOLDEN BRIA HOLDINGS, INC.** (the "Company") hereby appoints the Chairman of the meeting as attorney-in-fact or proxy, with power of substitution, to represent and vote _______________ shares registered in his/her/its name as proxy of the undersigned stockholder, at the Annual Stockholders' Meeting of the Company on August 10, 2020 at 10:00 a.m. and at any of the adjournments thereof for the purpose of acting on the following matters:

1. Approval of the minutes of the last Annual Meeting of Stockholders held on June 20, 2019

   ❑ Yes ❑ No ❑ Abstain

2. Noting of the President's Report and Annual Report and Approval of the Audited Financial Statements for the year 2019

   ❑ Yes ❑ No ❑ Abstain

3. Ratification of all acts and resolutions of the Board of Directors and Management from the date of the last annual stockholders' meeting until the date of this meeting

   ❑ Yes ❑ No ❑ Abstain

4. Election of the members of the Board of Directors, including the Independent Directors, for the year 2020

	No. of Votes
Manuel B. Villar, Jr.	_______________
Maribeth C. Tolentino	_______________
Rizalito J. Rosales	_______________
Frances Rosalie T. Coloma	_______________
Camille A. Villar	_______________
Ana Marie V. Pagsibigan	_______________
Garth F. Castañeda	_______________

5. Re-appointment of Punongbayan & Araullo as external auditor

   ❑ Yes ❑ No ❑ Abstain

Printed Name of the Stockholder	**Signature of Stockholder/ Authorized Signatory**	**Date**

This proxy should be received by the Corporate Secretary on or before August 3, 2020, the deadline for submission of proxies.

This proxy, when properly executed, will be voted in the manner as directed herein by the stockholder(s). If no direction is made, this proxy will be voted for the election of all nominees and for the approval of the matters stated above and for such other matters as may properly come before the meeting in the manner described in the Information Statement.

A stockholder giving a proxy has the power to revoke it at any time before the right granted is exercised.

Notarization of this proxy is not required.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

**INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE**

1. Check the appropriate box:
[x] Preliminary Information Statement
[ ] Definitive Information Statement

2. Name of Registrant as specified in its charter:
GOLDEN BRIA HOLDINGS, INC.
(formerly Golden Haven Memorial Park, Inc.)

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

4. SEC Identification Number **108270**

5. BIR Tax Identification Code **768-991-000**

6. **San Ezekiel, C5 Extension, Las Piñas City** — **1746**
Address of principal office — Postal Code

7. **8873-2922 / 8873-2923**
Registrant's telephone number, including area code

8. Date, time and place of the meeting of security holders
August 10, 2020, 10:00 a.m. (via Remote Communication)

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

   July 17, 2020

10. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA:

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Stock	**644,117,649 Shares**

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

    Yes ___x___ No _______

    The Registrant's common shares are listed on the Philippine Stock Exchange.

WE AREN'T ASKING YOU FOR A PROXY

PART I

INFORMATION STATEMENT

GENERAL INFORMATION

Date, time and place of meeting of security holders.

Date: August 10 2020
Time: 10:00 a.m.
Place: N/A (via remote communication)

The corporate mailing address of the principal office of the Registrant is San Ezekiel, C5 Extension, Las Piñas City.

This Information Statement may be accessed by the Company's stockholders beginning July 17, 2020 at the Company's website, www.goldenhaven.com.ph, and through the PSE disclosures portal: https://edge.pse.com.ph.

Dissenters' Right of Appraisal

Under Sections 41 and 80, Title X, of the Revised Corporation Code of the Philippines ("**Corporation Code**"), any stockholder of the Company shall have the right to dissent and demand payment of the fair value of his shares only in the following instances, as provided by the Corporation Code:

(1) In case any amendment to the articles of incorporation has the effect of changing or restricting the rights of any stockholder or class of shares, or of authorizing preferences in any respect superior to those outstanding shares of any class, or of extending or shortening the term of corporate existence;
(2) In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets;
(3) In case of merger or consolidation; and
(4) In case of investment of corporate funds for any purpose other than the primary purpose of the Company.

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

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

None of the matters that are proposed to be taken up during the meeting gives a dissenter a right of appraisal.

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

None of the officers or directors or any of their associates has any substantial interest, direct or indirect, in any of the matters to be acted upon in the stockholders' meeting.

No director has informed the Registrant in writing that he intends to oppose any action to be taken at the meeting.

CONTROL AND COMPENSATION INFORMATION

Voting Securities and Principal Holders Thereof

(a) Number of shares outstanding as of May 31, 2020:

Common: 644,117,649

(b) Record Date: July 10, 2020

Each common share of stock of the Registrant is entitled to one (1) vote. Pursuant to Article II, Section 7 of the Registrant's By-Laws, every holder of voting shares of stock may vote during all meetings of stockholders, including the Annual Stockholders' Meeting, either in person or by proxy executed in writing by the stockholder or his duly authorized attorney-in-fact.

Stockholders entitled to vote are also entitled to cumulative voting in the election of directors. Section 23 of the Corporation Code provides, in part, that: "….In stock corporations, stockholders entitled to vote shall have the right to vote the number of shares of stock standing in their own names in the stock books of the corporation, at the time fixed in the by-laws, or where the by-laws are silent, at the time of the election. The said stockholder may (a) vote such number of shares for as many persons as there are directors to be elected; (b) cumulate said shares and give one (1) candidate as many votes as the number of directors to be elected multiplied by the number of shares owned; (c) distribute them on the same principle among as many candidates as may be seen fit…."

For this year's meeting, the Board of Directors had adopted a resolution to allow stockholders entitled to notice of, and to attend the meeting, to exercise their right to vote *in absentia.*

Equity Ownership of Foreign and Local Shareholders

Foreign and local security ownership as of May 31, 2020:

	Foreign		Filipino		
Class	**Shares**	**Percent of Class/Total Outstanding Shares**	**Shares**	**Percent of Class/Total Outstanding Shares**	**Total Outstanding Shares**
Common	**55,762**	**0.01%**	**644,034,027**	**99.99%**	**644,117,649**

Security Ownership of Certain Beneficial Owners and Management

Security ownership of certain record and beneficial owners of more than 5.0% of the Registrant's voting securities as of May 31, 2020:

Title of Class of Securities	Name/Address of Record Owners and Relationship with Us	Name of Beneficial Owner /Relationship with Record Owner	Citizenship	No. of Shares Held	% of Ownership [1]
Common	PCD Nominee Corporation 37/F Tower 1, The Enterprise Ctr.6766 Ayala Ave. cor. Paseo de Roxas, Makati City Shareholder	Fine Properties, Inc./ Shares are lodged with PCD Nominee Corporation, record Owner is not the beneficial owner[2]	Filipino	412,057,800	63.97%
Common	Cambridge Group, Inc./ Shares are lodged with PCD Nominee Corporation, record Owner is not the beneficial owner[3]	Cambridge Group, Inc./ Shares are lodged with PCD Nominee Corporation, record Owner is not the beneficial owner	Filipino	158,744,255 (8,744,255 shares are lodged with PCD)	24.65%
Common	PCD Nominee Corporation 37/F Tower 1, The Enterprise Ctr. 6766 Ayala Ave. cor. Paseo de Roxas, Makati City Shareholder	Record Owner is not the beneficial owner[4]	Filipino	70,078,330	10.88%

Other than the abovementioned, the Company has no knowledge of any person who, as of the record date, was directly or indirectly the beneficial owner of, or who has voting power or investment power (pursuant to a voting trust or other similar agreement) with respect to, shares comprising more than five percent (5%) of the Company's outstanding common shares of stock.

Security ownership of directors and executive officers as of May 31, 2020:

[1]Based on the Company's total issued and outstanding capital stocks as of May 31, 2020 of 644,117,649 common shares.

[2]Mr. Manuel B. Villar, Jr. and his spouse are the controlling shareholders of Fine Properties, Inc. The right to vote the shares held by Fine Properties, Inc. has in the past been, and in this stockholders' meeting is expected to be exercised by either Mr. Villar or Ms. Maribeth C. Tolentino.

[3]Fine Properties Inc., is the Controlling Shareholder of Cambridge Group, Inc. The right to vote the shares held by Cambridge Group, Inc. has in the past been, and in this stockholders' meeting is expected to be exercised by either Mr. Villar or Ms. Maribeth C. Tolentino.

[4] PCD Nominee Corporation is the registered owner of shares beneficially owned by participants in the Philippine Depository &Trust Corporation, a private company organized to implement an automated book entry system of handling securities transactions in the Philippines (PCD). Under the PCD procedures, when an issuer of a PCD-eligible issue will hold a stockholders' meeting, the PCD shall execute a pro-forma proxy in favor of its participants for the total number of shares in their respective principal securities account as well as for the total number of shares in their client securities account. For the shares held in the principal securities account, the participant concerned is appointed as proxy with full voting rights and powers as registered owner of such shares. For the shares held in the client securities account, the participant concerned is appointed as proxy, with the obligation to constitute a sub-proxy in favor of its clients with full voting and other rights for the number of shares beneficially owned by such clients. Except as indicated above, the Registrant is not aware of any investor beneficially owning shares lodged with the PCD, which comprise more than five percent (5%) of the Registrant's total outstanding capital stock.

Title of class	Name of beneficial owner	Amount and nature of beneficial ownership		Citizenship	Percent of Class[1]
Common	Manuel B. Villar, Jr. *(Chairman)* C. Masibay St., BF Resort Village, Talon, Las Piñas City	1,000	Indirect[2]	Filipino	0.00%
Common	Manuel B. Villar, Jr. *(Chairman)* C. Masibay St., BF Resort Village, Talon, Las Piñas City	570,802,055[3]	Indirect	Filipino	88.62%
Common	Maribeth C. Tolentino *(President)* Block 1 Lot 2 Merida Subdivision BF Resort Village, Talon, Las Piñas City	2,835,000	Indirect[2]	Filipino	0.44%
Common	Frances Rosalie T. Coloma *(Director)* 1-10 Granwood Villas BF Homes, Quezon City	500	Indirect[2]	Filipino	0.00%
Common	Rizalito J. Rosales *(Director)* Unit 5D, Da Vinci Tower, Presidio Brittany Bay, Sucat, Muntinlupa City, Metro Manila	100	Indirect[2]	Filipino	0.00%
Common	Camille A. Villar *(Director)* C. Masibay St., BF Resort Village, Talon, Las Piñas City	333,700	Indirect[2]	Filipino	0.05%
Common	Ana Marie V. Pagsibigan *(Independent Director)* 21 Matungao Bulacan, Bulacan	1	Indirect[2]	Filipino	0.00%
Common	Garth F. Castañeda *(Independent Director)* Unit 802, The Amaryllis Condominium 12th Street cor. E. Rodriguez Ave. Quezon City	1	Indirect[2]	Filipino	0.00%
N/A	Gemma M. Santos *(Corporate Secretary)* Penthouse, Liberty Center, 104 H.V. dela Costa Street, Salcedo Village, Makati City	None	N/A	N/A	N/A

[1] Based on the Company's total issued and outstanding capital stocks as of May 31, 2020 of 644,117,649 common shares.
[2] Shares lodged under PCD Nominee Corporation (Filipino).
[3] Includes 412,057,800 shares held thru Fine Properties Inc., and 158,744,255 shares held thru Cambridge Group, Inc.
[3] Shares lodged under PCD Nominee Corporation (Filipino)

Title of class	Name of beneficial owner	Amount and nature of beneficial ownership		Citizenship	Percent of Class[1]
N/A	Jo Marie Lazaro-Lim (Assistant Corporate Secretary) Blk 3 Lot 13 Maia Alta Courtyards Subd., Antipolo City	None	N/A	N/A	N/A
N/A	Maria Teresa P. Tumbaga *(Chief Finance Officer, Chief Information Officer, Treasurer)* 11 Rhine St. Eastside Manor, C. Raymundo Maybunga, Pasig	None	N/A	N/A	N/A
N/A	Kate D. Cator *(Investor Relations Officer)* Blk 11 Lot 13 Hummingbird St. Camella Homes 2, Muntinlupa City	None	N/A	N/A	N/A
N/A	Miles M. Teretit (*Compliance Officer*) 918 Griarte St. Hulo, Mandaluyong City	None	N/A	N/A	N/A
Total		**573,972,357**			**89.11%**

[3] *Based on the Company's total outstanding and issued capital stocks of 644,117,649 common shares as of May 31, 2020.*

Except as indicated in the above table, the above named officers have no indirect beneficial ownership in the registrant.

Except as aforementioned, no other officers of the Registrant hold, directly or indirectly, shares in the Registrant.

Voting Trust Holders of 5.0% or More

The Registrant is not aware of any person holding more than 5.0% of a class of shares under a voting trust or similar agreement.

Changes in Control

The Registrant is not aware of any arrangements which may result in a change in control of the Registrant. No change in control of the Registrant has occurred since the beginning of its last fiscal year.

Directors and Executive Officers of the Registrant

Term of Office

Each director holds office until the subsequent annual meeting of stockholders and his successor shall have been elected and qualified, except in case of death, resignation, disqualification or removal from office. The term of office of the officers is coterminous with that of directors that elected or appointed them.

Background Information

The following are the names, ages and citizenship of the incumbent directors/independent directors of the Registrant as of May 31, 2020:

Name	Age	Position	Citizenship
Manuel B. Villar, Jr.	70	Director and Chairman of the Board	Filipino
Maribeth C. Tolentino	54	Director and President	Filipino
Rizalito J. Rosales	49	Director	Filipino
Frances Rosalie T. Coloma	57	Director	Filipino
Camille A. Villar	34	Director	Filipino
Ana Marie V. Pagsibigan	50	Independent Director	Filipino
Garth F. Castañeda	38	Independent Director	Filipino

The following are the names, ages and citizenship of the Registrant's executive officers in addition to its executive and independent directors listed above as of May 31, 2020.

Name	Age	Position	Citizenship
Gemma M. Santos	58	Corporate Secretary	Filipino
Jo Marie Lazaro-Lim	40	Assistant Corporate Secretary	Filipino
Maria Teresa P. Tumbaga	47	Chief Financial Officer, Chief Information Officer Treasurer	Filipino
Kate D. Cator	36	Investor Relations Officer	Filipino
Miles M. Teretit	35	Compliance Officer	Filipino

The following states the business experience of the incumbent directors and officers of the Registrant for the last five (5) years:

MANUEL B. VILLAR, JR., *Director and Chairman of the Board.* Mr. Villar, was Senator of the Philippines from 2001 to June 2013. He served as Senate President from 2006 to 2008. He also served as a Congressman from 1992 to 2001 and as Speaker of the House of Representatives from 1998 to 2000. A Certified Public Accountant, Mr. Villar graduated from the University of the Philippines in 1970 with the degree of Bachelor of Science in Business Administration and in 1973 with the degree of Masters in Business Administration. He founded Camella Homes in the early 1970s and successfully managed said company over the years, to become the largest homebuilder in the Philippines now known as the Vista Land Group. Mr. Villar is also Chairman of the Board of Vista Land & Lifescapes, Inc., Vistamalls, Inc. and AllHome Corp, which are all publicly listed companies. He was appointed as Chairman of the Board of the Company on May 12, 2017.

MARIBETH C. TOLENTINO, *Director and President*. Ms. Tolentino is a Certified Public Accountant and graduated from the University of the East with a Bachelor's degree in Business Administration. She previously served as the General Manager of the Company from 1999 to 2005. Ms. Tolentino previously served as the President of Vista Residences, Inc., Camella Homes, Inc. and Household Development Corporation and as director of Vista Land & Lifescapes, Inc., Vista Residences, Inc. and Camella Homes, Inc. Ms. Tolentino was appointed Chief Operations Officer of the Company in February 2016, and was appointed President of the Company on August 30, 2017.

FRANCES ROSALIE T. COLOMA, *Director,* graduated cum laude from the University of the Philippines with a Bachelor of Science degree in Business Administration and Accountancy. She is a Certified Public Accountant. She is a Director of Vista Land and Lifescapes, Inc. and Director and Chief Finance Officer of AllHome Corp. Ms. Coloma was the Chief Financial Officer and Chief Information Officer of Golden Bria Holdings, Inc. from 2016 to 2019. She was also the Chief Financial Officer of Starmalls, Inc. from 2012 to 2016.

RIZALITO J. ROSALES, *Director,* Mr. Rosales graduated from the Ateneo de Manila University with the degree of Bachelor of Science in Management, minor in Marketing. He attended his post-graduate studies in business from De La Salle University. He is the current President of Bria Homes, Inc., and was the Managing Director for Vista Residences and Corporate Planning Officer of VLL from 2007-2016. He was also Division Head for Polar Realty from 2003-2006 and Crown Asia from 2001-2003 after holding various Marketing and Sales functions in the company since 1995.

CAMILLE A. VILLAR, *Director*. Ms. Villar, graduated from Ateneo de Manila University with the degree of Bachelor of Science in Management. She took Management in Business Administration, Global Executive MBA Program in IESE Business School, Barcelona, Spain. She joined the Corporate

Communications Group of Brittany in 2007 until she assumed the position of Managing Director of the Vista Land Commercial Division. She is also a Director of Vista Land & Lifescapes, Inc., Director and Vice Chairman of the Board of AllHome Corp, Director and President of AllValue Holdings Corp. She has been a director of the Company since August 30, 2017.

ANA MARIE V. PAGSIBIGAN, *Independent Director*. Atty. Pagsibigan graduated from the University of the Philippines with a Bachelor's degree in History and from San Sebastian College with a Bachelor's degree in Law. She previously served as a director and the legal counsel of Great Domestic Insurance. She is currently the legal counsel of Primerose Properties Development, Inc., and Corporate Secretary of Consolidated Holdings Management of the Philippines, Inc. Atty. Pagsibigan was appointed as independent director of the Company in May 2016.

GARTH F. CASTANEDA, *Independent Director.* Atty. Castaneda graduated from the University of Sto. Tomas with a Bachelor's degree in Accountancy and from the University of the Philippines with a Bachelor's degree in Law. He previously served as a consultant of the Privatization Management Office. He is currently a partner at SYMECS Law and serves as a director and the Corporate Secretary of each of Phoenix Solar Philippines, Inc. and Communications Wireless Group (Philippines), Inc. and a director of KISH Design Hub, Inc. Atty. Castaneda was appointed as independent director of the Company in May 2016.

GEMMA M. SANTOS, *Corporate Secretary*. Atty. Santos, graduated cum laude with the degree of Bachelor of Arts, Major in History from the University of the Philippines in 1981, and with the degree of Bachelor of Laws also from the University of the Philippines in 1985. She is a practicing lawyer and Special Counsel of Picazo Buyco Tan Fider & Santos Law Offices and Corporate Secretary of various Philippine companies, including Vista Land & Lifescapes, Inc. She is also a director of Philippine Associated Smelting and Refining Corp (PASAR) and Fine Properties, Inc. She was appointed as corporate secretary on December 22, 2017.

MARIA TERESA P. TUMBAGA, *Chief Financial Officer and Chief Information Officer*, graduated from the Polytechnic University of the Philippines with the degree of Bachelor of Science in Accountancy. Ms. Tumbaga previously served as a Group Admin Head and Finance Head for Vista Land & Lifescapes, Inc. before being appointed Group Admin Head of Bria Homes, Inc.

JO MARIE LAZARO-LIM, *Assistant* *Corporate Secretary*. Ms. Lazaro-Lim, graduated from the University of Sto. Tomas with the degree of Bachelor of Arts in Legal Management and she earned her law degree from San Beda College of Law. She is the Compliance Officer and Assistant Corporate Secretary of Vistamalls, Inc. and Corporate Secretary of AllHome Corp.

MILES M. TERETIT, *Compliance Officer*. Ms. Teretit graduated from University of the East Manila with a Bachelor of Science degree in Business Administration, Major in Accounting. She is a certified public accountant. She worked as senior associate in SGV, Corporate Planning Manager in PepsiCola Products Philippines, Inc. and is currently the Chief Accountant of Golden Bria Holdings, Inc. Ms. Teretit was appointed Compliance Officer of the Company on July 16, 2018.

KATE D. CATOR, *Investor Relations Officer*, graduated in 2004 from the Polytechnic University of the Philippines - Manila with the degree of Bachelor of Science in Accountancy. She is a Certified Public Accountant. She joined Golden Haven in 2008, she previously served as Finance Head and Head Accountant and is currently the Credit and Collections Head of Golden Bria Holdings, Inc. She was appointed Investor Relations Officer on October 15, 2019.

Board Meeting Attendance*

Director's Name	Jan 11	Apr 16	Apr 26	May 15	Jun 20	Aug 15	Oct 15	Nov 14
Manuel B. Villar, Jr.	P	P	P	P	P	P	P	P
Maribeth C. Tolentino	P	P	P	P	P	P	P	P
Frances Rosalie T. Coloma	P	P	P	P	P	P	P	P
Camille A. Villar	P	P	P	P	P	P	P	P
Rizalito J. Rosales	P	P	P	P	P	P	P	P
Garth F. Castañeda	P	P	P	P	P	P	P	P
Ana Marie V. Pagsibigan	P	P	P	P	P	P	P	P

Legend : (A) Absent, (P) Present, (-) Not applicable
** Meetings of the board for 2019*

All of the incumbent directors named above have been nominated for re-election to the Board of Directors and, if elected, shall serve as directors until the election and acceptance of their duly qualified successors.

The By-Laws of the Registrant conforms with SRC Rule 38, as amended, with regard to the nomination of independent directors of the Registrant. Article III, Sections 2-A and 9 of the Registrant's By-Laws provide as follows:

> **"Section 2-A.** Independent Directors – The Corporation shall have at least two (2) independent directors or at least twenty percent (20%) of the entire Board membership, whichever is lesser.
>
> The independent directors shall have all the qualifications and none of the disqualifications set forth in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations, as the same may be amended from time to time.
>
> **Section 3.** Election and Term - The Board of Directors shall be elected during each regular meeting of stockholders and shall hold office for one (1) year and until their successors are elected and qualified.
>
> A nomination committee is hereby created which may be organized from time to time upon determination of the Board of Directors. The nomination committee shall be composed of at least three (3) members, one of whom shall be an independent director. The nomination committee shall have the following functions: (A) formulate screening policies to enable the committee to effectively review the qualification of the nominees for independent directors; and (B) conduct nominations for independent directors prior to the stockholders' meeting in accordance with the procedures set forth in Rule 38 of the Amended Implementing Rules and Regulations of the Securities Regulation Code, as the same may be amended from time to time.."

On the other hand, SRC Rule 38, as amended, provides in part as follows:

"8. Nomination and Election of Independent Director/s

The following rules shall be applicable to all covered companies:

A. The Nomination Committee (the "Committee") shall have at least three (3) members, one of whom is an independent director. It shall promulgate the guidelines or criteria to govern the conduct of the nomination. The same shall be properly disclosed in the Registrant's information or proxy statement or such other reports required to be submitted to the Commission.

B. Nomination of independent director/s shall be conducted by the Committee prior to a stockholders' meeting. All recommendations shall be signed by the nominating stockholders together with the acceptance and conformity by the would-be nominees.

C. The Committee shall pre-screen the qualifications and prepare a final list of all candidates and put in place screening policies and parameters to enable it to effectively review the qualifications of the nominees for independent director/s.

D. After the nomination, the Committee shall prepare a Final List of Candidates which shall contain all the information about all the nominees for independent directors, as required under Part IV (A) and (C) of Annex "C" of SRC Rule 12, which list, shall be made available to the Commission and to all stockholders through the filing and distribution of the Information Statement, in accordance with SRC Rule 20, or in such other reports the Registrant is required to submit to the Commission. The name of the person or group of persons who recommended the nomination of the independent director shall be identified in such report including any relationship with the nominee.

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

The Company has complied with the guidelines on the nomination and election of independent directors set forth in Rule 38 of the Amended Implementing Rules and Regulations of the Securities Regulation Code. The Nominations Committee of the Company is composed of Manuel B. VIllar, Jr. as Chairman and Maribeth C. Tolentino and Ana Marie V. Pagsibigan as members.

Directors elected during the annual meeting of stockholders will hold office for one year until their successors are duly elected and qualified. A director who was elected to fill any vacancy holds office only for the unexpired term of his predecessor.

No Director has resigned or declined to stand for re-election to the Board of Directors since the date of the last annual stockholders' meeting due to disagreement with the Company on any matter relating to the Company's operations, policies or practices.

The Company has no other significant employee other than its Executive Officers.

Mr. Manuel B. Villar Jr. is the father of Ms. Camille A. Villar. They are both part of the Company's Board of Directors.

Except as disclosed in the Annual Report of the Registrant (SEC Form 17-A) for the year ended December 31, 2019, the Registrant has not had any transaction during the last two (2) years in which any director or executive officer of the Company or any of their immediate family members had a direct or indirect interest.

None of the aforementioned directors or executive officers is or has been involved in any criminal or bankruptcy proceeding, or is or has been subject to any final judgment of a competent court barring or otherwise limiting his involvement in any type of business, or has been found to have violated any securities laws during the past five (5) years and up to the date of this Information Statement.

Compensation of Directors and Executive Officers

Executive Compensation

The compensation for its executive officers for the years 2018 and 2019 (actual) and 2020 (projected) are shown below:

Name and Principal Position		Year	Salary	Bonus	Others
Manuel B. Villar, Jr.	Chairman				
Maribeth C. Tolentino	President of Golden Bria Holdings, Inc.				
Rizalito J. Rosales	President of Bria Homes, Inc.				
Ma. Teresa P. Tumbaga	Chief Financial Officer / Chief Information Officer / Treasurer				
Miles M. Teretit (starting 2019)	Compliance Officer				
Aggregate executive compensation for above named officers		**Actual 2018**	**₱32.19M**	**₱3.07M**	**None**
		Actual 2019	**₱35.90M**	**₱3.69M**	**None**
		Projected 2020	**₱43.08M**	**₱4.46M**	**None**
Aggregate executive compensation of all other officers and directors, unnamed		**Actual 2018**	**₱32.19M**	**₱3.07M**	**None**
		Actual 2019	**₱35.90M**	**₱3.69M**	**None**
		Projected 2020	**₱43.08M**	**₱4.46M**	**None**

Standard arrangements

Each director of the Company receives a per diem of Php15,000 determined by the Board of Directors for attendance in a Board meeting and a Php15,000 allowance for attendance in a committee meeting (except for independent directors).

Other arrangements

Except for each of the individual Directors' participation in the Board, no Director of the Company enjoys other arrangements such as consulting contracts or similar arrangements.

Employment contract between the company and executive officers

There are no special employment contracts between the Company and the named executive officers.

Warrants and options held by the executive officers and directors

There are no outstanding warrants or options held by the Company's CEO, the named executive officers, and all officers and directors as a group.

Significant employee

While the Company values the contribution of each of its executive and non-executive employees, the Company believes there is no non-executive employee that the resignation or loss of whom would have a material adverse impact on the business of the Company. Other than standard employment contracts, there are no special arrangements with non-executive employees of the Company.

Certain relationships and related transactions

The Company, in the ordinary course of its business, engages in transactions with related parties. The Company's policy with respect to related party transactions is to ensure that these transactions are entered into on terms comparable to those available from unrelated third parties.

For further discussion on the Company's related party transactions, including detailed breakdowns of amounts receivable from and amounts payable to related parties, See Note 16 of the Company's AFS included in this report.

Independent Public Accountants

Punongbayan & Araullo, independent certified public accountants, audited the Company's consolidated financial statements without qualification as of and for the years ended December 31, 2017, 2018 and 2019, included in this report.

Punongbayan & Araullo has acted as the Company's external auditors since June 15, 2015. Nelson J. Dinio is the current audit partner for the Company and the other subsidiaries. The Company has not had any disagreements on accounting and financial disclosures with its current external auditors for the same periods or any subsequent interim period. Punongbayan & Araullo has neither shareholdings in the Company nor any right, whether legally enforceable or not, to nominate persons or to subscribe for the securities in the Company. Punongbayan & Araullo will not receive any direct or indirect interest in the Company or in any securities thereof (including options, warrants or rights thereto) pursuant to or in connection with the Offer. The foregoing is in accordance with the Code of Ethics for Professional Accountants in the Philippines set by the Board of Accountancy and approved by the Professional Regulation Commission.

In relation to the audit of the Company's annual financial statements, the Company's Corporate Governance Manual provides that the audit committee shall, among other activities (i) evaluate significant issues reported by the external auditors in relation to the adequacy, efficiency and effectiveness of policies, controls, processes and activities of the Company; (ii) ensure that other non-audit work provided by the external auditors are not in conflict with their functions as external auditors; and (iii) ensure the compliance of the Company with acceptable auditing and accounting standards and regulations.

The following table sets out the aggregate fees billed for each of the last two years for professional services rendered by Punongbayan & Araullo:

	2018*	**2019***
Audit and Audit-Related Fees: Fees for services that are normally provided by the external auditor in connection with statutory and regulatory filings or engagements	2,350,000.00	2,150,000.00
All other fees	-	-
TOTAL	**P2,350,000.00**	**Php2,150,000.00**

** Consolidated audit fees of the parent and the subsidiary*

Changes in and Disagreement with Accountants on Accounting and Financial Disclosure

Since the incorporation of the Registrant in 1982, there was no instance where the Registrant's public accountants resigned or indicated that they decline to stand for re-election or were dismissed nor was there any instance where the Registrant had any disagreement with its public accountants on any accounting or financial disclosure issue.

The 2019 audit of the Registrant is in compliance with paragraph (3)(b)(iv) of SRC Rule 68, as amended, which provides that the external auditor should be rotated, or the handling partner changed, every five (5) years or earlier.

For Changes in Accounting Policies, refer to Note 2 – Adoption of New and Amended PFRS under Summary of Significant Accounting Policies discussion on the Financial Statements as of and for the year ended December 31, 2019 included in this report.

Audit Committee's Approval Policies and Procedures

In relation to the audit of the Registrant's annual financial statements, the Registrant's Corporate Governance Manual provides that the Registrant's Audit Committee shall, among other activities, (i) evaluate significant issues reported by the external auditors in relation to the adequacy, efficiency and effectiveness of policies, controls, processes and activities of the Registrant; (ii) ensure that other non-audit work provided by the external auditors are not in conflict with their functions as external auditors; and (iii) ensure the compliance of the Registrant with acceptable auditing and accounting standards and regulations. The Audit Committee of the Registrant is composed of Ana Marie V. Pagsibigan, the Chairman, and the committee members Garth F. Castaneda and Frances Rosalie T. Coloma.

OTHER MATTERS

Action with Respect to Reports

The following reports will be submitted for approval by the stockholders:

1. Minutes of the last Annual Meeting of Stockholders held on June 20, 2019, covering the following matters: (i) approval of the President's Report and the Annual Report for the year 2018; (ii) approval and adoption of the Audited Financial Statements for the year ended December 31, 2018; (iii) ratification of all acts of the Board of Directors and Management since the annual stockholders' meeting held in June 2018; (iv) election of the directors and independent directors of the Company for the ensuing fiscal year; and (v) appointment of the external auditor of the Company for the fiscal year 2019.

2. Audited Financial Statements for the year 2019.

Other Proposed Actions

1. Ratification of all acts and resolutions of the Board of Directors and Management from the date of the last annual stockholders' meeting until the date of this meeting as set forth in the minutes of the meetings of the Board of Directors held during the same period and in the disclosures that have been duly filed with the SEC and the PSE. These minutes cover various resolutions of the Board, including approval of the 2019 Audited Financial Statements, appointment of Officers and Board Committee members, opening of bank accounts and appointment of authorized signatories for various transactions in the normal course of business of the Company, bank borrowings, land acquisitions (for the memorial park business), approval of Quarterly and Annual reports of the company as filed in the SEC and the PSE.

2. Appointment of External Auditors.

Voting Procedures

Manner of voting

In all items for approval, except in the election of directors, each share of stock entitles its registered owner to one vote.

For the purpose of electing directors, a stockholder may vote such number of his shares for as many persons as there are directors to be elected or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them among as many candidates as he shall see fit.

For this year's meeting, the Board of Directors had adopted a resolution to allow stockholders entitled to notice of, and to attend the meeting, to exercise their right to vote *in absentia*.

Stockholders as of Record Date who have successfully registered their intention to participate in the annual meeting via remote communication and to vote *in absentia,* duly verified and validated by the Company, shall be provided with unique log-in credentials to securely access the voting portal. A stockholder voting electronically in absentia shall be deemed present for purposes of quorum.

Stockholders and the Chairman as proxy holder can cast their votes on specific matters for approval, including the election of directors.

Voting requirements

(a) With respect to the election of directors, candidates who received the highest number of votes shall be declared elected.

(b) With respect to the approval of the minutes of the last annual meeting of stockholders and the Audited Financial Statements for the year ended December 31, 2019, and the approval or ratification of the other actions set forth under the heading "Other Proposed Actions" above, the vote of majority of the outstanding capital stock entitled to vote and represented in the meeting is required to approve such matters.

Method of counting votes

The Corporate Secretary will be responsible for counting votes based on the number of shares entitled to vote owned by the stockholders who are participating in the meeting by remote communication and are voting in absentia or represented by proxies.

All votes received shall be tabulated by the Office of the Corporate Secretary with the assistance of the Company's stock transfer agent. The Corporate Secretary shall report the results of voting during the meeting.

The detailed instructions for participation through remote communication are set forth in Annex "A" to the Notice of Meeting (Agenda Details and Rationale) hereof.

UPON THE WRITTEN REQUEST OF A STOCKHOLDER, THE REGISTRANT UNDERTAKES TO FURNISH SAID STOCKHOLDER A COPY OF SEC FORM 17-A FREE OF CHARGE, EXCEPT FOR EXHIBITS ATTACHED THERETO WHICH SHALL BE CHARGED AT COST. ANY WRITTEN REQUEST FOR A COPY OF SEC FORM 17-A SHALL BE ADDRESSED AS FOLLOWS:

Golden Bria Holdings, Inc.
San Ezekiel, C5 Extension
Las Piñas City, Philippines

Attention: Maria Teresa P. Tumbaga

PART II

MANAGEMENT REPORT

I. FINANCIAL STATEMENTS

The Financial Statements of the Company as of and for the year ended December 31, 2019 are incorporated herein in the accompanying Index to Financial Statements and Supplementary Schedules.

II. INFORMATION ON INDEPENDENT ACCOUNTANT

Punongbayan & Araullo, independent certified public accountants, audited the Company's consolidated financial statements without qualification as of and for the years ended December 31, 2018 included in this report.

Punongbayan & Araullo has acted as the Company's external auditors since June 15, 2015. Nelson J. Dinio is the current audit partner for the Company and the other subsidiaries. The Company has not had any disagreements on accounting and financial disclosures with its current external auditors for the same periods or any subsequent interim period. Punongbayan & Araullo has neither shareholdings in the Company nor any right, whether legally enforceable or not, to nominate persons or to subscribe for the securities in the Company. Punongbayan & Araullo will not receive any direct or indirect interest in the Company or in any securities thereof (including options, warrants or rights thereto) pursuant to or in connection with the Offer. The foregoing is in accordance with the Code of Ethics for Professional Accountants in the Philippines set by the Board of Accountancy and approved by the Professional Regulation Commission.

In relation to the audit of the Company's annual financial statements, the Company's Corporate Governance Manual provides that the audit committee shall, among other activities (i) evaluate significant issues reported by the external auditors in relation to the adequacy, efficiency and effectiveness of policies, controls, processes and activities of the Company; (ii) ensure that other non-audit work provided by the external auditors are not in conflict with their functions as external auditors; and (iii) ensure the compliance of the Company with acceptable auditing and accounting standards and regulations.

The following table sets out the aggregate fees billed for each of the last two years for professional services rendered by Punongbayan & Araullo:

	2018*	**2019***
Audit and Audit-Related Fees: Fees for services that are normally provided by the external auditor in connection with statutory and regulatory filings or engagements	2,350,000.00	2,150,000.00
All other fees	-	-
TOTAL	**P2,350,000.00**	**Php2,150,000.00**

**Consolidated audit fees of the parent and the subsidiary*

III. MANAGEMENT'S DISCUSSION AND ANALYSIS

REVIEW OF YEAR-END 2019 VS YEAR-END 2018

RESULTS OF OPERATIONS

Revenues

The revenues of the Company increased from **₱5,821 million** for the year ended December 31, 2018 to **₱8,645 million** for the year ended December 31, 2019, increasing by **49%.** This growth was primarily attributable to the following:

- Real estate sales increased by **49%** from **₱5,655 million** for the year ended December 31, 2018 to **₱8,454 million** in the year ended December 31, 2019, due mainly to increases in sales of residential units and memorial park lots.
- Interment income grew from **₱33 million** for the year ended December 31, 2018 to **₱39 million** for the year ended December 31, 2019, increasing by **18%**, due to a higher number of interment services rendered for the year.
- Interest income on contract receivables increased from **₱97 million** for the year ended December 31, 2018 to **₱110 million** for the year ended December 31, 2019. This **14%** change was due mostly to an increase on in-house financed sales over the year compared to previous year.
- Income from chapel services increased from **₱36 million** for the year ended December 31, 2018 to **₱42 million** for the year ended December 31, 2019. The **16%** increase was due to the higher number of memorial services and cremation packages rendered for the year.

Costs and Expenses

Cost and expenses of the Company increased from **₱4,100 million** for the year ended December 31, 2018 to **₱5,808 million** for the year ended December 31, 2019. The **42%** increase in the account was mainly attributable to the following:

- Cost of sales and services increased from **₱2,881 million** for the year ended December 31, 2018 to **₱4,372 million** in the year ended December 31, 2019. The **52%** increase was due mainly to an increase in both residential units and memorial lots sold, as well as the increase in services rendered over the year.
- Other operating expenses increased by **18%**, from **₱1,218 million** for the year ended December 31, 2018 to **₱1,437 million** in the year ended December 31, 2019. The increase was due primarily to increases in commissions due to higher sales, increase in advertising expense and salaries and wages due to new projects opened or launched during the year.

Other Income – Net

Other income – net decreased from an income of **₱78 million** for the year-end 2018 to a loss of (**₱16 million)** for the year-end 2019. The **122%** decrease was due primarily to the increase in finance costs on the bank loans availed by the company.

Tax Expense

Tax expense increased from **₱232 million** for year-end 2018 to **₱252 million** for year-end 2019. This was attributable to the higher taxable income base in year-end 2019 compared to the same period from the previous year.

Net Income

As a result of the movements above, total net profits increased from **₱1,568 million** for the year-end 2018 to **₱2,568 million** recorded in year-end 2019, or an increase of **64%**.

For the year-end 2019, there were no seasonal aspects that had a material effect on the financial condition or results of the operations of the Group. Neither were there any trends, events, or uncertainties that have had or are reasonably expected to have a material impact on the net sales or revenues or income from continuing operations. The Group is not aware of events that will cause a material change in the relationship between the costs and the revenues. Except as discussed in the notes to financial statements Events after the report date on the potential impact of the COVID-19 outbreak.

There are no significant elements of income or loss, which did not arise from the Company's continuing operations.

FINANCIAL CONDITION

As of December 31, 2019 vs. December 31, 2018

The Company's total assets was recorded at **₱27,590 million** as of December 31, 2019, increasing by **50%,** from **₱18,384 million** recorded as of December 31, 2018, due to the following:

- Cash on-hand and in-banks increased by **457%**, from **₱501 million** as of December 31, 2018 to **₱2,796 million** as of December 31, 2019, mainly due to the proceeds of the loans availed by the Company during the last quarter of the year.

- Total contracts receivable and contract assets, including non-current, increased by **55%** from **₱8,152 million** as of December 31, 2018 to **₱12,632 million** as of December 31, 2019 due mainly to the increase in the contracts receivable resulting from an increase in sales on account recorded over the year compared to previous year.

- Other receivables increased by **127%** from **₱996 million** as of December 31, 2018 to **₱2,263 million** as of December 31, 2019 due primarily to an increase in receivables from contractors and advances to employees brought about by expansion and development recorded during the year.

- Real estate inventories increased by **21%**, from **₱6,445 million** as of December 31, 2018 to **₱7,785 million** as of December 31, 2019 due to the expansion of existing Company projects and launches of new projects as well as reclassification from investment properties during the year.

- Other current assets, increased by **19%,** from **₱1,301 million** as of December 31, 2018 to **₱1,554 million** as of December 31, 2019, due mostly from purchased construction materials related to construction of residential houses as well as an increase in prepaid commissions brought about by higher sales during the year.

- Right of use assets-net increased by **100%,** from **nil** as of December 31, 2018 to **₱16 million** as of December 31, 2019, due primarily to the adoption of PFRS 16 for the year.

- Investment properties decreased by **83%**, from **₱587 million** as of December 31, 2018 to **₱101 million** as of December 31, 2019, due mainly to the reclassification of certain parcels of land to real estate inventories due to change in use for the said assets.

- Other non-current assets increased by **49%**, from **₱62 million** as of December 31, 2018 to **₱93 million** as of December 31, 2019, due mainly to the increase in security deposit for the year.

