SHANG
PROPERTIES

29 June 2020

SECURITIES AND EXCHANGE COMMISSION
Secretariat Building,
PICC Complex
Roxas Boulevard, Manila

Thru: Corporate Finance Department

Re: **Shang Properties, Inc. (SPI)**

Gentlemen:

We are submitting a copy of SPI's SEC Form 17-Q, which we have filed with Philippine Stock Exchange.

Thank you.

Very truly yours,

SHANG PROPERTIES, INC.
By:

FEDERICO G. NOEL, JR.
Corporate Secretary

COVER SHEET

1	4	5	4	9	0					

S.E.C. Registration Number

S H A N G P R O P E R T I E S , I N C .

(Company's Full Name)

A D M I N O F F I C E , S H A N G R I - L A P L A Z A

E D S A C O R . S H A W B L V D , M A N D A L U Y O N G

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

FEDERICO G. NOEL, JR.	(632) 83702700
Contact Person	Company Telephone Number

1 2	3 1	SEC FORM 17-Q	Any day in June
Month	Day	FORM TYPE	Month Day
Fiscal Year			Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

4,764,058,982	Php. 4.133B (As of March 31, 2020)	
Total No. of Stockholders	Domestic	Foreign

Top be accomplished by SEC Personnel concerned

LCU

CASHIER

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE

1. For the quarterly period ended : 31 MARCH 2020

2. Commission Identification Number : 145490

3. BIR Tax Identification Number : 000-144-386

4. **SHANG PROPERTIES, INC.**
Exact name of the Issuer as specified in this charter:

5. Province, country or other jurisdiction of incorporation or organization: Not Applicable

6. Industry Classification Code: (SEC Use Only)

7. Administration Office, Shangri-La Plaza Mall, EDSA cor Shaw Boulevard, Mandaluyong City 1550
Address of issuer's principal office Postal Code

8. (632) 370-2700
Issuer's telephone number, including area code

9. Former name, former address and former fiscal year, if changed since last report:

10. Securities registered pursuant to Sections 8 and 12 of the SRC, 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	4,764,056,287 common shares

11. Are any or all of the securities listed on a Stock Exchange?
Yes [x] No [ ]

If yes, state the name of such Stock Exchange and the class/es of securities listed therein:

Philippine Stock Exchange

12. Indicate by check mark whether the registrant:

(a) Has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17 thereunder or Sections 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period the registrant was required to file such reports).

Yes [x] No [ ]

(b) has been subject to such filing requirements for the past ninety (90) days.

Yes [x] No [ ]

PART 1 – FINANCIAL INFORMATION

Item 1. Financial Statements

Please see attached.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

Please see attached.

SIGNATURES

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

SHANG PROPERTIES, INC.
Issuer

By:

KARLO MARCO P. ESTAVILLO	**RAJEEV GARG**
Treasurer/Chief Financial Officer	Group Financial Controller

Date of Signing: 29 June 2020

PART 1 – FINANCIAL INFORMATION

Item 1. Financial Statements

SHANG PROPERTIES, INC. AND SUBSIDIARIES
UNAUDITED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	Notes	Unaudited March 31, 2020	Audited December 31, 2019
ASSETS			
Current Assets			
Cash and cash equivalents	3	1,628,156,735	2,640,088,900
Financial assets at fair value through profit or loss	4	30,065,579	36,278,844
Receivables-net	5	4,474,885,967	5,219,296,083
Properties held for sale	6	3,162,238,240	2,876,245,361
Prepaid taxes and other current assets	7	1,678,850,270	1,314,018,515
Total Current Assets		10,974,196,791	12,085,927,703
Non-Current Assets			
Investment in and advances to an associate and a joint venture	8	2,193,290,061	2,121,615,473
Investment properties	10	32,915,106,139	32,903,376,768
Real estate development projects	11	1,577,358,792	1,487,613,661
Available-for-sale (AFS) financial assets	12	803,668,496	803,668,496
Property and equipment - net	13	12,543,709,359	12,811,489,580
Goodwill		269,870,864	269,870,864
Deferred income tax assets		195,307,660	226,921,795
Other noncurrent assets	14	738,935,674	643,028,724
Total Non-Current Assets		51,237,247,045	51,267,585,361
Total Assets		**62,211,443,836**	**63,353,513,064**
LIABILITIES & STOCKHOLDERS' EQUITY			
Current Liabilities			
Accounts payable and other current liabilities	15	5,923,473,180	6,169,431,637
Current portion of:			
Installment payable		444,255,123	443,917,972
Bank loans	16	1,999,999,999	3,553,333,333
Deposits from tenants	17	396,238,707	391,914,057
Deferred lease income		41,155,417	45,303,980
Income tax payable		333,674,327	250,763,006
Dividends payable		154,359,782	47,544,516
Total Current Liabilities		9,293,156,536	10,902,208,502
Non-Current Liabilities			
Accrued employee benefits		58,454,110	55,145,025
Bank loans- net of current portion	16	2,133,333,334	2,374,627,758
Deferred income tax liabilities		7,877,445,767	7,865,210,146
Advance rental - net of current portion		271,914,158	112,000,606
Deposit from tenants - net of current portion		754,095,322	726,830,874
Deferred lease income - net of current portion		47,351,274	47,351,275
Total Non-Current Liabilities		11,142,593,965	11,181,165,684
TOTAL LIABILITIES		20,435,750,500	22,083,374,186
Stockholders' Equity			
Capital stock - Peso 1 par value	18	4,764,058,982	4,764,058,982
Additional paid-in capital	18	834,439,607	834,439,607
Treasury shares		(6,850,064)	(6,850,064)
Equity reserves		(141,132,606)	(141,132,606)
Other components of equity		217,343,936	236,182,784
Retained earnings		29,945,472,516	29,329,234,160
Minority interest		6,162,360,965	6,254,206,015
Total equity		41,775,693,336	41,270,138,878
Total Liabilities and Equity		**62,211,443,836**	**63,353,513,064**

(See accompanying notes to unaudited consolidated financial statements)

SHANG PROPERTIES, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME AND RETAINED EARNINGS

	UNAUDITED FOR THE QUARTER ENDED	
	March 31, 2020	**March 31, 2019**
REVENUES		
Condominium sales	646,305,525	1,128,481,908
Rental and cinema	755,383,445	760,674,087
Hotel operations	642,921,021	896,595,814
	2,044,609,991	2,785,751,809
COST OF SALES AND SERVICES		
Cost of condominium sales	361,114,949	767,032,508
Cost of rental and cinema	23,917,391	45,119,046
Cost of hotel operations	579,196,848	737,241,152
	964,229,188	1,549,392,707
GROSS INCOME	1,080,380,803	1,236,359,103
OPERATING EXPENSES		
Staff costs	112,167,810	106,314,208
Taxes, licenses and fees	70,134,809	80,170,742
Depreciation	7,465,119	5,936,525
Insurance	5,033,816	148,837
General and administrative	256,901,826	194,216,406
	451,703,380	386,786,718
OTHER INCOME		
Interest income	150,434,062	33,968,708
Foreign exchange gains-net	683,156	(416,557)
Other income - net	41,923,584	16,806,945
	193,040,802	50,359,096
INCOME BEFORE SHARE IN PROFIT OF ASSOCIATED COMPANIES	821,718,225	899,931,481
SHARE IN PROFIT OF AN ASSOCIATED COMPANY	68,493,452	-
INTEREST EXPENSE AND BANK CHARGES	(36,673,922)	(78,924,985)
INCOME BEFORE INCOME TAX	853,537,755	821,006,496
Provision for income tax	(179,344,454)	(219,130,421)
INCOME(LOSS) BEFORE MINORITY INTEREST	674,193,301	601,876,074
MINORITY INTEREST	(57,954,942)	(79,146,914)
NET INCOME	616,238,359	522,729,160
RETAINED EARNINGS, beg.	29,329,234,157	27,108,948,851
LESS: CASH DIVIDENDS	-	(502,607,941)
RETAINED EARNINGS, end.	29,945,472,516	27,129,070,070
BASIC AND DILUTED EARNINGS PER SHARE	**0.13**	**0.11**