The total liabilities of the Company increased by **54%**, from **₱ 12,305 million** as of December 31, 2018 to **₱18,965 million** as of December 31, 2019, due to the following:

- Total Interest-bearing loans, including non-current, increased by **282%**, from **₱1,997 million** as of December 31, 2018 to **₱7,626 million** as of December 31, 2019, due mostly to interest-bearing loans obtained by the Company during the year.

- Raw land payable decreased by **11%** from **₱1,582 million** as of December 31, 2018 to **₱1,404 million** as of December 31, 2019 due to settlements made on the acquisition of land on account in line with the Company's expansion plans.

- Customers' deposits increased by **42%** from **₱1,899 million** as of December 31, 2018 to **₱2,695 million** as of December 31, 2019, due to an increase in sales reservation for the year.

- Lease liabilities including non-current portion increased by **100%** from **nil** as of December 31, 2018 to **₱16 million** as of December 31, 2019, due to adoption of the PFRS 16 for the year.

- Income tax payable increased by **19%** from **₱20 million** as of December 31, 2018 to **₱23 million** as of December 31, 2019 due primarily to an increase income and tax adjustments made for the year.

- Deferred tax liabilities (net) increased by **14%,** from **₱998 million** as of December 31, 2018 to **₱1,134 million** as of December 31, 2019 due primarily to an increase in unrealized gross profit during the period.

- Reserve for perpetual care increased by **66%** from **₱426 million** as of December 31, 2018 to **₱710 million** as of December 31, 2019 due to the parallel increase in memorial lot sales on account recorded for the period.

- Retirement benefit obligation increased from **₱38million** as of December 31, 2018 to **₱78 million** as December 31, 2019 due to an increase in the present value of the obligation as recorded for the period.

Total stockholder's equity increased by **42%** from **₱6,079 million** as of December 31, 2018 to **₱8,624 million** as of December 31, 2019, due to the following:

- An **104%** increase in retained earnings, from **₱2,459 million** in December 31, 2018, to **₱5,027 million** as of December 31, 2019, mainly due to the increase net income recorded for the year ended December 31, 2019.

- A **382%** decrease in revaluation reserves from **₱6 million** as of December 31, 2018 to negative **₱16 million** as of December 31, 2019 mainly due to the revaluation of post-employment defined benefit plan.

Considered as the top five key performance indicators of the Company for the period as shown below:

KEY PERFORMANCE INDICATORS		2019	2018
Liquidity:			
Current Ratio	Current Assets/Current Liability	2.02 :1	1.51 :1
Solvency:			
Debt-to-Equity Ratio	Total Debt/Total Equity	0.88 :1	0.33 :1
Asset-to-equity:			
Asset-to-Equity ratio	Total Assets/Total Equity	3.20 :1	3.02 :1
Interest-rate-coverage:			
Interest-rate-coverage ratio	EBITDA/Finance Costs	12.61 : 1	20.30 : 1
Profitability:			
Return-on-equity	Net Income/Equity	29.77%	25.79%

Material Changes to the Company's Statement of Financial Position as of December 31, 2019 compared to December 31, 2018 (increase/decrease of 5% or more)

- Cash on-hand and in-banks increased by **₱2,294 million** or **457%**, from **₱501 million** as of December 31, 2018 to **₱2,796 million** as of December 31, 2019, mainly due to loans availed by the Company during the period.

- Total contracts receivable and contract assets, including non-current, increased by **₱4,480 million** or **55%** from **₱8,152 million** as of December 31, 2018 to **₱12,632 million** as of December 31, 2019 due to an increase in sales on account recorded over the period compared to previous year.

- Other receivables increased by **₱1,266 million** or **127%** from **₱996 million** as of December 31, 2018 to **₱2,263 million** as of December 31, 2019 due primarily to an increase in receivables from contractors and brokers brought about by expansion recorded during the period.

- Real estate inventories increased by **₱1,340 million** or **21%**, from **₱6,445 million** as of December 31, 2018 to **₱7,785 million** as of December 31, 2019 due to the expansion of existing Company projects and launches of new projects as well as reclassification from investment properties during the year.

- Other current assets increased by **₱253 million** or **19%,** from **₱1,301 million** as of December 31, 2018 to **₱1,554 million** as of December 31, 2019, due mostly from purchased construction materials related to construction of residential houses as well as an increase in prepaid commissions about by higher sales during the year.

- Right of use assets-net increased by **100%,** from **nil** as of December 31, 2018 to **₱16 million** as of December 31, 2019, due primarily to the adoption of PFRS 16 for the year.

- Investment properties decreased by **₱487 million** or 83**%**, from **₱587 million** as of December 31, 2018 to **₱101 million** as of December 31, 2019, due mainly to reclassification of certain parcels of land to real estate inventories due to change in use for the said assets.

- Other non-current assets increased by **49%**, from **₱62 million** as of December 31, 2018 to **₱93 million** as of December 31, 2019, due mainly to the increase in security deposit for the year.

- Total Interest-bearing loans, including non-current, increased by **₱5,629 million** or **282%**, from **₱1,997 million** as of December 31, 2018 to **₱7,626 million** as of December 31, 2019, due mostly to interest-bearing loans obtained by the Company during the period.

- Raw land payable decreased by **₱178 million** or **11%** from **₱1,582 million** as of December 31, 2018 to **₱1,404 million** as of December 31, 2019 due to settlements made on the acquisition of land on account in line with the Company's expansion plans.

- Customers' deposits increased by **₱795 million** or **42%** from **₱1,899 million** as of December 31, 2018 to **₱2,695 million** as of December 31, 2019, due to an increase in sales reservation for the year.

- Lease liabilities including non-current portion increased by **100%** from **nil** as of December 31, 2018 to **₱16 million** as of December 31, 2019, due to adoption of the PFRS 16 for the year.

- Income tax payable increased by **₱4 million** or **19%** from **₱19 million** as of December 31, 2018 to **₱23 million** as of December 31, 2019 due primarily to an increased income and tax adjustments made for the year.

- Deferred tax liabilities (net) increased by **₱137 million** or **14%,** from **₱998 million** as of December 31, 2018 to **₱1,134 million** as of December 31, 2019 due primarily to an increase in unrealized gross profit during the period.

- Reserve for perpetual care increased by **₱283 million** or **66%** from **₱426 million** as of December 31, 2018 to **₱710 million** as of December 31, 2019 due to the parallel increase in memorial lot sales on account recorded for the period.

- Retirement benefit obligation increased by **₱40 million,** from **₱38 million** as of December 31, 2018 to **₱78 million** as December 31, 2019 due to an increase in the present value of the obligation as recorded for the period.

- Total stockholder's equity increased by **₱2,545 million** or **42%,** from **₱ 6,079 million** as of December 31, 2018 to **₱8,624 million** as of December 31, 2019. This change was primarily due to the **104%** increase in retained earnings from **₱2,459 million** as of December 31, 2018 to **₱5,027 million** as of December 31, 2019, and a **382%** decrease in revaluation reserves from **₱6 million** as of December 31, 2018 to negative **₱16 million** as of December 31, 2019

Material Changes to the Company's Statement of income for the year ending 2019 compared to year ending 2018 (increase/decrease of 5% or more)

- Real estate sales increased by **₱2,799 million**, from **₱5,655 million** for the year ended December 31, 2018 to **₱8,453 million** in the year ended December 31, 2019. The **49%** increase was due primarily to the increase in sales of memorial park lots and of residential units.

- Interest income on contract receivables increased by **₱13 million**, from **₱97 million** for the year ended December 31, 2018 to **₱110 million** for the year ended December 31, 2019. The **14%** increase was due mainly to the increase of bank financed sales compared to in-house financed transactions made during the period.

- Income from chapel services increased by **₱6 million**, or by **16%**, from **₱36 million** for the year ended December 31, 2018 to **₱42 million** for the year ended December 31, 2019 due to the increase in memorial and cremation services rendered during the period.

- Interment income increased by **₱6 million** or **18%,** from **₱33 million** for the year ended December 31, 2018 to **₱39 million** for the year ended December 31, 2019, due to an increase in the number of interment services rendered for the year.

- Cost of sales and services increased by **₱1,490 million** or **52%,** from **₱2,881 million** for the year ended December 31, 2018 to **₱4,372 million** in the year ended December 31, 2019, due to parallel increase in memorial park lot and residential lot sales made during the year.

- Other operating expenses increased by **₱218 million,** from **₱1,218 million** for the year ended December 31, 2018 to **₱1,436 million** in the year ended December 31, 2019. The **18%** increase was due primarily to increases in commissions due to higher sales, and in salaries and wages due to new projects launched during the year.

- Other income – net decreased by **₱94 million or 122%** from an income of **₱78 million** for the year-end 2018 to a loss of **(₱16 million)** for the year-end 2019. This was due primarily to the increase in finance costs on the bank loans availed by the company.

- The Company's tax expense increased by **₱21 million,** from **₱232 million** for year-end 2018 to **₱252 million** for year-end 2019. The **9%** increase was mainly attributable to the increase in deferred tax expense relating to origination and reversal of temporary differences recorded over the period.

- Net Profit grew by **₱1,000 million,** from **₱1,568 million** for year ended December 31, 2018 to **₱2,568 million** for the year ended December 31, 2019. The **64%** increase was primarily due to the higher sales and revenues from operations of the company during the period.

There are no other material changes in the Company's financial position (changes of 5% or more) and condition that will warrant a more detailed discussion. Further, there are no material events and uncertainties known to management that would impact or change reported financial information and condition on the Company.

REVIEW OF YEAR-END 2018 VS YEAR-END 2017

RESULTS OF OPERATIONS

Revenues

The revenues of the Company increased from **₱3,685 million** for the year ended December 31, 2017 to **₱5,775 million** for the year ended December 31, 2018, increasing by **56.7%.** This growth was primarily attributable to the following:

- Real estate sales increased by **58.4%** from **₱3,571 million** for the year ended December 31, 2017 to **₱5,655 million** in the year ended December 31, 2018, due mainly to increases in sales of residential units and memorial park lots.

- Interment income grew from **₱28 million** for the year ended December 31, 2017 to **₱33 million** for the year ended December 31, 2018, increasing by **17.3%**, due to a higher number of interment services rendered for the year.

- Interest income on contract receivables decreased from **₱73 million** for the year ended December 31, 2017 to **₱51 million** for the year ended December 31, 2018. This **30.3%** change was due mostly to an increase in bank or government financed sales compared in-house financed sales over the year compared to previous year.

- Income from chapel services increased from **₱13 million** for the year ended December 31, 2017 to **₱36 million** for the year ended December 31, 2018. The **177.2%** increase was due to the higher number of memorial services and cremation packages availed of by consumers from the company during the year.

Costs and Expenses

Cost and expenses of the Company increased from **₱2,725 million** for the year ended December 31, 2017 to **₱4,100 million** for the year ended December 31, 2018. The **50.4%** increase in the account was mainly attributable to the following:

- Cost of sales and services increased from **₱1,875 million** for the year ended December 31, 2017 to **₱2,881 million** in the year ended December 31, 2018. The **53.7%** increase was due mainly to an increase in both residential units and memorial lots sold, as well as the increase in services rendered over the period.

- Other operating expenses increased by **43.3%**, from **₱851 million** for the year ended December 31, 2017 to **₱1,218 million** in the year ended December 31, 2018. The increase was due primarily to increases in commissions due to higher sales and in salaries and wages due to new projects opened or launched during the period.

Other Income – Net

Other income – net increased from **₱49 million** for the year-end 2017 to **₱124 million** for the year-end 2018. The **155.3%** increase was due primarily to increases in finance income on past due accounts and forfeited sales.

Tax Expense

Tax expense decreased from **₱310 million** for year-end 2017 to **₱232 million** for year-end 2018. The **25.2%** change is attributable to the decrease in deferred tax expense relating to origination and reversal of temporary differences recorded over the period.

Net Income

As a result of the movements above, total net profits increased from **₱699 million** for the year-end 2017 to **₱1,568 million** recorded in year-end 2018, or an increase of **124.3%**.

For the year-end 2018, there were no seasonal aspects that had a material effect on the financial condition or results of the operations of the Group. Neither were there any trends, events, or uncertainties that have had or are reasonably expected to have a material impact on the net sales or revenues or income from continuing operations. The Group is not aware of events that will cause a material change in the relationship between the costs and the revenues.

There are no significant elements of income or loss, which arises from the Company's continuing operations.

FINANCIAL CONDITION

As of December 31, 2018 vs. December 31, 2017

The Company's total assets was recorded at **₱18,384 million** as of December 31, 2018, increasing by **39.2%,** from **₱13,205 million** recorded as of December 31, 2017, due to the following:

- Cash on-hand and in-banks decreased by **37%**, from **₱796 million** as of December 31, 2017 to **₱501 million** as of December 31, 2018, mainly due to expansion related activities done during the year.

- Total contracts receivable and contract assets, including non-current, increased by **45.3%** from **₱5,609 million** as of December 31, 2017 to **₱8,152 million** as of December 31, 2018 due to an increase in sales on account recorded over the period compared to previous year.

- Due from related parties decreased by **92.2%** from **₱106 million** as of December 31, 2017 to **₱8 million** as of December 31, 2018 due primarily to collections during the year.

- Other receivables increased by **98.2%** from **₱503 million** as of December 31, 2017 to **₱996 million** as of December 31, 2018 due primarily to an increase in receivables from contractors and brokers brought about by expansion recorded during the period.

- Real estate inventories increased by **36.3%**, from **₱4,729 million** as of December 31, 2017 to **₱6,445 million** as of December 31, 2018 due to the expansion of existing Company projects and launches of new projects during the period.

- Other current assets, including security deposits, increased by **78.5%,** from **₱728 million** as of December 31, 2017 to **₱1,301 million** as of December 31, 2018, due mostly from purchased construction materials related to construction of residential houses as well as an increase in prepaid commissions, security deposits and creditable withholding taxes brought about by higher sales during the year.

- Property and equipment increased by **18.9%,** from **₱278 million** as of December 31, 2017 to **₱330 million** as of December 31, 2018, due primarily to the purchase of additional property and equipment for the year.

- Investment properties increased by **55.6%**, from **₱378 million** as of December 31, 2017 to **₱587 million** as of December 31, 2018, due mainly to acquisition for the year.

The total liabilities of the Company increased by **41.6%**, from **₱ 8,690 million** as of December 31, 2017 to **₱12,305 million** as of December 31, 2018, due to the following:

- Total Interest-bearing loans, including non-current, increased by **32.9%**, from **₱1,502 million** as of December 31, 2017 to **₱1,997 million** as of December 31, 2018, due mostly to interest-bearing loans obtained by the Company during the year.

- Trade and other payables increased by **45.4%** from **₱3,020 million** as of December 31, 2017 to
₱4,392 million as of December 31, 2018, due mostly to an increase in trade payables as part of the company's expansion program.

- Raw land payable increased by **36.9%** from **₱1,156 million** as of December 31, 2017 to **₱1,582 million** as of December 31, 2018 due to the acquisition of land on account in line with the Company's expansion plans.

- Customers' deposits increased by **105.8%** from **₱923 million** as of December 31, 2017 to **₱1,899 million** as of December 31, 2018, due to an increase in sales for the year.

- Due to related parties decreased by **5.4%** from **₱1,007 million** as of December 31, 2017 to **₱953 million** as December 31, 2018 due to repayments of advances from affiliates during the year.

- Income tax payable increased by **833%** from **₱2 million** as of December 31, 2017 to **₱20 million** as of December 31, 2018 due primarily to an increase income and tax adjustments made for the year.

- Deferred tax liabilities (net) increased by **22.9%,** from **₱812 million** as of December 31, 2017 to
₱998 million as of December 31, 2018 due primarily to an increase in unrealized gross profit during the period.

- Reserve for perpetual care increased by **60.2%** from **₱266 million** as of December 31, 2017 to **₱426 million** as of December 31, 2018 due to the parallel increase in memorial lot sales on account recorded for the period.

- Retirement benefit obligation increased from **₱1 million** as of December 31, 2017 to **₱38 million** as December 31, 2018 due to an increase in the present value of the obligation as recorded for the period.

Total stockholder's equity increased by **34.6%** from **₱4,516 million** as of December 31, 2017 to **₱6,079 million** as of December 31, 2018, due to the following:

- An **174.3%** increase in retained earnings, from **₱896 million** in December 31, 2017, to **₱2,459 million** as of December 31, 2018, mainly due to the increase net income recorded for the year ended December 31, 2018.

- A **13.4%** increase in revaluation reserves from **₱5 million** as of December 31, 2017 to **₱6 million** as of December 31, 2018 mainly due to the remeasurements in post-employment defined benefit plan.

Considered as the top five key performance indicators of the Company for the period as shown below:

KEY PERFORMANCE INDICATORS		2018	2017
Liquidity:			
Current Ratio	Current Assets/Current Liability	1.51 :1	1.57 :1
Solvency:			
Debt-to-Equity Ratio	Total Debt/Total Equity	0.33 :1	0.33 :1
Asset-to-equity:			
Asset-to-Equity ratio	Total Assets/Total Equity	3.02 :1	2.92 :1
Interest-rate-coverage:			
Interest-rate-coverage ratio	EBITDA/Finance Costs	19.62 : 1	26.97 : 1`
Profitability:			
Return-on-equity	Net Income/Equity	25.79%	15.48%

Material Changes to the Company's Statement of Financial Position as of December 31, 2018 compared to December 31, 2017 (increase/decrease of 5% or more)

- Cash on-hand and in-banks decreased by **₱294 million** or **37%**, from **₱796 million** as of December 31, 2017 to **₱501 million** as of December 31, 2018, mainly due to expansion related activites done over the period.

- Total contracts receivable and contract assets, including non-current, increased by **₱2,543 million 45.3%** from **₱5,609 million** as of December 31, 2017 to **₱8,152 million** as of December 31, 2018 due to an increase in sales on account recorded over the period compared to previous year.

- Due from related parties decreased by **92.2%** from **₱106 million** as of December 31, 2017 to **₱8.27 million** as of December 31, 2018 due primarily to collections during the year.

- Other receivables increased by **₱494 million** or **98.2%** from **₱503 million** as of December 31, 2017 to **₱996 million** as of December 31, 2018 due primarily to an increase in receivables from contractors and brokers brought about by expansion recorded during the period.

- Real estate inventories increased by **₱1,716 million** or **36.3%**, from **₱4,729 million** as of December 31, 2017 to **₱6,445 million** as of December 31, 2018 due to the expansion of existing Company projects and launches of new projects during the period.

- Other current assets, including security deposits, increased by **₱572 million** or **78.5%,** from **₱728 million** as of December 31, 2017 to **₱1,301 million** as of December 31, 2018, due mostly from purchased construction materials related to construction of residential houses as well as an increase in prepaid commissions, security deposits and creditable withholding taxes brought about by higher sales during the year.

- Property and equipment (net) increased by **₱52 million** or **18.9%,** from **₱279 million** as of December 31, 2017 to **₱330 million** as of December 31, 2018, due primarily to the purchase of additional property and equipment during the period.

- Investment properties increased by **₱210 million** or **55.6%**, from **₱378 million** as of December 31, 2017 to **₱587 million** as of December 31, 2018, due mainly to land acquisition recorded for the year.

- Total Interest-bearing loans, including non-current, increased by **₱1,147 million** or **32.9%**, from **₱1,502 million** as of December 31, 2017 to **₱1,997 million** as of December 31, 2018, due mostly to interest-bearing loans obtained by the Company during the period.

- Trade and other payables increased by **₱1,372 million** or **45.4%** from **₱3,020 million** as of December 31, 2017 to **₱4,392 million** as of December 31, 2018, due mostly to an increase in trade payables as part of the company's expansion program.

- Raw land payable increased by **₱426 million** or **36.9%** from **₱1,156 million** as of December 31, 2017 to **₱1,582 million** as of December 31, 2018 due to the acquisition of land on account in line with the Company's expansion plans.

- Customers' deposits increased by **₱976 million** or **105.8%** from **₱923 million** as of December 31, 2017 to **₱1,899 million** as of December 31, 2018, due to an increase in sales for the year.

- Due to related parties decreased by **₱55 million** or **5.4%** from **₱1,007 million** as of December 31, 2017 to **₱952 million** as December 31, 2018 due to repayments of advances from affiliates during the year.

- Income tax payable increased by **₱18 million** or **833%** from **₱2 million** as of December 31, 2017 to **₱20 million** as of December 31, 2018 due primarily to an increase income and tax adjustments made for the year.

- Deferred tax liabilities (net) increased by **₱186 million** or **22.9%,** from **₱812 million** as of December 31, 2017 to **₱998 million** as of December 31, 2018 due primarily to an increase in unrealized gross profit during the period.

- Reserve for perpetual care increased by **₱160 million** or **60.2%** from **₱266 million** as of December 31, 2017 to **₱426 million** as of December 31, 2018 due to the parallel increase in memorial lot sales on account recorded for the period.

- Retirement benefit obligation increased by **₱37 million,** from **₱1 million** as of December 31, 2017 to **₱38 million** as December 31, 2018 due to an increase in the present value of the obligation as recorded for the period.

- Total stockholder's equity increased by **₱1,563 million** or **34.6%,** from **₱ 4,516 million** as of December 31, 2017 to **₱6,079 million** as of December 31, 2018. This change was primarily due to the **174.3%** increase in retained earnings from **₱896 million** as of December 31, 2017 to **₱2,459 million** as of December 31, 2018, and a **13.4%** increase in revaluation reserves from **₱5 million** as of December 31, 2017 to **₱6 million** as of December 31, 2018

Material Changes to the Company's Statement of income for the year ending 2018 compared to year ending 2017 (increase/decrease of 5% or more)

- Real estate sales increased by **₱2.084 million**, from **₱3,571 million** for the year ended December 31, 2017 to **₱5,655 million** in the year ended December 31, 2018. The **58.4%** increase was due primarily to the increase in sales of memorial park lots and of residential units.

- Interest income on contract receivables decreased by **₱22 million**, from **₱73 million** for the year ended December 31, 2017 to **₱51 million** for the year ended December 31, 2018. The **30.3%** decrease was due mainly to the increase of bank and government financed sales compared to in-house financed transactions made during the period.

- Income from chapel services increased by **₱23 million**, or by **177%**, from **₱13 million** for the year ended December 31, 2017 to **₱36 million** for the year ended December 31, 2018 due to the increase in memorial and cremation services rendered during the period.

- Interment income increased by **₱5 million** or **17.3%,** from **₱28 million** for the year ended December 31, 2017 to **₱33 million** for the year ended December 31, 2018, due to an increase in the number of interment services rendered for the year.

- Cost of sales and services increased by **₱1,007 million** or **53.7%,** from **₱1,875 million** for the year ended December 31, 2017 to **₱2,881 million** in the year ended December 31, 2018, due primarily to the increase in memorial park lot and residential lot sales made during the period.

- Other operating expenses increased by **₱368 million,** from **₱851 million** for the year ended December 31, 2017 to **₱1,218 million** in the year ended December 31, 2018. The **43.3%** increase was due primarily to increases in commissions due to higher sales, and in salaries and wages due to new projects launched during the period.

- Other income – net increased by **₱76 million**, from **₱49 million** for the year ended December 31, 2017 to **₱124 million** for the year-end 2018. This was due primarily to the increase in interest income on forfeited sales and past due accounts.

- The Company's tax expense decreased by **₱78 million,** from **₱310 million** for year-end 2017 to
₱232 million for year-end 2018. The **25.2%** decrease was mainly attributable to the decrease in deferred tax expense relating to origination and reversal of temporary differences recorded over the period.

- Net Profit grew by **₱869 million,** from **₱699 million** for year ended December 31, 2017 to **₱1,568 million** for the year ended December 31, 2018. The **124.3%** increase was primarily due to the higher sales and revenues from operations of the company during the period.

There are no other material changes in the Company's financial position (changes of 5% or more) and condition that will warrant a more detailed discussion. Further, there are no material events and uncertainties known to management that would impact or change reported financial information and condition on the Company.

<u>Factors which may have material impact in Company's operations</u>

Economic factors
The economic situation in the Philippines significantly affects the performance of the Company's business. For the residential products, the Company is sensitive to changes in domestic interest and inflation rates. Higher interest rates tend to discourage potential consumers as deferred payment schemes become more expensive for them to maintain. An inflationary environment will adversely affect the Company, as well as other memorial park developers, by increases in costs such as land acquisition, labor, and materials. Although the Company may pass on the additional costs to buyers, there is no assurance that this will not significantly affect the Company's sales.

<u>Capital Expenditures</u>
The table below sets out the Company's capital expenditures in 2017, 2018 and 2019.

	Expenditure
	(in ₱ millions)
2017 (actual)	2,790.10
2018 (actual)	3,840.00
2019 (actual)	4,188.10

**Consolidated amount of the parent and the subsidiary*

The Company's capital expenditures have, in the past, been financed by internally generated funds and long-term borrowings.

Components of the Company's capital expenditures for 2017, 2018 and 2019 are summarized below:

	For the years ended December 31,		
	2017	2018	2019
		(in ₱ millions)	
Land acquisition	1,089.40	1,314.08	852.70
Memorial park development	181.00	105.05	145.30
Memorial chapel construction	78.00	-	8.00
Land development	521.10	800.21	953.00
Construction	788.60	1,416.88	2118.00
Property and equipment	132.00	203.78	111.10
Total	**2,790.10**	**3,840.00**	**4,188.10**

IV. NATURE AND SCOPE OF BUSINESS

Golden Bria Holdings, Inc. (the "Company"), formerly Golden Haven Memorial Park, Inc., incorporated in November 1982, is one of Philippines' leading developers of memorial parks in the country in terms of land developed. Aside from the development and sale of memorial parks, the Company likewise develops, constructs and operates columbarium facilities. With the acquisition of Bria Homes, Inc. ("Bria"), the Company is now also engaged in mass housing business.

Bria Homes, Inc. is a corporation duly organized and existing under the laws of the Republic of the Philippines. The primary purpose of Bria is to acquire, own, use, improve, develop, subdivide, sell, mortgage, engage, lease, develop, and hold for investment or otherwise improve, manage, or dispose of real estate of all kinds including buildings, houses, apartments, and other structures of whatever kind. Bria is principally engaged in the mass housing business with housing projects located around the country.

Bria Homes, Inc. is the fastest growing mass housing developer in the Philippines. It caters to ordinary Filipinos who dreams of having high quality and affordable homes. Bria established its national footprint by continuously growing and making quality projects. To date, Bria, has a total of 51 developments across some of the country's most progressive cities and municipalities nationwide.

In relation to its death care business, the Company has memorial parks located in major cities and municipalities across the country. The Company also offers columbaries within its memorial parks and a 20,000-vault columbarium located beneath the Sanctuario de San Ezekiel Moreno, a chapel constructed by the Company along C5 Road, Pulang Lupa, Las Piñas. The company has also expanded its business into Memorial Chapel Services in Las Pinas and in Angeles, Pampanga. These developments expanded the company's deathcare product offerings to funeral and cremation services, bringing it closer to becoming the country's first fully integrated death care service provider.

The Company offers memorial lots at varying lot sizes and price points within each of its existing memorial park and within those memorial parks presently in development. The four basic lot packages are lawn lot; garden niche; family patio; and family estate. Purchasers of a family estate lot can elect to construct a mausoleum, the design and construction of which must conform to the Company's parameters as part of the terms of the purchase. The Company also provides, as an additional service and at additional cost to the client, construction and associated services for these mausoleums.

V. MARKET FOR REGISTRANT'S COMMON EQUITY AND RELATED STOCKHOLDERS MATTERS

Market Information

Registrant's common shares are listed with the Philippine Stock Exchange. The Registrant was listed on June 29, 2016.

	2020		
Quarter	**High**	**Low**	**Close**
1st	440.00	300.00	368.00

	2019		
Quarter	**High**	**Low**	**Close**
1st	400.00	325.00	370.60
2nd	418.40	377.00	407.80
3rd	449.80	407.80	432.00
4th	440.00	410.00	436.00

	2018		
Quarter	**High**	**Low**	**Close**
1st	327.00	21.00	308.00
2nd	318.80	250.00	265.00
3rd	330.00	249.80	314.00
4th	325.00	293.40	325.00

	2017		
Quarter	**High**	**Low**	**Close**
1st	16.98	15.40	16.50
2nd	16.50	15.62	15.98
3rd	20.00	15.22	16.60
4th	22.00	16.76	22.00

	2016		
Quarter	**High**	**Low**	**Close**
1st	-	-	-
2nd	20.30	15.74	20.30
3rd	19.20	13.68	13.98
4th	17.00	12.52	17.00

The market capitalization of HVN as of December 31, 2019 based on the closing price of P436.00/share on December 27, 2019, the last trading date for the fourth quarter of 2019, was approximately P280.84 billion.

There are no events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation.

Common

There are approximately 14 holders of common equity security of the Company as of December 31, 2019 (based on the number of accounts registered with the Stock Transfer Agent). The following are the holders of the common securities of the Company:

	Name	No. of Shares	Percentage
1	FINE PROPERTIES, INC. [1]	412,057,800	63.97%
2	CAMBRIDGE GROUP, INC. [2]	158,744,255	24.65%
3	PCD NOMINEE CORPORATION (FILIPINO)	70,078,330	10.88%
4	MARIBETH C. TOLENTINO[1]	2,835,000	0.00%
5	CAMILLE A. VILLAR[1]	333,700	0.05%
6	PCD NOMINEE CORPORATION (NON-FILIPINO)	55,762	0.01%
7	MYRA P. VILLANUEVA	6,600	0.00%
8	MYRNA P. VILLANUEVA	2,300	0.00%
9	MILAGROS P. VILLANUEVA	2,300	0.00%
10	MANUEL B. VILLAR[1]	1,000	0.00%
11	FRANCES ROSALIE T. COLOMA[1]	500	0.00%
12	RIZALITO J. ROSALES[1]	100	0.00%
13	ANA MARIE V. PAGSIBIGAN[1]	1	0.00%
14	GARTH F. CASTAÑEDA[1]	1	0.00%
	TOTAL OUTSTANDING ISSUED AND SUBSCRIBED (COMMON)	**644,117,649**	**100.00%**

[1] *lodged under PCD Nominee Corp.*

[2] *8,744,255 lodged under PCD Nominee Corp. (Filipino)*

Dividend Policy

Under the Corporation Code, the Company's shareholders are entitled to receive a proportionate share in cash dividends that may be declared by the Board out of the surplus profits derived from operations. The same right exists with respect to a stock dividend declaration, the declaration of which is subject to the approval of shareholders representing at least two-thirds of the outstanding capital stock entitled to vote.

The amount of dividends to be declared will depend on the profits, investment requirements and capital expenditures at that time.

As of December 31, 2019, the Company has not defined a minimum percentage of net earnings to be distributed to its common shareholders. Dividends may be declared only from the Company's unrestricted retained earnings, except when, among others: (i) justified by definite corporate expansion, or (ii) when the Company is prohibited under any loan agreement with any financial institution or creditor, whether local or foreign, from declaring dividends without its consent, and such consent has not been secured, or (iii) when it can be clearly shown that the retention of earnings is necessary under special circumstances obtaining in the Company, its assets and operations, such as when there is a need for special reserves for probable contingencies.

Record Date

Pursuant to existing Philippine SEC rules, cash dividends declared by a company must have a record date not less than 10, nor more than 30 days from the date the cash dividends are declared. With respect to stock dividends, the record date is to be not less than 10 or more than 30 days from the date of shareholder approval, provided however, that the set record date is not to be less than 10 trading days from receipt by the PSE of the notice of declaration of stock dividend. In the event that a stock dividend is declared in connection with an increase in authorized capital stock, the corresponding record date is to be fixed by the Philippine SEC.

Dividends

On 29 December 2015, the Board declared cash dividends in the amount of P800 million. On 8 March 2016, the Board, with the approval of the Company's shareholders representing two-thirds of its outstanding capital stock in a special meeting duly called for the purpose and held on the same date, declared stock dividends in the amount of P400 million.

Other than the foregoing, the Company has not declared dividends in any form since the time of its incorporation.

Recent Sale Of Unregistered Or Exempt Securities Including Recent Issuance Of Securities Constituting An Exempt Transaction

On December 27, 2017, the Board of Directors authorized the issuance of 150,000,000 common shares to Cambridge Group, Inc., out of the unissued authorized capital stock of the Company, at the subscription price of P20.0935 per share or an aggregate subscription price of P3,014,027,483. The issuance is undertaken pursuant to the stockholders' approval for the issuance by way of private placement of up to 150,000,000 shares of the Company on October 16, 2017.

The subscription by Cambridge Group, Inc. to the common shares were used to fund the business expansion of the Company, particularly the acquisition of Bria Homes, Inc. in December 2017.

Stock Options

None

VI. COMPLIANCE WITH LEADING PRACTICE ON CORPORATE GOVERNANCE

The Company's Board has adopted a Revised Manual on Corporate Governance on May 31, 2019. The Company's Revised Manual on Corporate Governance describes the terms and conditions by which the Company intends to conduct sound corporate governance practices that are consistent with the relevant laws and regulations of the Republic of the Philippines, and which seek to enhance business transparency and build shareholder value.

Ultimate responsibility and oversight of the Company's adherence to superior corporate governance practices rests with the Board of Directors. As a policy matter, the Board will hold monthly meetings, at which any number of relevant corporate governance issues may be raised for discussion.

Practical oversight of the Company's corporate governance standards is exercised through the Board's Corporate Governance Committee.

The Company is committed to building a solid reputation for sound corporate governance practices, including a clear understanding by its Directors of the Company's strategic objectives, structures to ensure that such objectives are realized, systems to ensure the effective management of risks and the systems to ensure the Company's obligations are identified and discharged in all aspects of its business.

As of December 31, 2019, there are no known material deviations from the Company's Manual of Corporate governance.

The Company is taking further steps to enhance adherence to principles and practices of good corporate governance.

PART III

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on behalf by the undersigned hereunto duly authorized.

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

GOLDEN BRIA HOLDINGS, INC.

By:

MARIA TERESA P. TUMBAGA
Chief Financial Officer & Chief Information Officer

Date: June 30, 2020

GOLDEN BRIA
HOLDINGS, INC.

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Golden Bria Holdings, Inc.** (the Company), is responsible for the preparation and fair presentation of the consolidated financial statements, and the additional supplementary information, for the years ended December 31, 2019, 2018 and 2017, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

The Board of Directors reviews and approves the financial statements, and the additional supplementary information, and submits the same to the stockholders.

Punongbayan & Araullo, the independent auditors appointed by the stockholders, have audited the financial statements of the Company in accordance with the Philippine Standards on Auditing, and in their report to the Board of Directors and stockholders, has expressed their opinion on the fairness of presentation upon completion of such audit.

Manuel B. Villar, Jr.
Chairman of the Board

Maribeth C. Tolentino
President and Chief Operating Officer

Teresa P. Tumbaga
Chief Financial Officer

Signed this 05th day of June, 2020.

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 22 88

Report of Independent Auditors

The Board of Directors and Stockholders
Golden Bria Holdings, Inc. and a Subsidiary
(Formerly Golden Haven, Inc.)
[A Subsidiary of Fine Properties Inc.]
San Ezekiel, C5 Extension
Las Piñas City

Opinion

We have audited the consolidated financial statements of Golden Bria Holdings, Inc. and a subsidiary (the Group), which comprise the consolidated statements of financial position as at December 31, 2019 and 2018, and the consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for each of the three years in the period ended December 31, 2019 and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2019 and 2018, and its consolidated financial performance and its consolidated cash flows for each of the three years in the period ended December 31, 2019 in accordance with Philippine Financial Reporting Standards (PFRS).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Group in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audits of the financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 30 to the consolidated financial statements, which describes the likely negative impact of the business disruption as a result of the corona virus outbreak to the Group's financial condition and performance after the end of the reporting period. Our opinion is not modified with respect to this matter.

Key Audit Matters

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

(a) Revenue Recognition on Real Estate Sales and Determination of Related Costs

Description of the Matter

The Group's revenue recognition process, policies and procedures on real estate sales, which consists of sale of residential houses and lots, condominium units and memorial lots, are significant to our audit because these involve the application of significant judgment and estimation. In addition, real estate sales and costs of real estate sales amounted to P8.5 billion or 97.8% of consolidated Revenues and Income and P4.4 billion or 75.3% of consolidated Cost and Expenses, respectively, for the year ended December 31, 2019. Areas affected by revenue recognition, which requires significant judgments and estimates, include determining when a contract will qualify for revenue recognition, measuring the progress of the development of real estate projects, which defines the amount of revenue to be recognized and determining the amount of actual costs incurred as cost of real estate sales. These areas were significant to our audit as an error in application of judgments and estimates could cause a material misstatement in the consolidated financial statements.

The Group's policy for revenue recognition on real estate sales are more fully described in Note 2 to the consolidated financial statements. The significant judgments applied and estimates used by management related to revenue recognition are more fully described in Note 3 to the consolidated financial statements. The breakdown of real estate sales and costs of real estate sales are also disclosed in Note 16 to the consolidated financial statements.

How the Matter was Addressed in the Audit

i) Residential Houses and Lots and Condominium Units

As disclosed in Notes 2 and 3 to the consolidated financial statements, the Group recognizes revenue from the real estate sale of residential houses and lots, and condominium units over time proportionate to the progress of the project development. The Group uses the input method in determining the percentage-of-completion after satisfying the gating criteria of PFRS 15, including establishing that collection of the total contract price is reasonably assured.

Our audit procedures to address the risk of material misstatement relating to revenue and costs recognition on real estate sale of residential houses and lots, and condominium units included, among others, the following:

- obtaining an understanding of the Group's revenue and cost recognition policy, revenue processes and controls over the recognition and measurement of revenues from real estate sale of residential house and lots, and condominium units by inspecting sample agreements for compliance with a set of criteria for revenue recognition and test of controls over recognition and allocation of revenues and costs per project;

- determining, among others, whether the parties to the contract have approved the contract in writing; each party's rights regarding the real estate sale of house and lots and condominium units and progress of development thereof can be identified; the payment terms can be identified; the risk, timing or amount of the future cash flows is expected to change as a result of the contract has been identified; and, the collection of the consideration is probable;

- reviewing the reasonableness of the stage of completion on selected real estate projects by analysing the cost incurred to date as a proportion of the total estimated and budgeted costs to confirm that real estate sales recognized properly reflects the percentage of completion of inventories;

- recalculating the percentage of collection per sales contract, on a sample basis, based on total accumulated principal payments as of the reporting date over contract price to determine if the Group established the buyers' commitment to complete their obligations over the sales contract;

- recomputing the revenues and costs recognized for the year based on the percentage of completion and tracing the revenues and costs recognized to the accounting records;

- ascertaining the qualification of the project engineers who prepared the budgets and reviewed the actual performance of the completed projects with reference of their budgeted costs;

- performing substantive analytical review procedures over revenues and costs such as, but not limited to, yearly and monthly analyses of real estate sale of house and lots and condominium units per project based on our expectations, which include corroborating evidence from other audit procedures, and verifying that the underlying data used in the analyses are complete.

ii) Memorial Lots

As disclosed in Notes 2 and 3 to the consolidated financial statements, the Group recognizes revenue at a point in time when development of memorial lots are substantially completed after satisfying the gating criteria of PFRS 15, including establishing that collection of the total contract price is reasonably assured.

Our audit procedures to address the risk of material misstatement relating to revenue recognition of real estate sales of memorial lots included, among others, the following:

- obtaining an understanding of the Group's revenue and cost recognition policy, revenue processes and controls over the recognition and measurement of revenues from real estate sales of memorial lots by inspecting sample agreements for compliance with a set of criteria for revenue recognition and test of controls over recognition and allocation of revenues and costs per project;

- determining, among others, whether the parties to the contract have approved the contract in writing; each party's rights regarding the real estate sales of memorial lots; the payment terms can be identified; the risk, timing or amount of the future cash flows is expected to change as a result of the contract has been identified; and, the collection of the consideration is probable;

- recalculating the percentage of collection per sales contract, on a sample basis, based on total accumulated principal payments as of the reporting date over contract price to determine if the Group established the buyers' commitment to complete their obligations over the sales contract;

- tracing the revenues and costs recognized to the accounting records;

- ascertaining the qualification of the project engineers who prepared the budgets and reviewed the actual performance of the completed projects with reference of their budgeted costs;

- performing substantive analytical review procedures over revenues such as, but not limited to, yearly and monthly analyses of real estate sales of memorial lots per project based on our expectations, which include corroborating evidence from other audit procedures, and verifying that the underlying data used in the analyses are complete.

(b) Existence and Valuation of Real Estate Inventories

Description of the Matter

As of December 31, 2019, the Group's real estate inventories, which relates to significant number of projects located at the major areas throughout the country amounted to P7.8 billion. These include subdivision lots, houses, land development, memorial lots, condominium units and raw land. Real estate inventories are stated at the lower of cost and net realizable value, which is the estimated selling price less costs to complete and sell.