(See accompanying notes to unaudited consolidated financial statements)

SHANG PROPERTIES, INC. AND SUBSIDIARIES
UNAUDITED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Attributable to Equity Holders of Shang Properties, Inc.							
	Capital stock	Additional Paid-in Capital	Treasury Stock	Equity Reserves	Other Components of Equity	Retained Earnings	Non-controlling Interest	Total
Balances as of January 1, 2019	4,764,058,982	834,439,607	(6,850,064)	(141,132,606)	219,970,989	27,108,948,851	6,286,923,473	39,066,359,232
Cumulative translation adjustment	-	-	-	-	(115,222)	-	-	(115,222)
Cash dividends	-	-	-	-	-	(502,607,941)	(128,827,995)	(631,435,936)
Net income for the period	-	-	-	-	-	522,729,160	79,146,914	601,876,073
Balances as of March 31, 2019	4,764,058,982	834,439,607	(6,850,064)	(141,132,606)	219,855,767	27,129,070,070	6,237,242,392	39,036,684,147
Balances as of January 1, 2020	4,764,058,982	834,439,607	(6,850,064)	(141,132,606)	236,182,771	29,329,234,157	6,254,206,023	41,270,138,870
Cumulative translation adjustment	-	-	-	-	(18,838,835)	-	-	(18,838,835)
Cash dividends	-	-	-	-	-	-	(149,800,000)	(149,800,000)
Net income for the period	-	-	-	-	-	616,238,359	57,954,942	674,193,301
Balances as of March 31, 2020	4,764,058,982	834,439,607	(6,850,064)	(141,132,606)	217,343,936	29,945,472,516	6,162,360,965	41,775,693,336

(See accompanying notes to unaudited consolidated financial statements)

SHANG PROPERTIES, INC. AND SUBSIDIARIES
UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS

	March 31, 2020	March 31, 2019
Cash flows from operating activities		
Income before provision for income tax	853,537,755	821,006,495
Adjustments for:		
Depreciation and amortization	278,739,070	5,936,525
Interest expense	36,420,702	75,144,656
Retirement benefit expense	3,309,085	-
Loss on fair value adjustment of financial assets at fair value through profit or loss	6,213,265	461,182
Share in net profits of associates	(68,493,452)	-
Unrealized foreign exchange gain	683,156	416,558
Dividend income	(34,099)	(11,524)
Interest income	(154,582,626)	(33,968,708)
Operating income before working capital changes	955,792,856	1,010,002,568
Changes in working capital:		
Trade and other receivables	743,948,767	(728,734,980)
Properties held for sale	(285,992,879)	355,971,259
Prepaid taxes and other current assets	(364,831,755)	(11,215,474)
Real estate development projects	(89,745,131)	22,387,731
Other non-current assets	(4,376,950)	(75,075,165)
Accounts payable and other current liabilities	(79,284,063)	851,361,949
Accrued employee benefits	-	(9,704,345)
Installment payable	337,151	(23,453,860)
Deferred lease income	(3,883,402)	-
Deposits from tenants	27,280,959	(28,969,456)
Net cash generated from operations	899,245,553	1,362,570,229
Income tax paid	(231,897,924)	(100,592,916)
Interest received	150,675,740	(44,798,812)
Net cash provided by operating activities	818,023,369	1,306,776,126
Cash flows from investing activities		
Additions to:		
Financial assets at fair value through other comprehensive income	(18,619,170)	-
Investments in and advances to a joint venture	(3,181,137)	-
Investment properties	(11,729,371)	(42,027,777)
Property and equipment	(10,958,849)	(47,584,009)
Deposit for a future project	(91,530,000)	-
Dividends received	34,099	11,524
Net cash used in investing activities	(135,984,428)	(89,600,262)
Cash flows from financing activities		
Payments of:		
Loan principal	(1,794,627,758)	(1,533,333,333)
Interest	(34,990,003)	(76,315,713)
Cash dividends payable (paid) to:		
Shareholders	286,129,811	(406,478,779)
Non-controlling shareholders of subsidiaries	(149,800,000)	(128,828,000)
Proceeds from loan availment, net of debt issue costs	-	1,100,000,000
Net cash used in financing activities	(1,693,287,950)	(1,044,955,825)
Net increase (decrease) in cash and cash equivalents for the period	(1,011,249,009)	172,220,038
Cash and cash equivalents at beginning of the period	2,640,088,900	2,432,097,332
Effects of exchange rate changes on cash and cash equivalents	(683,156)	(416,558)
Cash and cash equivalents at end of the period	1,628,156,735	2,603,900,812

(See accompanying notes to unaudited consolidated financial statements)

Note 1 - General information

Shang Properties, Inc. (the “Parent Company”), a corporation duly organized and existing in the Philippines, was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on October 21, 1987 to acquire, own, develop, subdivide, sell, mortgage, exchange, lease or hold for investment, real estate of all kinds.

The Parent Company's registered office address, which is also its principal place of business, is at Administration Office, Shangri-La Plaza Mall, EDSA corner Shaw Boulevard, Mandaluyong City.

The Parent Company and its subsidiaries' (together, the “Group”) businesses include property investment and development, hotel operation, real estate management, leasing, mall and carpark operations, and other supplementary businesses.

Note 2 - Segment information

The Group's operating businesses are organized and managed according to the nature of the products and services marketed. Each segment represents a strategic business unit that offers different products and serves different markets. The Group has operations only in the Philippines. The Group derives revenues from three (3) main segments as follows:

(a) Property development

This business segment pertains to the sale of condominium units.

Shang Properties Realty Corporation (“SPRC”) is the developer of The Shang Grand Tower Project (TSGT), located in Makati City, The St. Francis Shangri-La Place Project (TSFSP) and the One Shangri-La Place Project (OSP), both located in Mandaluyong City.

Shang Property Developers, Inc. (“SPDI”) is the developer of Shang Salcedo Place Project (SSP), located in Makati City.

The Rise Development Company Inc. (“TRDCI”) is the developer of The Rise Makati Project, located in Makati City.

Shang Wack Wack Properties, Inc. (“SWWPI”) is the developer of Shang Residences at Wack Wack Project, located in Mandaluyong City.

(b) Hotel operation

This business segment pertains to the operations of Shangri-La at the Fort’s hotel and residences. Shang Global City Properties, Inc. (“SGCPI”) is the developer of Shangri-La at the Fort Project, located in Taguig City. SGCPI’s hotel and restaurant operations started commercial operations on March 1, 2016.

(c) Leasing

This business segment pertains to the rental operations of the Shangri-La Plaza Mall, The Enterprise Center ("TEC") and their related carpark operations as operated by Shangri-La Plaza Corporation ("SLPC"), KSA Realty Corporation ("KSA") and SPI Parking Services, Inc. ("SPSI"), respectively. It also includes rental of a portion of the Parent Company's land to EDSA Shangri-La Hotel and Resort, Inc. ("ESHRI") and cinema operations of Shangri-La Plaza Mall.

Other business segments pertain to property management services and operations of real estate entities and other subsidiaries.

Except for the rental revenue from ESHRI, all revenues come from transactions with third parties. There are no revenues derived from a single external customer above 10% of total revenue in 2020 and 2019. There is no need to present reconciliation since measure of segment assets, liabilities and results of operations are consistent with those of the consolidated financial statements.

All revenues are from domestic entities incorporated in the Philippines, hence, the Group did not present geographical information required by PFRS 8, *Operating Segments*.

There are no changes in the Group's reportable segments and related strategies and policies in 2020 and 2019.

The segment assets, liabilities and results of operations of the reportable segments of the Group as of and for the year ended March 31, 2020 are as follows:

	Property development	Hotel operation	Leasing	Others	Total segments	Eliminations	Consolidated
Revenues:							
Condominium sales	646,305,525	-	-	-	646,305,525	-	646,305,525
Rental and cinema	-	-	803,671,020	-	803,671,020	(48,287,575)	755,383,445
Hotel operations	-	642,921,021	-	-	642,921,021	-	642,921,021
Cost of sales and services:							
Condominium sales	(361,114,949)	-	-	-	(361,114,949)		(361,114,949)
Rental and cinema	-	-	(22,765,572)	-	(22,765,572)	(1,151,819)	(23,917,391)
Hotel operations	-	(579,196,848)	-	-	(579,196,848)	-	(579,196,848)
Gross profit or revenues	285,190,576	63,724,173	780,905,448	-	1,129,820,197	(49,439,394)	1,080,380,803
Operating Expenses:							
Staff costs	(22,520,038)	(12,035,465)	(99,186,921)	(14,060,656)	(147,803,080)	35,635,270	(112,167,810)
Taxes and licenses	(28,864,560)	(11,315,426)	(24,748,739)	(5,206,084)	(70,134,809)	-	(70,134,809)
Depreciation and amortization	(1,017,982)	-	(58,344,420)	(123,070)	(59,485,472)	52,020,353	(7,465,119)
Insurance	(474,462)	(4,480,712)	(75,644)	(2,998)	(5,033,816)	-	(5,033,816)
General and administrative expenses	(7,683,401)	(125,505,590)	(58,954,846)	(64,859,470)	(257,003,307)	101,481	(256,901,826)
Other income (expense)							
Interest income	146,214,867	611,756	3,469,945	137,494	150,434,062	-	150,434,062
Foreign exchange gains – net	765,731	(40,568)	(44,409)	(16,756,046)	(16,075,292)	16,758,448	683,156
Share in net income of an associate	68,493,452	-	-	-	68,493,452	-	68,493,452
Other income, net	17,709,323	1,369,558	1,069,723,332	36,753,291	1,125,555,504	(1,083,631,920)	41,923,584
Interest expense and bank charges	(16,032,769)	(15,865,074)	(4,388,365)	(387,714)	(36,673,922)	-	(36,673,922)
Income before income tax	441,780,737	(103,537,348)	1,608,355,381	(64,505,253)	1,882,093,517	(1,028,555,762)	853,537,755
Provision for income tax	(103,201,432)	27,440,988	(114,577,045)	(3,812,535)	(194,150,024)	14,805,570	(179,344,454)
Net income for the year	338,579,305	(76,096,360)	1,493,778,336	(68,317,788)	1,687,943,493	(1,013,750,192)	674,193,301
Segment assets	13,717,727,347	10,211,346,486	45,891,969,744	7,842,792,981	77,663,836,559	(17,645,682,784)	60,018,153,775
Associate companies	-	-	-	2,193,290,061	2,193,290,061	-	2,193,290,061
Total assets	13,717,727,347	10,211,346,486	45,891,969,744	10,036,083,042	79,857,126,620	(17,645,682,784)	62,211,443,836
Segment liabilities	7,878,857,726	2,470,144,134	13,821,119,229	7,787,750,341	31,957,871,430	(11,521,296,461)	20,436,574,969
Capital expenditures for the year	605,168	9,461,244	892,437	-	10,958,849	-	10,958,849

The segment assets, liabilities and results of operations of the reportable segments of the Group as of and for the year ended December 31, 2019 are as follows:

	Property development	Hotel operation	Leasing	Others	Total segments	Eliminations	Consolidated
Revenues							
Condominium sales	4,426,678,935	-	1,660,714	-	4,428,339,649	-	4,428,339,649
Rental and cinema	-	-	3,597,477,911	-	3,597,477,911	(244,211,871)	3,353,266,040
Hotel operation	-	3,580,220,504	-	-	3,580,220,504	-	3,580,220,504
Cost of sales and services							
Condominium sales	(2,694,470,881)	-	(2,467,500)	-	(2,696,938,381)	-	(2,696,938,381)
Rental and cinema	-	-	(164,670,882)	-	(164,670,882)	(4,722,185)	(169,393,067)
Hotel operation	-	(3,212,676,342)	-	-	(3,212,676,342)	-	(3,212,676,342)
Gross income	1,732,208,054	367,544,162	3,432,000,243	-	5,531,752,459	(248,934,056)	5,282,818,403
Operating expenses							
Staff costs	(137,433,543)	(6,520,462)	(489,159,470)	(49,631,195)	(682,744,670)	206,339,104	(476,405,566)
Taxes and licenses	(46,755,530)	(45,543,319)	(115,611,135)	(1,309,455)	(209,219,439)	-	(209,219,439)
Depreciation and amortization	(2,325,326)	(7,101,422)	(225,042,038)	(450,120)	(234,918,906)	201,293,204	(33,625,702)
Insurance	(199,887)	(16,168,863)	(1,312,912)	(13,997)	(17,695,659)	-	(17,695,659)
Other general and administrative	(110,798,398)	(224,431,411)	(425,943,743)	(2,617,167)	(763,790,719)	248,934,056	(514,856,663)
Other income (expense)							
Gain (loss) on fair value adjustment of investment properties	(422,968,694)	-	699,666,081	-	276,697,387	-	276,697,387
Interest income	180,907,639	7,764,188	27,938,924	975,304	217,586,055	-	217,586,055
Foreign exchange gains (losses), net	(3,602,953)	(1,588,543)	(2,549,751)	67,387,434	59,646,187	(67,403,267)	(7,757,080)
Other income, net	52,844,484	1,034,530	1,944,515,823	619,555,386	2,617,950,223	(2,487,811,087)	130,139,136
Share in net gains of associates and a joint venture	-	-	101,237,114	-	101,237,114	-	101,237,114
Interest expense and bank charges	(409,668)	(130,105,616)	(141,818,458)	(5,169)	(272,338,911)	-	(272,338,911)
Income before income tax	1,241,466,178	(55,116,756)	4,803,920,678	633,891,021	6,624,161,121	(2,147,582,046)	4,476,579,075
Provision for income tax	(408,670,623)	(25,143,078)	(848,064,622)	(5,487,532)	(1,287,365,855)	232,555,473	(1,054,810,382)
Net income for the year	832,795,555	(80,259,834)	3,955,856,056	628,403,489	5,336,795,266	(1,915,026,573)	3,421,768,693
Segment assets	15,488,335,021	10,683,758,292	44,877,200,970	9,579,217,281	80,628,511,564	(19,396,613,973)	61,231,897,591
Associate companies	-	-	-	2,121,615,473	2,121,615,473	-	2,121,615,473
Total assets	15,488,335,021	10,683,758,292	44,877,200,970	11,700,832,754	82,750,127,037	(19,396,613,973)	63,353,513,064
Segment liabilities	9,413,391,161	2,877,048,916	15,144,127,410	7,802,821,483	35,237,388,970	(13,154,014,784)	22,083,374,186
Capital expenditures for the year	8,835,831	87,584,563	144,081,584	193,448	240,695,426	-	240,695,426