An assessment of the net realizable value of real estate inventories is carried out at each reporting date. It requires estimation of selling prices, which consider recent market prices and conditions, and costs to complete and sell, which are subject to a number of variables including the accuracy of designs, market conditions in respect of materials and sub-contractor costs and construction issues. Accordingly, a change in the management estimation of selling prices and estimated cost to complete and sell could have a material impact on the carrying value of real estate inventories in the Group's financial statements.

Due to the voluminous transactions and the significance of management judgment and estimates involved, we have identified the risks relating to existence and valuation of real estate inventories as significant in our audit.

The Group's accounting policy relative to real estate inventories and the sources of estimation uncertainty on the net realizable value of real estate inventories are disclosed in Notes 2 and 3 to the consolidated financial statements. The analysis of the Group's real estate inventories is disclosed in Note 7 to the consolidated financial statements.

How the Matter was Addressed in the Audit

Our audit procedures included, among others:

<u>Existence</u>

- performing ocular inspection of selected real estate projects near the reporting date to confirm the existence and current condition of such projects at the end of the reporting period; and,

- examining documents such as land titles, suppliers' and contractors' agreements, invoices, official or collection receipts and accomplishment billings, supporting the costs of real estate inventories capitalized, including the costs of acquired land, during the reporting period to corroborate with other audit procedures relating to existence assertion;

<u>Valuation</u>

- reviewing the reasonableness and appropriateness of the Group's calculation of the valuation of its real estate inventories at lower of cost and net realizable value; and,

- comparing the estimated selling prices, and costs to complete and sell, on a sample basis, against the contract prices of recently completed sales, and historical data related to restoration costs, commissions and other related expenses.

(c) Performing Significant Portion of Audit Remotely

Description of the Matter

As disclosed in Note 30 of the consolidated financial statements, a novel strain of coronavirus (COVID-19) started to become widespread in the Philippines in early March 2020 causing the government to declare the country in a state of public health emergency followed by implementation of enhanced community quarantine (ECQ) and social distancing measures and restrictions within the Luzon area with other cities and provinces in the country enacting similar measures thereafter. The ECQ and social distancing measures implemented by the government resulted in performing a significant portion of the engagement remotely.

The change in working conditions is relevant and significant to our audit since it creates an increased risk of misstatement due to less in-person access to the Group's management and personnel, and lack of access to the physical records and original documents. Given the changes in how the audit will be performed, the audit requires exercising enhanced professional skepticism.

How the Matter was Addressed in the Audit

Our audit procedures to address the risk of performing the audit remotely included the following:

- Considering the nature of the engagement and the engagement team's knowledge of the entity and its environment when determining whether it is possible to perform a significant portion, if not all of the engagement remotely;
- Following the requirements of the PSA including providing proper supervision and review, even when working remotely;
- Obtaining information through electronic means, which includes sending and receiving of confirmation electronically, obtaining calculations in electronic form to check the mathematical accuracy, scanning of hard-copy items for review and using real-time inspection technology such as video and screen-sharing;
- Determining the reliability of audit evidence provided electronically using enhanced professional skepticism;
- Performing inquiries through video call in order to judge body language and other cues and to have a more interactive audit engagement;
- Examining critical hard copy documents (e.g., contracts, billing invoices, purchase invoices and official receipts) physically in response to the risk in revenues and costs, which is considered to be significant.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Group's Securities and Exchange Commission (SEC) Form 20-IS (Definitive Information Statement) and SEC Form 17-A and Annual Report for the year ended December 31, 2019 (but does not include the consolidated financial statements and our auditors' report thereon). The SEC Form 20-IS, SEC Form 17-A and Annual Report for the year ended December 31, 2019 are expected to be made available to us after the date of this auditors' report.

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

In connection with our audits of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits, or otherwise appears to be materially misstated.

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

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

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

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

Auditors' Responsibility for the Audit of the Consolidated Financial Statements

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

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

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

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

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

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

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

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

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

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

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

The engagement partner on the audit resulting in this independent auditors' report is Nelson J. Dinio.

PUNONGBAYAN & ARAULLO

By: Nelson J. Dinio
Partner

CPA Reg. No. 0097048
TIN 201-771-632
PTR No. 8116543, January 2, 2020, Makati City
SEC Group A Accreditation
Partner - No. 97048-SEC (until Dec. 31, 2023)
Firm - No. 0002-FR-5 (until Mar. 26, 2021)
BIR AN 08-002511-032-2019 (until Sept. 4, 2022)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Jul. 24, 2021)

June 5, 2020

GOLDEN BRIA HOLDINGS, INC. AND A SUBSIDIARY
(Formerly Golden Haven, Inc.)
[A Subsidiary of Fine Properties, Inc.]
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2019 AND 2018
(Amounts in Philippine Pesos)

	Notes	2019	2018
A S S E T S			
CURRENT ASSETS			
Cash and cash equivalents	5	P 2,795,688,210	P 501,479,281
Contracts receivable	6	8,872,413,641	4,499,709,981
Contract assets	16	1,422,315,531	1,396,224,260
Due from related parties	20	7,981,939	8,273,812
Other receivables	6	2,262,686,714	996,468,894
Real estate inventories	7	7,784,854,391	6,445,038,998
Other current assets	8	1,553,691,003	1,301,019,846
Total Current Assets		24,699,631,429	15,148,215,072
NON-CURRENT ASSETS			
Contracts receivable	6	2,337,075,926	2,256,189,684
Property and equipment – net	9	343,263,774	330,115,161
Right-of-use assets - net	10	16,309,214	-
Investment properties	11	100,607,675	587,411,575
Other non-current assets	8	92,754,230	62,417,131
Total Non-current Assets		2,890,010,819	3,236,133,551
TOTAL ASSETS		P 27,589,642,248	P 18,384,348,623
LIABILITIES AND EQUITY			
CURRENT LIABILITIES			
Interest-bearing loans	12	P 2,812,540,744	P 1,170,462,895
Trade and other payables	13	4,325,825,459	4,392,255,571
Rawland payable	13	1,404,119,507	1,582,158,966
Customers' deposits	14	2,694,677,972	1,899,366,550
Due to related parties	20	952,552,860	952,552,860
Lease liabilities	10	8,394,087	-
Income tax payable		23,191,895	19,513,102
Total Current Liabilities		12,221,302,524	10,016,309,944
NON-CURRENT LIABILITIES			
Interest-bearing loans	12	4,813,340,231	826,324,569
Lease liabilities	10	8,072,461	-
Deferred tax liabilities – net	19	1,134,373,597	997,787,144
Reserve for perpetual care	15	709,813,851	426,433,783
Retirement benefit obligation – net	21	78,264,393	38,432,645
Total Non-current Liabilities		6,743,864,533	2,288,978,141
Total Liabilities		18,965,167,057	12,305,288,085
EQUITY	22		
Capital stock		644,117,649	644,117,649
Additional paid-in capital		2,970,208,753	2,970,208,753
Revaluation reserves – net		(16,381,725)	5,815,526
Retained earnings		5,026,530,514	2,458,918,610
Net Equity		8,624,475,191	6,079,060,538
TOTAL LIABILITIES AND EQUITY		P 27,589,642,248	P 18,384,348,623

See Notes to Consolidated Financial Statements.

GOLDEN BRIA HOLDINGS, INC. AND A SUBSIDIARY
(Formerly Golden Haven, Inc.)
[A Subsidiary of Fine Properties, Inc.]
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2019, 2018 AND 2017
(Amounts in Philippine Pesos)

	Notes	2019	2018	2017
REVENUES	16			
Real estate sales		P 8,453,461,670	P 5,654,913,982	P 3,570,985,034
Interest income on contract receivables	6	110,446,969	97,217,413	73,039,495
Income from chapel services	16	41,889,569	36,225,834	13,069,056
Interment income		38,897,054	32,879,843	28,032,253
		8,644,695,262	5,821,237,072	3,685,125,838
COSTS AND EXPENSES	17			
Costs of sales and services		4,371,551,613	2,881,322,089	1,874,788,066
Other operating expenses		1,436,469,101	1,218,336,558	850,314,219
		5,808,020,714	4,099,658,647	2,725,102,285
OPERATING PROFIT		2,836,674,548	1,721,578,425	960,023,553
OTHER INCOME (CHARGES)				
Finance costs	10, 12, 21	(252,154,621)	(96,349,426)	(40,587,011)
Finance income	5, 21	2,323,485	1,309,891	1,018,278
Others	18	233,098,093	172,819,583	88,191,548
		(16,733,043)	77,780,048	48,622,815
PROFIT BEFORE TAX		2,819,941,505	1,799,358,473	1,008,646,368
TAX EXPENSE	19	(252,329,601)	(231,604,343)	(309,673,179)
NET PROFIT		2,567,611,904	1,567,754,130	698,973,189
OTHER COMPREHENSIVE INCOME (LOSS)				
Item that will be reclassified subsequently to profit or loss				
Unrealized fair value gains on available-for-sale financial assets	8	-	-	7,767,214
Item that will not be reclassified subsequently to profit or loss				
Remeasurements of retirement benefit obligation	21	(31,710,358)	12,074,922	(331,067)
Tax income (expense)	19	9,513,107	(3,622,477)	99,320
		(22,197,251)	8,452,445	7,535,467
TOTAL COMPREHENSIVE INCOME		P 2,545,414,653	P 1,576,206,575	P 706,508,656
Basic and Diluted Earnings Per Share	23	P 3.99	P 2.43	P 1.41

See Notes to Consolidated Financial Statements.

GOLDEN BRIA HOLDINGS, INC. AND A SUBSIDIARY
(Formerly Golden Haven, Inc.)
[A Subsidiary of Fine Properties, Inc.]
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2019, 2018 AND 2017
(Amounts in Philippine Pesos)

	Capital Stock (see Note 22)	**Additional Paid-in Capital** (see Notes 1 and 22)	**Revaluation Reserves** (see Notes 8 and 22)	**Retained Earnings** (see Note 2)	**Total Equity**
Balance at January 1, 2019	P 644,117,649	P 2,970,208,753	P 5,815,526	P 2,458,918,610	P 6,079,060,538
Total comprehensive income (loss) for the year	-	-	(22,197,251)	2,567,611,904	2,545,414,653
Balance at December 31, 2019	**P 644,117,649**	**P 2,970,208,753**	**(P 16,381,725)**	**P 5,026,530,514**	**P 8,624,475,191**
Balance at January 1, 2018					
As previously reported	P 644,117,649	P 2,970,208,753	P 5,130,295	P 896,388,106	P 4,515,844,803
Effect of PFRS 15	-	-	-	(5,223,626)	(5,223,626)
As restated	644,117,649	2,970,208,753	5,130,295	891,164,480	4,510,621,177
Derecognition of available for sale securities	-	-	(7,767,214)	-	(7,767,214)
Total comprehensive income for the year	-	-	8,452,445	1,567,754,130	1,576,206,575
Balance at December 31, 2018	P 644,117,649	P 2,970,208,753	P 5,815,526	P 2,458,918,610	P 6,079,060,538
Balance at January 1, 2017	P 494,117,649	P 628,928,339	(2,405,172)	P 197,414,917	P 1,318,055,733
Issuance of capital stock	150,000,000	2,864,027,483	-	-	3,014,027,483
Excess of cost over net assets of subsidiary	-	(522,747,069)	-	-	(522,747,069)
Total comprehensive income for the year	-	-	7,535,467	698,973,189	706,508,656
Balance at December 31, 2017	P 644,117,649	P 2,970,208,753	P 5,130,295	P 896,388,106	P 4,515,844,803

See Notes to Consolidated Financial Statements.

GOLDEN BRIA HOLDINGS, INC. AND A SUBSIDIARY
(Formerly Golden Haven, Inc.)
(A Subsidiary of Fine Properties, Inc.)
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2019, 2018 AND 2017
(Amounts in Philippine Pesos)

	Notes	2019	2018	2017
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before tax		P 2,819,941,505	P 1,799,358,473	P 1,008,646,368
Adjustments for:				
Interest expense	12, 21	249,175,605	93,974,898	40,524,232
Interest income	5, 6	(112,770,454)	(98,527,304)	(74,060,176)
Depreciation and amortization	17	108,029,825	67,722,172	43,789,629
Loss on write-off of available for sale financial asset	8	-	32,363,390	-
Operating profit before working capital changes		3,064,376,481	1,894,891,629	1,018,900,053
Increase in contracts receivable		(4,453,589,902)	(1,159,239,716)	(1,892,449,553)
Increase in contract assets		(26,091,271)	(1,396,224,260)	-
Decrease (increase) in other receivables		(1,266,217,820)	(493,835,382)	363,154,478
Increase in real estate inventories		(623,819,985)	(1,585,162,318)	(178,767,611)
Increase in other assets		(284,134,746)	(599,413,925)	(172,784,803)
Increase (decrease) in trade and other payables		(66,430,112)	1,375,085,283	(1,588,562,261)
Increase (decrease) in rawlands payable		(178,039,459)	426,090,301	964,010,123
Increase in customers' deposits		795,311,422	976,690,931	382,462,619
Increase in retirement benefit obligation		11,152,036	49,659,730	867,360
Increase in other liabilities		289,995,887	160,163,189	68,110,024
Cash used in operations		(2,737,487,469)	(351,294,538)	(1,035,059,571)
Interest received		112,770,454	98,527,304	74,057,773
Interest paid		1,852,620	-	-
Cash paid for income taxes		(102,551,249)	(27,652,570)	(34,464,693)
Net Cash Used in Operating Activities		(2,725,415,644)	(280,419,804)	(995,466,491)
CASH FLOWS FROM INVESTING ACTIVITIES				
Acquisition of investment properties	11	(229,191,508)	(334,281,622)	(251,186,325)
Acquisitions of property and equipment	9	(119,101,433)	(125,650,398)	(154,606,085)
Collections of advances to related parties	20	291,873	98,020,772	64,762,839
Proceeds from disposals of property and equipment	9	-	1,554,681	2,205,848
Advances granted to related parties	20	-	(165,649)	(100,020,772)
Acquisition of investment in a subsidiary		-	-	(3,014,027,483)
Net Cash Used in Investing Activities		(348,001,068)	(360,522,216)	(3,452,871,978)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from availments of interest-bearing loans	29	6,888,902,680	1,163,912,784	762,444,112
Repayment of interest-bearing loans	29	(1,259,809,169)	(669,147,151)	(151,430,778)
Additional borrowings from related parties		-	-	996,057,453
Interest paid on loan borrowings		(249,410,527)	(93,536,831)	(40,524,232)
Repayment of lease liabilities	29	(12,057,343)	-	-
Repayment of amount due to related parties	20, 29	-	(54,673,970)	(7,207,642)
Proceeds from issuance of shares of stock	22	-	-	3,014,027,483
Net Cash From Financing Activities		5,367,625,641	346,554,832	4,573,366,396
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		2,294,208,929	(294,387,188)	125,027,927
INCREASE IN CASH AND CASH EQUIVALENTS DUE TO BUSINESS COMBINATION		-	-	224,885,963
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		501,479,281	795,866,469	445,952,579
CASH AND CASH EQUIVALENTS AT END OF YEAR		P 2,795,688,210	P 501,479,281	P 795,866,469

Supplemental Information on Non-cash Investing and Financing Activities:

1) The Group transferred certain parcels of land previously classified as Investment Properties to Real Estate Inventories with carrying amount of P783.9 million, P124.4 million and 140.9 million in 2019, 2018 and 2017, respectively. In 2019, the Group reclassified P67.9 million of real estate inventories to investment properties (see Note 11).

2) In 2019, the Group recognized right-of-use assets and lease liabilities amounting to P27.8 million and P26.7 million, respectively (see Notes 10 and 29).

See Notes to Consolidated Financial Statements.

GOLDEN BRIA HOLDINGS, INC. AND A SUBSIDIARY
(Formerly Golden Haven, Inc.)
[A Subsidiary of Fine Properties, Inc.]
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2019, 2018 AND 2017
(Amounts in Philippine Pesos)

1. CORPORATE INFORMATION

1.1 Organization and Operations

Golden Bria Holdings, Inc. (HVN or the Parent Company), formerly Golden Haven, Inc., was incorporated in the Philippines on November 16, 1982. The Parent Company's primary purpose is to invest, purchase or otherwise to acquire and own, hold, use, sell, assign, transfer, lease mortgage, exchange, develop, manage or otherwise dispose of real property, such as but not limited to memorial lots and chapels, or personal property of every kind and description, including shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities or obligations of any corporations. As of December 31, 2019, the Parent Company is 63.97% effectively owned subsidiary of Fine Properties, Inc. (FPI), which is a holding company (see Note 1.2).

The Parent Company opened a memorial chapel, which began operations in 2017. A new revenue stream, which includes memorial service (chapel and outside viewing) and cremation. Also, in the same year, the Parent Company's Board of Directors (BOD) and stockholders in a special board meeting approved the following amendments to the Company's Article of Incorporation and By-laws, which amendments were approved by the Securities and Exchange Commission (SEC) on October 20, 2017:

(a) the change in corporate name from Golden Haven Memorial Park, Inc. to Golden Haven, Inc.;

(b) the private placement of 150,000,000 in common shares (see Note 21.1); and,

(c) to include in its primary purpose the investing, purchasing or otherwise to acquire and own, hold, use, sell, assign, transfer, lease mortgage, exchange, develop, manage or otherwise dispose of real property, such as but not limited to memorial lots and chapels, or personal property of every kind and description, including shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities or obligations of any corporations.

In 2017, HVN acquired 99.99% ownership interest in Bria Homes, Inc. (BHI). Accordingly, BHI became a subsidiary of HVN (see Note 1.2). BHI is presently engaged in developing and selling real estate properties, particularly, residential houses, and lots.

On February 1, 2018, the Parent Company's BOD approved the change in the Parent Company's corporate name from Golden Haven, Inc. to Golden Bria Holdings, Inc. The said change was approved by the SEC and Bureau of Internal Revenue (BIR) on March 6, 2018 and May 18, 2018, respectively.

On November 10, 2016 and March 23, 2017, the SEC and BIR approved the change in BHI's registered office from 3L Starmall Las Piñas, CV Starr Avenue, Pamplona, Las Piñas City to Lower Ground Floor, Bldg. B Evia Lifestyle Center, Daang Hari Rd., Almanza Dos, City of Las Pinas. The new registered office address of BHI is also its principal place of business. The registered office address of HVN, which is also its principal place of business, is located at San Ezekiel, C5 Extension, Las Piñas City. The registered office of FPI is located at 3rd Level, Starmall Las Piñas, CV. Starr Avenue, Pamplona, Las Piñas City.

The Parent Company's shares of stock are listed at the Philippine Stock Exchange (PSE) beginning June 29, 2016 (see Note 22).

1.2 Business Combination

The consolidated financial statements comprise the financial statements of the Parent Company and its subsidiary (collectively referred herein as the Group).

Prior to the acquisition of the Parent Company, BHI is 99.99% owned by Cambridge Group, Inc. (CGI), a related party under common ownership.

In 2017, FPI subscribed 5,000,000 shares issued by CGI, which represents 83.33% of ownership interest of CGI. Hence, the latter became a subsidiary of FPI starting 2017.

Also, in 2017, the Parent Company executed a Deed of Absolute Sale of Shares for its acquisition of substantially all issued and outstanding capital stock of BHI, which is legally and/or beneficially owned by CGI. The Parent Company acquired 9,999,430 common shares for P301.42 per share or an aggregate purchase price of P3,014.03 million or 99.99% of the outstanding and issued shares of BHI. As a result, BHI became a wholly-owned subsidiary of the Parent Company.

The Parent Company believes the acquisition of BHI will diversify its real estate business by entering into the mass housing market, accelerate growth and enhance profitability through the creation of additional revenue streams independent of its current business and allow the Parent Company to maximize the value of its land bank by providing other avenues for its utilization, and build shareholders' value.

As condition to the acquisition of BHI, the Parent Company's BOD authorized the issuance of 150,000,000 common share to CGI by way of private placement out of the unissued authorized capital stock, at a subscription price of P20.0935 per share or an aggregate subscription price of P3,014.0 million (see Note 22).

Both the Parent Company and BHI are entities under common control of FPI. Accordingly, the Parent Company accounted for the acquisition of BHI under pooling of interest method of accounting [see Note 2.3 (b)].

The difference between the net assets of BHI at business combination and the amount of the shares issued by HVN to CGI amounting to P522.7 million is accounted for as equity reserves which were eventually closed to Additional paid-in capital.

The computation of the equity reserves recognized as a result of the combination of HVN and BHI is presented below:

Assets received	P 7,919,014,623
Liabilities assumed	(5,427,734,209)
Net assets of BHI	2,491,280,414
Consideration (see Note 22.1)	(3,014,027,483)
Equity reserves recognized	(P 522,747,069)

1.3 Approval of Financial Statements

The consolidated financial statements of the Group as of and for the year ended December 31, 2019 (including the comparative consolidated financial statements of the Group as of December 31, 2018 and for the years ended December 31, 2018 and 2017) were authorized for issue by the Parent Company's BOD on June 5, 2020.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies that have been used in the preparation of these consolidated financial statements are summarized below and in the succeeding pages. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of Preparation of Consolidated Financial Statements

(a) *Statement of Compliance with Philippine Financial Reporting Standards*

The consolidated financial statements of the Group have been prepared in accordance with Philippine Financial Reporting Standards (PFRS). PFRS are adopted by the Financial Reporting Standards Council (FRSC), from the pronouncements issued by the International Accounting Standards Board and approved by the Philippine Board of Accountancy.

The consolidated financial statements have been prepared using the measurement bases specified by PFRS for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies that follow.

(b) Presentation of Consolidated Financial Statements

The consolidated financial statements are presented in accordance with Philippine Accounting Standard (PAS) 1, *Presentation of Financial Statements*. The Group presents all items of income, expense and other comprehensive income or loss in a single consolidated statement of comprehensive 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 Group's functional and presentation currency, and all values represent absolute amounts except when otherwise indicated.

Items included in the consolidated financial statements of the Group are measured using its functional currency. Functional currency is the currency of the primary economic environment in which the Group operates.

2.2 Adoption of New and Amended PFRS

(a) *Effective in 2019 that are Relevant to the Group*

The Group adopted for the first time the following PFRS, amendments, interpretation and annual improvements to PFRS, which are mandatorily effective for annual periods beginning on or after January 1, 2019:

PAS 19 (Amendments)	:	Employee Benefits – Plan Amendment, Curtailment or Settlement
PFRS 9 (Amendments)	:	Financial Instruments – Prepayment Features with Negative Compensation
PFRS 16	:	Leases
International Financial Reporting Interpretations Committee (IFRIC) 23	:	Uncertainty over Income Tax Treatments
Annual Improvements to PFRS (2015-2017 Cycle)		
PAS 12 (Amendments)	:	Income Taxes – Tax Consequences of Dividends
PAS 23 (Amendments)	:	Borrowing Costs – Eligibility for Capitalization
PFRS 3 and PFRS 11 (Amendments)	:	Business Combination and Joint Arrangements –Remeasurement of Previously Held Interests in a Joint Operation

Discussed below and in the succeeding pages are the relevant information about these pronouncements.

(i) PAS 19 (Amendments), *Employee Benefits – Plan Amendment, Curtailment or Settlement*. The amendments clarify that past service cost and gain or loss on settlement is calculated by measuring the net defined benefit liability or asset using updated actuarial assumptions and comparing the benefits offered and plan assets before and after the plan amendment, curtailment or settlement but ignoring the effect of the asset ceiling that may arise when the defined benefit plan is in a surplus position. Further, the amendments now require that if an entity remeasures its net defined benefit liability or asset after a plan amendment, curtailment or settlement, it should also use updated actuarial assumptions to determine current service cost and net interest for the remainder of the annual reporting period after the change to the plan. The application of these amendments had no significant impact on the Group's consolidated financial statements.

(ii) PFRS 9, (Amendments), *Financial Instruments – Prepayment Features with Negative Compensation*. The amendments clarify that prepayment features with negative compensation attached to financial assets may still qualify under the "solely payments of principal and interests" (SPPI) test. As such, the financial assets containing prepayment features with negative compensation may still be classified at amortized cost or at fair value through other comprehensive income (FVOCI). The application of these amendments had no significant impact on the Group's consolidated financial statements.

(iii) PFRS 16, *Leases*. The new standard replaced PAS 17, *Leases*, and its related interpretation IFRIC 4, *Determining Whether an Arrangement Contains a Lease*, Standard Interpretations Committee (SIC) 15, *Operating Leases – Incentives* and SIC 27, *Evaluating the Substance of Transactions Involving the Legal Form of a Lease*. For lessees, it requires an entity to account for leases "on-balance sheet" by recognizing a "right-of-use" asset and lease liability arising from contract that is, or contains, a lease.

For lessors, the definitions of the type of lease (i.e., finance and operating leases) and the supporting indicators of a finance lease are substantially the same with the provisions under PAS 17. In addition, basic accounting mechanics are also similar but with some different or more explicit guidance related to variable payments, sub-leases, lease modifications, the treatment of initial direct costs and lessor disclosures.

The Group has adopted PFRS 16 using the modified retrospective approach as allowed under the transitional provisions of the standard. Accordingly, comparative information were not restated.

The accounting policies of the Group as a lessee were updated to fully conform with PFRS 16, which are disclosed in Note 2.14.

Discussed below and in the succeeding page are the relevant information arising from the Group's adoption of PFRS 16 and how the related accounts are measured and presented on the Group's consolidated financial statements as at January 1, 2019.

a. For contracts in place at the date of initial application, the Group has elected to apply the definition of a lease from PAS 17 and IFRIC 4 and has not applied PFRS 16 to arrangements that were previously not identified as leases under PAS 17 and IFRIC 4.

b. The Group recognized lease liabilities in relation to leases which had previously been classified as operating leases under PAS 17. These liabilities were measured at the present value of the remaining lease payments, discounted using the Group's incremental borrowing rate as of January 1, 2019. The Group's weighted average incremental borrowing rate applied to the lease liabilities on January 1, 2019 was 10.9%.

c. The Group has elected not to include initial direct costs in the measurement of right-of-use assets at the date of initial application. The Group also elected to measure the right-of-use assets at an amount equal to the lease liability adjusted for any prepaid lease payments and estimated cost to restore the leased asset that existed as at January 1, 2019.

d. For leases previously accounted for as operating leases with a remaining lease term of less than 12 months and for leases of low-value assets, the Group has applied the optional exemptions to not recognize right-of-use assets but to account for the lease expense on a straight-line basis over the remaining lease term.

e. For those leases previously classified as finance leases, the Group recognized the related right-of-use asset and lease liability at the date of initial application at the same amounts as the carrying amount of the capitalized asset and finance lease obligation under PAS 17 immediately before transition.

f. The Group has also used the following practical expedients, apart from those already mentioned above, as permitted by the standard:

   i. application of a single discount rate to a portfolio of leases with reasonably similar characteristics;

   ii. reliance on its historical assessments on whether leases are onerous as an alternative to performing an impairment review on right-of-use assets. As at January 1, 2019, the Group has no onerous contracts; and,

   iii. use of hindsight in determining the lease term where the contract contains options to extend or terminate the lease.

Relative to the adoption of PFRS 16 in the Philippines, the FRSC also approved the issuance of the following Philippine Interpretation Committee (PIC) Question and Answer (Q&A):

(a) *PIC Q&A No. 2019-09*, *Accounting for Prepaid Rent or Rent Liability Arising from Straight-lining under PAS 17, Leases, on Transition to PFRS 16 and the Related Deferred Tax Effects*, clarifies the accounting treatment for any existing prepaid rent or rent liability in transition from PAS 17 to PFRS 16 using the modified retrospective approach and the related deferred tax effects;

(b) *PIC Q&A 2019-11, Determining the Current Portion of an Amortizing Loan/Lease Liability*, clarifies the proper classification/presentation between current and non-current portion of amortizing loan/lease liability in the statement of financial position; and,

(c) *PIC Q&A 2019-12, Determining the Lease Term under PFRS 16, Leases,* clarifies the lease term upon consideration of an option to either extend or terminate the lease.

The following table shows the effects of the adoption of PFRS 16 in the carrying amounts and presentation of certain accounts in the consolidated statement of financial position as at January 1, 2019.

	Note	Carrying Amount (PAS 17) December 31, 2018	Reclassification	Remeasurement	Carrying Amount (PFRS 16) January 1, 2019
Assets:					
Other current assets	2.2(a)(iii)(c)	P1,301,019,846	(P 1,044,453)	P -	P1,299,975,393
Right-of-use assets – net	2.2(a)(iii)(c)	-	1,044,453	25,485,769	26,530,222
Liabilities:					
Lease liabilities	2.2(a)(iii)(b)				
Current		-	-	10,084,302	10,084,302
Non – Current		-	-	15,401,467	15,401,467
Impact on net assets			P -	P -	

A reconciliation of the opening lease liabilities recognized at January 1, 2019 and the total operating lease commitments determined under PAS 17 at December 31, 2018 is shown below.

	Notes	
Operating lease commitments, December 31, 2018 (PAS 17)	24.1	P 9,672,178
Recognition exemptions:		
Leases of low value assets	2.2(a)(iii)(d)	(479,130)
Leases with remaining term of less than 12 months	2.2(a)(iii)(d)	(3,744,729)
Reasonably certain extension options	2.2(a)(iii)(f)	23,638,459
Operating lease liabilities before discounting		29,086,778
Discount using incremental borrowing rate	2.2(a)(iii)(b)	(3,601,009)
Lease liabilities, January 1, 2019 (PFRS 16)		P 25,485,769

(iv) IFRIC 23, *Uncertainty over Income Tax Treatments*. This interpretation provides clarification on the determination of taxable profit, tax bases, unused tax losses, unused tax credits, and tax rates when there is uncertainty over income tax treatments. The core principle of the interpretation requires the Group to consider the probability of the tax treatment being accepted by the taxation authority. When it is probable that the tax treatment will be accepted, the determination of the taxable profit, tax bases, unused tax losses, unused tax credits, and tax rates shall be on the basis of the accepted tax treatment. Otherwise, the Group has to use the most likely amount or the expected value, depending on the surrounding circumstances, in determining the tax accounts identified immediately above. The application of this interpretation had no significant impact on the Group's consolidated financial statements.

Annual Improvements to PFRS 2015-2017 Cycle. Among the improvements, the following amendments, which are effective from January 1, 2019, are relevant to the Group but had no significant impact on the Group's consolidated financial statements:

- PAS 12 (Amendments), *Income Taxes – Tax Consequences of Dividends*. The amendments clarify that an entity should recognize the income tax consequence of dividend payments in profit or loss, other comprehensive income or equity according to where the entity originally recognized the transactions that generated the distributable profits.

- PAS 23 (Amendments), *Borrowing Costs – Eligibility for Capitalization*. The amendments clarify that if any specific borrowing remains outstanding after the related qualifying asset is ready for its intended use or sale, such borrowing is treated as part of the entity's general borrowings when calculating the capitalization rate.

- PFRS 3 (Amendments), *Business Combinations*, and PFRS 11 (Amendments), *Joint Arrangements – Remeasurement of Previously Held Interests in a Joint Operation*. The amendments to IFRS 3 clarify that when an entity obtains control of a business that is a joint operation, it remeasures previously held interests in that business. The amendments to IFRS 11 clarify that when an entity obtains joint control of a business that is a joint operation, the entity does not remeasure previously held interests in that business.

(v) SEC Memorandum Circular No. 04-2020, *Deferment of the Implementation of IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23) for Real Estate Industry* (IFRIC Agenda Decision). In March 2019, the IFRIC in its agenda decision concluded that the principles and requirements in International Accounting Standard 23, *Borrowing Costs*, provide an adequate basis for an entity to determine whether to capitalize borrowing costs in the fact pattern described as follows:

- a real estate developer (entity) constructs a residential multi-unit real estate development (building) and sells the individual units in the building to customers;

- the entity borrows funds specifically for the purpose of constructing the building and incurs borrowing costs in connection with that borrowing;

- before construction begins, the entity signs contracts with customers for the sale of some of the units in the buildings (sold units);

- the entity markets for sale the remaining units (unsold units). Accordingly, the entity intends to enter into contracts with customers for the unsold units as soon as it finds suitable customers; and,

- the terms and relevant facts and circumstances of the contracts with customers are such that, applying International Financial Reporting Standard 15, *Revenue from Contracts with Customers*, par. 35(c), the entity transfers control of each unit over time and therefore, recognizes revenue over time.

The IFRIC concluded that any inventory (work-in-progress) for unsold units under construction that the entity recognizes is not a qualifying asset, as the asset is ready for its intended sale in its current condition - i.e., the developer intends to sell the partially constructed units as soon as it finds suitable customers and, on signing a contract with a customer, will transfer control of any work-in-progress relating to that unit to the customer. Accordingly, no borrowing costs can be capitalized on such unsold real estate inventories.

In relation to the above issues, the SEC, in its Memorandum Circular No. 04-2020, provided for the relief to the Real Estate Industry by deferring the implementation of the IFRIC Agenda Decision until December 31, 2020. Effective January 1, 2021, real estate companies in the Philippines shall adopt the IFRIC interpretations and any subsequent amendments thereto retrospectively or as the SEC will later prescribe. However, a real estate company may opt not to avail of the relief provided and instead comply in full with the requirements of the IFRIC interpretations.

The Group opted to avail the relief provided by the SEC to defer the implementation of the IFRIC Agenda Decision until December 31, 2020. The Group's accounting policies with respect to capitalization of borrowing costs on real estate inventories under construction are disclosed in Notes 2.6 and 2.17.

Had the Group elected not to defer the IFRIC Agenda Decision, it would have the following impact in the consolidated financial statements:

- interest expense would have been higher;
- cost of real estate inventories would have been lower;
- total comprehensive income would have been lower;
- retained earnings would have been lower; and,
- the carrying amount of real estate inventories would have been lower.

(b) Effective in 2019 that are not Relevant to the Group

The only amendment to existing standards, which is mandatorily effective for annual periods beginning on or after January 1, 2019 but are not relevant to the Group's consolidated financial statements is PFRS 28 (Amendments), *Investment in Associates and Joint Ventures – Long-term Interests in Associates and Joint Ventures.*

(c) Effective Subsequent to 2019 but not Adopted Early

There are amendments to existing standards effective for annual periods subsequent to 2019, which are adopted by the FRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and, unless otherwise stated, none of these are expected to have significant impact on the Group's consolidated financial statements:

(i) PAS 1 (Amendments), *Presentation of Financial Statements* and PAS 8 (Amendments), *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Material* (effective from January 1, 2020). The amendments provide a clearer definition of 'material' in PAS 1 by including the concept of 'obscuring' material information with immaterial information as part of the new definition, and clarifying the assessment threshold (i.e., misstatement of information is material if it could reasonably be expected to influence decisions made by primary users, which consider the characteristic of those users as well as the entity's own circumstances). The definition of material in PAS 8 has been accordingly replaced by reference to the new definition in PAS 1. In addition, amendment has also been made in other Standards that contain definition of material or refer to the term 'material' to ensure consistency.

(ii) Revised Conceptual Framework for Financial Reporting (effective from January 1, 2020). The revised conceptual framework will be used in standard-setting decisions with immediate effect. Key changes include (a) increasing the prominence of stewardship in the objective of financial reporting, (b) reinstating prudence as a component of neutrality, (c) defining a reporting entity, which may be a legal entity, or a portion of an entity, (d) revising the definitions of an asset and a liability, (e) removing the probability threshold for recognition and adding guidance on derecognition, (f) adding guidance on different measurement basis, and, (g) stating that profit or loss is the primary performance indicator and that, in principle, income and expenses in other comprehensive income should be recycled where this enhances the relevance or faithful representation of the consolidated financial statements.

No changes will be made to any of the current accounting standards. However, entities that rely on the framework in determining their accounting policies for transactions, events or conditions that are not otherwise dealt with under the accounting standards will need to apply the revised framework from January 1, 2020. These entities will need to consider whether their accounting policies are still appropriate under the revised framework.

(iii) PFRS 10 (Amendments), *Consolidated Financial Statements*, and PAS 28 (Amendments), *Investments in Associates and Joint Ventures – Sale or Contribution of Assets Between an Investor and its Associates or Joint Venture* (effective date deferred indefinitely). The amendments to PFRS 10 require full recognition in the investor's financial statements of gains or losses arising on the sale or contribution of assets that constitute a business as defined in PFRS 3, between an investor and its associate or joint venture. Accordingly, the partial recognition of gains or losses (i.e., to the extent of the unrelated investor's interests in an associate or joint venture) only applies to those sale of contribution of assets that do not constitute a business. Corresponding amendments have been made to PAS 28 to reflect these changes. In addition, PAS 28 has been amended to clarify that when determining whether assets that are sold or contributed constitute a business, an entity shall consider whether the sale or contribution of those assets is part of multiple arrangements that should be accounted for as a single transaction.

(d) *SEC* Memorandum Circular (MC) No. 04-2020, *Deferment of the Implementation of IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23) for Real Estate Industry* (IFRIC Agenda Decision).

The IFRIC concluded that any inventory (work-in-progress) for unsold units under construction that the entity recognizes is not a qualifying asset, as the asset is ready for its intended sale in its current condition - i.e., the developer intends to sell the partially constructed units as soon as it finds suitable customers and, on signing a contract with a customer, will transfer control of any work-in-progress relating to that unit to the customer. Accordingly, no borrowing costs can be capitalized on such unsold real estate inventories.

In relation to the above issues, the SEC, in its Memorandum Circular No. 04-2020, provided for the relief to the Real Estate Industry by deferring the implementation of the IFRIC Agenda Decision until December 31, 2020. Effective January 1, 2021, real estate companies in the Philippines shall adopt the IFRIC interpretations and any subsequent amendments thereto retrospectively or as the SEC will later prescribe. However, a real estate company may opt not to avail of the relief provided and instead comply in full with the requirements of the IFRIC interpretations.

The Group opted to avail the relief provided by the SEC to defer the implementation of the IFRIC Agenda Decision until December 31, 2020. The Group's accounting policies with respect to capitalization of borrowing costs on real estate inventories under construction are disclosed in Notes 2.6 and 2.17.

Had the Group elected not to defer the IFRIC Agenda Decision, it would have the following impact in the consolidated financial statements:

(a) interest expense would have been higher;
(b) cost of real estate inventories would have been lower;
(c) total comprehensive income would have been lower;
(d) retained earnings would have been lower; and,
(e) the carrying amount of real estate inventories would have been lower.

(e) SEC MC No.14 Series of 2018 and MC No. 3 Series of 2019

The SEC issued MC No. 14 in 2018 and MC No. 3 in 2019 which provided relief by deferral of the application on the following items for three years until calendar year ending December 31, 2020:

- Concept of the significant financing component in the contract to sell;

  PFRS 15 requires that in determining the transaction price, an entity shall adjust the promised amount of consideration for the effects of the time value of money if the timing of payments agreed to by the parties to the contract (either explicitly or implicitly) provides the customer or the entity with a significant benefit of financing the transfer of goods or services to the customer. In those circumstances, the contract contains a significant financing component.

- Treatment of land and uninstalled materials in the determination of POC (PIC Q&A No. 2018-12-E);

  Uninstalled materials delivered on-site but not yet installed such as steels and rebars, elevators and escalators, which are yet to be installed or attached to the main structure are excluded in the assessment of measurement of progress. Land shall also be excluded in the assessment.

- Accounting for common usage service area charges (PIC Q&A No. 2018-12-H); and,

  According to the consensus of the PIC Q&A No. 2018-12-H, the following should be considered by the role of a real estate developer in providing goods or services:

  a) Electricity usage – Agent
  b) Water usage – Agent
  c) Air-conditioning charges – Principal
  d) Common use service area (CUSA) charges and administrative and handling fees – Principal

- Accounting for cancellation of real estate sales (PIC Q&A No. 2018-14).

  According to the consensus of the PIC Q&A No. 2018-14, repossessed inventory may initially be recognized at either costs or fair value plus repossession costs. Either approaches should be applied consistently.

  The Group elected to defer the adoption of the accounting for the significant financing component in a contract to sell under PIC Q&A 2018-12 in accordance with MC No. 14 series of 2018 and the measurement of repossessed inventory at fair value under PIC Q&A 2018-14 in accordance MC No. 3 series of 2019.

  Had the Group elected not to defer the above specific provisions, it would have the following impact in the consolidated financial statements:

  - There would have been a significant financing component when there is a difference between the POC of the real estate project and the right to the consideration based on the payment schedule stated in the contract. The Group would have recognized an interest income when the POC of the real estate project is greater than the right to the consideration and interest expense when lesser. Both interest income and expense are calculated using the effective interest rate method. This will impact the retained earnings as at January 1, 2018 and real estate sales in 2019.

  - There would have been an increase in the retained earnings balance as at January 1, 2018 and net profit in 2019 as a result of the gain from repossession. This is because repossessed inventory would have been recorded at either fair value plus repossession costs or fair value less repossession costs. The Group currently records repossessed inventory at its carrying amount and recognize in profit or loss the difference between the carrying amount of the repossessed inventory and receivable.

2.2 Basis of Consolidation

The Group's consolidated financial statements comprise the accounts of the Parent Company and its subsidiary as disclosed in Note 1, after the elimination of material intercompany transactions. All intercompany assets and liabilities, equity, income, expense 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 the subsidiary are prepared for the same reporting period as the Parent Company, using consistent accounting principles.

A subsidiary is an entity (including structured entities) over which the Parent Company has control. The Parent Company controls an entity when it is exposed, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. A subsidiary is 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, an entity is deconsolidated from the date that control ceases.

2.3 Business Combinations

Business combination is subject to either of the following relevant policies:

(a) Acquisition Method

This requires recognizing and measuring the identifiable assets acquired, the liabilities assumed and any noncontrolling interest 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 Group, 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 noncontrolling interest in the acquiree, either at fair value or at the noncontrolling interest's proportionate share of the recognized amounts of acquiree's identifiable net assets.

The excess of the consideration transferred, the amount of any noncontrolling interest 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.

(b) Pooling of Interest Method

Under the pooling of interest, the assets and liabilities of the Group are reflected in the consolidated financial statements at carrying values. The difference between the net assets of the acquiree at business combination and the amount of consideration transferred by the acquirer is accounted for as equity reserve (see Note 1.2).

The consolidated statement of comprehensive income reflects the results of the Group, irrespective of when the combination took place and retained earnings reflects the accumulated earnings of the Group as if the entities had been combined at the beginning of the year. Any revaluation reserves under the equity of the Group, is carried over in the consolidated financial statement at its pooling of interest values determined as if the pooling of interest method has been applied since the entities were under common control.

2.4 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Group's BOD, its chief operating decision-maker. The BOD 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 resources as well as marketing approaches. All inter-segment transfers are carried out at arm's length prices.

The measurement policies the Group uses for segment reporting under PFRS 8, *Operating Segments,* are the same as those used in its consolidated financial statements, except depreciation and amortization that are not included in arriving at the operating profit of the operating segments.

In addition, corporate assets and liabilities which are not directly attributable to the business activities of any operating segment are not allocated to a segment.

2.5 Financial Assets

Financial assets are recognized when the Group becomes a party to the contractual terms of the financial instrument. For purposes of classifying financial assets, an instrument is considered as an equity instrument if it is non-derivative and meets the definition of equity for the issuer in accordance with the criteria of PAS 32, *Financial Instruments: Presentation.* All other non-derivative financial instruments are treated as debt instruments.

(a) Classification, Measurement and Reclassification of Financial Assets

The classification and measurement of financial assets is driven by the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. The financial assets category currently relevant to the Group is financial assets at amortized cost.

Financial assets are measured at amortized cost if both of the following conditions are met:

- the asset is held within the Group's business model whose objective is to hold financial assets in order to collect contractual cash flows ("hold to collect"); and,

- the contractual terms of the instrument give rise, on specified dates, to cash flows that are SPPI on the principal amount outstanding.

Except for trade receivables that do not contain a significant financing component and are measured at transactions price in accordance with PFRS 15, all financial assets meeting these criteria are measured initially at fair value plus transaction costs. These are subsequently measured at amortized cost using the effective interest method, less any impairment value.

The Group's financial assets at amortized cost are presented in the consolidated statement of financial position as Cash and Cash Equivalents, Contracts Receivables, Due from Related Parties, Security deposits (presented under Other Assets) and Other Receivables (except Advances to contractors).

Financial assets measured at amortized cost are included in current assets, except for those with maturities greater than 12 months after the end of the reporting period, which are classified as non-current assets.

For purposes of cash flows reporting and presentation, Cash and Cash Equivalents comprise accounts with original maturities of three months or less, including cash. These generally include cash on hand, demand deposits and short-term, highly liquid investments readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of the financial assets except for those that are subsequently identified as credit-impaired. For credit-impaired financial assets at amortized cost, the effective interest rate is applied to the net carrying amount of the financial assets (after deduction of the loss allowance). The interest earned is recognized in the consolidated statement of comprehensive income as part of Finance Income.

(b) Impairment of Financial Assets

At the end of the reporting period, the Group assesses and recognizes allowance for ECL on a forward-looking basis associated with its financial assets carried at amortized cost and contract assets. Recognition of credit losses is no longer dependent on the Group's identification of a credit loss event. Instead, the Group considers a broader range of information in assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect collectability of the future cash flows of the financial assets.

The Group applies the simplified approach in measuring ECL, which uses a lifetime expected loss allowance for all contract and other receivables and contract assets. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial assets. To calculate the ECL using provision matrix, the Group uses its historical experience, external indicators and forward-looking information. The Group also assesses impairment of contract and other receivables on a collective basis as they possess shared credit risk characteristics, and have been grouped based on the days past due (see Note 25.2).

The key elements used in the calculation of ECL are as follows:

- *Probability of default* – It is an estimate of likelihood of a counterparty defaulting at its financial obligation over a given time horizon, either over the next 12 months or the remaining lifetime of the obligation.

- *Loss given default* – It is an estimate of loss arising in case where a default occurs at a given time. It is based on the difference between the contractual cash flows of a financial instrument due from a counterparty and those that the Group would expect to receive, including the realization of any collateral or effect of any credit enhancement.

- *Exposure at default* – It represents the gross carrying amount of the financial instruments in the event of default which pertains to its amortized cost.

Measurement of the ECL is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

(c) 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 Inventories

a) Real Estate Inventories

Real estate inventories include raw land, residential house and lots for sale, condominium units and property development costs. At the end of the reporting period, real estate inventories are valued at the lower of cost and net realizable value. Cost includes acquisition costs of the land plus the costs incurred for its development, improvement and construction, including capitalized borrowing costs (see Note 2.17). All costs relating to the real estate property sold are recognized as expense as the work to which they relate is performed.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale. Real estate inventories for sale are written down to their net realizable values when such accounts are less than their carrying values.

b) *Construction Materials*

Construction materials (presented as part of Other Current Assets) pertains to cost of uninstalled and unused construction and development materials at the end of the reporting period. It is recognized at purchase price and is subsequently recognized as part of real estate inventories when installed or used during construction and development of real estate projects.

The Group recognizes the effect of revisions in the total project cost estimates in the year in which these changes become known. Any impairment loss from a real estate project is charged to operations during the period in which the loss is determined.

Repossessed inventories arising from sales cancellation is recognized at cost.
The difference between the carrying amount of the receivable or Contract Asset to be derecognized and the cost of the repossessed property is recognized in the consolidated statement of comprehensive income.

2.7 Other Current Assets and Advances to Contractors

Other current assets and Advances to contractors (presented as part of other receivables in the consolidated statement of financial position) 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.

2.8 Property and Equipment

Property and equipment are stated at cost less accumulated depreciation, amortization and any impairment in value.

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 and amortization is computed on the straight-line basis over the estimated useful lives of the assets starting on the month following the date of acquisition or completion of the assets.

Depreciation and amortization is computed on a straight-line basis over the estimated useful lives of the assets as follows:

Service vehicle	5 years
Service equipment	3-5 years
Park maintenance tools and equipment	3-5 years
Chapel and office furniture, fixtures and equipment	2-5 years
System development cost	3-5 years
Chapel and office building	15 years

Construction in progress represents properties under construction and is stated at cost. This includes costs of construction, applicable borrowing costs (see Note 2.17) 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 their expected useful lives of five years (determined by reference to comparable assets owned) or the term of lease, whichever is shorter.

Fully depreciated and fully amortized assets are retained in the accounts until these 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 2.15).

The residual values, estimated useful lives and method of depreciation 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 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 from derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in profit or loss in the year the item is derecognized.

2.9 Investment Properties

Investment properties are parcels of land held either to earn rental income or for capital appreciation or for 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 measured at cost less any impairment in value (see Note 2.15).

Transfers from other accounts (such as Memorial lots and Rawland) are made to investment property when and only when, there is a change in use, evidenced by ending of owner-occupation or commencement of an operating lease to another party. Transfers from investment property are made when, and only when, there is a change in use, evidenced by commencement of the owner-occupation or commencement of development with a view to sell.

For a transfer from investment property to owner-occupied property or inventories, the cost of property for subsequent measurement is its carrying value at the date of change in use. If the property occupied by the Group as an owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under property and equipment up to the date of change in use.

Investment property is derecognized upon disposal or when permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the disposal of investment property is recognized in profit or loss in the period of disposal.

2.10 Financial Liabilities

Financial liabilities, which include interest-bearing loans, trade and other payables except tax-related payables, rawland payable, reserve for perpetual care, due to related parties and lease liabilities, are recognized when the Group becomes a party to the contractual terms of the instrument. These are recognized initially at their fair values and subsequently measured at amortized cost, using effective interest method for those with maturities beyond one year, less settlement payments. All interest-related charges incurred on a financial liability are recognized as an expense in profit or loss under Finance Costs in the consolidated statement of comprehensive income.

Interest-bearing loans and borrowings, which are recognized at proceeds received, net of direct issue costs, are raised for support of long-term funding of operations. 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 these are not settled in the period in which they arise.

Financial liabilities are classified as current liabilities if payment is due to be settled within one year or less after the end of 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 the 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.

2.11 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 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.

For financial assets and liabilities [i.e., advances to/from perpetual care fund (PCF)] subject to enforceable master netting agreements or similar arrangements, each agreement between the Group and its counterparty allows for net settlement of the relevant financial assets and financial liabilities when both to elect on a net basis. In the absence of such 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.

2.12 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 commitment 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.

2.13 Revenue and Expense Recognition

Revenue comprises revenue from real estate sale and rendering of interment and chapel services measured by reference to the fair value of consideration received or receivable by the Group for goods sold and services rendered, excluding value-added tax (VAT) and trade discounts.

To determine whether to recognize revenue, the Group follows a five-step process:

1. Identifying the contract with a customer;
2. Identifying the performance obligation;
3. Determining the transaction price;
4. Allocating the transaction price to the performance obligations; and,
5. Recognizing revenue when/as performance obligations are satisfied.

For Step 1 to be achieved, the following five gating criteria must be present:

a. the parties to the contract have approved the contract either in writing, orally or in accordance with other customary business practices;
b. each party's rights regarding the goods or services to be transferred or performed can be identified;
c. the payment terms for the goods or services to be transferred or performed can be identified;
d. the contract has commercial substance (i.e., the risk, timing or amount of the future cash flows is expected to change as a result of the contract); and,
e. collection of the consideration in exchange of the goods and services is probable.

Revenue is recognized only when (or as) the Group satisfies a performance obligation by transferring control of the promised goods or services to a customer. The transfer of control can occur over time or at a point in time.

A performance obligation is satisfied at a point in time unless it meets one of the following criteria, in which case it is satisfied over time:

- the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; and,
- the Group's performance does not create an asset with an alternative use to the Group and the entity has an enforceable right to payment for performance completed to date.

The transaction price allocated to performance obligations satisfied at a point in time is recognized as revenue when control over the goods or services transfers to the customer. If the performance obligation is satisfied over time, the transaction price allocated to that performance obligation is recognized as revenue as the performance obligation is satisfied. The Group uses the practical expedient in PFRS 15 with respect to non-disclosure of the aggregate amount of the transaction price allocated to unsatisfied or partially satisfied performance obligations as of the end of the reporting period and the explanation of when such amount will be recognized.

The Group develops real properties such as residential house and lot, condominium units and memorial lots. The Group often enters into contracts to sell real properties as they are being developed. The Group also provides interment and chapel services inside its memorial parks. The significant judgment used in determining the timing of satisfaction of the Group's performance obligation with respect to its contracts to sell real properties is disclosed in Note 3.1(b). Sales cancellations are accounted for on the year of forfeiture. Any gain or loss on cancellation is charged to profit or loss.

In addition, the following specific recognition criteria must also be met before revenue is recognized [significant judgments in determining the timing of satisfaction of the following performance obligations are disclosed in Note 3.1(b)]:

(a) *Real estate sales on pre-completed residential houses and lots* – Revenue from real estate sales is recognized over time proportionate to the progress of the development. The Group measures its progress based on actual costs incurred relative to the total expected costs to be incurred in completing the development.

(b) *Real estate sales on completed residential house and lots* – Revenue from real estate sales is recognized at point in time when the control over the real estate property is transferred to the buyer.

(c) *Real estate sales on memorial lots* – Revenue from the Group's sale of memorial lots, which are substantially completed and ready for use, is recognized as the control transfers at the point in time with the customer.

(d) *Rendering of services* – income from interment and chapel services is recognized at a point in time when control over the services transfers to the customer.

Incremental costs of obtaining a contract to sell real estate property to customers are recognized as an asset and are subsequently amortized over the duration of the contract on the same basis as revenue from such contract is recognized. Other costs and expenses are recognized in profit or loss upon utilization of services or receipt of goods or at the date they are incurred. Finance costs are reported on an accrual basis except capitalized borrowing costs (see Note 2.17).

Contract assets pertain to rights to consideration in exchange for goods or services that the Group has transferred to a customer that is conditioned on something other than passage of time. Under its contracts with customers, the Group will receive an unconditional right to payment for the total consideration upon the completion of the development of the property sold. Any rights to consideration recognized by the Group as it develops the property are presented as Contract Assets in the consolidated statement of financial position. Contract assets are subsequently tested for impairment in the same manner as the Group assesses impairment of its financial assets [see Note 2.5(b)].

Any consideration received by the Group in excess of the amount for which the Group is entitled is presented as Contract Liabilities in the consolidated statement of financial position. A contract liability is the Groups obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

In addition, real estate sales are recognized only when certain collection threshold was met over which the Group determines that collection of total contract price is reasonably assured. The Group uses historical payment pattern of customers in establishing a percentage of collection threshold.

If the transaction does not yet qualify as contract revenue under PFRS 15, the deposit method is applied until all conditions for recording the sale are met. Pending the recognition of revenue on real estate sales, consideration received from customers are recognized as Customers' Deposits in the consolidated statement of financial position. Customers' deposit is recognized at the amounts received from customers and will be subsequently applied against the contract receivables when the related real estate sales is recognized.

2.14 Leases – Group as Lessee

The Group accounts for its leases as follows:

(a) Accounting for Leases in Accordance with PFRS 16 (2019)

For any new contracts entered into on or after January 1, 2019, the Group considers whether a contract is, or contains, a lease. A lease is defined as a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. To apply this definition, the Group assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Group;

- the Group has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract; and,

- the Group has the right to direct the use of the identified asset throughout the period of use. The Group assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

At lease commencement date, the Group recognizes a right-of-use asset and a lease liability in the consolidated statement of financial position. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received). Subsequently, the Group depreciates the right-of-use asset on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Group also assesses the right-of-use asset for impairment when such indicators exist (see Note 2.15).

On the other hand, the Group measures the lease liability at the present value of the lease payments unpaid at the commencement date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group's incremental borrowing rate. Lease payments include fixed payments (including in-substance fixed) less lease incentives receivable, if any, variable lease payments based on an index or rate, amounts expected to be payable under a residual value guarantee, and payments arising from options (either renewal or termination) reasonably certain to be exercised. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Group has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognizing a right-of-use asset and lease liability, the payments in relation to these are recognized as an expense in profit or loss on a straight-line basis over the lease term.

On the consolidated statement of financial position, right-of-use assets and lease liabilities have been presented separately from property and equipment and other liabilities, respectively.

(b) Accounting for Leases in Accordance with PAS 17 (2018)

Leases which transfer to the Group substantially all risks and benefits incidental to ownership of the leased item are classified as finance leases and are recognized as assets and liabilities in the consolidated statement of financial position at amounts equal to the fair value of the leased property at the inception of the lease or, if lower, at the present value of minimum lease payments. Lease payments are apportioned between the finance costs and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability.

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 or identified asset or assets and the arrangement conveys a right to use the asset for a period of time in exchange for consideration.

2.15 Impairment of Non-financial Assets

The Group's property and equipment, investment properties, right-of-use assets and other non-financial assets are subject to impairment testing whenever events or changes in circumstances indicate that the carrying amount of these assets 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. An impairment loss is reversed if the asset's or cash-generating unit's recoverable amount exceeds its carrying amount.

2.16 Employee Benefits

The Group provides post-employment benefits to employees through a defined benefit plan, defined contribution plan 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. The Group's defined benefit post-employment plan covers all regular full-time employees. The pension plan is tax-qualified, noncontributory and administered by a trustee.

The liability recognized in the consolidated statement of financial position for a defined benefit plan is the present value of the defined benefit obligation (DBO) at the end of the reporting period less the fair value of plan assets. The DBO is calculated annually by independent actuaries using the projected unit credit method. The present value of the DBO is determined by discounting the estimated future cash outflows for expected benefit payments using a discount rate derived from the interest rates of a zero coupon government bonds, 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. The interest rates are based from the reference rates published by Bloomberg using its valuation technology, Bloomberg Valuation (BVAL). BVAL provide evaluated prices that are based on market observations from contributed sources.

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, unless there is a plan amendment, curtailment or settlement during the reporting period. The calculation also takes into account any changes in the net defined benefit liability or asset during the period as a result of contributions to the plan or benefit payments. Net interest is reported as part of Finance Income or Finance Costs in the consolidated statement of comprehensive income.

Past-service costs are recognized immediately in profit or loss in the period of a plan amendment or curtailment.

(b) *Post-employment Defined Contribution Plan*

A defined contribution plan is a pension plan under which the Group pays fixed contributions into an independent entity (e.g. Social Security System). 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 or 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) *Short-term Benefits*

The Group recognizes a liability, net of amounts already paid, and an expense for services rendered by employees during the accounting period. A liability is also recognized for the amount expected to be paid under short-term cash bonus or profit sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided.

(d) *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, *Provisions, Contingent Liabilities and Contingent Assets*, 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 reporting period are discounted to their present value.

(e) *Compensated Absences*

Compensated absences are recognized for the number of paid leave days (including holiday entitlement) remaining at the end of each 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.

2.17 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 directly 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.

2.18 Income Taxes

Tax expense recognized in profit or loss 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 profit or loss.

Deferred tax is accounted for using the liability method, on temporary differences at the end of the 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 in 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 assets and liabilities 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.

Most changes in deferred tax assets or liabilities are recognized as a component of tax expense in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Deferred tax assets and deferred tax liabilities are offset if the Group has a legally enforceable right to set-off current tax assets against current tax liabilities and the deferred taxes relate to the same taxation authority.

2.19 Equity

Capital stock represents the nominal value of shares that have been issued.

Additional paid-in capital includes any premium received on the issuance of capital stock. Any transaction costs associated with the issuance of shares are deducted from additional paid-in capital, net of any related income tax benefits. Also included is the difference between the consideration for the acquisition and the net assets of BHI under the pooling of interest method.

Revaluation reserves comprise gains and losses arising from remeasurements of post-employment defined benefit plan.

Retained earnings represent all current and prior period results of operations as reported in the consolidated statement of comprehensive income, reduced by the amount of dividends declared, if any.

2.20 Related Party Transactions and Relationships

Related party transactions are transfers of resources, services or obligations between the entities in the Group and their 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. Related 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 post-employment plan.

In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely on the legal form.

Based on the requirement of SEC Memorandum Circular 2019-10, *Rules of Material Related Party Transactions of Publicly-listed Companies*, transactions amounting to 10% or more of the total consolidated assets based on its latest consolidated financial statements that were entered into with related parties are considered material.

All individual material related party transactions shall be approved by at least two-thirds (2/3) vote of the Group's board of directors, with at least a majority of the independent directors voting to approve the material related party transactions. In case that a majority of the independent directors' vote is not secured, the material related party transaction may be ratified by the vote of the stockholders representing at least two-thirds of the outstanding capital stock. For aggregate related party transactions within a 12-month period that breaches the materiality threshold of 10% of the Group's consolidated total assets based on the latest consolidated financial statements, the same board approval would be required for the transactions that meet and exceeds the materiality threshold covering the same related party.

2.21 Earnings Per Share

Basic earnings per share (EPS) is determined by dividing the net profit for the period attributable to common shareholders by the weighted average number of common shares issued and outstanding during the year (see Note 23).

Diluted EPS is computed by adjusting the weighted average number of ordinary shares outstanding to assume conversion of potential dilutive shares (see Note 23).

2.22 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 the 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) *Determination of Lease Term of Contracts with Renewal and Termination Options (2019)*

In determining the lease term, management considers all relevant factors and circumstances that create an economic incentive to exercise a renewal option or not exercise a termination option. Renewal options and/or periods after termination options are only included in the lease term if the lease is reasonably certain to be extended or not terminated.

For office leases, the factors that are normally the most relevant are (a) if there are significant penalties should the Group pre-terminate the contract, and (b) if any leasehold improvements are expected to have a significant remaining value, the Group is reasonably certain to extend and not to terminate the lease contract. Otherwise, the Group considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset.

The Group included the renewal period as part of the lease term for office leases due to the significance of these assets to its operations. These leases have a short, non-cancellable lease period (i.e., 4 to 10 years) and there will be a significant negative effect on production if a replacement is not readily available. However, the renewal options for leases of transportation equipment were not included as part of the lease term because the Group has historically exercises its option to buy these transportation equipment at the end of the lease term.

The lease term is reassessed if an option is actually exercised or not exercised or the Group becomes obliged to exercise or not exercise it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the Group.

(b) Evaluation of the Timing of Satisfaction of Performance Obligations

(i) Real Estate Sales

The Group exercises critical judgment in determining whether each performance obligation to develop properties promised in its contracts with customers is satisfied over time or at a point in time. In making this judgment, the Group considers the following:

- any asset created or enhanced as the Group performs;
- the ability of the customer to control such asset as it is being created or enhanced;
- the timing of receipt and consumption of benefits by the customer; and,
- the Group's enforceable right for payment for performance completed to date.

The Group's performance obligation are satisfied as follows:

- *Residential condominium units and houses and lots* – Management determines that revenues from sale of pre-completed residential condominium units and houses and lots are satisfied over time, while completed real estate properties is satisfied at a point in time, since it does not have an alternative use of the specific property sold as it is precluded by its contract from redirecting the use of the property for a different purpose. Further, the Group has rights over payment for development completed to date as the Group can choose to complete the development and enforce its rights to full payment under its contracts even if the customer defaults on amortization payments.

- *Memorial lots* – Management determines that its revenue from sale of memorial lots, which are substantially completed and ready for use, shall be recognized at a point in time when the control of goods have passed to the customer, i.e., upon issuance of purchase agreement (PA) to the customer.

(ii) Interment and Cremation Services

The Group determines that revenue from interment and cremation services shall be recognized at a point in time based on the actual services provided to the end of the reporting period as a proportion of the total services to be provided.

(c) Determination of ECL on Contract and Other Receivables, Contract Assets and Due from Related Parties

The Group uses a provision matrix to calculate ECL for contract and other receivables and contract assets. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., by geography, product type, customer type and rating, and coverage by letters of credit and other forms of credit insurance).

The provision matrix is based on the Group's historical observed default rates. The Group's management intends to regularly calibrate (i.e., on an annual basis) the matrix to consider the historical credit loss experience with forward-looking information (i.e., forecast economic conditions). Details about the ECL on the Group's contract and other receivables are disclosed in Note 25.2.

In relation to advances to related parties, PFRS 9 notes that the maximum period over which ECL should be measured is the longest contractual period where an entity is exposed to credit risk. In the case of these receivables from related parties, which are repayable on demand, the contractual period is the very short period needed to transfer the cash once demanded. Management determines possible impairment based on the sufficiency of the related parties' highly liquid assets in order to repay the Group's receivables if demanded at the reporting date taking into consideration the historical defaults of the related parties. If the Group cannot immediately collect its receivables, management considers the expected manner of recovery to measure ECL. If the recovery strategies indicate that the outstanding balance of receivables can be collected, the ECL is limited to the effect of discounting the amount due over the period until cash is realized.

Based on the relevant facts and circumstances existing at the reporting date, management has assessed that all strategies indicate that the Group can fully recover the outstanding balance of its receivables, thus, no ECL is required to be recognized.

(d) Distinction Among Investment Properties, Owner-managed Properties and Real Estate Inventories

The Group classifies its acquired properties as Property and Equipment if used in operations and administrative purposes, as Investment Properties if the Group intends to hold the properties for capital appreciation or rental and as Real Estate Inventories if the Group intends to develop the properties for sale.

(e) Recognition of Provisions and Contingencies

Judgment is exercised by management to distinguish between provisions and contingencies. Policies on recognition of provisions and contingencies are discussed in Note 2.12 and relevant disclosures are presented in Note 24.

3.2 Key Sources of Estimation Uncertainty

Presented below and in the succeeding pages are the key assumptions concerning the future, and other 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) Basis for Revenue Recognition Benchmark

As discussed in Note 2.13, real estate sales are recognized when the collectibility of the sales price is reasonably assured. The Group uses judgment in evaluating the probability of collection of contract price on real estate sales as a criterion for revenue recognition. The Group uses historical payment pattern of customers in establishing a percentage of collection threshold over which the Group determines that collection of total contract price is reasonably assured.

(b) Revenue Recognition for Performance Obligations Satisfied Over Time

In determining the amount of revenue to be recognized for performance obligations satisfied over time, the Group measures progress on the basis of actual costs incurred relative to the total expected costs to complete such performance obligation. Specifically, the Group estimates the total development costs with reference to the project development plan and any agreement with customers. Management regularly monitors its estimates and apply changes as necessary. A significant change in estimated costs would result in a significant change in the amount of revenue recognized in the year of change.

(c) Estimation of Allowance for ECL

The measurement of the allowance for ECL on financial assets at amortized cost is an area that requires the use of significant assumptions about the future economic conditions and credit behavior (e.g., likelihood of customers defaulting and the resulting losses). Explanation of the inputs, assumptions and estimation used in measuring ECL is further detailed in Note 25.2.

(d) Determination of Net Realizable Value of Real Estate Inventories

In determining the net realizable value of real estate inventories, management takes into account the most reliable evidence available at the time the estimates are made. Management determined that the carrying values of its real estate inventories are lower than their net realizable values based on the present market rates. Accordingly, management did not recognize any valuation allowance on these assets as of December 31, 2019 and 2018.

(e) Estimation of Useful Lives of Property and Equipment and Right-of-use Assets

The Group estimates the useful lives of property and equipment and right-of-use assets based on the period over which the assets are expected to be available for use. The estimated useful lives of property and equipment and right-of-use assets are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.

The carrying amounts of property and equipment and right-of-use assets are analyzed in Notes 9 and 10.1, respectively. Based on management's assessment as at December 31, 2019 and 2018, there is no change in the estimated useful lives of those assets 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 composed of land are carried at cost at the end of the reporting period. In addition, the accounting standards require the disclosure of the fair value of the investment properties. In determining the fair value of these assets, the Group engages the services of professional and independent appraiser applying the relevant valuation methodologies as discussed in Note 27.3.

For investment properties with appraisal 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.

(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. Management assessed that the deferred tax assets (offset against deferred tax liabilities) recognized as at December 31, 2019 and 2018 will be fully utilized in the coming years (see Note 19).

(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 2.15). 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 these 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.

In 2019, 2018 and 2017, no impairment losses were recognized on property and equipment, investment properties, right-of-use assets and other non-financial assets (see Notes 8, 9, 10 and 11).

(i) *Valuation of Post-employment DBO*

The determination of the Group's obligation and cost of post-employment defined benefit plan is dependent on the selection of certain assumptions used by actuaries in calculating such amounts. Those assumptions are described in Note 2.16 and include, among others, discount rates and salary increase rate. 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 obligation in the next reporting period.

The amounts of post-employment benefit obligation and expense and an analysis of the movements in the estimated present value of post-employment benefit, as well as the significant assumptions used in estimating such obligation are presented in Note 21.2.

4. SEGMENT REPORTING

4.1 Business Segments

The Group's operating businesses are organized and managed separately according to the nature of products and services provided. In identifying its reportable operating segments, management generally follows the Group's two main revenue sources, which represent the products and services provided by the Group, namely Residential Projects and Deathcare.

(a) *Residential* – this segment pertains to the housing market segment of the Group. It caters on the development and sale of residential house and lots, subdivision lots, and condominium units.

(b) *Deathcare* – the segment pertains to sale of memorial lots, interment income, and income from chapel services.

4.2 Analysis of Segment Information

Segment information is analyzed as follows for the years ended December 31, 2019 and 2018.

	Residential	Deathcare	Total
2019			
Revenues	P 7,164,775,078	P 1,479,920,184	P 8,644,695,262
Cost of sales and services	(3,763,180,114)	(608,371,499)	(4,371,551,613)
Gross profit	3,401,594,964	871,548,685	4,273,143,649
Other operating expenses	970,470,244	465,998,857	1,436,469,101
Finance cost	209,883,118	42,721,503	252,154,621
Depreciation and amortization	(63,486,583)	(44,543,243)	(108,029,826)
	1,116,866,779	464,177,117	1,580,593,896
Segment profit before tax, finance cost and depreciation and amortization	**P 2,284,728,185**	**P 407,371,568**	**P 2,692,549,753**
Segment Assets	**P 22,541,537,683**	**P 4,939,514,951**	**P 27,481,052,634**
Segment Liabilities	**P 14,584,541,677**	**P 2,270,507,108**	**P 16,855,048,785**
2018			
Revenues	P 4,438,467,159	P 1,382,769,913	P 5,821,237,072
Cost of sales and services	(2,310,270,093)	(571,051,996)	(2,881,322,089)
Gross profit	2,128,197,066	811,717,917	2,939,914,983
Other operating expenses	796,562,334	421,774,224	1,218,336,558
Finance cost	68,079,612	28,269,814	96,349,426
Depreciation and amortization	(32,282,296)	(35,439,876	(67,722,172)
	832,359,650	414,604,162	1,246,963,812
Segment profit before tax, finance cost and depreciation and amortization	P 1,295,837,416	P 396,810,755	P 1,692,951,171
Segment Assets	P 14,297,676,402	P 3,490,986,834	P 17,788,663,236
Segment Liabilities	P 8,560,892,950	P 1,794,055,129	P 10,355,434,979

	Residential	Deathcare	Total
2017			
Revenues	P 2,591,813,020	P 1,093,312,818	P 3,685,125,838
Cost of sales and services	(1,393,545,432)	(481,242,634)	(1,874,788,066)
Gross profit	1,198,267,588	612,070,184	1,810,337,772
Other operating expenses	522,974,758	327,339,461	850,314,219
Finance cost	40,394,323	80,981,334	40,587,011
Depreciation and amortization	(13,182,894)	(30,606,735)	(43,789,629)
	550,186,187	377,714,060	847,111,601
Segment profit before tax and depreciation and amortization	P 648,081,401	P 234,356,124	P 963,226,171
Segment Assets	P 9,785,991,355	P 2,895,704,739	P 12,681,696,094
Segment Liabilities	P 6,365,689,653	P 502,771,438	P 6,868,461,091

The results of operations from the two segments are used by management to analyze the Group's operation and to allow them to control and study the costs and expenses. It is also a management indicator on how to improve the Group's operation. Expenses are allocated through direct association of costs and expenses to operating segments.

4.3 Reconciliation

Presented below and in the succeeding page is a reconciliation of the Group's segment information to the key financial information presented in its consolidated financial statements.

	2019	2018	2017
Revenues –			
Total revenue of reportable segments	**P 8,644,695,262**	P 5,821,237,072	P 3,685,125,838
Costs and other operating expenses:			
Total costs and expenses of reportable segments	**5,699,990,888**	4,031,936,475	2,681,312,665
Depreciation and amortization	**108,029,826**	67,722,172	43,789,629
	5,808,020,714	4,099,658,647	2,725,102,294
Other Income (Charges)			
Finance cost	**(252,154,621)**	(96,349,426)	(40,587,011)
Finance income	**2,323,485**	1,309,891	1,018,278
Other income	**233,098,093**	172,819,583	88,191,548
	(16,733,043)	77,780,048	48,622,815
Profit before tax	**P 2,819,941,505**	P 1,799,358,473	P 1,008,646,359

	2019	2018	2017
Assets:			
Total segment asset	**P 27,481,052,634**	P 17,788,663,236	P 12,681,696,094
Due from related parties	**7,981,939**	8,273,812	106,128,935
Investment properties	**100,607,675**	587,411,575	377,527,304
AFS financial assets	**-**	-	40,130,604
Total assets as reported in consolidated statements of financial position	**P 27,589,642,248**	P 18,384,348,623	P 13,205,482,937

	2019	2018	2017
Liabilities:			
Total segment liabilities	**P 16,855,048,785**	P 10,335,434,979	P 6,868,461,091
Due to related parties	**952,552,860**	952,552,860	1,007,226,830
Income tax payable	**23,191,815**	19,513,102	2,090,932
Deferred tax liabilities	**1,134,373,597**	997,787,144	811,859,281
Total liabilities as reported in consolidated statements of financial position	**P 18,965,167,057**	P 12,305,288,085	P 8,869,638,134

4.4 Disaggregation of Revenue from Contract with Customers and Other Counterparties

When the Group prepares its investor presentations and when the Group's Executive Committee evaluates the financial performance of the operating segments, it disaggregates revenue similar to its segment reporting as presented in Notes 4.1 and 4.2.

The Group determines that the categories used in the investor presentations and financial reports used by the Group's Executive Committee can be used to meet the objective of the disaggregation disclosure requirement of PFRS 15, which is to disaggregate revenue from contracts with customers and other counterparties and disclosed herein as additional information) into categories that depict how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic factors. A summary of additional disaggregation from the segment revenues and other unallocated income are shown in the Note 16.

5. CASH AND CASH EQUIVALENTS

Cash and cash equivalents as of December 31 follows:

	2019	2018
Cash on hand	**P 5,155,572**	P 4,332,100
Cash in banks	**1,160,532,638**	497,147,181
Short-term placements	**1,630,000,000**	-
	P 2,795,688,210	P 501,479,281

Cash on hand comprises of revolving fund, commission fund and petty cash fund intended for the general use of the Group.

Cash in banks generally earn interest at rates based on daily bank deposit rates. In 2019, the Group invested in short-term placements amounting to P1,630.0 million, which are made for varying periods from 15 to 30 days and earn effective interest ranging from 4.5% to 7.1%. No similar tranctions occurred in 2018. The related interest income is presented as Finance Income under Other Income (Charges) section in the consolidated statements of comprehensive income.

6. CONTRACTS AND OTHER RECEIVABLES

6.1 Contracts Receivables

This account is composed of the following:

	2019	2018
Current	**P 8,872,413,641**	P4,499,709,981
Non-current	**2,337,075,926**	2,256,189,684
	P11,209,489,567	P6,755,899,665

Contracts receivables represent receivables from sale of residential houses and lots, subdivision lots, memorial lots, and condominium units, which are normally collectible within one to five years. Contracts receivables have an annual effective interest rate of 6.0% to 12.0% in 2019, 2018 and 2017. Interest income related to contracts receivables amounts to P110.4 million, P97.2 million and P73.0 million in 2019, 2018 and 2017, respectively, and are reported under Revenues in the consolidated statements of comprehensive income.

The Group's contracts receivables are effectively collateralized by the real estate properties sold to the buyers considering that the title over the rights in the real estate properties will only be transferred to the buyers upon full payment.

Included in the contracts receivables are receivables obtained by way of deed of assignment from Household Development Corporation (HDC), a related party under common ownership. In consideration of the assignment, BHI shall pay HDC a cash consideration totaling P274.5 million. As of December 31, 2019 and 2018, the unpaid portion of the cash consideration amounting to P78.2 million and P141.2 million, respectively, is presented as part of Trade payables under Trade and Other Payables account in the consolidated statements of financial position (see Note 13.1).

In 2019 and 2018, certain receivables amounting to P2,935.8 million and P1,293.9 million were used as collateral security against interest-bearing loans (see Note 12).

6.2 Other Receivables

The composition of this account as of December 31 is shown below.

	2019	2018
Receivable from contractors and brokers	**P 1,689,781,549**	P 496,812,616
Advances to contractors and others	**456,025,151**	453,276,607
Receivables from other services	**29,870,144**	21,283,707
Advances to employees	**21,147,352**	10,653,804
Others	**65,862,518**	14,442,160
	P 2,262,686,714	P 996,468,894

Receivables from contractors pertains to excess of advances over the remaining liability related to construction development while receivables from brokers pertains to the collections they received on behalf of the Group that are yet to be remitted to the Group.

Advances to contractors and others mainly represent advances to contractors or suppliers as advance payments for purchase of construction materials, supplies and construction services.

Advances to employees represent cash advances and noninterest-bearing short-term loans granted to the Group's employees, which are collected through liquidation and salary deduction.

Others mainly pertain to receivables from the buyers for documentary fees and other assistance related to processing and transfer of lots and units sold.

7. REAL ESTATE INVENTORIES

Details of real estate inventories, which are stated at cost and is lower than NRV, are shown below.

	2019	2018
Raw land	**P3,530,454,406**	P 3,125,660,005
Residential houses and lots for sale	**2,430,100,648**	2,398,510,720
Memorial lots for sale	**1,231,755,435**	480,229,995
Property development costs	**532,425,981**	375,473,695
Condominium units for sale	**60,117,921**	65,164,583
	P7,784,854,391	P 6,445,038,998

Residential houses and lots for sale represent houses and lots in subdivision projects for which the Group has already been granted the license to sell by the Housing and Land Use Regulatory Board of the Philippines. Residential houses include units that are ready for occupancy and units under construction.

Memorial lots for sale consist of acquisition costs of the land, construction and development costs, and other necessary costs incurred in bringing the memorial lots ready for sale.

Condominium units for sale pertain to the accumulated land costs, construction services and other development costs incurred in developing the Group's condominium projects.

The property development costs represent the accumulated costs incurred in developing the real estate properties for sale. Costs incurred comprise of actual costs of land, construction and related engineering, architectural and other consultancy fees related to the development of residential projects.

Raw land pertains to the cost of several parcels of land acquired by the Group to be developed and other costs incurred to effect the transfer of the title of the properties to the Group.

Certain parcels of land previously classified as investment properties, which amounted to P783.9 million and P124.4 million in 2019 and 2018, respectively, were transferred to Real estate inventories due to change in use for the said assets (see Note 11).

8. OTHER ASSETS

This account consists of the following as of December 31:

	2019	2018
Current:		
Construction materials	**P 1,110,701,708**	P 928,999,792
Prepaid commission	**279,145,834**	203,286,640
Prepaid expenses	**87,221,553**	82,192,018
Creditable withholding taxes	**63,288,174**	64,872,674
Security deposits	**5,785,155**	4,140,140
Deferred input VAT	**3,556,649**	2,980,416
Input VAT	**-**	11,743,850
Other assets	**3,991,930**	2,804,316
	1,553,691,003	1,301,019,846
Non-current:		
Security deposits	**87,754,230**	62,417,131
Other assets	**5,000,000**	-
	92,754,230	62,417,131
	P1,646,445,233	P1,363,436,978

Construction materials pertain to aluminum forms and various materials to be used in the construction of residential houses. Deferred input VAT pertains to the unamortized portion of input VAT from purchases of capital goods which are subject to amortization.

The Group's AFS financial assets in 2017 includes investment in equity shares of a listed company. The Group's investments in equity shares amounting to P40.1 million as at December 31, 2017 is carried at fair value determined based on quoted prices in active markets. In 2017, the Group recognized unrealized fair value gain of P7.8 million and is presented under Other Comprehensive Income (Loss) account in the 2017 consolidated statement of comprehensive income. Accumulated net fair value gains on AFS financial assets as of December 31, 2017 is presented as part Revaluation Reserves account in the 2017 consolidated statement of financial position. In 2018, these AFS financial assets were written off; wherein the resulting loss is included as part of Miscellaneous under Other Operating Expense account in the 2018 consolidated statement of comprehensive income (see Note 17) while the related accumulated fair value gain amounting to P7.8 million was derecognized in the 2018 statement of changes in equity.

9. PROPERTY AND EQUIPMENT

The gross carrying amounts and accumulated depreciation and amortization of property and equipment at the beginning and end of 2019 and 2018 are shown below.