Note 3 - Cash and cash equivalents

Cash and cash equivalents consist of:

	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
Cash on hand	11,921,861	22,898,792
Cash in banks	598,199,004	428,422,956
Cash equivalents	1,018,035,870	2,188,767,152
	1,628,156,735	2,640,088,900

Cash in banks earned an average interest at respective bank deposit rates ranging from 0.10% to 0.25% in 2020 and 2019.

Cash equivalents are made for varying periods between one day and three months, depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates. Short term investments, which have an average maturity of 30 days, earn interest ranging from 2.25% to 6.38% in 2020 and 2019.

Interest income earned amounted to P9,138,127 and P44,045,396 for the quarter ended March 31, 2020 and the year ended December 31, 2019, respectively.

Note 4 - Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss represent shares of stock of various locally listed companies and valued based on current bid prices in an active market (Level 1 valuation). Movements in the account for the years ended December 31 are as follows:

	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
At January 1	36,278,844	41,424,316
Loss on fair value adjustment	(6,213,265)	(5,145,472)
At December 31	30,065,579	36,278,844

Fair value adjustments of financial assets at fair value through profit or loss are presented in the consolidated statements of total comprehensive income as part of other income.

Note 5 - Receivables, net

Trade and other receivables, net, as at December 31 consist of:

	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
Trade		
Installment contracts receivable	2,746,449,887	3,365,390,819
Rent	96,195,044	211,633,668
Receivables from guests and concessionaires	99,696,306	119,345,385
Non-trade		
Related parties	1,481,569,966	1,464,226,125
Advances to officers and employees	3,809,282	4,000,339
Interest	2,658,418	2,900,097
Others	59,050,417	66,298,077
	4,489,429,320	5,233,794,510
Allowance for impairment of receivables	(14,543,353)	(14,498,427)
	4,474,885,967	5,219,296,083

Installment contracts receivable arises from sale of condominium units with average term ranging from one to five years. This arises when the revenue recognized to date under the percentage-of-completion method exceeds the total collections from the buyer. The amounts due from the condominium buyers are subject to either bank financing or in-house financing.

Rent receivables are non-interest bearing and pertain to rental fees charged to tenants and to the Group's affiliates for the office, commercial and carpark spaces. The normal credit terms range from 30 to 60 days.

Receivables from guests and concessionaires pertain to receivables arising from hotel, restaurant and rental services. These are usually due within 30 days and do not bear any interest.

Advances to officers and employees are normally settled within the next financial year.

Other receivables are non-interest bearing and consist of income from banner and non-tenant related receivables.

Note 6 - Properties held for sale

Properties held for sale consist of:

	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
Condominium units held for sale	385,757,997	486,168,462
Construction in-progress	2,776,480,243	2,390,076,899
	3,162,238,240	2,876,245,361

On November 2, 2015, TRDCI entered into a contract with Vivelya Development Company, Inc. (VDCI) to purchase the land where TRDCI's project is currently being constructed. The consideration for the land is for a minimum base price of P1.10 billion, exclusive of 12% VAT. Payment term for the purchase price includes down payment of fifteen per cent (15%) of base price amounting to P165.00 million, exclusive of 12% VAT, upon signing of the contract. The remaining balance of the purchase price is payable on a quarterly installment basis until full payment of the purchase price.

Note 7 - Prepaid taxes and other current assets

Prepaid taxes and other current assets consist of:

	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
Advances to contractors and suppliers	750,912,506	532,967,837
Creditable withholding tax (CWT)	443,745,837	398,877,908
Prepaid commission	125,017,553	107,336,710
Input value added tax (VAT)	65,830,843	102,028,661
Prepaid property tax	72,528,294	96,704,392
Inventories	29,577,931	17,702,227
Deferred input VAT	25,116,895	6,597,630
Refundable deposits	3,508,955	3,537,728
Prepaid insurance	-	127,746
Other prepaid expenses	162,611,456	48,137,676
	1,314,018,515	1,314,018,515

Advances to contractors and suppliers pertain to down payment made by the Group for the construction and development of its condominium properties. These are not collectible but recouped upon every progress billing by the contractors and suppliers based on milestones or percentage of accomplishment or delivery as stipulated in the contracts.

CWT is the tax withheld by the withholding agents from payments to the Group which can be applied against the income tax payable.

Prepaid commission pertains to the excess of the commission paid to property consultants and brokers over the commission expense recognized for the year based on the percentage of completion.

Input VAT represents tax paid to suppliers that can be claimed as credit against the future output VAT liabilities without prescription.

Inventories consist of food, beverages and other recreational consumable items for the hotel operation. The inventories are stated at cost. There is no allowance for decline in value of inventories.

Other prepaid expenses mainly consist of advance payments for rent, and other expenses which are normally utilized within the next financial year.

Note 8 - Investments in and advances to an associate and a joint venture and advances

Investment in an associate and a joint venture consist of:

	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
Investment in an associate		
Acquisition costs		
At January 1	388,985	388,985
Acquisition of additional interest in a previously held associate	-	-
At December 31	388,985	388,985
Accumulated share in net losses		
At January 1	-	-
Acquisition of additional interest in a previously held associate	-	-
At December 31	-	-
	388,985	388,985
Investment in a joint venture		
At January 1	1,000,000,000	1,000,000,000
Additions to investment	-	-
Share in net income	101,237,114	101,237,114
At December 31	1,101,237,114	1,101,237,114
	1,101,626,099	1,101,626,099
Advances to a joint venture	1,091,663,962	1,019,989,374
	2,193,290,061	2,121,615,473

Note 9 - Non-controlling interests

The proportion of equity interest held by the non-controlling interest (NCI) of KSA and SGCPI, the Group's subsidiaries with NCI that are deemed material, are as follows:

	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
KSA	29.96%	29.96%
SGCPI	40.00%	40.00%

On June 20, 2016, the Parent Company acquired 207,082 KSA common shares from Ocmador Philippines, B.V. for a purchase price amounting to P1,419,610,919. The Parent Company accounted for the increase in ownership in KSA from 52.90% to 70.04% as equity transaction. The difference between the considerations paid and the carrying amount of the NCI acquired is recognized directly in equity reserves amounting to P141,132,606.

Note 10 - Investment properties

Details of investment properties as at December 31 and their movements during the years are as follows:

	Land	Building	Total
At December 31, 2018	13,694,823,194	18,816,252,854	32,511,076,048
Gain (loss) on fair value adjustment	1,445,898,813	(1,169,201,426)	276,697,387
Capitalized subsequent expenditures	113,188,592	2,414,741	115,603,333
At December 31, 2019	15,253,910,599	17,649,466,169	32,903,376,768
Gain (loss) on fair value adjustment	-	-	-
Capitalized subsequent expenditures	-	11,729,371	11,729,371
At March 31, 2020	15,253,910,599	17,661,195,540	32,915,106,139

The Group's investment properties located in Mandaluyong City and Makati City include parcels of land and buildings held for office and retail leases and other parcels of land held for capital appreciation.

The Group has no restrictions on the realizability of its investment properties and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

The fair value measurements for investment properties have been categorized as Level 3 for parcels of land and building properties. The current use of these properties is their highest and best use.

Note 11 - Real estate development projects

Real estate development projects account includes construction cost related to the Parent Company, SGCPI and TRDCI as follows:

(a) Parent Company

In 2019, the Parent Company started construction of a project located in the City of Mandaluyong. The project is being constructed on a parcel of land registered in the Parent Company's name. The construction of the project is ongoing and is expected to be completed in 2023. Upon completion, the project will be subsequently leased out to third parties and related parties. As at March 31, 2020 and December 31, 2019, total capitalized costs relating to the project amounted to P946,897,701 and P857,152,570, respectively.

(c) TRDCI

As at March 31, 2020 and December 31, 2019, the real estate development project account includes the construction cost of the retail portion of The Rise Makati Project amounting to P630,461,091 for both periods.

Note 12 - Financial assets at fair value through other comprehensive income, net

Financial assets at fair value through other comprehensive income (FVOCI), net as at March 31, 2020 and December 31, 2019 are presented below.

	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
Unquoted	488,429,727	488,429,727
Quoted	9,101,515	9,101,515
	497,531,242	497,531,242
Cumulative changes in fair value	306,137,254	306,137,254
	803,668,496	803,668,496

Unquoted equity securities include unlisted shares of stock which are carried at fair value. The fair values of the unquoted equity securities are based on the net asset value of the underlying assets which are mainly investment properties consisting of land and buildings which are measured and carried at fair value of underlying assets. The fair value measurements have been categorized as Level 3 with the following significant unobservable inputs in the computation of the fair value of investment properties: (1) rental value average rental rate, (2) discount rates, (3) occupancy rate, (4) expense - revenue ratio, and (5) comparable transactions adjusted for bargaining allowance, marketability, location, size and terrain. The net asset value per share of unquoted equity securities ranges from P1,043 per share to P465,053 per share.

The quoted equity securities consist of investments in various golf club shares and stocks. These are carried at fair values which are based on the quoted market prices (Level 1) as at the reporting date.

The cumulative changes in fair values of unquoted and quoted equity shares are presented as part of other comprehensive income in the consolidated statements of financial position.

Note 13 - Property and equipment, net

Details of property and equipment and their movements during the period are as follows:

	Building and building improvements	Transportation equipment	Furniture, fixtures and other equipment	Total
Cost				
At January 1, 2020	9,455,442,784	54,141,601	6,978,260,203	16,487,844,588
Additions	4,319,014	-	6,639,835	10,958,849
Reclassification	-	(2,347,032)	(316,345)	(2,663,377)
At March 31, 2020	9,459,761,798	51,794,569	6,984,583,693	16,496,140,060
Accumulated depreciation and amortization				
At January 1, 2020	1,210,331,138	32,686,558	2,433,337,312	3,676,355,008
Depreciation and amortization	31,842,310	1,898,085	244,998,666	278,739,061
Disposals	-	(2,347,030)	(316,338)	(2,663,368))
At March 31, 2020	1,242,173,448	32,237,613	2,678,019,640	3,952,430,701
Cost				
At January 1, 2019	9,424,595,767	50,989,050	6,851,791,731	16,327,376,548
Transfer from real estate development projects	18,762,768	-	28,360,940	47,123,708
Additions	12,084,249	10,379,063	102,628,781	125,092,093
Disposals	-	(7,226,512)	(4,521,249)	(11,747,761)
At December 31, 2019	9,455,442,784	54,141,601	6,978,260,203	16,487,844,588
Accumulated depreciation and amortization				
At January 1, 2019	1,043,157,423	32,928,318	1,496,549,444	2,572,635,185
Depreciation and amortization	167,173,715	6,984,752	940,949,394	1,115,107,861
Disposals	-	(7,226,512)	(4,161,526)	(11,388,038)
At December 31, 2019	1,210,331,138	32,686,558	2,433,337,312	3,676,355,008
Net book values at				
At March 31, 2020	8,217,588,350	19,556,956	4,306,564,053	12,543,709,359
At December 31, 2019	8,245,111,646	21,455,043	4,544,922,891	12,811,489,580

Building and building improvements include land rights which pertain to the share of SGCPI in the land where the construction project was constructed after deducting the rights allocated to condominium unit owners.

Note 14 - Other non-current assets

Other non-current assets as at December 31 consist of:

	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
Deposit for a future project	513,530,000	422,000,000
Refundable deposits	133,807,673	132,838,523
Deferred input VAT	66,277,818	62,870,019
Retirement benefit asset	25,320,182	25,320,182
	738,935,674	643,028,724

On December 12, 2019, the Parent Company paid P422,000,000 as a first installment for a 50% share in an investment. The Parent Company expects to pay the second installment on December 12, 2020.

On February 2020, the Parent Company paid P90,530,000 as a down payment for the purchase of a piece of land which it intends to develop in the future.

Refundable deposits are cash paid by the Group for construction of condominium units and deposits to utility companies which are expected to be returned after a specified period of time, or when certain conditions are satisfied.

Deferred input VAT represents non-current portion of VAT arising from the purchase of capital goods on credit.

Note 15 - Accounts payable and other current liabilities

Accounts payable and other current liabilities consist of:

	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
Trade:		
Accounts payable	550,790,738	653,706,710
Advance rentals	109,406,505	271,914,158
Accrued expenses	1,752,924,028	1,637,755,739
Customers' deposits from:		
Condominium sales	272,928,363	524,538,746
Hotel guests	354,679,007	160,249,477
Retention payables	841,047,148	847,964,710
Reservation payables	572,006,036	819,251,496
Advances from condominium unit buyers	362,876,031	165,052,377
Contract liabilities	191,138,961	132,446,606
Payable to contractors and suppliers	57,528,550	57,528,550
Construction bonds	63,162,543	63,129,360
Non-trade:		
Payable to related parties		100,489,253
Deferred output VAT	494,768,409	414,694,924
Payable to government agencies	54,126,085	149,500,917
Output VAT	59,281,125	46,212,920
Others	141,809,649	124,995,694
	5,923,473,180	6,169,431,637

Accounts payable and accrued expenses are non-interest bearing and are normally settled within 30 to 60 days and within the next financial year, respectively.

Advance rentals pertains to the three-month rent collected from tenants to be applied to the last three (3) months of the lease term.

Contract liabilities represents any excess collections received from buyers over the revenue recognized based on the percentage of completion method. The amount is expected to be applied against revenue in the following year.