	Leasehold Improvements	Service Vehicle	Service Equipment	Park Maintenance Tools and Equipment	Chapel and Office Furniture Fixtures and Equipment	System Development Cost	Chapel and Office Building	Total
December 31, 2019								
Cost	P 42,804,671	P 70,962,113	P 138,372,024	P 33,528,808	P 149,900,959	P 18,809,564	P 204,591,312	P 658,969,451
Accumulated depreciation and amortization	(28,899,292)	(44,458,301)	(72,065,311)	(26,700,658)	(100,643,053)	(6,518,050)	(36,421,012)	(315,705,677)
Net carrying amount	**P 13,905,379**	**P 26,503,812**	**P 66,306,713**	**P 6,828,150**	**P 49,257,906**	**P 12,291,514**	**P 168,170,300**	**P 343,263,774**
December 31, 2018								
Cost	P 31,332,309	P 62,822,874	P 105,473,292	P 29,309,844	P 114,713,080	P 4,656,436	P 191,560,183	P 539,868,018
Accumulated depreciation and amortization	(19,700,058)	(36,611,603)	(40,430,394)	(23,061,909)	(64,346,572)	(3,524,464)	(22,077,857)	(209,752,857)
Net carrying amount	P 11,632,251	P 26,211,271	P 65,042,898	P 6,247,935	P 50,366,508	P 1,131,972	P 169,482,326	P 330,115,161
January 1, 2018								
Cost	P 23,604,757	P 53,251,120	P 46,722,999	P 25,597,081	P 77,579,328	P 3,921,403	P 185,095,614	P 415,772,302
Accumulated depreciation and amortization	(15,574,179)	(29,632,094)	(19,483,854)	(19,217,584)	(42,098,536)	(2,876,956)	(9,303,158)	(138,186,361)
Net carrying amount	P 8,030,578	P 23,619,026	P 27,239,145	P 6,379,497	P 35,480,792	P 1,044,447	P 175,792,456	P 277,585,941

A reconciliation of the carrying amounts of property and equipment at the beginning and end of 2019 and 2018 are as follows:

	Leasehold Improvements	Service Vehicle	Service Equipment	Park Maintenance Tools and Equipment	Chapel and Office Furniture Fixtures and Equipment	System Development Cost	Chapel and Office Building	Total
Balance at January 1, 2019, net of accumulated depreciation and amortization	P 11,632,251	P 26,211,271	P 65,042,898	P 6,247,935	P 50,366,508	P 1,131,972	P 169,482,326	P 330,115,161
Additions	11,472,362	8,139,239	32,898,732	4,218,964	35,187,879	14,153,129	13,031,128	119,101,433
Depreciation and amortization charges for the year	(9,199,234)	(7,846,698)	(31,634,917)	(3,638,749)	(36,296,481)	(2,993,587)	(14,343,154)	(105,952,820)
Balance at December 31, 2019, net of accumulated depreciation and amortization	**P 13,905,379**	**P 26,503,812**	**P 66,306,713**	**P 6,828,150**	**P 49,257,906**	**P 12,291,514**	**P 168,170,300**	**P 343,263,774**
Balance at January 1, 2018, net of accumulated depreciation and amortization	P 8,030,578	P 23,619,026	P 27,239,245	P 6,379,497	P 35,480,792	P 1,044,447	P 175,792,456	P 277,585,941
Additions	8,249,941	9,571,754	59,192,126	3,712,763	37,724,212	735,033	6,464,569	125,650,398
Disposal	(522,389)	-	(441,833)	-	(590,459)	-	-	(1,554,681)
Depreciation and amortization charges for the year	(4,125,879)	(6,979,509)	(20,946,540)	(3,844,325)	(22,248,037)	(647,508)	(12,774,699)	(71,566,497)
Balance at December 31, 2018, net of accumulated depreciation and amortization	P 11,632,251	P 26,211,271	P 65,042,898	P 6,247,935	P 50,366,508	P 1,131,972	P 169,482,326	P 330,115,161

The amount of depreciation and amortization is presented as part of Cost of Sales and Services and Other Operating Expenses in the consolidated statements of comprehensive income (see Note 17). Depreciation expense of park maintenance tools and service equipment were charged under park operations, which is subsequently closed to perpetual care fund.

Certain service vehicles with a carrying value totaling to P12.1 million and P1.2 million were used as collateral security against interest-bearing loans (see Note 12).

10. LEASES

The Group has leases for certain office spaces. With the exception of short-term leases, each lease is reflected on the consolidated statement of financial position as right-of-use assets and a lease liabilities.

Each lease generally imposes a restriction that, unless there is a contractual right for the Group to sublease the asset to another party, the right-of-use asset can only be used by the Group. Leases are either non-cancellable or may only be cancelled by incurring a substantive termination fee. Some leases contain an option to purchase the underlying lease asset outright at the end of the lease, or to extend the lease for a further term. The Group is prohibited from selling or pledging the underlying leased assets as security. For leases over office spaces, the Group must keep those properties in a good state of repair and return the properties in their original condition at the end of the lease. Further, the Group must insure the leased assets and incur maintenance fees on such items in accordance with the lease contracts.

The Group has leased 25 office spaces with an average remaining lease term of three years.

10.1 Right-of-use Assets

The carrying amounts of the Group's right-of-use assets as at December 31, 2019 and the movements during the period are shown below.

	Note		
Balance as of December 31, 2018		P	-
Effect of adoption of PFRS 16	2.2(a)(iii)		26,530,222
Balance as of January 1, 2019			26,530,222
Additions			1,267,540
Amortization		(	11,488,548)
Balance as of December 31, 2019		**P**	**16,309,214**

The total amortization on the right-of-use assets is presented as part of Depreciation and amortization under Other operating expense in the consolidated statement of comprehensive income (see Note 17.2).

10.2 Lease Liabilities

Lease liabilities are presented in the consolidated statement of financial position as at December 31, 2019 as follows:

Current	P	8,394,087
Non-current		8,072,461
	P	**16,466,548**

The use of extension and termination options gives the Group added flexibility in the event it has identified more suitable premises in terms of cost and/or location or determined that it is advantageous to remain in a location beyond the original lease term. The future cash outflows to which the Group is potentially exposed to are not reflected in the measurement of lease liabilities represent the amount of monthly rent remaining for the lease term and security deposit to be forfeited. An option is only exercised when consistent with the Group's regional markets strategy and the economic benefits of exercising the option exceeds the expected overall cost. As of December 31, 2019, the Group has no historical experience of exercising termination option for its existing lease agreements.

As at December 31, 2019, the Group has no lease committment, which had not yet commenced.

The lease liabilities are secured by the related underlying assets. The undiscounted maturity analysis of lease liabilities at December 31, 2019 is as follows:

	Within 1 year	1 to 2 years	2 to 3 years	Total
Lease payments	P 9,522,248	P 4,570,107	P 4,391,785	P 18,484,140
Finance charges	(1,128,161)	(561,481)	(327,950)	(2,017,592)
Net present values	**P 8,394,087**	**P 4,008,626**	**P 4,063,835**	**P 16,466,548**

10.3 Lease Payments Not Recognized as Liabilities

The Group has elected not to recognize a lease liability for short-term leases or for leases of low value assets. Payments made under such leases are expensed on a straight-line basis. In addition, certain variable lease payments are not permitted to be recognized as lease liabilities and are expensed as incurred.

The expenses relating to short-term leases amounted to P11.2 million and are presented as Rentals as part of Other Operating Expenses in the 2019 consolidated statement of comprehensive income (see Note 17.2). At December 31, 2019, the Group is committed to short-term leases, and the total commitment at that date is P7.4 million.

10.4 Additional Profit or Loss and Cash Flow Information

In 2019, the total cash outflow in respect of long-term and short-term leases amounted to P12.1 million and P11.2 million, respectively. Interest expense in relation to lease liabilities amounted to P1.9 million and is presented as part of Finance costs under Other Income (Charges) in the 2019 consolidated statement of comprehensive income.

10.5 Security Deposits

Refundable security deposits represent the lease deposits made to third parties for the lease of the Group's office spaces.

Related rental deposits for these leases amounted to P5.8 million and P4.1 million as of December 31, 2019 and 2018 and are presented as part of the Other Assets in the consolidated statements of financial position (see Note 8).

11. INVESTMENT PROPERTIES

The changes in the carrying amounts of investment properties as presented in the consolidated statements of financial position are as follows:

	Note	2019	2018
Balance at beginning of year		**P 587,411,574**	P 377,527,304
Additions during the year		**229,191,508**	334,281,622
Transfer from real estate inventories		**67,917,593**	-
Transfer to real estate inventories	7	**(783,913,001)**	(124,397,351)
Balance at end of year		**P 100,607,675**	P 587,411,575

The Group's investment properties consist of land which is intended for capital appreciation. Certain investment properties totaling P783.9 million in 2019 and P124.4 million in 2018 were reclassified to Raw Land Inventory and Memorial Lot Inventories (see Note 7). Accordingly, the Group did not recognize any gain or loss in connection with the reclassification of the assets.

None of the Group's investment properties have generated rental income. There were also no significant directly attributable cost, purchase commitments and any restrictions as to use related to these investment properties during the reporting periods.

Management has assessed that there were no significant circumstances during the reporting periods that may indicate impairment loss on the Group's investment properties.

The fair value and other information about the measurement and disclosures related to the investment properties are presented in Note 27.3.

12. INTEREST-BEARING LOANS

Short-term and long-term interest-bearing loans and borrowings pertain to bank loans which are broken down as follows:

	2019	2018
Current	**P2,812,540,744**	P1,170,462,895
Non-current	**4,813,340,231**	826,324,569
	P7,625,880,975	P1,996,787,464

The bank loans represent secured and unsecured loans from local commercial banks. The loans which have maturities ranging from 1 to 15 years bear annual interest rates ranging from 5.5% to 8.5% both in 2019 and 2018.

In 2019 and 2018, the Group obtained P15.9 million and P2.6 million loan, respectively, for the acquisition of service vehicle payable within three months to three years with annual effective interest rate of 8.5% to 9.0% (see Note 9).

In 2019 and 2018, the Group obtained interest-bearing loans amounting to P7,378.9 million and P1,163.9 million, respectively, from local commercial banks for working capital requirements. The related loan agreements do not contain loan covenant provisions.

Interest expense incurred on these loans amounted to P252.1 million, P96.3 million and P40.6 million for the years ended December 31, 2019, 2018 and 2017, respectively. A portion of the interest expense amounting to P23.9 million was capitalized (at a capitalization rate of 4.7%) by the Group as part of real estate inventories in 2017 while the remainder is presented as part of Finance Costs under Other Income (Charges) section in the consolidated statements of comprehensive income. No similar transactions in 2019 and 2018. There are no outstanding interest payable as of December 31, 2019 and 2018 related to these loans.

The loans are net of debt issue cost amounting to P28.7 million, P11.9 million and P6.6 million as of December 31, 2019, 2018 and 2017. The amortization of debt issue cost amounting to P6.3 million, P4.4 million and P2.0 million in 2019, 2018 and 2017, respectively, is presented as part of Finance Cost under Other Income (Charges) section in the consolidated statements of comprehensive income.

Certain loans of the Group are secured by contract receivables with a carrying amount of P2,935.8 million and P1,293.9 million as of December 31, 2019 and 2018 (see Note 6.1 and 26.2).

13. TRADE AND OTHER PAYABLES AND RAWLAND PAYABLE

13.1 Trade and Other Payables

This account consists of:

	Note	**2019**	2018
Trade payables	6	**P 3,221,012,200**	P 3,342,067,141
Accrued expenses		**573,972,167**	541,364,007
Deferred output VAT		**286,574,415**	244,005,612
Commission payable		**127,207,643**	184,254,897
Retention payable		**75,802,464**	60,067,953
Withholding taxes payable		**10,608,580**	9,031,212
VAT payable		**8,376,536**	11,193,591
Other payables		**22,271,454**	271,158
		P4,325,825,459	P 4,392,255,571

Trade payables comprise mainly of liabilities to suppliers and contractors arising from the construction and development of the Group's real estate properties. It also includes liability on assigned receivables which pertains to the outstanding balance of the cash consideration with respect to the receivables assigned by HDC to BHI (see Note 6).

Deferred output VAT is the portion of VAT attributable to outstanding contract receivables. This is reversed upon payment of monthly amortization from customers.

Accrued expenses pertain to accruals of professional fees, salaries and other employee benefits, utilities, advertising, marketing and other administrative expenses.

Commission payable refers to the liabilities of the Group as of the end of the reporting periods to its sales agents for every sale that already reached the revenue recognition threshold of the Group.

Retention payable pertains to the amount withheld from payments made to contractors to ensure compliance and completion of contracted projects equivalent to 10% of every billing made by the contractor. Upon completion of the contracted projects, the amounts are remitted to the contractors.

13.2 Rawland Payable

Rawland payable pertains to the amount of outstanding liability regarding the acquisitions of raw land from third parties, which will be used in the development of the Group's subdivision projects.

In 2019 and 2018, the Group purchased various rawlands for expansion and development of the Group's subdivision and memorial lots projects. The outstanding balance arising from these transactions amounted to P1,404.1 million and P1,582.2 million as of December 31, 2019 and 2018, respectively.

14. CUSTOMERS' DEPOSITS

Customers' deposits pertain to reservation fees and advance payments from buyers, which did not meet the revenue recognition criteria as of the end of the reporting periods. As of December 31, 2019 and 2018, Customers' Deposits account, as presented in the current liabilities section of the consolidated statements of financial position, amounted to P2.7 billion and P1.9 billion, respectively (see Note 2.13).

15. RESERVE FOR PERPETUAL CARE

Under the terms of the contract between the Group and the purchasers of memorial lots, a portion of the amount paid by the purchasers is set aside as Perpetual Care Fund (Trust Fund). The balance of the reserve for perpetual care for memorial lots as of December 31, 2019 and 2018 amounting to P709.8 million and P426.4 million, respectively, represents the total amount of perpetual care from all outstanding sales contracts, net of amount already remitted for fully collected memorial lots into the Trust Fund amounting to P134.8 million and P128.7 million as of December 31, 2019 and 2018, respectively.

As an industry practice, the amount turned over to the Trust Fund is only for fully collected contracts in as much as the outstanding contracts may still be forfeited and/or rescinded. The income earned from the Trust Fund will be used in the perpetual care and maintenance of the memorial lots. Once placed in the Trust Fund, the assets, liabilities, income and expense of the Trust Fund are considered distinct and separate from the assets and liabilities of the Group, thus, do not form part of the accounts of the Group.

The details of the Trust Fund as of December 31, 2019 and 2018 are shown below.

	2019	2018
Assets:		
Cash	**P 955**	P 70
Investment in unit investment trust funds	**3,522,186**	2,274,750
Investment in other securities and debt instruments	**3,680,813**	4,365,668
Loans and receivables	**31,187**	38,834
Investment in mutual funds	**127,657,432**	122,075,451
Liability –		
Accrued trust fees and other expenses	**(56,237)**	(57,766)
	P 134,836,336	P 128,697,007

16. REVENUES

16.1 Disaggregation of Revenues

The Group derives revenues from sale of real properties and deathcare operations. An analysis of the Group's major sources of revenues in 2019 and 2018 is presented below and in the succeeding page.

	Segments		
	Residential	**Deathcare**	**Total**
Geographical areas			
2019			
Luzon	P4,901,951,215	P 662,926,860	P5,564,878,075
Mindanao	1,923,601,880	465,017,692	2,388,619,572
Visayas	339,221,983	351,975,632	691,197,615
	P7,164,775,078	**P1,479,920,184**	**P8,644,695,262**
2018			
Luzon	P3,329,115,850	P 546,507,820	P3,875,623,670
Mindanao	734,837,653	470,824,358	1,205,662,011
Visayas	374,513,656	365,437,735	739,951,391
	P4,438,467,159	P1,382,769,913	P5,821,237,072
Type of product or services			
2019			
Low-cost housing	P6,960,181,384	P -	P6,960,181,384
Memorial lots	-	1,338,035,068	1,338,035,068
Residential condominium	155,245,218	-	155,245,218
Interest income on contract receivables	49,348,476	61,098,493	110,446,969
Chapel services	-	41,889,569	41,889,569
Interment	-	38,897,054	38,897,054
	P7,164,775,078	**P1,479,920,184**	**P8,644,695,262**

	Segments		
	Residential	Deathcare	Total
2018			
Low-cost housing	P4,048,460,064	P -	P4,048,460,064
Memorial lots	-	1,262,780,442	1,262,780,442
Residential condominium	343,673,476	-	343,673,476
Interest income on contract receivables	46,333,619	50,883,794	97,217,413
Chapel services	-	36,225,834	36,225,834
Interment	-	32,879,843	32,879,843
	P4,438,467,159	P1,382,769,913	P5,821,237,072

These are presented in the consolidated statements of comprehensive income under Revenues as follows:

	2019	2018
Real estate sales:		
Residential condominium	**P 155,245,218**	P 343,673,476
Low-cost housing	**6,960,181,384**	4,048,460,064
Memorial lots	**1,338,035,068**	1,262,780,442
	8,453,461,670	5,654,913,982
Interment income	**38,897,054**	32,879,843
Interest income on contract receivables	**110,446,969**	97,217,413
Income from chapel services	**41,889,569**	36,225,834
	P8,644,695,262	P5,821,237,072

16.2 Contract Assets

A reconciliation of the movements of contract assets is shown below.

	2019	2018
Balance at beginning of year	**P1,396,224,260**	P -
Transfers from contract assets recognized at the beginning of year to trade receivables	**(1,131,568,598)**	-
Additions during the year	**1,157,659,869**	1,396,224,260
Balance at end of year	**P1,422,315,531**	P1,396,224,260

The Group recognizes contract assets, due to timing difference of payment and satisfaction of performance obligation, to the extent of satisfied performance obligation on all open contracts as of the end of the reporting period.

Changes in the contract assets and contract liabilities are recognized by the Group when a right to receive payment is already established and upon performance of unsatisfied performance obligation, respectively.

16.3 Direct Contract Costs

The Group incurs sales commissions upon execution of contracts to sell real properties to customers. Incremental costs of commission incurred to obtain contracts are capitalized and presented as Prepaid commission under Other Current Assets in the consolidated statements of financial position (see Note 8). These are amortized over the expected construction period on the same basis as how the Group measures progress towards complete satisfaction of its performance obligation in its contracts. The total amount of amortization for 2019, 2018 and 2017 is presented as part of Commission under Operating Expenses (See Note 17.2).

The movement in balances of deferred commission in 2019 and 2018 is presented below.

	2019	2018
Balance at beginning of year	**P 203,286,640**	P 126,095,039
Additional capitalized cost	**281,874,757**	190,596,284
Reversal due to back out	**(41,192,791)**	(23,513,184)
Amortization for the period	**(164,822,772)**	(89,891,499)
Balance at end of year	**P 279,145,834**	P 203,286,640

16.3 Transaction Price Allocated to Unsatisfied Performance Obligation

The aggregate amount of transaction price allocated to partially or wholly unsatisfied contracts amounted to P3.2 billion and P7.1 billion as of December 31, 2019 and 2018, respectively, which the Group expects to recognize as follows:

	2019	2018
Within a year	**P 402,778,679**	P 5,068,825,810
More than one year to three years	**2,768,761,502**	2,006,550,506
Balance at end of year	**P 3,171,540,181**	P 7,075,376,316

17. COSTS AND EXPENSES

17.1 Costs of Sales and Services

Presented below are the details of costs of sale and services.

	2019	2018	2017
Cost of real estate sales	**P4,339,104,493**	P2,852,891,079	P1,853,650,435
Cost of interment	**16,914,466**	14,577,508	14,598,807
Cost of chapel services	**15,532,654**	13,853,502	6,538,824
	P4,371,551,613	P2,881,322,089	P1,874,788,066

Cost of real estate sales is comprised of:

	2019	2018	2017
Cost of land	**P2,347,226,616**	P1,187,040,428	P 583,485,940
Construction and development costs	**1,991,877,877**	1,665,850,651	1,270,164,495
	P4,339,104,493	P2,852,891,079	P1,853,650,435

17.2 Operating Expenses by Nature

The details of operating expenses by nature for the year ended December 31 are shown below.

	Notes	**2019**	2018	2017
Cost of land		**P2,347,226,616**	P1,187,040,428	P 583,485,940
Construction and development costs		**1,991,877,877**	1,665,850,651	1,270,164,495
Commission		**423,476,891**	347,188,158	223,567,844
Salaries and employee benefits	21.1	**285,823,245**	256,104,806	173,702,895
Advertising		**141,635,420**	86,918,895	74,821,138
Outside services		**115,616,053**	98,408,368	71,931,904
Depreciation and amortization	9, 10	**108,029,825**	60,429,511	36,786,338
Promotions		**77,147,032**	63,435,423	49,744,038
Transportation and travel		**34,809,833**	29,126,946	19,058,280
Miscellaneous	8	**28,866,530**	55,854,476	49,681,843
Taxes and licenses		**29,918,103**	15,029,956	11,853,146
Utilities		**28,069,618**	22,490,998	16,383,623
Repairs and maintenance		**23,790,988**	40,129,420	24,525,833
Management fees		**23,787,026**	25,183,992	4,434,942
Prompt payment discount		**19,915,150**	21,846,109	11,095,649
Cost of interment		**16,914,466**	14,577,508	14,598,807
Office supplies		**16,616,562**	15,091,850	9,392,547
Cost of chapel services		**15,532,654**	13,853,502	6,538,824
Representation		**13,831,315**	8,290,887	7,843,445
Collection fees		**12,012,592**	11,369,460	8,816,751
Insurance		**11,187,652**	10,237,645	6,806,258
Rentals	24.1	**11,186,793**	18,248,825	14,465,051
Trainings and seminars		**10,724,281**	13,667,097	15,938,271
Meetings and conferences		**10,474,908**	10,276,271	7,628,823
Professional fees		**9,549,284**	9,007,465	11,835,600
		P5,808,020,714	P4,099,658,647	P2,725,102,285

Miscellaneous mainly consist of subscription dues and other fees such as registration, transfer and mortgage fees.

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

	2019	2018	2017
Cost of real estate sales	**P 4,339,104,493**	P2,852,891,079	P 1,853,650,435
Cost of interment	**16,914,466**	14,577,508	14,598,807
Cost of chapel services	**15,532,654**	13,853,502	6,538,824
Other operating expenses	**1,436,469,101**	1,218,336,558	850,314,219
	P 5,808,020,714	P4,099,658,647	P 2,725,102,285

18. OTHER INCOME

This account consists of:

	2019	2018	2017
Forfeited sales	**P 217,658,225**	P 152,116,928	P 74,590,647
Interest on past due accounts	**6,566,346**	8,957,384	3,179,523
Transfer fees	**5,670,956**	8,655,587	5,133,166
Service tent rentals	**1,108,441**	796,928	486,928
Others	**2,094,125**	2,292,756	4,801,284
	P 233,098,093	P 172,819,583	P 88,191,548

Others include penalties from customers with lapsed payments, restructured accounts, and other fees collected for transactions incidental to the Group's operations such as payment for memorial garden construction fee, among others.

19. TAXES

19.1 Registration with the Board of Investments (BOI)

The BOI approved BHI's application for registration as an Expanding Developer of Economic and Low-Cost Housing Project on a Non-pioneer Status relative to its various units under its Lumina Quezon phase 2, Bria La Hacienda, Bria San Pablo, Lumina Gensan, Bria Flats Mykonos, Bria Flats Levitha, Bria Flats Corfu, Bria Flats Rhodes, Bria Flats Capri, Bria Sta. Maria, Bria Homes Digos, Bria Homes Tagum, Bria Flats Crimson, Bria Flats Scarlet, Bria Flats Magenta, and Lumina Classic 2B in 2019; Bria Calamba Phase 1 and 2 project in December 2018; under the Northridge Central Lane, Northridge Grove Phase 2, Northridge View, Bria Home Binangonan and Bria General Santos projects in December 2017; and, under the Lumina Tanza Phase 2, Lumina Homes San Pablo and Lumina General Trias (Phase 1 and 2) projects in December 2016.

Under the registration, the applicable rights and privileges provided in the Omnibus Investment Code of 1987 shall equally apply and benefit the BHI with certain incentives including income tax holiday (ITH) for a period of four years from the date of registration.

19.2 Current and Deferred Taxes

The components of tax expense reported in consolidated profit or loss and in consolidated other comprehensive income for the years ended December 31 follow:

	2019	2018	2017
Reported in consolidated profit or loss:			
Current tax expense:			
Regular corporate income tax (RCIT) at 30%	**P 110,650,684**	P 49,001,106	P 20,254,647
Minimum corporate income tax (MCIT) at 2%	**-**	35,873	4,849,468
Application of excess MCIT	**(4,885,341)**	-	-
	105,765,343	490,046,979	25,104,115
Final tax at 20%, 15% and 7.5%	**464,697**	261,978	203,656
	106,230,040	49,298,957	25,307,771
Deferred tax expense relating to origination and reversal of temporary differences	**146,099,561**	182,305,386	284,365,408
	P 252,329,601	P 231,604,343	P 309,673,179
Reported in consolidated other comprehensive income (loss)			
Deferred tax expense (income) relating to origination and reversal of temporary differences	**(P 9,513,107)**	P 3,622,477	(P 99,320)

The reconciliation of tax on pretax profit computed at the applicable statutory rate to tax expense is as follows:

	2019	2018	2017
Tax on pretax profit	**P 845,982,452**	P 539,807,542	P 302,593,910
Adjustment for income subjected to lower tax rate	**(232,348)**	(130,989)	(101,828)
Tax effect of:			
Non-taxable income	**(757,055,730)**	(500,255,218)	-
Non-deductible expenses	**163,635,227**	192,183,008	7,181,097
	P 252,329,601	P 231,604,343	P 309,673,179

The net deferred tax liabilities recognized in the consolidated statements of financial position as of December 31, 2019 and 2018 relate to the following:

	2019	2018
Unrealized gross profit	**P1,158,402,729**	P1,014,417,848
Retirement benefit obligation	**(23,479,319)**	(11,529,794)
Leases	**(385,148)**	-
Unamortized past service cost	**(164,665)**	(215,569)
MCIT	**-**	(4,885,341)
	P1,134,373,597	P 997,787,144

The deferred tax expense (income) recognized in the consolidated statements of comprehensive income for December 31 relate to the following:

	Consolidated Profit or Loss			Consolidted Other Comprehensive Income		
	2019	2018	2017	**2019**	2018	2017
Unrealized gross profit	**(P 143,984,881)**	(P 190,960,257)	(P 295,561,180)	**P -**	P -	P -
MCIT	**(4,885,341)**	35,873	4,849,468	**-**	-	-
Retirement benefit obligation	**2,436,418**	14,807,625	259,488	**9,513,107**	(3,622,477)	(99,320)
Leases	**385,148**	-	-	**-**	-	-
Unamortized past service cost	**(50,905)**	(50,905)	(50,905)	**-**	-	-
NOLCO	**-**	(6,137,721)	6,137,721	**-**	-	-
Deferred Tax Income (Expense)	**(P 146,099,561)**	(P 182,305,386)	(P 284,365,408)	**P 9,513,107**	(P 3,622,477)	(P 99,320)

BHI has MCIT, which can be claimed as deduction from future taxable income and RCIT liabilities within three years from 2018, amounting to P4.9 million was claimed in 2019.

The Group is subject to the minimum corporate income tax (MCIT), which is computed at 2% of gross income as defined under the tax regulations, or RCIT, whichever is higher. The Parent Company reported RCIT in 2019, 2018 and 2017 as the RCIT is higher than MCIT in such years. However, BHI reported RCIT in 2019 and MCIT in both 2018 and 2017.

In 2019, 2018 and 2017, the Group claimed itemized deductions in computing for its income tax due.

20. RELATED PARTY TRANSACTIONS

The significant transactions of the Group in the normal course of business with its related parties are described below.

Related Party Category	Notes	Amount of Transactions			Outstanding Balances	
		2019	2018	2017	**2019**	2018
FPI:						
Advances granted (collections)	20.1	**(P 291,873)**	(P 165,649)	(P 64,762,839)	**P 5,981,939**	P 6,273,812
Related Parties Under Common Ownership:						
Advances granted	20.1	**-**	(98,020,772)	100,020,772	**2,000,000**	2,000,000
Advances obtained	20.2	**-**	54,673,970	988,849,811	**(952,552,860)**	(952,552,860)
Issuance of shares	1.2, 22	**-**	-	3,014,027,483	**-**	-
Payable to HDC	6, 13	**-**	-	-	**(151,295,109)**	(151,295,109)
Key Management Personnel –						
Compensation	20.3	**35,595,553**	35,265,757	28,617,907	**-**	-

20.1 Due from Related Parties

In the normal course of business, the Group grants noninterest-bearing cash advances to its parent company and other related parties, including those under common ownership for working capital requirements, capital asset acquisition and other purposes. These advances are unsecured and generally payable in cash on demand or through offsetting arrangements with related parties.

The outstanding advances arising from these transactions amounting to P8.0 million and P8.3 million as at December 31, 2019 and 2018, is presented as Due from Related Parties account in the consolidated statements of financial position.

The movements in the Due from Related Parties account are shown below.

	2019	2018
Balance at beginning of year	**P 8,273,812**	P 106,128,935
Additions	**-**	165,649
Collections	**(291,873)**	(98,020,772)
Balance at end of year	**P 7,981,939**	P 8,273,812

Based on management's assessment, no impairment losses need to be recognized in 2019, 2018 and 2017 from its receivables from related parties.

20.2 Due to Related Parties

The Group obtained short-term, unsecured, noninterest-bearing advances from related parties for working capital requirements payable in cash upon demand. The outstanding balance is presented as Due to Related Parties account as at December 31, 2019 and 2018.

The movements in the Due to Related Parties account are shown below.

	2019	2018
Balance at beginning of year	**P 952,552,860**	P 1,007,226,830
Repayments	**-**	(54,673,970)
Balance at end of year	**P 952,552,860**	P 952,552,860

20.3 Key Management Personnel Compensation

The compensation of key management personnel for the years ended December 31 follows:

	2019	2018	2017
Short term benefits	**P 35,901,795**	P 32,193,745	P 26,479,511
Post-employment benefits	**3,693,758**	3,072,012	2,138,396
	P 39,595,553	P 35,265,757	P 28,617,907

21. EMPLOYEE BENEFITS

21.1 Salaries and Employee Benefits

Details of salaries and employee benefits are presented below.

		2019	2018	2017
Short-term employee benefits		**P 280,574,077**	P 209,029,793	P 172,835,535
Post-employment defined benefit	21.2	**5,249,168**	47,075,013	867,360
	17.2	**P 285,823,245**	P 256,104,806	P 173,702,895

21.2 Post-employment Defined Benefit Plan

(a) *Characteristics of the Post-Employment Defined Benefit Plan*

The Group maintains a funded, non-contributory post-employment benefit plan. The post-employment plan covers all regular full-time employees.

The Group's post-employment defined benefit plan is based solely on the requirement of Republic Act No. 7641, *Retirement Pay Law*. The optional retirement age is 60 with a minimum of five years of credited service. Normal retirement benefit is based on the employee's final salary and years of credited service.

(b) *Explanation of Amounts Presented in the Consolidated Financial Statements*

Actuarial valuations are made annually to update the post-employment benefit costs and the amount of contributions. All amounts presented in below and in the succeeding pages are based on the actuarial valuation report obtained from an independent actuary in 2019 and 2018.

The amounts of retirement benefit obligation (asset) recognized in the consolidated statements of financial position are determined as follows:

	2019	2018
Present value of the obligation	**P 87,480,211**	P 47,083,899
Fair value of plan assets	**(9,215,818)**	(8,651,254)
	P 78,264,393	P 38,432,645

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

	2019	2018
Balance at beginning of year	**P 8,651,254**	P 9,669,716
Interest income	**640,193**	555,972
Loss on plan assets (excluding amounts included in net interest)	**(75,629)**	(1,573,804)
Balance at end of year	**P 9,215,818**	P 8,651,254

The Group's plan assets is composed of special deposit account. The 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 loss on plan assets amounted to P75,629 and P1.6 million in 2019 and 2018, respectively.

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

	2019	2018
Balance at beginning of year	**P 47,083,899**	P 10,817,902
Current service cost	**5,249,168**	47,075,013
Interest expense	**3,512,415**	2,930,500
Actuarial losses (gains) arising from:		
Changes in financial assumptions	**23,868,938**	(15,506,569)
Experienced adjustments	**19,394,002**	(158,555)
Changes in demographic assumptions	**(11,628,211)**	2,016,328
Benefits paid	**-**	(90,720)
Balance at end of year	**P 87,480,211**	P 47,083,899

The components of amounts recognized in consolidated profit or loss and in consolidated other comprehensive income in respect of the post-employment defined benefit plan are as follows:

	2019	2018	2017
Reported in profit or loss:			
Current service cost	**P 5,249,168**	P 47,075,013	P 867,360
Interest expense (income) – net	**2,872,222**	2,374,528	(2,403)
	P 8,121,390	P 49,449,541	P 864,957
Reported in other comprehensive income (losses):			
Actuarial gains (losses) arising from:			
Changes in financial assumptions	**(P 23,868,938)**	P 15,506,569	P 10,987,613
Experience adjustments	**(19,394,002)**	158,555	(9,531,092)
Changes in demographic assumptions	**11,628,211**	(2,016,328)	65,336
Loss on plan assets	**(75,629)**	(1,573,804)	(1,852,924)
	(P 31,710,358)	P 12,074,992	(P 331,067)

Current service cost and acquired obligation are presented as part of Salaries and employee benefits under the Other Operating Expenses account in the consolidated statements of comprehensive income (see Note 17.2).

Net interest expense (income) is presented as part of Finance Costs or Finance income under Other Income (Charges) in the consolidated statements of comprehensive income.

Amounts recognized in other comprehensive income were included within items that will not be reclassified subsequently to profit or loss.

For the determination of the retirement benefit obligation, the following actuarial assumptions were used:

	2019	2018	2017
Discount rates	**5.10%**	7.48%	5.75%
Expected rate of salary increases	**7.75%**	7.75%	5.00%

Assumptions regarding future mortality experience are based on published statistics and mortality tables. The average remaining working lives of an individual retiring at the age of 60 is five years for both male and female. These assumptions were developed by management with the assistance of an independent actuary. Discount factors are determined close to the end of each reporting period by reference to the interest rates of a zero coupon government bond with terms to maturity approximating to the terms of the post-employment obligation. Other assumptions are based on current actuarial benchmarks and management's historical experience.

(c) *Risks Associated with the Retirement Plan*

The plan exposes the Group to actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

(i) Investment and Interest Risks

The present value of the DBO is calculated using a discount rate determined by reference to market yields of government bonds. Generally, a decrease in the interest rate of a reference government bond will increase the plan obligation. However, this will be partially offset by an increase in the return on the plan's investments in savings deposit accounts and if the return on plan asset falls below this rate, it will create a deficit in the plan. Currently, the plan has only investments in cash in banks.

(ii) Longevity and Salary Risks

The present value of the DBO is calculated by reference to the best estimate of the mortality of the plan participants both during 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.

(d) *Other Information*

The information on the sensitivity analysis for certain significant actuarial assumptions, the Group's timing and uncertainty of future cash flows related to the retirement plan are described in the succeeding pages.

(i) Sensitivity Analysis

The following table summarizes the effect of changes in the significant actuarial assumptions used in the determination of the defined benefit obligation as of December 31:

	Impact on Retirement Benefit Obligation		
	Change in Assumption	Increase in Assumption	Decrease in Assumption
2019:			
Discount rate	**+/8.40%/-6.4%**	**(P 25,232,626)**	**P 31,454,818**
Salary growth rate	**+/6.00%/-4.0%**	**31,505,137**	**(25,309,872)**
2018:			
Discount rate	+/8.40%/-6.4%	(P 16,948,370)	P 18,326,968
Salary growth rate	+/6.00%/-4.0%	19,755,824	(15,903,467)

The sensitivity analysis 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 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 year.

(ii) Asset-liability Matching Strategies

To efficiently manage the retirement plan, the Group through its Retirement Committee, ensures that the investment positions are managed in accordance with its asset-liability matching strategy to ensure 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 fixed interest financial assets, primarily in short term placements. The Group monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the retirement obligations.

The plan asset is currently composed of special deposit accounts as the Group believes that these investments are the best returns with an acceptable level of risk.

There has been no change in the Group's strategies to manage its risks from previous period.

(iii) Funding Arrangements and Expected Contributions

The plan is currently underfunded by P78.3 million as at year-end, while there are no minimum funding requirement in the Philippines, there is a risk that the Group may not have the cash if several employees retire within the same year.

The Group does not expect to contribute to the retirement fund in 2020.

The maturity profile of undiscounted expected benefit payment from the plan are as follows:

	2019	2018
More than 10 years to 15 years	**P 104,099,821**	P 61,159,196
More than 15 years to 20 years	**63,606,031**	68,779,074
More than 20 years	**696,629,276**	1,019,359,667
	P 864,335,128	P1,149,297,937

The weighted average duration of the defined benefit obligation at the end of the reporting period is 26.2 years.

22. EQUITY

22.1 Capital Stock

Capital stock consists of:

	Shares			Amount		
	2019	2018	2017	**2019**	2018	2017
Common shares						
Authorized						
Balance at beginning and end of year	**996,000,000**	996,000,000	996,000,000	**P 996,000,000**	P 996,000,000	P 996,000,000
Issued and outstanding						
Balance at beginning of year	**644,117,649**	644,117,649	494,117,649	**P 644,117,649**	P 644,117,649	P 494,117,649
Issuance during the year	**-**	-	150,000,000	**-**	-	150,000,000
Balance at end of year	**644,117,649**	644,117,649	644,117,649	**P 644,117,649**	P 644,117,649	P 644,117,649
Preferred shares						
Authorized						
Balance at beginning and end of year	**400,000,000**	400,000,000	400,000,000	**P 4,000,000**	P 4,000,000	P 4,000,000

On March 17, 2016, the SEC approved the increase in the Parent Company's authorized capital stock from P20.0 million divided into 200,000 common shares with par value of P100 per share to P1.0 billion divided into 996,000,000 common shares with par value of P1 per share and 400,000,000 preferred shares with par value of P0.01 per share.

On April 1, 2016, the Parent Company applied for the registration of its common shares with the SEC and the listing of the Parent Company's shares on the PSE. The PSE approved the Parent Company's application for the listing of its common shares on June 8, 2016 and the SEC approved the registration of the 74,117,649 common shares of the Parent Company on June 14, 2016.

On June 3, 2016, the SEC approved the listing of the Parent Company's common shares totaling 74.1 million. The shares were initially issued at an offer price of P10.50 per common share. In 2018 and 2017, there were no additional issuances.

On June 29, 2016, by way of an initial public offering (IPO), sold 74,117,649 shares of its common stock at an offer price of P10.50 and generated net proceeds of approximately P703.0 million. The IPO resulted in the recognition of additional paid-in capital amounting to P628.9 million, net of IPO-related expenses amounting to P75.2 million.

On December 27, 2017, the Parent Company's BOD authorized the issuance of 150,000,000 common shares to CGI, a related party under common ownership, out of the unissued authorized capital stock, at a subscription price of P20.1 per share or an aggregate subscription price of P3,014.0 million (see Note 1.2).

As at December 31, 2019 and 2018, there are 7 holders of the listed common shares owning at least one board lot of 100 shares. Such listed shares closed at P436 per share as of December 27, 2019 (the last trading day in 2019).

22.2 Revaluation Reserves

As of December 31, 2019 and 2018, revaluation reserves pertains to accumulated actuarial losses and gains, net of tax, due to remeasurement of post-employment defined benefit plan amounting to P16.4 million and P5.8 million, respectively (see Note 21.2).

23. EARNINGS PER SHARE

The basic and diluted earnings per share were computed as follows:

	2019	2018	2017
Net profit	**P 2,567,611,904**	P 1,567,754,130	P 698,973,189
Divided by the weighted number of outstanding common shares	**644,117,649**	644,117,649	495,761,485
Basic and diluted earnings per share	**P 3.99**	P 2.43	P 1.41

The Group has no dilutive potential common shares as at December 31, 2019, 2018 and 2017; hence, diluted earnings per share equals the basic earnings per share.

24. COMMITMENTS AND CONTINGENCIES

24.1 Operating Lease Commitments (2018 and 2017)

The Group has leases with terms ranging from three to five years with renewal options upon mutual written agreement between the parties, and include annual escalation in rental rates.

The total rentals from this operating lease amounted to P18.2 million and P14.5 million in 2018 and 2017 respectively, which is shown as Rentals under Other Operating Expenses in the consolidated statements of comprehensive income (see Note 17.2).

The future minimum rentals payable under these operating lease as of December 31 are as follows:

	2018	2017
Within one year	**P 6,998,782**	P 10,962,012
Beyond one year but within five years	**2,673,396**	11,625,702
	P 9,672,178	P 22,587,714

24.2 Others

There are other commitments and contingent liabilities that arise in the normal course of the Group's operations which are not reflected in the consolidated financial statements. Management is of the opinion that losses, if any, from these events and conditions will not have material effects on the Group's consolidated financial statements.

25. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group is exposed to a variety of financial risks which result from both its operating and investing activities. The Group's risk management 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 lasting returns.

The Group does not engage in the trading of financial assets for speculative purposes nor does it write options. The relevant financial risks, unless otherwise stated, to which the Group is exposed to are described below and in the succeeding pages.

25.1 Interest Rate Risk

The Group has no financial instruments subject to floating interest rate, except cash in banks, which has historically shown small or measured changes in interest rates. As such, the Group's management believes that interest rate risks are not material.