Customers' deposits from condominium buyers represent initial collections (e.g. down payments) received from the buyers which shall be applied as payment of the transaction price when the sales contract meets the requirements of PFRS 15 for revenue recognition purposes while deposits from hotel guests are advances made by guests in relation to their stay in the hotel and will be applied against the guests' hotel charges upon their check-out.

Retention payables represent the portion of contractor billings which will be paid upon satisfaction by the contractors of the conditions specified in the contracts or until the defects have been corrected.

Reservation payables pertain to cash paid by the buyers of condominium units for the reservation of the units purchased. These shall be considered as part of the down payment on the units purchased upon execution of the contracts or income if the reservation is non-refundable and the buyer did not push through with the purchase.
Advances from condominium unit buyers pertain to the amounts received in advance from the condominium unit buyers of TSFSP, OSP, SSP and The Rise Makati for utilities, maintenance, and repairs of common areas. These will be paid to the condominium corporation of the respective projects when demanded.

Construction bonds pertain to cash deposits posted by tenants as security for any expenses or damages that may be incurred by SLPC in relation to construction activities conducted by the tenants during fit-out, as well as during renovation period of the lease. It is normally returned to the tenants within six months after completion of their construction activities.

Payable to contractors and suppliers represents progress billings from various contractors for the material and labor costs incurred to date with normal credit terms of 30 to 60 days, but may go beyond as agreed.

Deferred output VAT is the result of the difference in the application of installment method between the accounting policy of the Group and the tax regulations. It will be reclassified to output VAT payable when the collections from condominium unit buyers warrant recognition of revenue.

Payable to government agencies are expected to be settled within the next financial year.

Output VAT represents tax due and payable after deducting the corresponding input VAT.

Other accrued expenses consist of accruals for advertising and promotions, insurance, other employee related cost and other general and administrative expenses. Other current liabilities pertain mainly to taxes and insurance.

<u>Note 16 - Bank loans</u>

Bank loans as consist of:

	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
Current portion		
Parent Company	1,999,999,999	3,553,333,333
Non-current portion		
SGCPI	1,200,000,000	1,441,294,424
Parent Company	933,333,334	933,333,334
	2,133,333,334	2,374,627,758
	4,133,333,333	5,927,961,091

Movements in the bank loans are as follows:

	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
At beginning of period	5,927,961,091	5,983,027,491
Amortized debt issue cost	-	8,266,933
Proceeds from loan availment, net of unamortized debt issue costs	-	3,145,000,000
Payments	(1,794,627,758)	(3,208,333,333)
At end of period	4,133,333,333	5,927,961,091

(a) Parent Company

On July 30, 2012, the Parent Company obtained a 10-year loan facility from a local bank amounting to P5.00 billion payable in 24 equal quarterly installments, commencing on the 17th quarter from the initial borrowing date at a fixed interest rate of 4.00% per annum for the three (3) years effective September 17, 2015.

Moreover, the loan agreement requires the Parent Company to comply with certain covenants and financial ratios until the loans are fully paid. Failure to comply with the covenants will render the full amount of loans due and demandable. As at March 31. 2020 and December 31, 2019, the Parent Company is in compliance with the covenants.

Total drawdown from the above facility amounted to P3.70 billion as at March 31, 2020 and December 31, 2019.

(b) SGCPI

On April 11, 2012, SGCPI obtained a 10-year term loan facility from a local bank amounting to P10.00 billion to be used for the construction of SGCPI's hotel, serviced apartments and residential units in Fort Bonifacio, Taguig City in relation to the construction of the Hotel and Horizon Homes.

The principal amount of the loan shall be payable in 24 equal quarterly consecutive installments commencing on the 17th quarter from the initial drawdown, with the last installments in an amount sufficient to fully pay the loan. Interest shall be paid on each interest payment date for the relevant interest period based on three-month treasury bill rate as published in the Bankers Association of the Philippines Peso Bloomberg Valuation (PHP BVAL), previously Philippine Dealing System Treasury Reference Rates - 2 (PDST-R2). The interest shall be based on the higher between the PHP BVAL rate plus spread of 0.75% per annum and the Bangko Sentral ng Pilipinas (BSP) overnight borrowing rate minus spread of 0.95% per annum. The Company has the option to prepay the principal amount and to fix the interest rate. Further, the Company is required to maintain a ratio of debt to tangible net worth, not exceeding 2.5:1. As at March 31. 2020 and December 31, 2019, SGCPI is in compliance with the requirements of the loan agreement.

The loan is secured by an absolute and unconditional continuing suretyship of the sureties namely, Shangri-La Asia Limited and the Parent Company.

Subject to the negative covenants of the loan, from and after signing the loan agreement and for as long as the loan is outstanding, SGCPI, without the prior written consent of the bank, shall not declare or pay dividends to its shareholders (other than dividends payable solely in shares of its capital stock) if payment of any sum due the bank is in arrears and shall not enter into any consolidation or merger, except when in such consolidation or merger, SGCPI is the surviving entity.

Note 17 - Deposits from tenants

This account represents non-interest bearing rental deposits from tenants equivalent to three to six months' rent which have been discounted using applicable market rates and are carried at amortized cost. The difference between the discounted and face value of the deposits is recognized as deferred lease income. Deferred lease income is amortized on a straight-line basis over the lease term and is recognized in profit or loss as additional rent income. Interest is accreted on the deposits from tenants using the effective interest rate method and is recognized as additional interest expense in profit or loss.

Note 18 - Equity

Details of share capital and share premium are as follows:

	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
Authorized, at P1 par value per share		
Common shares	8,000,000,000	8,000,000,000
Issued and outstanding shares		
Common shares	4,764,058,982	4,764,058,982
Share premium	834,439,607	834,439,607
	5,598,498,589	5,598,498,589

In 2007, the Board of Directors approved the redemption of 2,140,645 common shares at redemption price of P3.20 per share or a total of P6,850,064 and the amount is presented as treasury shares in the consolidated statements of financial position.
The Parent Company is listed in the Philippine Stock Exchange. It was registered on June 13, 1991 with total listed shares of 4,764,058,982 which was initially issued at P1.18 per share.

Note 19 - Financial risk and capital management

19.1 Financial risk management

The Group's activities expose it to a variety of financial risks: market risk (including currency risk, price risk and cash flow and fair value interest rate risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Group's financial performance. Risk management is carried out by the Group's management under policies approved by its Board of Directors. These policies cover financing structure, foreign exchange and interest rate risk management, guarantees and credit support, as well as treasury control framework. There are no changes in the Group's risk management plans for the years ended March 31, 2020 and December 31, 2019.

19.1.1 Market risk

(a) Foreign exchange risk

The Group's exposure on currency risk is minimal and limited only to foreign currency denominated cash in banks and cash equivalents. Changes in foreign currency exchange rates of these assets are not expected to have a significant impact on the financial position or results of operations of the Group.

The Group's foreign currency denominated cash in banks and cash equivalents as at and net foreign exchange gains for the years ended March 31, 2020 and December 31, 2019 are disclosed in Note 3.

(b) Price risk

The Group's exposure to price risk is minimal and limited only to financial assets at fair value through profit or loss and FVOCI presented in the consolidated statements of financial position. Changes in market prices of these financial assets are not expected to have a significant impact on the financial position or results of operations of the Group.

(c) Cash flow and fair value interest rate risk
Interest rate risk refers to risk that the value of a financial instrument will fluctuate due to changes in market interest rates. The Group's interest-bearing financial instruments include bank loans. Interest rates on bank loans of SLPC and SGCPI are based on the higher between the PHP BVAL rate plus 0.75% per annum and the BSP overnight borrowing rate. The Parent Company's bank loan has fixed interest rate, to be repriced every 30 to 180 days as agreed by the parties.

The Group's interest rate risk management policy focuses on reducing the overall interest expense and exposure to change in interest rates. Changes in market interest rates relate primarily to the Group's long-term loans with floating interest rates as it can cause a change in the amount of interest payments.

Interest on financial instruments with floating rates is repriced at intervals of less than one year. Interest on financial instruments with fixed rates is fixed until the maturity of the instrument. The other financial instruments of the Group are non-interest bearing and are therefore not subject to interest rate risk. The Group invests excess funds in short-term placements in order to mitigate any increase in interest rate on borrowings.

19.1.2 Credit risk

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in a financial loss to the Group. Credit risk arises from cash deposits with banks, as well as credit exposure to customers and suppliers.

Exposure to credit risk arises from potential default of the counterparty, with a maximum exposure equal to the carrying amounts of these financial assets. The Group has no significant concentration on credit risk.
The Group's financial assets are categorized based on the Group's collection experience with the counterparties as follows:

a. High performing - settlements are obtained from counterparty following the terms of the contracts without history of default.
b. Underperforming - some reminder follow-ups are performed to collect accounts from counterparty.
c. Credit impaired - evidence that a financial asset is credit-impaired includes the following observable data: significant financial difficulty of the counterparty, a breach of contract such as a default or being more than 120 days past due; or it is probable that the borrower will enter bankruptcy or other financial reorganization.

The following tables summarize the credit quality of the Group's financial assets per category and aging analysis of financial assets as at December 31:

	High performing	Under performing	Credit impaired	Total
2020				
Current assets				
Cash and cash equivalents	1,628,156,735	-	-	1,628,156,735
Trade and other receivables	4,474,885,967	-	14,543,553	4,489,429,320
Financial assets at fair value through profit or loss	30,065,579	-	-	30,065,579
Refundable deposits	3,537,728	-	-	3,537,728
Non-current assets				
Refundable deposits	132,838,523	-	-	132,838,523
Financial assets at FVOCI	803,668,496	-	-	803,668,496
	7,073,153,028	-	14,543,553	7,087,696,581
2019				
Current assets				
Cash and cash equivalents	2,617,190,108	-	-	2,617,190,108
Trade and other receivables	5,219,296,083	-	14,498,427	5,233,794,510
Financial assets at fair value through profit or loss	36,278,844	-	-	36,278,844
Refundable deposits	3,537,728	-	-	3,537,728
Non-current assets				
Refundable deposits	132,838,523	-	-	132,838,523
Financial assets at FVOCI	803,668,496	-	-	803,668,496
	8,812,809,782	-	14,498,427	8,827,308,209

There are no collaterals held as security or other credit enhancements attached to the Group's financial assets.

Allowance for impairment of receivables as at March 31, 2020 amounted to P14,543,553 (December 31, 2019 - P14,498,427). Apart from the financial assets covered by allowance, the remaining financial assets are classified as high performing.

The credit quality of the Group's financial assets is discussed below.

(a) Cash and cash equivalents

Credit risk from balances with banks is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made only with approved counterparties to mitigate financial loss through counterparty's potential failure to make payments.

(b) Receivables

There is no concentration of credit risk with respect to receivables since the Group has a large number of counterparties involved.

Trade receivables

Sales of residential condominium units that are on installment basis are supported by post-dated checks from the buyers. Titles to properties sold are not released unless full payment is received. In case of leasing operation, tenants are subjected to credit evaluation and are required to put up security deposits and pay advance rentals, if necessary. For the hotel operation, hotel guests who wish to avail of a credit line are subjected to the normal credit investigation and checking. References are required including review of the customer's financial position and earnings. Approval of a credit line is performed by the Financial Controller and the General Manager. A guest may not be given a line, but special ad hoc arrangements are allowed. It usually requires deposits, prepayments or credit card guarantees as collaterals. Existing credit lines are reviewed annually. The balances due from customers are considered as high grade financial assets.

Non-trade receivables

The credit exposure on nontrade receivables is considered to be minimal as there is no history of defaults and collections are expected to be made within 30 to 60 days. In respect of balances due from related parties, management considered the credit quality of these receivables to be good based on financial condition of the related parties.

(c) Refundable deposits

Refundable deposits includes cash required from the Group for the on-going construction and utilities maintenance. This is refundable at the end of the lease term. Refundable deposits are reflected at their carrying amounts which are assumed to approximate their fair values. Considering the balance and average term of outstanding lease arrangements, management believes that the impact of discounting is not significant. Refundable deposits are considered as high performing financial assets.

d) Financial assets at fair value through profit or loss and financial assets at FVOCI

The Group adheres to fixed limits and guidelines in its dealings with counterparties of its investments in financial assets at fair value through profit or loss and financial assets at FVOCI. The Group's maximum exposure to credit risk as at March 31, 2020 and December 31, 2019 is equal to the carrying values of its financial assets. Given the Group's diverse base of counterparties, it is not exposed to large concentrations of credit risk.

32.1.3 Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group maintains sufficient cash and cash equivalents in order to fund its operations. The Group monitors its cash flows and carefully matches the cash receipts from its operations against cash requirements for its operations. The Group utilizes its borrowing capacity, if necessary, to further bolster its cash reserves.

19.2 Capital management

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating, comply with externally imposed capital requirements, and maintain healthy capital ratios in order to support its business and maximize shareholders value.

The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. There were no changes in the Group's strategies and policies during 2019 and 2018.

The Group monitors capital using a gearing ratio, which is net debt, including long-term loan less cash and cash equivalents, divided by capital. Capital pertains to total equity less non-controlling interest. The gearing ratio is presented below:

	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
Net debt		
Long-term loan	4,133,333,333	5,927,961,091
Less: cash and cash equivalents	(1,628,156,735)	(2,640,088,900)
	2,505,176,598	3,287,872,191
Capital		
Total equity	41,775,693,336	41,270,138,878
Less: Non-controlling interest	(6,162,360,965)	(6,254,206,015)
	35,613,332,371	35,015,932,863
Gearing ratio	7.03%	9.39%

The Group was able to meet its capital management objectives.