25.2 Credit Risk

The Group operates under sound credit-granting criteria wherein credit policies are in place. These policies include a thorough understanding of the customer or counterparty as well as the purpose and structure of credit and its source of repayment. Credit limits are set and monitored to avoid significant concentrations to credit risk. The Group also employs credit administration activities to ensure that all facets of credit are properly maintained.

The maximum credit risk exposure of financial assets and contract assets is the carrying amount of the financial assets as shown on the consolidated statements of financial position are summarized below.

	Notes	**2019**	2018
Cash and cash equivalents	5	**P 2,795,688,210**	P 501,479,281
Contracts receivable	6	**11,209,489,567**	6,755,899,665
Contract assets	16	**1,422,315,531**	1,396,224,260
Due from related parties	20.1	**7,981,939**	8,273,812
Security deposits	8	**93,539,385**	66,557,271
Other receivables	6.2	**1,883,055,608**	643,043,588
		P17,412,070,240	P 9,371,477,877

Cash in banks are insured by the Philippine Deposit Insurance Commission up to a maximum coverage of P0.5 million for every depositor per banking institution. Also, the Group's contracts receivable are effectively collateralized by residential houses and lots and memorial lots. Other financial assets are not secured by any collateral or other credit enhancements.

The Group applies the PFRS 9 simplified approach in measuring ECL which uses a lifetime expected loss allowance for all trade receivables and other receivables. To measure the expected credit losses, contract receivables and other receivables have been grouped based on shared credit risk characteristics and the days past due (age buckets). The other receivables relate to receivables from both third and related parties other than trade receivables and have substantially the same risk characteristics as the trade receivables.

The expected loss rates are based on the payment profiles of sales over a period of 36 months before December 31, 2019 and 2018, respectively, and the corresponding historical credit losses experienced within such period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The management determined that there is no required ECL to be recognized on the Group's contract receivables since the fair value of real estate sold when reacquired is sufficient to cover the unpaid outstanding balance of the related receivable arising from sale. Therefore, there is no expected loss given default as the recoverable amount from subsequent resale of the real estate is sufficient. Accordingly, no additional allowance was recorded by the Group as of December 31, 2019 and 2018.

The Contract Asset account is secured to the extent of the fair value of the real estate sale of house and lot and condominium units sold since the title to the real estate properties remains with the Group until the contract assets or receivables are fully collected. Therefore, there is also no expected loss given default on the contract asset.

The Group considers credit enhancements in determining the expected credit loss. Contract receivables and contract assets from real estate sales are collateralized by the real properties. The estimated fair value of collateral and other security enhancements held against trade receivables are presented below.

	Gross Maximum Exposure	Fair Value of Collaterals	Net Exposure
2019			
Contract receivables	P 11,209,489,567	P 12,565,244,082	P -
Contract assets	1,422,315,531	5,333,130,460	-
	P 12,631,805,098	**P18,898,374,542**	**P -**
2018			
Contract receivables	P 6,746,885,341	P 7,918,687,044	P -
Contract asset	1,396,224,260	1,551,172,186	-
	P 8,143,109,601	P 9,469,859,230	P -

Some of the unimpaired contract receivables and other receivables, which are mostly related to real estate sales, are past due as at the end of the reporting period and are presented below.

	2019	2018
Current (not past due)	**P 10,323,157,998**	P 6,246,336,142
Past due but not impaired:		
More than one month but not more than 3 months	**89,433,200**	51,919,667
More than 3 months but not more than 6 months	**119,256,760**	67,842,814
More than 6 months but not more than one year	**333,424,666**	185,448,354
More than one year	**344,216,943**	204,352,688
	P 11,209,489,567	P 6,755,899,665

ECL for due from related parties are measured and recognized using the liquidity approach. Management determines possible impairment based on the related party's ability to repay the advances upon demand at the reporting date taking into consideration the historical defaults from the related parties.

The Group does not consider any significant risks in the due from related parties as these are entities whose credit risks for liquid funds are considered negligible, since counterparties are in good financial condition. As of December 31, 2019 and 2018, impairment allowance is not material.

Security deposits are subject to credit risk. The Group's security deposits pertain to receivable from lessors and third party utility providers. Based on the reputation of those counterparties, management considers that these deposits will be refunded when due.

25.3 Liquidity Risk

The Group manages its liquidity needs by carefully monitoring 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.

As of December 31, 2019 and 2018, the Group's financial liabilities have contractual maturities which are presented below.

	Within 12 months	More than One Year to Five Years
2019		
Trade and other payables	P4,020,265,928	P -
Rawland payable	1,404,119,507	-
Interest-bearing loans and borrowings	2,812,540,744	4,813,340,231
Due to related parties	952,552,860 P	
Lease liabilities*	9,522,248	8,961,892
Reserve for perpetual care	-	709,813,851
	P9,199,001,287	**P5,532,115,974**
2018		
Trade and other payables	P4,128,025,156	P -
Rawland payable	1,582,158,966	-
Interest-bearing loans and borrowings	1,004,914,590	897,577,271
Due to related parties	952,552,860	-
Reserve for perpetual care	-	426,433,783
	P7,667,651,572	P1,324,011,054

**Inclusive of future interest costs*

26. CATEGORIES AND OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

26.1 Carrying Amounts and Fair Values by Category

The carrying amounts and fair values of the categories of financial assets and financial liabilities presented in the consolidated statements of financial position are shown below.

		2019		2018	
	Notes	**Carrying Values**	**Fair Values**	Carrying Values	Fair Values
Financial Assets					
At amortized cost:					
Cash and Cash Equivalents	5	**P 2,795,688,210**	**P 2,795,688,210**	P 501,479,281	P 501,479,281
Contracts receivable	6	**11,209,489,567**	**11,649,093,549**	6,755,899,665	7,180,288,945
Due from related parties	20.1	**7,981,939**	**7,981,939**	8,273,812	8,273,812
Security deposits	7	**93,539,385**	**93,539,385**	66,557,271	66,557,271
Other receivable	6.2	**29,870,144**	**29,870,144**	643,043,588	643,043,588
		P 14,136,569,245	**P 14,576,173,227**	P 7,975,253,617	P 8,399,642,897
Financial Liabilities					
At amortized cost:					
Interest-bearing loans	12	**P 7,625,880,975**	**P 10,541,713,327**	P 1,996,787,464	P 2,497,359,581
Trade and other payables	13	**4,020,265,928**	**4,020,265,928**	4,128,025,156	4,128,025,156
Due to related parties	20.1	**952,552,860**	**952,552,860**	952,552,860	952,552,860
Rawland payable	13.2	**1,404,119,507**	**1,404,119,607**	1,582,158,966	1,582,158,966
Lease liabilities	10	**16,466,548**	**16,466,548**	-	-
Reserve for perpetual care	15	**709,813,851**	**709,813,851**	426,433,783	426,433,783
		P 14,729,099,669	**P 17,644,932,121**	P 9,085,958,229	P 9,586,530,346

See Notes 2.5 and 2.10 for a description of the accounting policies for each category of financial instrument. A description of the Group's risk management objectives and policies for financial instruments is provided in Note 25.

26.2 Offsetting of Financial Assets and Financial Liabilities

Except as more fully described in Note 20, the Group has not set-off financial instruments in 2019 and 2018 and does not have relevant offsetting arrangements. Currently, all other financial assets and financial liabilities are settled on a gross basis; however, each party to the financial instrument (particularly related parties) will have the option to settle all such amounts on a net basis in the event of default of the other party through approval by both parties' BOD and stockholders. As such, the Group's outstanding receivables from and payables to the same related parties as presented in Note 20 can be potentially offset to the extent of their corresponding outstanding balances.

The Group has cash in certain local banks to which it has outstanding loans (see Note 12). In case of the Group's default on loan amortization, cash in bank amounting to P584.0 million and P200.9 million can be applied against its outstanding loans amounting to P7,625.9 million and P1,996.7 million as of December 31, 2019 and 2018, respectively. In addition, the Group has payables to HDC amounting to P78.2 million and P141.2 million that are collateralized by contract receivable by the same amount as of December 31, 2019 and 2018. Also, certain loans of the Group are secured by contract receivables with a carrying amount of P2,935.8 million and P1,293.9 million as of December 31, 2019 and 2018 (see Note 12).

27. FAIR VALUE MEASUREMENT AND DISCLOSURES

27.1 Fair Value Hierarchy

In accordance with PFRS 13, *Fair Value Measurement*, the fair value of financial assets and financial liabilities and non-financial assets which are measured at fair value on a recurring or non-recurring basis and those assets and liabilities not measured at fair value but for which fair value is disclosed in accordance with other relevant PFRS, are categorized into three levels based on the significance of inputs used to measure the fair value. The fair value hierarchy has the following levels:

- 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.

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

The Group's financial assets which are not measured at fair value in the consolidated statements of financial position but for which fair value is disclosed include cash and cash equivalents, which are categorized as Level 1, and contract and other receivables, due from related parties and security deposits which are categorized as Level 3. Financial liabilities which are not measured at fair value but for which fair value is disclosed pertain to interest-bearing loans and borrowings, trade and other payables, due from related parties, rawland payable, lease liabilities and reserve for perpetual care which are categorized under various levels.

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-term 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 are not based on observable market data.

27.3 Fair Value Measurement for Non-financial Assets

The Group's investment properties amounting to P100.6 million and P587.4 million are categorized under level 3 hierarchy of non-financial assets measured at cost as of December 31, 2019 and 2018, respectively (see Note 11).

The fair value of the Group's investment properties, pertaining to parcels of land, amounting to P427.0 million and P1,600.0 million as of December 31, 2019 and 2018 are determined on the basis of the appraisals performed by an independent appraiser 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 appraiser 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 level 3 fair value of land was determined based on the observable recent prices of the reference properties, adjusted for differences in key attributes such as property size, zoning, and accessibility. 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.

28. 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 products and services commensurate with the level of risk.

The Group sets the amount of capital in proportion to its overall financing structure, i.e., equity and financial liabilities. The Group manages the capital structure and makes adjustments to it in 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.

The Group monitors capital on the basis of the carrying amount of equity as presented in the consolidated statements of financial position. Capital for the reporting periods under review is summarized as follows:

	2019	2018
Total liabilities	**P 18,965,167,057**	P 12,305,288,085
Total equity	**8,624,475,191**	6,079,060,538
Debt-to-equity ratio	**2.20:1.00**	2.02:1.00

29. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Presented below is the supplemental information on the Group's liabilities arising from financing activities (see Notes 10, 12 and 20):

	Interest-bearing Loans	Due to Related Parties	Lease Liabilities	Total
Balance at January 1, 2019	P 1,996,787,464	P 952,552,860	P -	P2,949,340,324
Effect of adoption of PFRS 16	-		25,485,769	25,485,769
Cash flows from financing activities:				
Additional borrowings	6,888,902,680	-	-	6,888,902,680
Repayments of borrowings	(1,259,809,169)	-	(12,057,343)	(1,271,866,512)
Non-cash financing activity:				
Interest expense on lease liabilities	-	-	1,852,620	1,852,620
Additional lease liabilities	-	-	1,185,502	1,185,502
Balance at December 31, 2019	**P 7,625,880,975**	**P 952,552,860**	**P 16,466,548**	**P8,594,900,383**
Balance as of January 1, 2018	P 1,502,021,831	P 1,007,226,830	P -	P2,509,248,661
Cash flows from financing activities:				
Additional borrowings	1,163,912,784	-	-	1,163,912,784
Repayments of borrowings	(669,147,151)	(54,673,970)	-	(723,821,121)
Balance as of December 31, 2018	P 1,996,787,464	P 952,552,860	P -	P2,949,340,324

30. EVENTS AFTER THE REPORTING PERIOD

Subsequent to the end of the reporting period, the Group and other businesses have been significantly exposed to the risks brought about by the outbreak of the new coronavirus disease, COVID-19. Governmental efforts being implemented to control the spread of the virus include travel bans, quarantines, social distancing and suspension of non-essential services. The Group's management is carefully reviewing all rules, regulations, and orders and is responding accordingly.

Though the disruption is currently expected to be temporary, the Group anticipates that these will have an adverse impact on economic and market conditions and affect its business. Work stoppage on construction sites and slowdown on the supply chain may potentially lead to delays on the targeted completion and turnover of the Group's projects.

While management currently believes that it has adequate liquidity and business plans to continue to operate the business and mitigate the risks associated with COVID-19, the ultimate impact of the pandemic is highly uncertain and subject to change. The severity of these consequences will depend on certain developments, including the duration and spread of the outbreak and the impact on the Group' customers, suppliers, other contractors and employees. Specifically, the slowdown of construction's progress will result in the decline in revenues during the year while fixed costs may continue to be incurred. Moreover, the collection of receivables and demand for housing and condominium units may be impeded due to the impact of the outbreak to the liquidity of the Group's customers. Financial consequences of aforementioned impact are uncertain and cannot be predicted as of the date of the issuance of the Group's consolidated financial statements. Accordingly, management is not able to reliably estimate the impact of the outbreak on the Group's consolidated financial position and results of operation for future periods.

The Group would continue to conduct its business while placing paramount consideration on the health and welfare of its employees, customers, and other stakeholders. The Group has implemented measures to mitigate the transmission of COVID-19, such as complying with the quarantine rules and implementing health protocols and social distancing for employees and other contractors. The Group has also activated business continuity plans, both at the corporate level and business operations level, and conducted scenario planning and analysis to activate contingency plans.

31. OTHER INFORMATION REQUIRED BY THE SECURITIES AND EXCHANGE COMMISSION

Republic Act (RA) No. 11232, *An Act Providing for the Revised Corporation Code of the Philippines* (the Revised Corporation Code) took effect on March 8, 2019. The new provisions of the Revised Corporation Code or any amendments thereof have no significant impact to the Group's financial statements.

Report of Independent Auditors to Accompany Supplementary Information Required by the Securities and Exchange Commission Filed Separately from the Basic Consolidated Financial Statements

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

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The Board of Directors and Stockholders
Golden Bria Holdings, Inc. and a Subsidiary
(Formerly Golden Haven, Inc.)
[A Subsidiary of Fine Properties Inc.]
San Ezekiel, C5 Extension
Las Piñas City

We have audited, in accordance with Philippine Standards on Auditing, the consolidated financial statements of Golden Bria Holdings, Inc. and a subsidiary for the year ended December 31, 2019, on which we have rendered our report dated June 5, 2020. Our audit was made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The applicable supplementary information (see List of Supplementary Information) is presented for purposes of additional analysis in compliance with the requirements of the Revised Securities Regulation Code Rule 68 and is not a required part of the basic consolidated financial statements prepared in accordance with Philippine Financial Reporting Standards. Such supplementary information is the responsibility of management. The supplementary information has been subjected to the auditing procedures applied in the audit of the basic consolidated financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic consolidated financial statements taken as a whole.

PUNONGBAYAN & ARAULLO

By: **Nelson J. Dinio**
Partner

CPA Reg. No. 0097048
TIN 201-771-632
PTR No. 8116543, January 2, 2020, Makati City
SEC Group A Accreditation
Partner - No. 97048-SEC (until Dec. 31, 2023)
Firm - No. 0002-FR-5 (until Mar. 26, 2021)
BIR AN 08-002511-032-2019 (until Sept. 4, 2022)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Jul. 24, 2021)

June 5, 2020

GOLDEN BRIA HOLDINGS, INC. AND A SUBSIDIARY
List of Supplementary Information
December 31, 2019

Golden Bria Holdings, Inc. and Subsidiary
Schedule D - Long-Term Debt
December 31, 2019

Title of issue and type of obligation	*Amount authorized by indenture*	*Amount shown under caption "Current portion of long-term debt" in related balance sheet*	*Amount shown under caption "Long-Term Debt" in related balance sheet*
Long -term loan (Domestic)	P 7,625,880,975	P 2,812,540,744	P 4,813,340,231

Golden Bria Holdings, Inc. and Subsidiary
Schedule E - Indebtedness to Related Parties (Long-term Loans from Related Companies)
December 31, 2019

Name of Related Party	*Balance at Beginning of Period*		*Balance at End of Period*	
Brittany Estates Corporation	P	11,138,258	P	11,138,258
Cambridge Group, Inc.		901,878,629		901,878,629
Fine Properties Inc.		39,535,973		39,535,973
Total	**P**	**952,552,860**	**P**	**952,552,860**

Golden Bria Holdings, Inc. and Subsidiary
Schedule G - Capital Stock
December 31, 2019

Title of Issue	*Number of shares authorized*	*Number of shares issued and outstanding as shown under the related balance sheet caption*	*Number of shares reserved for options, warrants, conversion and other rights*	*Number of shares held by*		
				Related parties	*Directors, officers and employees*	*Others*
Common shares - P1 par value	996,000,000	644,117,649	-	570,802,055	3,170,302	70,145,292
Preferred shares - P.01 par value	400,000,000	-	-	-	-	-

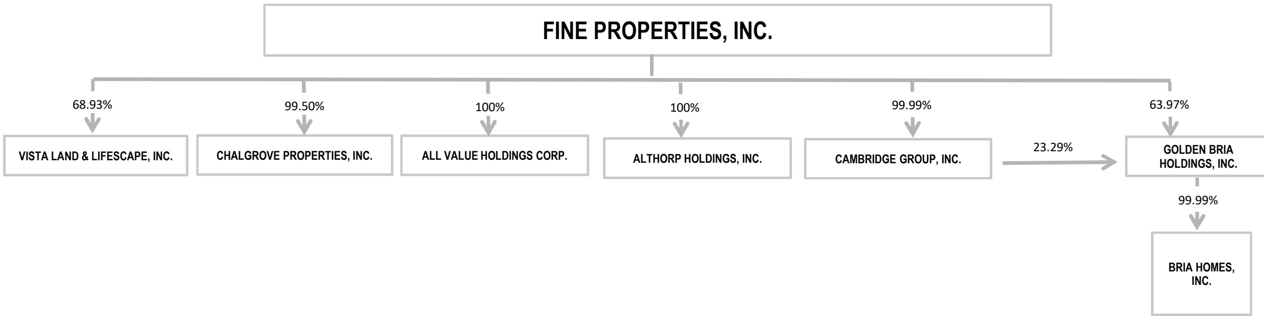
GOLDEN BRIA HOLDINGS, INC. AND A SUBSIDIARY
(Formerly Golden Haven, Inc.)
[A Subsidiary of Fine Properties, Inc.]
San Ezekiel C5, Extension
Reconciliation of Retained Earnings Available for Dividend Declaration
For the Year Ended December 31, 2019

Unappropriated Retained Earnings at Beginning of Year			P	2,458,918,610
Outstanding Reconciling Items, net of tax				
Deferred tax assets			(	7,117,596)
Unappropriated Retained Earnings Available for Dividend Declaration at Beginning of Period, as Adjusted				2,451,801,014
Net Profit Realized during the period				
Net profit per audited financial statements	P	2,567,611,904		
Deferred tax income	(	2,821,566)		2,564,790,338
Dividends declared during the year				-
Retained Earnings Restricted for Treasury Shares				-
Unappropriated Retained Earnings Available for Dividend Declaration at End of Year			**P**	**5,016,591,352**

GOLDEN BRIA HOLDINGS, INC. AND A SUBSIDIARY

SHOWING THE RELATIONSHIPS BETWEEN AND AMONG COMPANIES IN THE GROUP

ULTIMATE PARENT COMPANY AND SUBSIDIARY



P&A Grant Thornton
An instinct for growth™

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The Enterprise Center
6766 Ayala Avenue
1200 Makati City
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Report of Independent Auditors on Components of Financial Soundness Indicators

The Board of Directors and Stockholders
Golden Bria Holdings, Inc. and a Subsidiary
(Formerly Golden Haven, Inc.)
[A Subsidiary of Fine Properties Inc.]
San Ezekiel, C5 Extension
Las Piñas City

We have audited, in accordance with Philippine Standards on Auditing, the consolidated financial statements of Golden Bria Holdings, Inc. and a subsidiary (the Group) as of December 31, 2019 and 2018 and for the three years ended December 31, 2019 , on which we have rendered our report dated June 5, 2020. Our audit was made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The Supplementary Schedule on Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, are the responsibility of the Group's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS) and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purposes of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission, and is not a required part of the basic consolidated financial statements prepared in accordance with PFRS. The components of these financial soundness indicators have been traced to the Group's consolidated financial statements as at December 31, 2019 and 2018 and for the years then ended and no material exceptions were noted.

PUNONGBAYAN & ARAULLO

By: Nelson J. Dinio
Partner

CPA Reg. No. 0097048
TIN 201-771-632
PTR No. 8116543, January 2, 2020, Makati City
SEC Group A Accreditation
Partner - No. 97048-SEC (until Dec. 31, 2023)
Firm - No. 0002-FR-5 (until Mar. 26, 2021)
BIR AN 08-002511-032-2019 (until Sept. 4, 2022)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Jul. 24, 2021)

June 5, 2020

GOLDEN BRIA HOLDINGS, INC. AND A SUBSIDIARY
ANNEX 68-E - SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS
December 31, 2019 and 2018

Ratio	Formula	2019	2018
Current ratio	Current assets / Current liabilities	2.02	1.51
Acid test ratio	Quick assets / Current liabilities (Quick assets include current assets less real estate inventories)	1.38	0.87
Solvency ratio	EBITDA / Total debt (Total debt includes interest bearing loans and borrowings)	0.42	0.98
Debt-to-equity ratio	Total debt / Total stockholders' equity (Total debt includes interest bearing loans and borrowings)	0.88	0.33
Asset-to-equity ratio	Total assets / Total stockholders' equity	3.20	3.02
Interest rate coverage ratio	EBIT / Total Interest expense	12.18	19.68
Return on equity	Net profit / Average total equity	0.35	0.30
Return on assets	Net profit/ Average total assets	0.11	0.10
Net profit margin	Net profit / Total revenues	0.30	0.27

COVER SHEET

1	0	8	2	7	0					

S.E.C. Registration Number

GOLDEN BRIA HOLDINGS, INC. AND A SUBSIDIARY

(Company's Full Name)

SAN EZEKIEL, C5 EXTENSION, LAS PIÑAS CITY

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

Ma. Teresa P. Tumbaga
Contact Person

(02) 8873-2922
Company Telephone Number

1 2 *Month* **3 1** *Day*
Calendar Year

17-Q
FORM TYPE

0 7 *Month* **1 5** *Day*
Annual Meeting

N/A
Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

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

1. For the quarterly period ended **March 31, 2020**

2. SEC Identification Number **108270**

3. BIR Tax Identification No. **000-768-991-000**

4. **Golden Bria Holdings, Inc.**
   Exact name of issuer as specified in its charter

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

6. Industry Classification Code: [ ] (SEC Use Only)

7. **San Ezekiel, C5 Extension, Las Piñas City, Philippines** **1746**
   Address of Principal Office Postal Code

8. **(632) 8873-2922 / (632) 8873-2923**
   Issuer's telephone number, including area code

9. **Golden Haven, Inc.**
   Former name, former address and former fiscal year, if changed since last report

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
Common stock	**644,117,649**

11. Are any or all of the securities listed on a Stock Exchange?

    Yes [X] No [ ]

12. Indicate by check mark whether the registrant:

    (a) has filed all reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Sections 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period the registrant was required to file such reports)

    Yes [X] No [ ]

    (b) has been subject to such filing requirements for the past ninety (90) days.

    Yes [X] No [ ]

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GOLDEN BRIA HOLDINGS, INC. AND A SUBSIDIARY
(A Subsidiary of Fine Properties, Inc.)
STATEMENTS OF FINANCIAL POSITION
As of March 31, 2020 and December 31, 2019
(Amount in Thousands)

	Notes	UNAUDITED March 2020	AUDITED December 2019
ASSETS			
Current Assets			
Cash and cash equivalents	5	**₱1,461,388**	₱2,795,688
Contracts receivables	6	**9,524,960**	8,872,414
Contract assets	2	**1,422,316**	1,422,316
Due from related parties	19	**8,088**	7,982
Other receivables	6	**2,496,653**	2,262,687
Real estate inventories	7	**7,931,550**	7,784,854
Other current assets	8	**1,568,046**	1,553,691
Total Current Assets		**24,413,001**	24,699,632
Non-current Assets			
Contracts receivables	6	**2,514,166**	2,337,076
Property and equipment – net	9	**377,979**	343,264
Right-of-use assets – net		**16,309**	16,309
Investment properties	10	**100,608**	100,608
Other non-current assets	8	**99,664**	92,754
Total Non-current Assets		**3,108,726**	2,890,011
TOTAL ASSETS		**₱27,521,727**	₱27,589,643
LIABILITIES AND EQUITY			
Current Liabilities			
Interest-bearing loans	11	**₱2,197,098**	₱2,812,541
Trade and other payables	12	**4,009,081**	4,325,825
Rawland payables	12	**1,578,757**	1,404,120
Lease liability		**8,394**	8,394
Customers' deposits	13	**2,754,396**	2,694,678
Due to related parties	19	**952,553**	952,553
Income tax payable	18	**31,315**	23,192
Total Current Liabilities		**11,531,594**	12,221,303
Noncurrent Liabilities			
Interest-bearing loans	11	**4,793,662**	4,813,340
Lease liability		**8,072**	8,072
Deferred tax liabilities – net	18	**1,174,588**	1,134,374
Reserve for perpetual care	14	**781,943**	709,814
Retirement benefit obligation		**78,264**	78,264
Total Noncurrent Liabilities		**6,836,529**	6,743,864
Total Liabilities		**18,368,123**	18,965,167
EQUITY	20		
Capital stock		**644,118**	644,118
Additional paid-in capital		**2,970,209**	2,970,209
Retained earnings		**5,555,659**	5,026,531
Revaluation reserves		**(16,382)**	(16,382)
Total Equity		**9,153,604**	8,624,476
TOTAL LIABILITIES AND EQUITY		**₱27,521,727**	₱27,589,643

See accompanying Notes to Financial Statements

GOLDEN BRIA HOLDINGS, INC. AND A SUBSIDIARY
(A Subsidiary of Fine Properties, Inc.)
STATEMENT OF COMPREHENSIVE INCOME
For the three months ended March 31, 2020 and 2019
(Amount in Thousands)

	Notes	UNAUDITED JAN – MAR Q1-2020	UNAUDITED JAN – MAR 2020	UNAUDITED JAN – MAR Q1-2019	UNAUDITED JAN – MAR 2019
Real estate sales	2	**₱1,776,790**	**₱1,776,790**	₱1,759,172	₱1,759,172
Interest income on contract receivables	6	**20,066**	**20,066**	20,221	20,221
Interment Income		**9,540**	**9,540**	8,570	8,570
Income from chapel services		**9,098**	**9,098**	8,743	8,743
		1,815,494	**1,815,494**	1,796,706	1,796,706
COSTS AND EXPENSES	16				
Costs of sales and services		**910,363**	**910,363**	908,716	908,716
Other operating expenses		**324,650**	**324,650**	341,169	341,169
		1,235,013	**1,235,013**	1,249,885	1,249,885
OPERATING PROFIT		**580,481**	**580,481**	546,821	546,821
OTHER INCOME (CHARGES)					
Finance income	5	**3,475**	**3,475**	267	267
Other revenues	17	**39,935**	**39,935**	61,871	61,871
Finance Costs	11	**(46,426)**	**(46,426)**	(34,412)	(34,412)
		(3,016)	**(3,016)**	27,726	27,726
PROFIT BEFORE TAX		**577,465**	**577,465**	574,547	574,547
TAX EXPENSE	18	**(48,337)**	**(48,337)**	(51,709)	(51,709)
NET INCOME		**529,128**	**529,128**	522,838	522,838
TOTAL COMPREHENSIVE INCOME		**₱529,128**	**₱529,128**	₱522,838	₱522,838
Basic and Diluted Earnings Per Share	21	₱0.82	₱0.82	₱0.81	₱0.81

See accompanying Notes to Financial Statements

GOLDEN BRIA HOLDINGS, INC. AND A SUBSIDIARY
(A Subsidiary of Fine Properties, Inc.)
STATEMENT OF CHANGES IN EQUITY
For the three months ended March 31, 2020 and 2019
(Amount in Thousands)

	Capital Stock	Paid-in Capital	Revaluation Reserves	Retained Earnings	Total Equity
Balance at January 1, 2020	₱644,118	₱2,970,209	(₱16,382)	₱5,026,531	₱8,624,476
Total comprehensive income for the period	–	–	–	529,128	529,128
Balance at March 1, 2020	**₱644,118**	**₱2,970,209**	**(₱16,382)**	**₱5,555,659**	**₱9,153,604**
Balance at January 1, 2019	₱644,118	₱2,970,209	₱5,816	₱2,458,919	₱6,079,062
Total comprehensive income for the period	–	–	–	522,838	522,838
Balance at March 1, 2019	₱644,118	₱2,970,209	₱5,816	₱2,981,757	₱6,601,900

See accompanying Notes to Financial Statements

GOLDEN BRIA HOLDINGS, INC. AND A SUBSIDIARY
(A Subsidiary of Fine Properties, Inc.)
STATEMENT OF CASH FLOWS
For the three months ended March 31, 2020 and 2019
(Amount in Thousands)

	UNAUDITED JAN – MAR Q1-2020	**UNAUDITED JAN – MAR 2020**	UNAUDITED JAN – MAR Q1-2019	UNAUDITED JAN – MAR 2019
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before tax	**₱577,465**	**₱577,465**	₱574,547	₱574,547
Adjustments for:				
Interest income	**(23,541)**	**(23,541)**	(20,488)	(20,488)
Depreciation and amortization	**27,592**	**27,592**	22,685	22,685
Interest expense	**46,426**	**46,426**	34,412	34,412
Operating profit before working capital changes	**627,942**	**627,942**	611,156	611,156
Decrease (increase) in:				
Contracts receivables	**(829,636)**	**(829,636)**	(871,562)	(871,562)
Due from related parties	**(106)**	**(106)**	314	314
Other receivables	**(233,966)**	**(233,966)**	(23,711)	(23,711)
Real estate inventories	**(146,696)**	**(146,696)**	(67,682)	(67,682)
Other assets	**(21,265)**	**(21,265)**	(258,623)	(258,623)
Increase (decrease) in:				
Trade and other payables	**(316,744)**	**(316,744)**	618,605	618,605
Rawland payable	**174,637**	**174,637**	(123,274)	(123,274)
Customers' deposits	**59,718**	**59,718**	365,337	365,337
Other liabilities	**72,129**	**72,129**	54,851	54,851
Cash from (used in) operations	**(613,987)**	**(613,987)**	305,411	305,411
Interest received	**23,541**	**23,541**	20,488	20,488
Net Cash From (Used in) Operating Activities	**(590,446)**	**(590,446)**	325,899	325,899
CASH FLOWS FROM INVESTING ACTIVITIES				
Acquisition of investment properties	–	–	(39,726)	(39,726)
Acquisitions of property and equipment	**(62,307)**	**(62,307)**	(77,165)	(77,165)
Cash Used in Investing Activities	**(62,307)**	**(62,307)**	(116,891)	(116,891)
CASH FLOWS FROM FINANCING ACTIVITIES				
Net availment/(payment) of interest-bearing loans	**(635,121)**	**(635,121)**	70,302	70,302
Interest paid	**(46,426)**	**(46,426)**	(34,412)	(34,412)
Net Cash From Financing Activities	**(681,547)**	**(681,547)**	35,890	35,890
NET INCREASE (DECREASE) IN CASH	**(1,334,300)**	**(1,334,300)**	244,898	244,898
CASH AT BEGINNING OF PERIOD	**2,795,688**	**2,795,688**	501,480	501,480
CASH AT END OF PERIOD	**₱1,461,388**	**₱1,461,388**	₱746,378	₱746,378

See accompanying Notes to Financial Statements

GOLDEN BRIA HOLDINGS, INC. AND A SUBSIDIARY
(A Subsidiary of Fine Properties, Inc.)
NOTES TO FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

1.1 Organization and Operations

Golden Bria Holdings, Inc. (HVN or the Parent Company), formerly Golden Haven, Inc., was incorporated in the Philippines on November 16, 1982. The Parent Company's primary purpose is to invest, purchase or otherwise to acquire and own, hold, use, sell, assign, transfer, lease mortgage, exchange, develop, manage or otherwise dispose of real property, such as but not limited to memorial lots and chapels, or personal property of every kind and description, including shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities or obligations of any corporations. As of March 31, 2020, the Parent Company is 63.97% effectively owned subsidiary of Fine Properties, Inc. (FPI), which is a holding company (see Note 1.2).

The Parent Company opened a memorial chapel, which began operations in 2017. A new revenue stream, which includes memorial service (chapel and outside viewing) and cremation. Also, in the same year, the Parent Company's Board of Directors (BOD) and stockholders in a special board meeting approved the following amendments to the Company's Articles of Incorporation and By-laws, which amendments were approved by the Securities and Exchange Commission (SEC) on October 20, 2017:

(a) the change in corporate name from Golden Haven Memorial Park, Inc. to Golden Haven, Inc.;

(b) the private placement of 150,000,000 in common shares (see Note 20.1); and,

(c) to include in its primary purpose the investing, purchasing or otherwise to acquire and own, hold, use, sell, assign, transfer, lease mortgage, exchange, develop, manage or otherwise dispose of real property, such as but not limited to memorial lots and chapels, or personal property of every kind and description, including shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities or obligations of any corporations.

In 2017, HVN acquired 99.99% ownership interest in Bria Homes, Inc. (BHI). Accordingly, BHI became a subsidiary of HVN (see Note 1.2). BHI is presently engaged in developing and selling real estate properties, particularly, residential houses, and lots.

On February 1, 2018, the Parent Company's BOD approved the change in the Parent Company's corporate name from Golden Haven, Inc. to Golden Bria Holdings, Inc. The said change was approved by the SEC and Bureau of Internal Revenue (BIR) on March 6, 2018 and May 18, 2018, respectively.

On November 10, 2016 and March 23, 2017, the SEC and BIR approved the change in BHI's registered office from 3L Starmall Las Piñas, CV Starr Avenue, Pamplona, Las Piñas City to Lower Ground Floor, Bldg. B Evia Lifestyle Center, Daang Hari Rd., Almanza Dos, City of Las Pinas. The new registered office address of BHI is also its principal place of business. The registered office address of HVN, which is also its principal place of business, is located at San Ezekiel, C5 Extension, Las Piñas City. The registered office of FPI is located at 3rd Level, Starmall Las Piñas, CV. Starr Avenue, Pamplona, Las Piñas City.

The Parent Company's shares of stock are listed at the Philippine Stock Exchange (PSE) beginning June 29, 2016 (see Note 20).

1.2 Business Combination

The consolidated financial statements comprise the financial statements of the Parent Company and its subsidiary (collectively referred herein as the Group).

Prior to the acquisition of the Parent Company, BHI is 99.99% owned by Cambridge Group, Inc. (CGI), a related party under common ownership.

In 2017, FPI subscribed 5,000,000 shares issued by CGI, which represents 83.33% of ownership interest of CGI. Hence, the latter became a subsidiary of FPI starting 2017.

Also, in 2017, the Parent Company executed a Deed of Absolute Sale of Shares for its acquisition of substantially all issued and outstanding capital stock of BHI, which is legally and/or beneficially owned by CGI. The Parent Company acquired 9,999,430 common shares for ₱301.42 per share or an aggregate purchase price of ₱3,014.03 million or 99.99% of the outstanding and issued shares of BHI. As a result, BHI became a wholly-owned subsidiary of the Parent Company.

The Parent Company believes the acquisition of BHI will diversify its real estate business by entering into the mass housing market, accelerate growth and enhance profitability through the creation of additional revenue streams independent of its current business and allow the Parent Company to maximize the value of its land bank by providing other avenues for its utilization, and build shareholders' value.

As condition to the acquisition of BHI, the Parent Company's BOD authorized the issuance of 150,000,000 common share to CGI by way of private placement out of the unissued authorized capital stock, at a subscription price of ₱20.0935 per share or an aggregate subscription price of ₱3,014.0 million (see Note 20).

Both the Parent Company and BHI are entities under common control of FPI. Accordingly, the Parent Company accounted for the acquisition of BHI under pooling of interest method of accounting [see Note 2.3 (b)].

The difference between the net assets of BHI at business combination and the amount of the shares issued by HVN to CGI amounting to ₱522.7 million is accounted for as equity reserves which were eventually closed to Additional paid-in capital.

The computation of the equity reserves recognized as a result of the combination of HVN and BHI is presented below:

Assets received	₱7,919,014,623
Liabilities assumed	(5,427,711,979)
Net assets of BHI	2,491,302,644
Consideration (see Note 20.1)	(3,014,027,483)
Equity reserves recognized	(₱522,724,839)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies that have been used in the preparation of these consolidated financial statements are summarized below and in the succeeding pages. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of Preparation of Consolidated Financial Statements

(a) *Statement of Compliance with Philippine Financial Reporting Standards*

The consolidated financial statements of the Group have been prepared in accordance with Philippine Financial Reporting Standards (PFRS). PFRS are adopted by the Financial Reporting Standards Council (FRSC), from the pronouncements issued by the International Accounting Standards Board and approved by the Philippine Board of Accountancy.

The consolidated financial statements have been prepared using the measurement bases specified by PFRS for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies that follow.

(b) Presentation of Consolidated Financial Statements

The consolidated financial statements are presented in accordance with Philippine Accounting Standard (PAS) 1, *Presentation of Financial Statements*. The Group presents all items of income, expense and other comprehensive income or loss in a single consolidated statement of comprehensive 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 peso, the Group's functional and presentation currency, and all values represent absolute amounts except when otherwise indicated.

Items included in the consolidated financial statements of the Group are measured using its functional currency. Functional currency is the currency of the primary economic environment in which the Group operates.

2.2 *Adoption of New and Amended PFRS*

(a) Effective in 2019 that are Relevant to the Group

The Group adopted for the first time the following PFRS, amendments, interpretation and annual improvements to PFRS, which are mandatorily effective for annual periods beginning on or after January 1, 2019:

PAS 19 (Amendments)	:	Employee Benefits – Plan Amendment, Curtailment or Settlement
PFRS 9 (Amendments)	:	Financial Instruments – Prepayment Features with Negative Compensation
PFRS 16	:	Leases
International Financial Reporting Interpretations Committee (IFRIC) 23	:	Uncertainty over Income Tax Treatments
Annual Improvements to PFRS (2015-2017 Cycle)		
PAS 12 (Amendments)	:	Income Taxes – Tax Consequences of Dividends
PAS 23 (Amendments)	:	Borrowing Costs – Eligibility for Capitalization
PFRS 3 and PFRS 11 (Amendments)	:	Business Combination and Joint Arrangements –Remeasurement of Previously Held Interests in a Joint Operation

Discussed below and in the succeeding pages are the relevant information about these pronouncements.

(i) PAS 19 (Amendments), *Employee Benefits – Plan Amendment, Curtailment or Settlement*. The amendments clarify that past service cost and gain or loss on settlement is calculated by measuring the net defined benefit liability or asset using updated actuarial assumptions and comparing the benefits offered and plan assets before and after the plan amendment, curtailment or settlement but ignoring the effect of the asset ceiling that may arise when the defined benefit plan is in a surplus position. Further, the amendments now require that if an entity remeasures its net defined benefit liability or asset after a plan amendment, curtailment or settlement, it should also use updated actuarial assumptions to determine current service cost and net interest for the remainder of the annual reporting period after the change to the plan. The application of these amendments had no significant impact on the Group's consolidated financial statements.

(ii) PFRS 9, (Amendments), *Financial Instruments – Prepayment Features with Negative Compensation.* The amendments clarify that prepayment features with negative compensation attached to financial assets may still qualify under the "solely payments of principal and interests" (SPPI) test. As such, the financial assets containing prepayment features with negative compensation may still be classified at amortized cost or at fair value through other comprehensive income (FVOCI). The application of these amendments had no significant impact on the Group's consolidated financial statements.

(iii) PFRS 16, *Leases*. The new standard replaced PAS 17, *Leases*, and its related interpretation IFRIC 4, *Determining Whether an Arrangement Contains a Lease*, Standard Interpretations Committee (SIC) 15, *Operating Leases – Incentives* and SIC 27, *Evaluating the Substance of Transactions Involving the Legal Form of a Lease*. For lessees, it requires an entity to account for leases "on-balance sheet" by recognizing a "right-of-use" asset and lease liability arising from contract that is, or contains, a lease.

For lessors, the definitions of the type of lease (i.e., finance and operating leases) and the supporting indicators of a finance lease are substantially the same with the provisions under PAS 17. In addition, basic accounting mechanics are also similar but with some different or more explicit guidance related to variable payments, sub-leases, lease modifications, the treatment of initial direct costs and lessor disclosures.

The Group has adopted PFRS 16 using the modified retrospective approach as allowed under the transitional provisions of the standard. Accordingly, comparative information were not restated.

The accounting policies of the Group as a lessee were updated to fully conform with PFRS 16, which are disclosed in Note 2.14.

Discussed below and in the succeeding page are the relevant information arising from the Group's adoption of PFRS 16 and how the related accounts are measured and presented on the Group's consolidated financial statements as at January 1, 2019.

a. For contracts in place at the date of initial application, the Group has elected to apply the definition of a lease from PAS 17 and IFRIC 4 and has not applied PFRS 16 to arrangements that were previously not identified as leases under PAS 17 and IFRIC 4.

b. The Group recognized lease liabilities in relation to leases which had previously been classified as operating leases under PAS 17. These liabilities were measured at the present value of the remaining lease payments, discounted using the Group's incremental borrowing rate as of January 1, 2019. The Group's weighted average incremental borrowing rate applied to the lease liabilities on January 1, 2019 was 10.9%.

c. The Group has elected not to include initial direct costs in the measurement of right-of-use assets at the date of initial application. The Group also elected to measure the right-of-use assets at an amount equal to the lease liability adjusted for any prepaid lease payments and estimated cost to restore the leased asset that existed as at January 1, 2019.

d. For leases previously accounted for as operating leases with a remaining lease term of less than 12 months and for leases of low-value assets, the Group has applied the optional exemptions to not recognize right-of-use assets but to account for the lease expense on a straight-line basis over the remaining lease term.

e. For those leases previously classified as finance leases, the Group recognized the related right-of-use asset and lease liability at the date of initial application at the same amounts as the carrying amount of the capitalized asset and finance lease obligation under PAS 17 immediately before transition.

f. The Group has also used the following practical expedients, apart from those already mentioned above, as permitted by the standard:

   i. application of a single discount rate to a portfolio of leases with reasonably similar characteristics;

   ii. reliance on its historical assessments on whether leases are onerous as an alternative to performing an impairment review on right-of-use assets. As at January 1, 2019, the Group has no onerous contracts; and,

   iii. use of hindsight in determining the lease term where the contract contains options to extend or terminate the lease.

Relative to the adoption of PFRS 16 in the Philippines, the FRSC also approved the issuance of the following Philippine Interpretation Committee (PIC) Question and Answer (Q&A):

(a) *PIC Q&A No. 2019-09*, *Accounting for Prepaid Rent or Rent Liability Arising from Straight-lining under PAS 17, Leases, on Transition to PFRS 16 and the Related Deferred Tax Effects*, clarifies the accounting treatment for any existing prepaid rent or rent liability in transition from PAS 17 to PFRS 16 using the modified retrospective approach and the related deferred tax effects;

(b) *PIC Q&A 2019-11, Determining the Current Portion of an Amortizing Loan/Lease Liability*, clarifies the proper classification/presentation between current and non-current portion of amortizing loan/lease liability in the statement of financial position; and,

(c) *PIC Q&A 2019-12, Determining the Lease Term under PFRS 16, Leases,* clarifies the lease term upon consideration of an option to either extend or terminate the lease.

(iv) IFRIC 23, *Uncertainty over Income Tax Treatments*. This interpretation provides clarification on the determination of taxable profit, tax bases, unused tax losses, unused tax credits, and tax rates when there is uncertainty over income tax treatments. The core principle of the interpretation requires the Group to consider the probability of the tax treatment being accepted by the taxation authority. When it is probable that the tax treatment will be accepted, the determination of the taxable profit, tax bases, unused tax losses, unused tax credits, and tax rates shall be on the basis of the accepted tax treatment. Otherwise, the Group has to use the most likely amount or the expected value, depending on the surrounding circumstances, in determining the tax accounts identified immediately above. The application of this interpretation had no significant impact on the Group's consolidated financial statements.

Annual Improvements to PFRS 2015-2017 Cycle. Among the improvements, the following amendments, which are effective from January 1, 2019, are relevant to the Group but had no significant impact on the Group's consolidated financial statements:

- PAS 12 (Amendments), *Income Taxes – Tax Consequences of Dividends*. The amendments clarify that an entity should recognize the income tax consequence of dividend payments in profit or loss, other comprehensive income or equity according to where the entity originally recognized the transactions that generated the distributable profits.

- PAS 23 (Amendments), *Borrowing Costs – Eligibility for Capitalization.* The amendments clarify that if any specific borrowing remains outstanding after the related qualifying asset is ready for its intended use or sale, such borrowing is treated as part of the entity's general borrowings when calculating the capitalization rate.

- PFRS 3 (Amendments), *Business Combinations*, and PFRS 11 (Amendments), *Joint Arrangements – Remeasurement of Previously Held Interests in a Joint Operation.* The amendments to IFRS 3 clarify that when an entity obtains control of a business that is a joint operation, it remeasures previously held interests in that business. The amendments to IFRS 11 clarify that when an entity obtains joint control of a business that is a joint operation, the entity does not remeasure previously held interests in that business.

(v) SEC Memorandum Circular No. 04-2020, *Deferment of the Implementation of IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23) for Real Estate Industry* (IFRIC Agenda Decision). In March 2019, the IFRIC in its agenda decision concluded that the principles and requirements in International Accounting Standard 23, *Borrowing Costs*, provide an adequate basis for an entity to determine whether to capitalize borrowing costs in the fact pattern described as follows:

- a real estate developer (entity) constructs a residential multi-unit real estate development (building) and sells the individual units in the building to customers;

- the entity borrows funds specifically for the purpose of constructing the building and incurs borrowing costs in connection with that borrowing;

- before construction begins, the entity signs contracts with customers for the sale of some of the units in the buildings (sold units);

- the entity markets for sale the remaining units (unsold units). Accordingly, the entity intends to enter into contracts with customers for the unsold units as soon as it finds suitable customers; and,

- the terms and relevant facts and circumstances of the contracts with customers are such that, applying International Financial Reporting Standard 15, *Revenue from Contracts with Customers*, par. 35(c), the entity transfers control of each unit over time and therefore, recognizes revenue over time.

The IFRIC concluded that any inventory (work-in-progress) for unsold units under construction that the entity recognizes is not a qualifying asset, as the asset is ready for its intended sale in its current condition - i.e., the developer intends to sell the partially constructed units as soon as it finds suitable customers and, on signing a contract with a customer, will transfer control of any work-in-progress relating to that unit to the customer. Accordingly, no borrowing costs can be capitalized on such unsold real estate inventories.

In relation to the above issues, the SEC, in its Memorandum Circular No. 04-2020, provided for the relief to the Real Estate Industry by deferring the implementation of the IFRIC Agenda Decision until December 31, 2020. Effective January 1, 2021, real estate companies in the Philippines shall adopt the IFRIC interpretations and any subsequent amendments thereto retrospectively or as the SEC will later prescribe. However, a real estate company may opt not to avail of the relief provided and instead comply in full with the requirements of the IFRIC interpretations.

The Group opted to avail the relief provided by the SEC to defer the implementation of the IFRIC Agenda Decision until December 31, 2020. The Group's accounting policies with respect to capitalization of borrowing costs on real estate inventories under construction are disclosed in Notes 2.6 and 2.17.

Had the Group elected not to defer the IFRIC Agenda Decision, it would have the following impact in the consolidated financial statements:

- interest expense would have been higher;
- cost of real estate inventories would have been lower;
- total comprehensive income would have been lower;
- retained earnings would have been lower; and,
- the carrying amount of real estate inventories would have been lower.

(b) Effective in 2019 that are not Relevant to the Group

The only amendment to existing standards, which is mandatorily effective for annual periods beginning on or after January 1, 2019 but are not relevant to the Group's consolidated financial statements is PFRS 28 (Amendments), *Investment in Associates and Joint Ventures – Long-term Interests in Associates and Joint Ventures.*

(c) Effective Subsequent to 2019 but not Adopted Early

There are amendments to existing standards effective for annual periods subsequent to 2019, which are adopted by the FRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and, unless otherwise stated, none of these are expected to have significant impact on the Group's consolidated financial statements:

(i) PAS 1 (Amendments), *Presentation of Financial Statements* and PAS 8 (Amendments), *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Material* (effective from January 1, 2020). The amendments provide a clearer definition of 'material' in PAS 1 by including the concept of 'obscuring' material information with immaterial information as part of the new definition, and clarifying the assessment threshold (i.e., misstatement of information is material if it could reasonably be expected to influence decisions made by primary users, which consider the characteristic of those users as well as the entity's own circumstances). The definition of material in PAS 8 has been accordingly replaced by reference to the new definition in PAS 1. In addition, amendment has also been made in other Standards that contain definition of material or refer to the term 'material' to ensure consistency.

(ii) Revised Conceptual Framework for Financial Reporting (effective from January 1, 2020). The revised conceptual framework will be used in standard-setting decisions with immediate effect. Key changes include (a) increasing the prominence of stewardship in the objective of financial reporting, (b) reinstating prudence as a component of neutrality, (c) defining a reporting entity, which may be a legal entity, or a portion of an entity, (d) revising the definitions of an asset and a liability, (e) removing the probability threshold for recognition and adding guidance on derecognition, (f) adding guidance on different measurement basis, and,(g) stating that profit or loss is the primary performance indicator and that, in principle, income and expenses in other comprehensive income should be recycled where this enhances the relevance or faithful representation of the consolidated financial statements.

No changes will be made to any of the current accounting standards. However, entities that rely on the framework in determining their accounting policies for transactions, events or conditions that are not otherwise dealt with under the accounting standards will need to apply the revised framework from January 1, 2020. These entities will need to consider whether their accounting policies are still appropriate under the revised framework.

(iii) PFRS 10 (Amendments), *Consolidated Financial Statements*, and PAS 28 (Amendments), *Investments in Associates and Joint Ventures – Sale or Contribution of Assets Between an Investor and its Associates or Joint Venture* (effective date deferred indefinitely). The amendments to PFRS 10 require full recognition in the investor's financial statements of gains or losses arising on the sale or contribution of assets that constitute a business as defined in PFRS 3, between an investor and its associate or joint venture. Accordingly, the partial recognition of gains or losses (i.e., to the extent of the unrelated investor's interests in an associate or joint venture) only applies to those sale of contribution of assets that do not constitute a business. Corresponding amendments have been made to PAS 28 to reflect these changes. In addition, PAS 28 has been amended to clarify that when determining whether assets that are sold or contributed constitute a business, an entity shall consider whether the sale or contribution of those assets is part of multiple arrangements that should be accounted for as a single transaction.

(d) SEC Memorandum Circular (MC) No. 04-2020, *Deferment of the Implementation of IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23) for Real Estate Industry* (IFRIC Agenda Decision).

The IFRIC concluded that any inventory (work-in-progress) for unsold units under construction that the entity recognizes is not a qualifying asset, as the asset is ready for its intended sale in its current condition - i.e., the developer intends to sell the partially constructed units as soon as it finds suitable customers and, on signing a contract with a customer, will transfer control of any work-in-progress relating to that unit to the customer. Accordingly, no borrowing costs can be capitalized on such unsold real estate inventories.

In relation to the above issues, the SEC, in its Memorandum Circular No. 04-2020, provided for the relief to the Real Estate Industry by deferring the implementation of the IFRIC Agenda Decision until December 31, 2020. Effective January 1, 2021, real estate companies in the Philippines shall adopt the IFRIC interpretations and any subsequent amendments thereto retrospectively or as the SEC will later prescribe. However, a real estate company may opt not to avail of the relief provided and instead comply in full with the requirements of the IFRIC interpretations.

The Group opted to avail the relief provided by the SEC to defer the implementation of the IFRIC Agenda Decision until December 31, 2020.

The Group's accounting policies with respect to capitalization of borrowing costs on real estate inventories under construction are disclosed in Notes 2.6 and 2.17.

Had the Group elected not to defer the IFRIC Agenda Decision, it would have the following impact in the consolidated financial statements:

- interest expense would have been higher;
- cost of real estate inventories would have been lower;
- total comprehensive income would have been lower;
- retained earnings would have been lower; and,
- the carrying amount of real estate inventories would have been lower.

(e) SEC MC No.14 Series of 2018 and MC No. 3 Series of 2019

The SEC issued MC No. 14 in 2018 and MC No. 3 in 2019 which provided relief by deferral of the application on the following items for three years until calendar year ending December 31, 2020:

- Concept of the significant financing component in the contract to sell;

  PFRS 15 requires that in determining the transaction price, an entity shall adjust the promised amount of consideration for the effects of the time value of money if the timing of payments agreed to by the parties to the contract (either explicitly or implicitly) provides the customer or the entity with a significant benefit of financing the transfer of goods or services to the customer. In those circumstances, the contract contains a significant financing component.

- Treatment of land and uninstalled materials in the determination of POC (PIC Q&A No. 2018-12-E);

  Uninstalled materials delivered on-site but not yet installed such as steels and rebars, elevators and escalators, which are yet to be installed or attached to the main structure are excluded in the assessment of measurement of progress. Land shall also be excluded in the assessment.

- Accounting for common usage service area charges (PIC Q&A No. 2018-12-H); and, According to the consensus of the PIC Q&A No. 2018-12-H, the following should be considered by the role of a real estate developer in providing goods or services:

  a) Electricity usage – Agent
  b) Water usage – Agent
  c) Air-conditioning charges – Principal

d) Common use service area (CUSA) charges and administrative and handling fees – Principal

- Accounting for cancellation of real estate sales (PIC Q&A No. 2018-14).

  According to the consensus of the PIC Q&A No. 2018-14, repossessed inventory may initially be recognized at either costs or fair value plus repossession costs. Either approaches should be applied consistently.

  The Group elected to defer the adoption of the accounting for the significant financing component in a contract to sell under PIC Q&A 2018-12 in accordance with MC No. 14 series of 2018 and the measurement of repossessed inventory at fair value under PIC Q&A 2018-14 in accordance MC No. 3 series of 2019.

  Had the Group elected not to defer the above specific provisions, it would have the following impact in the consolidated financial statements:

  - There would have been a significant financing component when there is a difference between the POC of the real estate project and the right to the consideration based on the payment schedule stated in the contract. The Group would have recognized an interest income when the POC of the real estate project is greater than the right to the consideration and interest expense when lesser. Both interest income and expense are calculated using the effective interest rate method. This will impact the retained earnings as at January 1, 2018 and real estate sales in 2019.

  - There would have been an increase in the retained earnings balance as at January 1, 2018 and net profit in 2019 as a result of the gain from repossession. This is because repossessed inventory would have been recorded at either fair value plus repossession costs or fair value less repossession costs. The Group currently records repossessed inventory at its carrying amount and recognize in profit or loss the difference between the carrying amount of the repossessed inventory and receivable.

2.2 Basis of Consolidation

The Group's consolidated financial statements comprise the accounts of the Parent Company and its subsidiary as disclosed in Note 1, after the elimination of material intercompany transactions. All intercompany assets and liabilities, equity, income, expense 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 the subsidiary are prepared for the same reporting period as the Parent Company, using consistent accounting principles.

A subsidiary is an entity (including structured entities) over which the Parent Company has control. The Parent Company controls an entity when it is exposed, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. A subsidiary is 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, an entity is deconsolidated from the date that control ceases.

2.3 Business Combinations

Business combination is subject to either of the following relevant policies:

(a) Acquisition Method

This requires recognizing and measuring the identifiable assets acquired, the liabilities assumed and any noncontrolling interest 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 Group, 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 noncontrolling interest in the acquiree, either at fair value or at the noncontrolling interest's proportionate share of the recognized amounts of acquiree's identifiable net assets.

The excess of the consideration transferred, the amount of any noncontrolling interest 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.

(b) Pooling of Interest Method

Under the pooling of interest, the assets and liabilities of the Group are reflected in the consolidated financial statements at carrying values. The difference between the net assets of the acquiree at business combination and the amount of consideration transferred by the acquirer is accounted for as equity reserve (see Note 1.2).

The consolidated statement of comprehensive income reflects the results of the Group, irrespective of when the combination took place and retained earnings reflects the accumulated earnings of the Group as if the entities had been combined at the beginning of the year. Any revaluation reserves under the equity of the Group, is carried over in the consolidated financial statement at its pooling of interest values determined as if the pooling of interest method has been applied since the entities were under common control.

2.4 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Group's BOD, its chief operating decision-maker. The BOD 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 resources as well as marketing approaches. All inter-segment transfers are carried out at arm's length prices.

The measurement policies the Group uses for segment reporting under PFRS 8, *Operating Segments,* are the same as those used in its consolidated financial statements, except depreciation and amortization that are not included in arriving at the operating profit of the operating segments.

In addition, corporate assets and liabilities which are not directly attributable to the business activities of any operating segment are not allocated to a segment.

2.5 Financial Assets

Financial assets are recognized when the Group becomes a party to the contractual terms of the financial instrument. For purposes of classifying financial assets, an instrument is considered as an equity instrument if it is non-derivative and meets the definition of equity for the issuer in accordance with the criteria of PAS 32, *Financial Instruments: Presentation*. All other non-derivative financial instruments are treated as debt instruments.

(a) Classification, Measurement and Reclassification of Financial Assets

The classification and measurement of financial assets is driven by the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. The financial assets category currently relevant to the Group is financial assets at amortized cost.

Financial assets are measured at amortized cost if both of the following conditions are met:

- the asset is held within the Group's business model whose objective is to hold financial assets in order to collect contractual cash flows ("hold to collect"); and,
- the contractual terms of the instrument give rise, on specified dates, to cash flows that are SPPI on the principal amount outstanding.

Except for trade receivables that do not contain a significant financing component and are measured at transactions price in accordance with PFRS 15, all financial assets meeting these criteria are measured initially at fair value plus transaction costs. These are subsequently measured at amortized cost using the effective interest method, less any impairment value.

The Group's financial assets at amortized cost are presented in the consolidated statement of financial position as Cash and Cash Equivalents, Contracts Receivables, Due from Related Parties, Security deposits (presented under Other Assets) and Other Receivables (except Advances to contractors).

Financial assets measured at amortized cost are included in current assets, except for those with maturities greater than 12 months after the end of the reporting period, which are classified as non-current assets.

For purposes of cash flows reporting and presentation, Cash and Cash Equivalents comprise accounts with original maturities of three months or less, including cash. These generally include cash on hand, demand deposits and short-term, highly liquid investments readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of the financial assets except for those that are subsequently identified as credit-impaired. For credit-impaired financial assets at amortized cost, the effective interest rate is applied to the net carrying amount of the financial assets (after deduction of the loss allowance). The interest earned is recognized in the consolidated statement of comprehensive income as part of Finance Income.

(b) Impairment of Financial Assets

At the end of the reporting period, the Group assesses and recognizes allowance for ECL on a forward-looking basis associated with its financial assets carried at amortized cost and contract assets. Recognition of credit losses is no longer dependent on the Group's identification of a credit loss event. Instead, the Group considers a broader range of information in assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect collectability of the future cash flows of the financial assets.

The Group applies the simplified approach in measuring ECL, which uses a lifetime expected loss allowance for all contract and other receivables and contract assets. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial assets. To calculate the ECL using provision matrix, the Group uses its historical experience, external indicators and forward-looking information. The Group also assesses impairment of contract and other receivables on a collective basis as they possess shared credit risk characteristics, and have been grouped based on the days past due (see Note 23.2).

The key elements used in the calculation of ECL are as follows:

- *Probability of default* – It is an estimate of likelihood of a counterparty defaulting at its financial obligation over a given time horizon, either over the next 12 months or the remaining lifetime of the obligation.

- *Loss given default* – It is an estimate of loss arising in case where a default occurs at a given time. It is based on the difference between the contractual cash flows of a financial instrument due from a counterparty and those that the Group would expect to receive, including the realization of any collateral or effect of any credit enhancement.

- *Exposure at default* – It represents the gross carrying amount of the financial instruments in the event of default which pertains to its amortized cost.

Measurement of the ECL is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

(c) 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 Inventories

a) Real Estate Inventories

Real estate inventories include raw land, residential house and lots, condominium units and property development costs. At the end of the reporting period, real estate inventories are valued at the lower of cost and net realizable value. Cost includes acquisition costs of the land plus the costs incurred for its development, improvement and construction, including capitalized borrowing costs (see Note 2.17). All costs relating to the real estate property sold are recognized as expense as the work to which they relate is performed.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale. Real estate inventories are written down to their net realizable values when such accounts are less than their carrying values.

b) Construction Materials

Construction materials (presented as part of Other Current Assets) pertains to cost of uninstalled and unused construction and development materials at the end of the reporting period. It is recognized at purchase price and is subsequently recognized as part of real estate inventories when installed or used during construction and development of real estate projects.

The Group recognizes the effect of revisions in the total project cost estimates in the year in which these changes become known. Any impairment loss from a real estate project is charged to operations during the period in which the loss is determined.

Repossessed inventories arising from sales cancellation is recognized at cost. The difference between the carrying amount of the receivable or Contract Asset to be derecognized and the cost of the repossessed property is recognized in the consolidated statement of comprehensive income.

2.7 Other Current Assets and Advances to Contractors

Other current assets and Advances to contractors (presented as part of other receivables in the consolidated statement of financial position) 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.

2.8 Property and Equipment

Property and equipment are stated at cost less accumulated depreciation, amortization and any impairment in value.

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 and amortization is computed on the straight-line basis over the estimated useful lives of the assets starting on the month following the date of acquisition or completion of the assets.

Depreciation and amortization is computed on a straight-line basis over the estimated useful lives of the assets as follows:

Service vehicle	5 years
Service equipment	3-5 years
Park maintenance tools and equipment	3-5 years
Chapel and office furniture, fixtures and equipment	2-5 years
System development cost	3-5 years
Chapel and office building	15 years

Construction in progress represents properties under construction and is stated at cost. This includes costs of construction, applicable borrowing costs (see Note 2.17) 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 their expected useful lives of five years (determined by reference to comparable assets owned) or the term of lease, whichever is shorter.

Fully depreciated and fully amortized assets are retained in the accounts until these 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 2.15).

The residual values, estimated useful lives and method of depreciation 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 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 from derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in profit or loss in the year the item is derecognized.

2.9 Investment Properties

Investment properties are parcels of land held either to earn rental income or for capital appreciation or for 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 measured at cost less any impairment in value (see Note 2.15).

Transfers from other accounts (such as Memorial lots and Rawland) are made to investment property when and only when, there is a change in use, evidenced by ending of owner-occupation or commencement of an operating lease to another party. Transfers from investment property are made when, and only when, there is a change in use, evidenced by commencement of the owner-occupation or commencement of development with a view to sell.

For a transfer from investment property to owner-occupied property or inventories, the cost of property for subsequent measurement is its carrying value at the date of change in use. If the property occupied by the Group as an owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under property and equipment up to the date of change in use.

Investment property is derecognized upon disposal or when permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the disposal of investment property is recognized in profit or loss in the period of disposal.

2.10 Financial Liabilities

Financial liabilities, which include interest-bearing loans, trade and other payables except tax-related payables, rawland payable, reserve for perpetual care, due to related parties and lease liabilities, are recognized when the Group becomes a party to the contractual terms of the instrument. These are recognized initially at their fair values and subsequently measured at amortized cost, using effective interest method for those with maturities beyond one year, less settlement payments. All interest-related charges incurred on a financial liability are recognized as an expense in profit or loss under Finance Costs in the consolidated statement of comprehensive income.

Interest-bearing loans and borrowings, which are recognized at proceeds received, net of direct issue costs, are raised for support of long-term funding of operations. 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 these are not settled in the period in which they arise.

Financial liabilities are classified as current liabilities if payment is due to be settled within one year or less after the end of 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 the 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.

2.11 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 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.

For financial assets and liabilities [i.e., advances to/from perpetual care fund (PCF)] subject to enforceable master netting agreements or similar arrangements, each agreement between the Group and its counterparty allows for net settlement of the relevant financial assets and financial liabilities when both to elect on a net basis.

In the absence of such 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.

2.12 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 commitment 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.

2.13 Revenue and Expense Recognition

Revenue comprises revenue from real estate sale and rendering of interment and chapel services measured by reference to the fair value of consideration received or receivable by the Group for goods sold and services rendered, excluding value-added tax (VAT) and trade discounts.

To determine whether to recognize revenue, the Group follows a five-step process:

1. Identifying the contract with a customer;
2. Identifying the performance obligation;
3. Determining the transaction price;
4. Allocating the transaction price to the performance obligations; and,
5. Recognizing revenue when/as performance obligations are satisfied.

For Step 1 to be achieved, the following five gating criteria must be present:

a. the parties to the contract have approved the contract either in writing, orally or in accordance with other customary business practices;
b. each party's rights regarding the goods or services to be transferred or performed can be identified;
c. the payment terms for the goods or services to be transferred or performed can be identified;
d. the contract has commercial substance (i.e., the risk, timing or amount of the future cash flows is expected to change as a result of the contract); and,
e. collection of the consideration in exchange of the goods and services is probable.

Revenue is recognized only when (or as) the Group satisfies a performance obligation by transferring control of the promised goods or services to a customer. The transfer of control can occur over time or at a point in time.

A performance obligation is satisfied at a point in time unless it meets one of the following criteria, in which case it is satisfied over time:

- the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; and,
- the Group's performance does not create an asset with an alternative use to the Group and the entity has an enforceable right to payment for performance completed to date.

The transaction price allocated to performance obligations satisfied at a point in time is recognized as revenue when control over the goods or services transfers to the customer. If the performance obligation is satisfied over time, the transaction price allocated to that performance obligation is recognized as revenue as the performance obligation is satisfied. The Group uses the practical expedient in PFRS 15 with respect to non-disclosure of the aggregate amount of the transaction price allocated to unsatisfied or partially satisfied performance obligations as of the end of the reporting period and the explanation of when such amount will be recognized.

The Group develops real properties such as residential house and lot, condominium units and memorial lots. The Group often enters into contracts to sell real properties as they are being developed. The Group also provides interment and chapel services inside its memorial parks. The significant judgment used in determining the timing of satisfaction of the Group's performance obligation with respect to its contracts to sell real properties is disclosed in Note 3.1(b). Sales cancellations are accounted for on the year of forfeiture. Any gain or loss on cancellation is charged to profit or loss.

In addition, the following specific recognition criteria must also be met before revenue is recognized [significant judgments in determining the timing of satisfaction of the following performance obligations are disclosed in Note 3.1(b)]:

(a) *Real estate sales on pre-completed residential houses and lots* – Revenue from real estate sales is recognized over time proportionate to the progress of the development. The Group measures its progress based on actual costs incurred relative to the total expected costs to be incurred in completing the development.

(b) *Real estate sales on completed residential house and lots* – Revenue from real estate sales is recognized at point in time when the control over the real estate property is transferred to the buyer.

(c) *Real estate sales on memorial lots* – Revenue from the Group's sale of memorial lots, which are substantially completed and ready for use, is recognized as the control transfers at the point in time with the customer.

(d) *Rendering of services* – income from interment and chapel services is recognized at a point in time when control over the services transfers to the customer.

Incremental costs of obtaining a contract to sell real estate property to customers are recognized as an asset and are subsequently amortized over the duration of the contract on the same basis as revenue from such contract is recognized. Other costs and expenses are recognized in profit or loss upon utilization of services or receipt of goods or at the date they are incurred. Finance costs are reported on an accrual basis except capitalized borrowing costs (see Note 2.17).

Contract assets pertain to rights to consideration in exchange for goods or services that the Group has transferred to a customer that is conditioned on something other than passage of time. Under its contracts with customers, the Group will receive an unconditional right to payment for the total consideration upon the completion of the development of the property sold. Any rights to consideration recognized by the Group as it develops the property are presented as Contract Assets in the consolidated statement of financial position. Contract assets are subsequently tested for impairment in the same manner as the Group assesses impairment of its financial assets [see Note 2.5(b)].

Any consideration received by the Group in excess of the amount for which the Group is entitled is presented as Contract Liabilities in the consolidated statement of financial position. A contract liability is the Groups obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

In addition, real estate sales are recognized only when certain collection threshold was met over which the Group determines that collection of total contract price is reasonably assured. The Group uses historical payment pattern of customers in establishing a percentage of collection threshold.

If the transaction does not yet qualify as contract revenue under PFRS 15, the deposit method is applied until all conditions for recording the sale are met. Pending the recognition of revenue on real estate sales, consideration received from customers are recognized as Customers' Deposits in the consolidated statement of financial position. Customers' deposit is recognized at the amounts received from customers and will be subsequently applied against the contract receivables when the related real estate sales is recognized.

2.14 Leases – Group as Lessee

The Group accounts for its leases as follows:

(a) Accounting for Leases in Accordance with PFRS 16 (2019)

For any new contracts entered into on or after January 1, 2019, the Group considers whether a contract is, or contains, a lease. A lease is defined as a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. To apply this definition, the Group assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Group;

- the Group has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract; and,

- the Group has the right to direct the use of the identified asset throughout the period of use. The Group assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

At lease commencement date, the Group recognizes a right-of-use asset and a lease liability in the consolidated statement of financial position. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received). Subsequently, the Group depreciates the right-of-use asset on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Group also assesses the right-of-use asset for impairment when such indicators exist (see Note 2.15).

On the other hand, the Group measures the lease liability at the present value of the lease payments unpaid at the commencement date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group's incremental borrowing rate. Lease payments include fixed payments (including in-substance fixed) less lease incentives receivable, if any, variable lease payments based on an index or rate, amounts expected to be payable under a residual value guarantee, and payments arising from options (either renewal or termination) reasonably certain to be exercised. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Group has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognizing a right-of-use asset and lease liability, the payments in relation to these are recognized as an expense in profit or loss on a straight-line basis over the lease term.

On the consolidated statement of financial position, right-of-use assets and lease liabilities have been presented separately from property and equipment and other liabilities, respectively.

(b) Accounting for Leases in Accordance with PAS 17 (2018)

Leases which transfer to the Group substantially all risks and benefits incidental to ownership of the leased item are classified as finance leases and are recognized as assets and liabilities in the consolidated statement of financial position at amounts equal to the fair value of the leased property at the inception of the lease or, if lower, at the present value of minimum lease payments. Lease payments are apportioned between the finance costs and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability.

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 or identified asset or assets and the arrangement conveys a right to use the asset for a period of time in exchange for consideration.

2.15 Impairment of Non-financial Assets

The Group's property and equipment, investment properties, right-of-use assets and other non-financial assets are subject to impairment testing whenever events or changes in circumstances indicate that the carrying amount of these assets 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. An impairment loss is reversed if the asset's or cash-generating unit's recoverable amount exceeds its carrying amount.

2.16 Employee Benefits

The Group provides post-employment benefits to employees through a defined benefit plan, defined contribution plan 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. The Group's defined benefit post-employment plan covers all regular full-time employees. The pension plan is tax-qualified, noncontributory and administered by a trustee.

The liability recognized in the consolidated statement of financial position for a defined benefit plan is the present value of the defined benefit obligation (DBO) at the end of the reporting period less the fair value of plan assets. The DBO is calculated annually by independent actuaries using the projected unit credit method. The present value of the DBO is determined by discounting the estimated future cash outflows for expected benefit payments using a discount rate derived from the interest rates of a zero coupon government bonds, 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. The interest rates are based from the reference rates published by Bloomberg using its valuation technology, Bloomberg Valuation (BVAL). BVAL provide evaluated prices that are based on market observations from contributed sources.

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, unless there is a plan amendment, curtailment or settlement during the reporting period. The calculation also takes into account any changes in the net defined benefit liability or asset during the period as a result of contributions to the plan or benefit payments. Net interest is reported as part of Finance Income or Finance Costs in the consolidated statement of comprehensive income.

Past-service costs are recognized immediately in profit or loss in the period of a plan amendment or curtailment.

(b) *Post-employment Defined Contribution Plan*

A defined contribution plan is a pension plan under which the Group pays fixed contributions into an independent entity (e.g. Social Security System). 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 or 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) *Short-term Benefits*

The Group recognizes a liability, net of amounts already paid, and an expense for services rendered by employees during the accounting period. A liability is also recognized for the amount expected to be paid under short-term cash bonus or profit sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided.

(d) 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, *Provisions, Contingent Liabilities and Contingent Assets*, 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 reporting period are discounted to their present value.

(e) Compensated Absences

Compensated absences are recognized for the number of paid leave days (including holiday entitlement) remaining at the end of each 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.

2.17 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 directly 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.

2.18 Income Taxes

Tax expense recognized in profit or loss 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 profit or loss.

Deferred tax is accounted for using the liability method, on temporary differences at the end of the 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 in 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 assets and liabilities 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.

Most changes in deferred tax assets or liabilities are recognized as a component of tax expense in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Deferred tax assets and deferred tax liabilities are offset if the Group has a legally enforceable right to set-off current tax assets against current tax liabilities and the deferred taxes relate to the same taxation authority.

2.19 Equity

Capital stock represents the nominal value of shares that have been issued.

Additional paid-in capital includes any premium received on the issuance of capital stock. Any transaction costs associated with the issuance of shares are deducted from additional paid-in capital, net of any related income tax benefits. Also included is the difference between the consideration for the acquisition and the net assets of BHI under the pooling of interest method.

Revaluation reserves comprise gains and losses arising from remeasurements of post-employment defined benefit plan.

Retained earnings represent all current and prior period results of operations as reported in the consolidated statement of comprehensive income, reduced by the amount of dividends declared, if any.

2.20 Related Party Transactions and Relationships

Related party transactions are transfers of resources, services or obligations between the entities in the Group and their 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. Related 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 post-employment plan.

In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely on the legal form.

Based on the requirement of SEC Memorandum Circular 2019-10, *Rules of Material Related Party Transactions of Publicly-listed Companies*, transactions amounting to 10% or more of the total consolidated assets based on its latest consolidated financial statements that were entered into with related parties are considered material.

All individual material related party transactions shall be approved by at least two-thirds (2/3) vote of the Group's board of directors, with at least a majority of the independent directors voting to approve the material related party transactions. In case that a majority of the independent directors' vote is not secured, the material related party transaction may be ratified by the vote of the stockholders representing at least two-thirds of the outstanding capital stock. For aggregate related party transactions within a 12-month period that breaches the materiality threshold of 10% of the Group's consolidated total assets based on the latest consolidated financial statements, the same board approval would be required for the transactions that meet and exceeds the materiality threshold covering the same related party.

2.21 Earnings Per Share

Basic earnings per share (EPS) is determined by dividing the net profit for the period attributable to common shareholders by the weighted average number of common shares issued and outstanding during the year (see Note 21).

Diluted EPS is computed by adjusting the weighted average number of ordinary shares outstanding to assume conversion of potential dilutive shares (see Note 21).

2.22 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 the 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) Determination of Lease Term of Contracts with Renewal and Termination Options (2019)

In determining the lease term, management considers all relevant factors and circumstances that create an economic incentive to exercise a renewal option or not exercise a termination option. Renewal options and/or periods after termination options are only included in the lease term if the lease is reasonably certain to be extended or not terminated.

For office leases, the factors that are normally the most relevant are (a) if there are significant penalties should the Group pre-terminate the contract, and (b) if any leasehold improvements are expected to have a significant remaining value, the Group is reasonably certain to extend and not to terminate the lease contract. Otherwise, the Group considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset.

The Group included the renewal period as part of the lease term for office leases due to the significance of these assets to its operations. These leases have a short, non-cancellable lease period (i.e., 4 to 10 years) and there will be a significant negative effect on production if a replacement is not readily available.

The lease term is reassessed if an option is actually exercised or not exercised or the Group becomes obliged to exercise or not exercise it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the Group.

(b) Evaluation of the Timing of Satisfaction of Performance Obligations

(i) Real Estate Sales

The Group exercises critical judgment in determining whether each performance obligation to develop properties promised in its contracts with customers is satisfied over time or at a point in time. In making this judgment, the Group considers the following:

- any asset created or enhanced as the Group performs;
- the ability of the customer to control such asset as it is being created or enhanced;
- the timing of receipt and consumption of benefits by the customer; and,
- the Group's enforceable right for payment for performance completed to date.

The Group's performance obligation are satisfied as follows:

- *Residential condominium units and houses and lots* – Management determines that revenues from sale of pre-completed residential condominium units and houses and lots are satisfied over time, while completed real estate properties is satisfied at a point in time, since it does not have an alternative use of the specific property sold as it is precluded by its contract from redirecting the use of the property for a different purpose. Further, the Group has rights over payment for development completed to date as the Group can choose to complete the development and enforce its rights to full payment under its contracts even if the customer defaults on amortization payments.
-
- *Memorial lots* – Management determines that its revenue from sale of memorial lots, which are substantially completed and ready for use, shall be recognized at a point in time when the control of goods have passed to the customer, i.e., upon issuance of purchase agreement (PA) to the customer.

(ii) Interment and Chapel Services

The Group determines that revenue from interment and cremation services shall be recognized at a point in time based on the actual services provided to the end of the reporting period as a proportion of the total services to be provided.

(c) Determination of ECL on Contract and Other Receivables, Contract Assets and Due from Related Parties

The Group uses a provision matrix to calculate ECL for contract and other receivables and contract assets. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., by geography, product type, customer type and rating, and coverage by letters of credit and other forms of credit insurance).

The provision matrix is based on the Group's historical observed default rates. The Group's management intends to regularly calibrate (i.e., on an annual basis) the matrix to consider the historical credit loss experience with forward-looking information (i.e., forecast economic conditions). Details about the ECL on the Group's contract and other receivables are disclosed in Note 23.2.

In relation to advances to related parties, PFRS 9 notes that the maximum period over which ECL should be measured is the longest contractual period where an entity is exposed to credit risk. In the case of these receivables from related parties, which are repayable on demand, the contractual period is the very short period needed to transfer the cash once demanded. Management determines possible impairment based on the sufficiency of the related parties' highly liquid assets in order to repay the Group's receivables if demanded at the reporting date taking into consideration the historical defaults of the related parties. If the Group cannot immediately collect its receivables, management considers the expected manner of recovery to measure ECL. If the recovery strategies indicate that the outstanding balance of receivables can be collected, the ECL is limited to the effect of discounting the amount due over the period until cash is realized.

Based on the relevant facts and circumstances existing at the reporting date, management has assessed that all strategies indicate that the Group can fully recover the outstanding balance of its receivables, thus, no ECL is required to be recognized.

(d) Distinction Among Investment Properties, Owner-managed Properties and Real Estate Inventories

The Group classifies its acquired properties as Property and Equipment if used in operations and administrative purposes, as Investment Properties if the Group intends to hold the properties for capital appreciation or rental and as Real Estate Inventories if the Group intends to develop the properties for sale.

(e) Recognition of Provisions and Contingencies

Judgment is exercised by management to distinguish between provisions and contingencies. Policies on recognition of provisions and contingencies are discussed in Note 2.12 and relevant disclosures are presented in Note 22.

3.2 Key Sources of Estimation Uncertainty

Presented below and in the succeeding pages are the key assumptions concerning the future, and other 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) Basis for Revenue Recognition Benchmark

As discussed in Note 2.13, real estate sales are recognized when the collectibility of the sales price is reasonably assured. The Group uses judgment in evaluating the probability of collection of contract price on real estate sales as a criterion for revenue recognition. The Group uses historical payment pattern of customers in establishing a percentage of collection threshold over which the Group determines that collection of total contract price is reasonably assured.

(b) Revenue Recognition for Performance Obligations Satisfied Over Time

In determining the amount of revenue to be recognized for performance obligations satisfied over time, the Group measures progress on the basis of actual costs incurred relative to the total expected costs to complete such performance obligation. Specifically, the Group estimates the total development costs with reference to the project development plan and any agreement with customers. Management regularly monitors its estimates and apply changes as necessary. A significant change in estimated costs would result in a significant change in the amount of revenue recognized in the year of change.

(c) Estimation of Allowance for ECL

The measurement of the allowance for ECL on financial assets at amortized cost is an area that requires the use of significant assumptions about the future economic conditions and credit behavior (e.g., likelihood of customers defaulting and the resulting losses). Explanation of the inputs, assumptions and estimation used in measuring ECL is further detailed in Note 23.2.

(d) Determination of Net Realizable Value of Real Estate Inventories

In determining the net realizable value of real estate inventories, management takes into account the most reliable evidence available at the time the estimates are made. Management determined that the carrying values of its real estate inventories are lower than their net realizable values based on the present market rates. Accordingly, management did not recognize any valuation allowance on these assets as of March 31, 2020

(e) Estimation of Useful Lives of Property and Equipment and Right-of-use Assets

The Group estimates the useful lives of property and equipment and right-of-use assets based on the period over which the assets are expected to be available for use. The estimated useful lives of property and equipment and right-of-use assets are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.

Based on management's assessment as at March 31, 2020, there are no changes in the estimated useful lives of those assets 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 composed of land are carried at cost at the end of the reporting period. In addition, the accounting standards require the disclosure of the fair value of the investment properties. In determining the fair value of these assets, the Group engages the services of professional and independent appraiser applying the relevant valuation methodologies as discussed in Note 25.3.

For investment properties with appraisal 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.

(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. Management assessed that the deferred tax assets (offset against deferred tax liabilities) recognized as at March 31, 2020 will be fully utilized in the coming years (see Note 18).

(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 2.15). 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 these 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.

In 2020 and 2019, no impairment losses were recognized on property and equipment, investment properties, right-of-use assets and other non-financial assets.

(i) Valuation of Post-employment DBO

The determination of the Group's obligation and cost of post-employment defined benefit plan is dependent on the selection of certain assumptions used by actuaries in calculating such amounts. Those assumptions are described in Note 2.16 and include, among others, discount rates and salary increase rate. 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 obligation in the next reporting period.

The amounts of post-employment benefit obligation and expense and an analysis of the movements in the estimated present value of post-employment benefit, as well as the significant assumptions used in estimating such obligation are presented in Note 21.2.

4. SEGMENT REPORTING

4.1 Business Segments

The Group's operating businesses are organized and managed separately according to the nature of products and services provided. In identifying its reportable operating segments, management generally follows the Group's two main revenue sources, which represent the products and services provided by the Group, namely Residential Projects and Deathcare.

(a) *Residential* – this segment pertains to the housing market segment of the Group. It caters on the development and sale of residential house and lots, subdivision lots, and condominium units.

(b) *Deathcare* – the segment pertains to sale of memorial lots, interment income, and income from chapel services.

4.2 Analysis of Segment Information

The following table present revenue and profit information regarding business segments of the Group for the period ended March 31, 2020:

	Death Care	Residential	Total
Revenues	₱369,021	₱1,446,473	₱1,815,494
Cost of sales and services	(161,579)	(748,784)	(910,363)
Gross profit	207,442	697,689	905,131
Other operating expenses	119,503	205,147	324,650
Depreciation and amortization	(9,761)	(17,831)	(27,592)
	109,742	187,316	297,058
Segment profit before tax and depreciation and amortization	₱97,700	₱510,373	₱608,073
Segment Assets	₱4,718,022	₱22,695,009	₱27,413,031
Segment Liabilities	₱1,952,078	₱14,257,589	₱16,209,667

The results of operations from the two segments are used by management to analyze the Group's operation and to allow them to control and study the costs and expenses. It is also a management indicator on how to improve the Group's operation. Expenses are allocated through direct association of costs and expenses to operating segments.

4.3 Reconciliation

Presented below and is a reconciliation of the Group's segment information to the key financial information presented in its consolidated financial statements.

	(in thousands)
Assets:	
Total segment asset	₽27,413,031
Due from related parties	8,088
Investment property	100,608
Group Total Assets	₽27,521,727
Liabilities:	
Total segment liabilities	₽16,209,667
Due to related parties	952,553
Income tax payable	31,315
Deferred tax liabilities	1,174,588
Group Total Liabilities	₽18,368,123

4.4 Disaggregation of Revenue from Contract with Customers and Other Counterparties

When the Group prepares its investor presentations and when the Group's Executive Committee evaluates the financial performance of the operating segments, it disaggregates revenue similar to its segment reporting as presented in Notes 4.1 and 4.2.

The Group determines that the categories used in the investor presentations and financial reports used by the Group's Executive Committee can be used to meet the objective of the disaggregation disclosure requirement of PFRS 15, which is to disaggregate revenue from contracts with customers and other counterparties and disclosed herein as additional information) into categories that depict how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic factors. A summary of additional disaggregation from the segment revenues and other unallocated income are shown in the Note 15.

5. CASH AND CASH EQUIVALENTS

Cash and cash equivalents as of March 31, 2020 follows:

	(in thousands)
Cash on hand	₽5,832
Cash in bank	1,155,556
Short-term placements	300,000
	₽1,461,388

Cash on hand comprises of revolving fund, commission fund and petty cash fund intended for the general use of the Group. Cash in banks generally earn interest at rates based on daily bank deposit rates. The related interest income earned amounted to ₽3.5 million and ₽0.3 million on March 31, 2020 and 2019, respectively, is presented as Finance Income in the statements of comprehensive income.

6. CONTRACTS AND OTHER RECEIVABLES

6.1 Contracts Receivables

This account is composed of the following:

	(in thousands)
Current	₱9,524,960
Non-current	2,514,166
	₱12,039,126

Contracts receivables represent receivables from sale of residential houses and lots, subdivision lots, memorial lots, and condominium units, which are normally collectible within one to fifteen years. Contracts receivables have an annual effective interest rate of 6.0% to 16.0% in 2020 and 2019. Interest income related to contracts receivables amounted to ₱20.1 million and ₱20.2 million on March 31, 2020 and 2019, respectively, and are reported under Revenues in the consolidated statements of comprehensive income.

The Group's contracts receivables are effectively collateralized by the real estate properties sold to the buyers considering that the title over the rights in the real estate properties will only be transferred to the buyers upon full payment.

Included in the contracts receivables are receivables obtained by way of deed of assignment from Household Development Corporation (HDC), a related party under common ownership. In consideration of the assignment, BHI shall pay HDC a cash consideration totaling ₱274.5 million. As of March 31, 2020 the unpaid portion of the cash consideration amounting to ₱78.2 million is presented as part of Trade payables under Trade and Other Payables account in the consolidated statements of financial position (see Note 12.1).

6.2 Other Receivables

The composition of this account as of March 31 is shown below.

	(in thousands)
Receivable from contractors and brokers	₱1,794,423
Advances to contractors and others	622,763
Receivables from other services	42,254
Advances to employees	22,516
Others	14,697
	₱2,496,653

Receivable from contractors and brokers pertains to excess of advances over the remaining liability related to construction development while receivables from brokers pertains to the collections they received on behalf of the Group that are yet to be remitted to the Group.

Advances to contractors and others mainly represent advances to contractors or suppliers as advance payments for purchase of construction materials, supplies and construction services.

Advances to employees represent cash advances and noninterest-bearing short-term loans granted to the Group's employees, which are collected through liquidation and salary deduction.

Others mainly pertain to receivables from the buyers for documentary fees and other assistance related to processing and transfer of lots and units sold.

7. REAL ESTATE INVENTORIES

Details of real estate inventories, which are stated at cost and is lower than NRV, are shown below.

	(in thousands)
Raw land	₱3,470,039
Residential lots	1,552,543
Memorial lots	1,307,863
Residential houses	778,173
Property development costs	770,646
Condominium units	52,286
	₱7,931,550

Raw land pertains to the cost of several parcels of land acquired by the Group to be developed and other costs incurred to effect the transfer of the title of the properties to the Group.

Residential houses and lots represent houses and lots in subdivision projects for which the Group has already been granted the license to sell by the Housing and Land Use Regulatory Board of the Philippines. Residential houses include units that are ready for occupancy and units under construction.

Memorial lots consist of acquisition costs of the land, construction and development costs, and other necessary costs incurred in bringing the memorial lots ready for sale.

The property development costs represent the accumulated costs incurred in developing the real estate properties for sale. Costs incurred comprise of actual costs of land, construction and related engineering, architectural and other consultancy fees related to the development of residential projects.

Condominium units pertain to the accumulated land costs, construction services and other development costs incurred in developing the Group's condominium projects.

8. OTHER ASSETS

This account consists of the following as of March 31:

	(in thousands)
Current:	
Construction materials	₱1,120,909
Prepaid commission	341,172
Creditable withholding taxes	72,523
Prepaid expenses	15,003
Input VAT	4,999
Deferred input VAT	3,075
Security deposits - current	5,921
Other assets	4,444
	1,568,046
Non-current -	
Security deposits	94,664
Other assets	5,000
	99,664
	₱1,667,710

Construction materials pertain to aluminum forms and various materials to be used in the construction of residential houses. Deferred input VAT pertains to the unamortized portion of input VAT from purchases of capital goods which are subject to amortization.

9. PROPERTY AND EQUIPMENT

The gross carrying amounts and accumulated depreciation and amortization of property and equipment at March 31, 2020 is shown below.

	Building	Leasehold Improvements	Service Vehicle	Service Equipment	Park Maintenance Tools and Equipment	Furniture, Fixtures and Equipment	System Development Cost	Total
March 31, 2020								
Cost	₱204,591	₱45,819	₱147,261	₱16,605	₱34,346	₱193,082	₱44,790	₱686,494
Accumulated depreciation and amortization	(39,983)	(31,519)	(83,227)	(13,115)	(27,757)	(83,767)	(29,147)	(308,515)
Net carrying amount	₱164,608	₱14,300	₱64,034	₱3,490	₱6,589	₱109,315	₱15,643	₱377,979

The amount of depreciation and amortization is presented as part of Cost of Sales and Services and Other Operating Expenses in the statements of comprehensive income (see Note 16).

Depreciation expense of park maintenance tools and service equipment were charged under park operations, which is subsequently closed to maintenance care fund (see Note 14).

10. INVESTMENT PROPERTIES

The Group's investment properties consist of land which is intended for capital appreciation amounting to ₱110.6 million as of March 31, 2020.

None of the Group's investment properties have generated rental income. There were also no significant directly attributable cost, purchase commitments and any restrictions as to use related to these investment properties during the reporting periods.

Management has assessed that there were no significant circumstances during the reporting periods that may indicate impairment loss on the Group's investment properties.

The fair value and other information about the measurement and disclosures related to the investment properties are presented in Note 25.3.

11. INTEREST-BEARING LOANS

Short-term and long-term interest-bearing loans and borrowings pertain to bank loans which are broken down as follows:

	(in thousands)
Current	₱2,197,098
Non-current	4,793,662
	₱6,990,760

The bank loans represent secured and unsecured loans from local commercial banks. The loans which have maturities ranging from 1 to 15 years bear annual interest rates ranging from 5.5% to 8.5%.

Interest expense incurred on these loans amounted to ₱46.4 million and ₱34.4 million for the period ended March 31, 2020 and 2019, respectively. Interest expense is presented as part of Finance Costs in the consolidated statements of comprehensive income. There are no outstanding interest payable as of March 31, 2020 and December 31, 2019 related to these loans.

The loans are net of debt issue cost amounting to ₱37.2 million as of March 31, 2020. The amortization of debt issue cost amounting to ₱2.8 million is presented as part of Finance Cost under Other Income (Charges) section in the consolidated statements of comprehensive income.

Certain loans of the Group are secured by contract receivables with a carrying amount of ₱2,453.2 million as of March 31, 2020.

12. TRADE AND OTHER PAYABLES AND RAWLAND PAYABLE

12.1 Trade and Other Payables

This account consists of:

	(in thousands)
Trade payables	₱2,991,731
Accrued expenses	527,872
Deferred output tax	303,450
Retention payable	81,403
Commission payable	76,213
Withholding taxes payable	16,263
VAT payable	11,280
Other payables	869
	₱4,009,081

Trade payables comprise mainly of liabilities to suppliers and contractors arising from the construction and development of the Group's real estate properties. It also includes liability on assigned receivables which pertains to the outstanding balance of the cash consideration with respect to the receivables assigned by HDC to BHI (see Note 6).

Accrued expenses pertain to accruals of professional fees, salaries and other employee benefits, utilities, advertising, marketing and other administrative expenses.

Deferred output tax is the portion of VAT attributable to outstanding contract receivables. This is reversed upon payment of monthly amortization from customers.

Retention payable pertains to the amount withheld from payments made to contractors to ensure compliance and completion of contracted projects equivalent to 10% of every billing made by the contractor. Upon completion of the contracted projects, the amounts are remitted to the contractors.

Commission payable refers to the liabilities of the Group as of the end of the reporting periods to its sales agents for every sale that already reached the revenue recognition threshold of the Group.

12.2 Rawland Payables

Rawland payables pertains to the amount of outstanding liability regarding the acquisitions of raw land from third parties, which will be used in the development of the Group's subdivision and memorial lots projects.

The Group purchased various rawlands for expansion and development. The outstanding balance arising from these transactions amounted to ₱1,578.8 million and ₱1,404.1 million as of March 31, 2020 and December 31, 2019, respectively.

13. CUSTOMERS' DEPOSITS

Customers' deposits pertain to reservation fees and advance payments from buyers, which did not meet the revenue recognition criteria as of the end of the reporting period. As of March 31, 2020 and December 31, 2019, Customers' Deposits account, as presented in the current liabilities section of the consolidated statements of financial position, amounted to ₱2,754.4 million and ₱2,694.7 million, respectively (see Note 2.13).

14. RESERVE FOR PERPETUAL CARE

Under the terms of the contract between the Group and the purchasers of memorial lots, a portion of the amount paid by the purchasers is set aside as Perpetual Care Fund (Trust Fund). The balance of the reserve for perpetual care for memorial lots as of March 31, 2020 and December 31, 2019 amounted to ₱781.9 million and ₱709.8 million, respectively, represents the total amount of perpetual care from all outstanding sales contracts, net of amount already remitted for fully collected memorial lots into the Trust Fund.

As an industry practice, the amount turned over to the Trust Fund is only for fully collected contracts in as much as the outstanding contracts may still be forfeited and/or rescinded. The income earned from the Trust Fund will be used in the perpetual care and maintenance of the memorial lots. Once placed in the Trust Fund, the assets, liabilities, income and expense of the Trust Fund are considered distinct and separate from the assets and liabilities of the Group, thus, do not form part of the accounts of the Group.

15. REVENUES

15.1 Disaggregation of Revenues

The Group derives revenues from sale of real properties and deathcare operations. An analysis of the Group's major sources of revenues for the period ended March 31, 2020 is presented below:

	Segments		
	Death Care	**Residential**	**Total**
Geographical areas			
Luzon	₱217,272	₱1,138,901	₱1,356,173
Visayas	60,441	266,308	326,749
Mindanao	91,308	41,264	132,572
	₱369,021	₱1,446,473	₱1,815,494

16. COSTS AND EXPENSES

16.1 Costs of Sales and Services

Presented below are the details of costs of sale and services.

	(in thousands)
Cost of real estate sales	₱901,939
Cost of interment	5,200
Cost of chapel services	3,224
	₱910,363

Cost of real estate sales consists of:

	(in thousands)
Cost of land	₱329,929
Construction and development costs	572,010
	₱901,939

16.2 Operating Expenses by Nature

The details of operating expenses by nature for the period ended March 31, 2020 is shown below.

	(in thousands)
Salaries and wages	₱84,490
Commission	77,871
Outside services	28,689
Depreciation and amortization	27,592
Advertising	15,221
Promotions	15,065
Repairs and maintenance	8,443
Transportation and travel	7,679
Utilities	7,491
Rentals	7,409
Taxes and licenses	6,093
Management fees	5,829
Prompt payment discount	4,086
Professional fees	3,626
Office supplies	3,568
Representation	3,415
Insurance	3,336
Collection fees	2,603
Meetings and conferences	2,272
Training and seminars	301
Miscellaneous expenses	9,571
	₱324,650

Miscellaneous expenses mainly consist of subscription dues and other fees such as registration, transfer and mortgage fees.

17. OTHER REVENUES

This account consists of:

	(in thousands)
Forfeited sales	₱36,556
Transfer fee	1,351
Interest on past due Accounts	655
Service Tent rental	121
Others	1,252
	₱39,935

Others include penalties from customers with lapsed payments, restructured accounts, and other fees collected for transactions incidental to the Company's operations such as payment for passbooks, memorial garden construction fee, among others.

18. TAXES

18.1 Registration with the Board of Investments (BOI)

The BOI approved BHI's application for registration as an Expanding Developer of Economic and Low-Cost Housing Project on a Non-pioneer Status relative to its various units under its Lumina Quezon phase 2, Bria La Hacienda, Bria San Pablo, Lumina Gensan, Bria Flats Mykonos, Bria Flats Levitha, Bria Flats Corfu, Bria Flats Rhodes, Bria Flats Capri, Bria Sta. Maria, Bria Homes Digos, Bria Homes Tagum, Bria Flats Crimson, Bria Flats Scarlet, Bria Flats Magenta, and Lumina Classic 2B in 2019; Bria Calamba Phase 1 and 2 project in December 2018; under the Northridge Central Lane, Northridge Grove Phase 2, Northridge View, Bria Home Binangonan and Bria General Santos projects in December 2017; and, under the Lumina Tanza Phase 2, Lumina Homes San Pablo and Lumina General Trias (Phase 1 and 2) projects in December 2016.

Under the registration, the applicable rights and privileges provided in the Omnibus Investment Code of 1987 shall equally apply and benefit the BHI with certain incentives including income tax holiday (ITH) for a period of four years from the date of registration.

18.2 Current and Deferred Taxes

The components of tax expense reported in profit or loss and in other comprehensive income for the period ended March 31, 2020 follow:

	(in thousands)
Current	₱8,123
Deferred	40,214
	₱48,337

The Group is subject to the minimum corporate income tax (MCIT), which is computed at 2% of gross income as defined under the tax regulations, or RCIT, whichever is higher. The Group reported RCIT in 2020 and 2019 as the RCIT is higher than MCIT in such years.

In March 31, 2020 and 2019, the Group claimed itemized deductions in computing for its income tax due.

19. RELATED PARTY TRANSACTIONS

19.1 Due from Related Parties

In the normal course of business, the Group grants noninterest-bearing cash advances to its parent company and other related parties, including those under common ownership for working capital requirements, capital asset acquisition and other purposes. These advances are unsecured and generally payable in cash on demand or through offsetting arrangements with related parties.

The movements in the Due from Related Parties account are shown below.

	(in thousands)
Balance at beginning of period	₱7,982
Advances	106
	₱8,088

19.2 Due to Affiliates

The Group obtained short-term, unsecured, noninterest-bearing advances from related parties for working capital requirements payable in cash upon demand. The outstanding balance amounting to ₱952.6 million as of March 31, 2020 is presented as Due to Related Parties.

20. EQUITY

20.1 Capital Stock

	Mar 31, 2020	**Dec 31, 2019**
Common		
Authorized	996,000,000	996,000,000
Par value per share	₱1.00	₱1.00
Issued shares	644,117,649	644,117,649
Value of shares issued	₱644,117,649	₱644,117,649
Preferred		
Authorized	400,000,000	400,000,000
Par value per share	₱0.01	₱0.01
Issued shares	–	–
Value of shares issued	–	–

On December 27, 2017, the Parent Company's BOD authorized the issuance of 150,000,000 common shares to CGI, a related party under common ownership, out of the unissued authorized capital stock, at a subscription price of ₱20.0935 per share or an aggregate subscription price of ₱3,014,027,483 (see Note 1.2).

As at March 31, 2019, there are 7 holders of the listed common shares owning at least one board lot of 100 shares. Such listed shares closed at ₱368.00 per share as of March 31, 2020.

20.2 Revaluation Reserves

As of March 31, 2020, the Company has accumulated actuarial loss, net of tax, due to remeasurement of post-employment defined benefit plan amounting to ₱16.4 million.

21. EARNINGS PER SHARE

The basic and diluted earnings per share were computed as follows:

	(in thousands)
Net profit	₱529,128
Divided by the number of outstanding common shares	644,118
Basic and diluted earnings per share	₱0.82

The Group has no dilutive potential common shares as at March 31, 2020, hence, diluted earnings per share equals the basic earnings per share.

22. COMMITMENTS AND CONTINGENCIES

22.1 Operating Lease Commitments

The Group has leases with terms ranging from one to five years with renewal options upon mutual written agreement between the parties and include annual escalation in rental rates.

The total rentals from this operating lease amounted to ₱7.4 million as of March 31, 2020 of which the major portion is shown as Rentals under Other Operating Expenses in the statements of comprehensive income (see Note 16.2).

22.2 Others

There are other commitments and contingent liabilities that arise in the normal course of the Group's operations which are not reflected in the consolidated financial statements. Management is of the opinion that losses, if any, from these events and conditions will not have material effects on the Group's consolidated financial statements.

23. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group is exposed to a variety of financial risks which result from both its operating and investing activities. The Group's risk management 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 lasting returns.

The Group does not engage in the trading of financial assets for speculative purposes nor does it write options. The relevant financial risks, unless otherwise stated, to which the Group is exposed to are described below and in the succeeding pages.

23.1 Interest Rate Risk

The Group has no financial instruments subject to floating interest rate, except cash in banks, which has historically shown small or measured changes in interest rates. As such, the Group's management believes that interest rate risks are not material.

23.2 Credit Risk

The Group operates under sound credit-granting criteria wherein credit policies are in place. These policies include a thorough understanding of the customer or counterparty as well as the purpose and structure of credit and its source of repayment. Credit limits are set and monitored to avoid significant concentrations to credit risk. The Group also employs credit administration activities to ensure that all facets of credit are properly maintained.

The maximum credit risk exposure of financial assets and contract assets is the carrying amount of the financial assets as shown on the consolidated statements of financial position are summarized below.

	(in thousands)
Cash and cash equivalents	₱1,461,388
Contracts receivable	12,039,126
Contract assets	1,422,316
Due from related parties	8,088
Security deposits	100,585
Other receivables	1,873,890
	₱16,905,393

Cash in banks are insured by the Philippine Deposit Insurance Commission up to a maximum coverage of ₱0.5 million for every depositor per banking institution. Also, the Group's contracts receivables are effectively collateralized by residential houses and lots and memorial lots. Other financial assets are not secured by any collateral or other credit enhancements.

The Group applies the PFRS 9 simplified approach in measuring ECL which uses a lifetime expected loss allowance for all trade receivables and other receivables. To measure the expected credit losses, contract receivables and other receivables have been grouped based on shared credit risk characteristics and the days past due (age buckets). The other receivables relate to receivables from both third and related parties other than trade receivables and have substantially the same risk characteristics as the trade receivables.

The expected loss rates are based on the payment profiles of sales over a period of 36 months before March 31, 2020 and 2019, respectively, and the corresponding historical credit losses experienced within such period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The management determined that there is no required ECL to be recognized on the Group's contract receivables since the fair value of real estate sold when reacquired is sufficient to cover the unpaid outstanding balance of the related receivable arising from sale. Therefore, there is no expected loss given default as the recoverable amount from subsequent resale of the real estate is sufficient. Accordingly, no additional allowance was recorded by the Group as of March 31, 2020.

The Contract Asset account is secured to the extent of the fair value of the real estate sale of house and lot and condominium units sold since the title to the real estate properties remains with the Group until the contract assets or receivables are fully collected. Therefore, there is also no expected loss given default on the contract asset.

The Group considers credit enhancements in determining the expected credit loss. Contract receivables and contract assets from real estate sales are collateralized by the real properties.

Some of the unimpaired contract receivables and other receivables, which are mostly related to real estate sales, are past due as at the end of the reporting period and are presented below.

ECL for due from related parties are measured and recognized using the liquidity approach. Management determines possible impairment based on the related party's ability to repay the advances upon demand at the reporting date taking into consideration the historical defaults from the related parties.

The Group does not consider any significant risks in the due from related parties as these are entities whose credit risks for liquid funds are considered negligible, since counterparties are in good financial condition. As of March 31, 2020, impairment allowance is not material.

Security deposits are subject to credit risk. The Group's security deposits pertain to receivable from lessors and third-party utility providers. Based on the reputation of those counterparties, management considers that these deposits will be refunded when due.

23.3 Liquidity Risk

The Group manages its liquidity needs by carefully monitoring 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.

As of March 31, 2020, the Group's financial liabilities have contractual maturities which are presented below.

	Within 12 Months	More than One Year to Five Years
Trade and other payables	₱3,678,088	₱–
Rawland payable	1,578,757	–
Interest-bearing loans and borrowings	2,197,098	4,793,662
Due to related parties	952,553	–
Lease liability	8,394	8,072
Reserve for perpetual care	–	781,943
	₱8,414,890	₱5,583,677

As of March 31, 2020, the aging of receivables is as follows:

(In Thousands)	Current	Within 90 days	91-180 days	181-360 days	Over 1Year	Total
Contracts receivable	₱10,418,503	₱565,346	₱257,784	₱301,750	₱495,743	₱12,039,126
Due from related parties	8,088	–	–	–	–	8,088
Other receivables	1,873,890	–	–	–	–	1,873,890
Total	₱12,300,481	₱565,346	₱257,784	₱301,750	₱495,743	₱13,921,104

24. CATEGORIES AND OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

24.1 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.

	Notes	**Carrying Values**	**Fair Values**
		(in thousands)	
Financial Assets			
At amortized cost:			
Cash on-hand and in-banks	5	₱1,461,388	₱1,461,388
Contracts receivables	6	12,039,126	12,039,126
Due from related parties	19.1	8,088	8,088
Security deposits	8	100,585	100,585
Other Receivables		1,873,890	1,873,890
		₱15,483,077	₱15,483,077

	Notes	**Carrying Values**	**Fair Values**
		(in thousands)	
Financial Liabilites			
At amortized cost:			
Interest-bearing loans	11	₱6,990,760	₱6,990,760
Trade and other payables	12	3,678,088	3,678,088
Rawland payables	12	1,578,757	1,578,757
Lease liability		16,466	16,466
Reserve for perpetual care	14	781,943	781,943
		₱13,046,014	₱13,046,014

See Notes 2.5 and 2.10 for a description of the accounting policies for each category of financial instrument. A description of the Group’s risk management objectives and policies for financial instruments is provided in Note 23.

24.2 Offsetting of Financial Assets and Financial Liabilities

Except as more fully described in Note 19, the Group has not set-off financial instruments in 2020 and 2019 and does not have relevant offsetting arrangements. Currently, all other financial assets and financial liabilities are settled on a gross basis; however, each party to the financial instrument (particularly related parties) will have the option to settle all such amounts on a net basis in the event of default of the other party through approval by both parties’ BOD and stockholders. As such, the Group’s outstanding receivables from and payables to the same related parties as presented in Note 19 can be potentially offset to the extent of their corresponding outstanding balances.

25. FAIR VALUE MEASUREMENT AND DISCLOSURES

25.1 Fair Value Hierarchy

In accordance with PFRS 13, *Fair Value Measurement*, the fair value of financial assets and financial liabilities and non-financial assets which are measured at fair value on a recurring or non-recurring basis and those assets and liabilities not measured at fair value but for which fair value is disclosed in accordance with other relevant PFRS, are categorized into three levels based on the significance of inputs used to measure the fair value. The fair value hierarchy has the following levels:

- 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.

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

The Group's financial assets which are not measured at fair value in the consolidated statements of financial position but for which fair value is disclosed include cash and cash equivalents, which are categorized as Level 1, and contract and other receivables, due from related parties and security deposits which are categorized as Level 3. Financial liabilities which are not measured at fair value but for which fair value is disclosed pertain to interest-bearing loans and borrowings, trade and other payables, due from related parties, rawland payables, lease liabilities and reserve for perpetual care which are categorized under various levels.

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-term 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 are not based on observable market data.

25.3 Fair Value Measurement for Non-financial Assets

The Group's investment properties amounting to ₱100.6 million categorized under level 3 hierarchy of non-financial assets measured at cost as of March 31, 2020.

The fair value of the Group's investment properties, pertaining to parcels of land, amounting to ₱427.0 million as of March 31, 2020 are determined on the basis of the appraisals performed by an independent appraiser 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 appraiser 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 level 3 fair value of land was determined based on the observable recent prices of the reference properties, adjusted for differences in key attributes such as property size, zoning, and accessibility. 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.

26. 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 products and services commensurate with the level of risk.

The Group sets the amount of capital in proportion to its overall financing structure, i.e., equity and financial liabilities. The Group manages the capital structure and makes adjustments to it in 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.

The Group monitors capital on the basis of the carrying amount of equity as presented in the consolidated statements of financial position. Capital for the reporting periods under review is summarized as follows:

	(in thousands)
Total interest-bearing loans	₱6,990,760
Total adjusted equity	9,103,604
Debt-to-equity ratio	0.76:1.00

Financial Soundness Indicator

Below are the financial ratios that are relevant to the Company for the period ended March 31, 2020 and 2019.

		31-Mar-20	2019
Liquidity:			
Current Ratio	Current Assets/Current Liability	2.12:1	2.02:1
Solvency:			
Solvency ratio	EBITDA / Total debt (Total debt includes interest bearing loans and borrowings)	0.09:1	0.08:1
Total Liabilities-to-Equity Ratio	Total debt / Total stockholders' equity (Total debt includes interest bearing loans and borrowings)	0.76:1	0.88:1
Asset-to-equity:			
Asset-to-Equity ratio	Total Assets/Total Equity	3.01:1	3.20:1

		31-Mar-20	31-Mar-19
Interest-rate-coverage:			
Interest-rate-coverage ratio	Profit Before Tax and Interest/Finance Costs (Including capitalized interest)	13.44:1	17.70:1
Profitability:			
Return-on-equity	Net profit / Average total equity	6%	8%

MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION

AND RESULTS OF OPERATIONS

RESULTS OF OPERATIONS COVERING
3-MONTHS OF 2020 VS. 3-MONTHS OF 2019

Revenues
The revenues of the Company slightly increased from **₱1,796.7 million** for the 3-months ended March 31, 2019 to **₱1,815.5 million** for the 3-months ended March 31, 2020**.** This was primarily attributable to the following:

- **Real estate sales**
  Real estate sales of the group increased to **₱1,776.8 million** for the 3-months of 2020, a **slight** increase from **₱1,759.2 million** in the same period in 2019. The growth was due mainly to a slight growth in sales in residential units for Bria Homes, as well as an increase in the sale of memorial lots for Golden Haven.

- **Interment income**
  There was **11%** increase in income from interment services**,** to **₱9.5 million** in 3-months of 2020 from **₱8.6 million** in the same period in 2019. This was attributable to the increase in the number of services rendered in 3-months of 2020, compared to the same period in 2019.

- **Interest income on contract receivables**
  Income from interest on contract receivables were recorded at **₱20.1 million** in 3-months of 2020, decreasing by **1%** compared to **₱20.2 million** in 3-months of 2019. This was due to the decrease on in-house financed sales on account in 3-months of 2020 compared to 3-months of 2019.

- **Income from Chapel Services**
  Income from chapel services increased by **4%**, to **₱9.1 million**, from **₱8.7 million**, due to the increase in the number of memorial chapel and cremation services and rendered in 3-months of 2020, compared to the same period in 2019.

Costs and Expenses
Cost and expenses decreased to **₱1,235.0 million** in 3-months ended March 31, 2020, from **₱1,249.9 million** for period ended March 31, 2019. The **1%** decrease was primarily attributable to the following:

- **Other operating expenses**
  A **5%** decrease in other operating expenses, to **₱324.7 million** in 3-months of 2020 from **₱341.2 million** in 3-months of 2019, due primarily to decrease in commissions, advertising expense and increase in salaries and wages for the 3-months of 2020 compared to same period previous year due to a higher number of personnel hired due to the geographic expansion of the Group.

Other Income - Net
Other income - net decreased to a loss of (**₱3 million)** in the 3-months of 2020, from an income **₱28 million** in 3-months of 2019. The **111%** decrease was mainly attributable to an increase in finance costs on the bank loans availed by the Company.

Tax Expense
The Company's tax expense decreased by **7%,** to **₱48.3 million** for 3-months of 2020 from **₱51.7 million** for 3-months of 2019 primarily due to a lower taxable base for the period.

Net Income
As a result of the movements above, total net profits slightly increased by **1%**, to **₱529.1 million** in 3-months of 2020from **₱522.8 million** recorded in 3-months of 2019.

In a move to contain the COVID-19 outbreak, on March 13, 2020, the Office of the President of the Philippines issued a Memorandum directive to impose stringent social distancing measures in the National Capital Region effective March 15, 2020. On March 16, 2020, Presidential Proclamation No. 929 was issued, declaring a State of Calamity throughout the Philippines for a period of six (6) months and imposed an enhanced community quarantine throughout the island of Luzon until April 12, 2020, which was subsequently extended to May 15, 2020. Enhanced community quarantine was likewise imposed in provinces outside the island of Luzon as imposed by their respective local government unit. These measures have caused disruptions to businesses and economic activities, and its impact on businesses continue to evolve. On May 16, 2020, the Enhanced Community Quarantine was downgraded to Modified Enhanced Community Quarantine in Metro Manila and to General Community Quarantine in most provinces.

For the 3-months of 2020, except for the COVID-19 impact as discussed above, there were no other seasonal aspects that had a material effect on the financial condition or results of operations of the Company. Neither were there any trends, events or uncertainties that have had or that are reasonably expected to have a material impact on the net sales or revenues or income from continuing operations. The Company is not aware of events that will cause a material change in the relationship between the costs and revenues.

There are no significant elements of income or loss that did not arise from the Company's continuing operations.

FINANCIAL CONDITION AS OF MARCH 31, 2020 VS. DECEMBER 31, 2019

The Group's total assets were recorded at **₱27,521.7 million** as of March 31, 2020, compared to the **₱27,589.6 million** recorded as of December 31, 2019. This flat growth was due to the following:

- Cash on-hand and in-banks decreased by **48%**, from **₱2,795.7 million** as of December 31, 2019, to **₱1,461.4 million** as of March 31, 2020, due primarily to payments of loans and cash used in operations.

- Total contracts receivable and contract assets, including non-current, increased by **7%** from **₱12,631.8 million** as of December 31, 2019, to **₱13,461.4 million** as of March 31, 2020 due to an increase in sales on account recorded over the period.

- Other receivables increased by **10%** from **₱2,262.7 million** as of December 31, 2019, to **₱2,496.7 million** as of March 31, 2020 due primarily to an increase in receivables from contractors.

- Real estate inventories increased by **2%**, from **₱7,784.8 million** of December 31, 2019 to **₱7,931.6 million** as of March 31, 2020 due to the expansion of existing projects.

- Property and equipment-net increased by **10%,** from **₱343.3 million** as of December 31, 2019 to **₱378.0 million** as of December 31, 2020, due primarily to the purchase of additional property and equipment for the period.

The total liabilities of the Group decreased by **3%**, from **₱18,965.2 million** as of December 31, 2019 to **₱18,368.1 million** as of March 31, 2020. This decrease was due to the following:

- Total interest-bearing loans, including non-current, decreased by **8%**, from **₱7,625.9 million** as of December 31, 2019 to **₱6,990.8 million** as of December 31, 2020, due to payments made by the Company during the period.

- Trade and other payables decreased by **7%** from **₱4,325.8 million** as of December 31, 2019 to **₱4,009.1 million** as of March 31, 2020, due to payments made by the Company during the period.

- Rawland payables increased by **12%**, from **₱1,404.1 million** as of December 31, 2019 to **₱1,578.8 million** as of March 31, 2020, due mainly to new acquisitions of rawlands for the Company's expansion.

- Customers' deposits increased by **2%** from **₱2,694.7 million** as of December 31, 2019 to **₱2,754.4 million** as of March 31, 2020 due to an increase in reservation sales for the period.

- Income tax payable increased by **35%**, from **₱23.2 million** as of December 31, 2019 to **₱31.3 million** as of March 31, 2020 primarily due to the delayed payment in the full year 2019 income tax due to the lockdown. Full year income tax payable were paid in June 11, 2020.

- Deferred tax liabilities-net increased by **4%** from **₱1,134.4 million** as of December 31, 2019 to **₱1,174.6 million** as of March 31, 2020 due to the increase temporary difference for the period.

- Reserve for perpetual care increased by **10%** from **₱709.8 million** as of December 31, 2019 to **₱781.9 million** as of March 31, 2020 due to an increase in memorial lot sales recorded for the period.

Total stockholder's equity increased by **6%** or by **₱529.2 million** from **₱8,624.5 million** as of December 31, 2019 to **₱9,153.6 million** as of March 31, 2020, due mostly to an increase in retained earnings by **11%,** from **₱5,026.5 million** in December 31, 2019, to **₱5,555.7 million** as of March 31, 2020, coming from the net income earned during the period.

MATERIAL CHANGES TO THE GROUP'S STATEMENT OF FINANCIAL POSITION AS OF MARCH 31, 2020 COMPARED TO DECEMBER 31, 2019 (INCREASE/DECREASE OF 5% OR MORE)

- Cash on-hand and in-banks decreased by **₱1,334.3 million**, or **48%**, from **₱2,795.7 million** as of December 31, 2019, to **₱1,461.4 million** as of March 31, 2019, due primarily to payments of loans and cash used in operations.

- Total contracts receivable and contract assets, including non-current, increased by **₱829.6 million**, or **7%** from **₱12,631.8 million** as of December 31, 2019, to **₱13,461.4 million** as of March 31, 2020 due to an increase in sales on account recorded over the period.

- Other receivables increased by **₱234.0 million**, or **10%** from **₱2,262.7 million** as of December 31, 2019, to **₱2,496.7 million** as of March 31, 2020 due to an increase in receivables from contractors brought about by expansion and development recorded.

- Property and equipment-net increased by **₱34.7 million**, or **10%,** from **₱343.3 million** as of December 31, 2019 to **₱378.0 million** as of March 31, 2020, due primarily to the purchase of additional property and equipment for expansion over the period.

- Trade and other payables decreased by **₱316.7 million**, or **7%** from **₱4,325.8 million** as of December 31, 2019 to **₱4,009.1 million** as of March 31, 2020, due to payments made during the period.

- Rawland payables increased by **₱174.6 million**, or **12%**, from **₱1,404.1 million** as of December 31, 2019 to **₱1,578.8 million** as of March 31, 2020, due mainly to new acquisition of rawlands for the Company's expansion during the period.

- Income tax payable increased by **₱8.1 million**, or **35%**, from **₱23.2 million** as of December 31, 2019 to **₱31.3 million** as of March 31, 2020 primarily due to the delayed payment in the full year 2019 income tax due to the lockdown. Full year income tax payable were paid in June 11, 2020.

- Reserve for perpetual care increased by **₱72.1 million**, or **10%** from **₱709.8 million** as of December 31, 2019 to **₱781.9 million** as of March 31, 2020 due to an increase in memorial lot sales recorded for the period.

- Total stockholder's equity increased by **₱529.2 million** or **6%** from **₱8,624.5 million** as of December 31, 2019 to **₱9,153.6 million** as of March 31, 2020, due mostly to an increase in retained earnings by **11%,** from **₱5,026.5 million** in December 31, 2019, to **₱5,555.7 million** as of March 31, 2020, due to net income earned during the period.

MATERIAL CHANGES TO THE GROUP'S STATEMENT OF INCOME FOR THE 3-MONTHS OF 2020 COMPARED TO THE 3-MONTHS OF 2019 (INCREASE/DECREASE OF 5% OR MORE)

- Income from interment services increased by **₱0.9 million** or **11%**, to **₱9.5 million** in 3-months of 2020 from **₱8.6 million** in the same period in 2019. This was attributable to the increase in the number of services rendered in 3-months of 2020, compared to the same period in 2019.

  Other operating expenses decreased by **₱16.5 million** or **5%**, to **₱324.6 million** in 3-months of 2020 from **₱341.2 million** in 3-months of 2019, due primarily to decrease in commissions, advertising expense and increase in salaries and wages for the 3-months of 2020 compared to same period previous year due to a higher number of personnel hired due to the geographic expansion of the Group.

- Other income - net decreased by **₱30.7 million** or **111%**, to a loss of (**₱3 million)** in the 3-months of 2020, from an income **₱28 million** in 3-months of 2019. The decrease was mainly attributable to an increase in finance costs on the bank loans availed by the Company.

- Tax expense decreased by **₱3.4 million** or **7%,** to **₱48.3 million** for 3-months of 2020 from **₱51.7 million** for 3-months of 2019. This was primarily due to a lower taxable base for the period.

In a move to contain the COVID-19 outbreak, on March 13, 2020, the Office of the President of the Philippines issued a Memorandum directive to impose stringent social distancing measures in the National Capital Region effective March 15, 2020. On March 16, 2020, Presidential Proclamation No. 929 was issued, declaring a State of Calamity throughout the Philippines for a period of six (6) months and imposed an enhanced community quarantine throughout the island of Luzon until April 12, 2020, which was subsequently extended to May 15, 2020. Enhanced community quarantine was likewise imposed in provinces outside the island of Luzon as imposed by their respective local government unit. These measures have caused disruptions to businesses and economic activities, and its impact on businesses continue to evolve. On May 16, 2020, the Enhanced Community Quarantine was downgraded to Modified Enhanced Community Quarantine in Metro Manila and to General Community Quarantine in most provinces.

For the 3-months of 2020, except for the COVID-19 impact as discussed above, there were no other seasonal aspects that had a material effect on the financial condition or results of operations of the Company. Neither were there any trends, events or uncertainties that have had or that are reasonably expected to have a material impact on the net sales or revenues or income from continuing operations. The Company is not aware of events that will cause a material change in the relationship between the costs and revenues.

There are no significant elements of income or loss that did not arise from the Company's continuing operations.

COMMITMENTS AND CONTINGENCIES

The Group is a lessee under non-cancellable operating lease agreements for its office spaces. The leases have terms ranging from three to five years with renewal options upon mutual written agreement between the parties, and include annual escalation in rental rates.

There are other commitments and contingent liabilities that arise in the normal course of the Company's operations, which are not reflected in the financial statements. Management is of the opinion that losses, if any, from these events and conditions will not have material effects on the Company's financial statements.

SIGNATURE

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on behalf by the undersigned hereunto duly authorized.

GOLDEN BRIA HOLDINGS, INC.
Issuer

By:

MARIBETH C. TOLENTINO
President

Date: June 30, 2020