19.3 Fair value measurement

The Group follows the fair value measurement hierarchy to disclose the fair value measurements of its financial instruments. The table below summarizes the fair value measurement hierarchy of the Group's assets and liabilities at March 31, 20202 and December 31, 2019:

	Fair value measurement using			
	Quoted prices in active markets (Level I)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
2020				
Assets measured at fair value				
Financial assets at fair value through profit or loss	30,065,579	-	-	30,065,579
Investment properties:				
Land	-	-	15,253,910,599	15,253,910,599
Buildings	-	-	17,661,195,540	17,661,195,540
Financial assets at FVOCI:				
Quoted	33,958,500	-	-	33,958,500
Unquoted	-	-	769,709,996	769,709,996
Assets for which fair values are disclosed				
Financial asset at amortized cost				
Refundable deposits	-	132,838,523	-	132,838,523
Liabilities for which fair values are disclosed				
Installment payable	-	444,255,123	-	444,255,123
Deposits from tenants	-	1,150,334,029	-	1,150,334,029

	Fair value measurement using			
	Quoted prices in active markets (Level I)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
2019				
Assets measured at fair value				
Financial assets at fair value through profit or loss	36,278,844	-	-	36,278,844
Investment properties:				
Land	-	-	15,253,910,599	15,253,910,599
Buildings	-	-	17,649,466,169	17,649,466,169
Financial assets at FVOCI:				
Quoted	33,958,500	-	-	33,958,500
Unquoted	-	-	769,709,996	769,709,996
Assets for which fair values are disclosed				
Financial asset at amortized cost				
Refundable deposits	-	132,838,523	-	132,838,523
Liabilities for which fair values are disclosed				
Installment payable	-	443,917,972	-	443,917,972
Deposits from tenants	-	1,118,744,931	-	1,118,744,931

The Group's policy is to recognize transfers into and transfers out of fair value hierarchy levels as of the date of the event or change in circumstances that caused the transfer.

There have been no assets and liabilities transferred among Level 1, Level 2 and Level 3 during 2020 and 2019.

The following methods and assumptions were used to estimate the fair value of each class of financial instrument for which it is practicable to estimate such value:

(a) *Financial assets at fair value through profit or loss*

The fair value of financial assets at fair value through profit or loss is based on quoted market prices at the reporting date.

(b) *Cash and cash equivalents, trade and other receivables, accounts payable and other current liabilities, accrued employee benefits and dividends payable*

Due to the short-term nature of cash and cash equivalents, trade and other receivables, accounts payable and other current liabilities, dividends payable and accrued employee benefits, their carrying values were assessed to approximate their fair values.

(c) *Installment contracts receivable*

The fair value of installment contracts receivable is based on the discounted value of future cash flows using applicable rates for similar instruments.

(d) *Refundable deposits and deposits from tenants*

The fair value of deposits from tenants was based on the present value of estimated future cash flows using applicable market rates at the reporting date.

(e) *Bank loans*

The carrying value of the bank loans with variable interest rates approximates their fair value because of recent and quarterly repricing based on market conditions.

Note 20 - Significant accounting judgments, estimates and assumptions

Estimates, assumptions and judgments 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.

The Group makes estimates, assumptions and judgments concerning the future. The resulting accounting estimates will, by definition seldom equal the related actual results. The estimates and assumptions applied by the Group and which may cause adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

20.1 Critical accounting estimates and assumptions

(a) Determination of fair values of investment properties

The fair values of investment properties are determined by independent real estate valuation experts using recognized valuation techniques. In some cases, fair values are determined based on recent real estate transactions with similar characteristics and in the location of those of the Group's assets. In the absence of such information, the Group determines the amount within a range of reasonable fair value estimates. In making its judgment, the Group considers information from a variety of sources including:

- current prices in an active market for properties of different nature, condition or location (or subject to different lease or other contracts), adjusted to reflect those differences;
- recent prices of similar properties in less active markets, with adjustments to reflect any changes in economic conditions since the date of the transactions that occurred at those prices; and
- stabilized net operating income based on reliable estimates of future cash flows, derived from the terms of any existing lease and other contracts and (where possible) from external evidence such as current market rents for similar properties in the same location and condition, and using pre-tax discount rates that reflect current market assessments of the uncertainty in the amounts and timing of the cash flows.

(b) Useful lives of property and equipment

The useful life of each item of the Group’s property and equipment is estimated based on the period over which the asset is expected to be available for use. Such estimate is based on collective assessment of industry practice, internal technical evaluation and experience with similar assets. The estimated useful life of each asset is reviewed periodically and 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 asset. It is possible, however, that future results of operations could be materially affected by changes in the amounts and timing of recorded expenses brought about by changes in the factors mentioned above. A reduction in the estimated useful life of any property and equipment would increase the recorded operating expenses and decrease non-current assets.

In 2020 and 2019, there were no changes in the estimated useful lives of property and equipment. As at March 31, 2020, property and equipment have a carrying value of P12.54 billion (December 31, 2019 - P12.81 billion).

(c) Estimation of percentage-of-completion of the Group’s projects

Revenue from sale of condominium is recognized over time using the output method in accordance with the guidance set in PIC Q&A 2016-04. Under the output method, revenue is calculated with reference to the POC of the project. POC is determined based on the actual physical completion of the project. Management believes that revenue from condominium sales reported in the statement of total comprehensive income best reflects the POC of the projects as at reporting date.

The Group has the following on-going projects with its percentage of completion as at December 31:

Projects	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
The Rise Makati	94%	92%
Shang Wack Wack	16%	15%

(d) Determining retirement benefit obligation

The Group maintains a qualified defined benefit retirement plan. The calculations of retirement costs of the Group are dependent upon the use of assumptions, including discount rates, expected return on plan assets, interest cost, future salary increases, benefits earned, mortality rates, the number of employee retirements, the number of employees electing to take lump-sum payments and other factors.

Actual results that differ from assumptions are accumulated and amortized over future periods and, therefore, generally affect recognized expense and the recorded obligation in future periods. While the Group believes that the assumptions used are reasonable, differences in actual experience or changes in assumptions may materially affect the Group's retirement obligation and future expense.

In determining the long-term rates of return, the Group considers the nature of the plans' investments, an expectation for the plans' investment strategies, historical rates of return and current economic forecasts. The Group evaluates the expected long-term rate of return annually and adjusts such rate as necessary.

20. 2 Critical accounting judgments

(a) Distinction between properties held for sale, investment properties, and property and equipment

The Group determines whether a property is to be classified as a property held for sale, an investment property, or property and equipment through the following:

- Properties held for sale comprise properties that are held for sale in the ordinary course of business. These are condominium units that the Group acquired or developed and intends to sell.
- Investment properties comprise land and buildings which are not occupied, substantially for use by, or in the operations of, nor for sale in the ordinary course of business of the Group, but are held primarily to earn rental income or capital appreciation; and
- Property and equipment generate cash flows that are attributable not only to them but also to the other assets used in the operations of the Group.

In making its judgment, the Group considers whether the property generates cash flows largely independent of the other assets held by the Group.

Some properties comprise a portion that is to earn rentals or for capital appreciation and another portion that is held for use in the operation or for administrative purposes. If these portions cannot be sold separately at the reporting date, the property is accounted for as an investment property only if an insignificant portion is held for use in the operation or for administrative purposes. Judgment is applied in determining whether ancillary services are so significant that a property does not qualify as an investment property. The Group considers each property separately in making its judgment.

(b) Revenue recognition

Selecting an appropriate revenue recognition method for a particular real estate sale transaction requires certain judgments based on the following, among others:

- Collectability of contract price

  Identification of a "contract" for particular real estate sale transaction in the context of PFRS 15 requires certain judgments based on the collectability of the transaction price. Collectability of the transaction price is demonstrated by the buyer's commitment to pay which, in turn, is supported by substantial initial and continuing investments that gives the buyer a sufficient stake in the property that risk of loss through default motivates the buyer to honor his obligation. Collectability is also assessed by considering factors such as the credit standing of the buyer, age, and location of the property. For condominium sales, in determining whether the contract prices are collectible, the Group considers that initial and continuing investments by the buyer of about 20% would demonstrate the buyer's commitment to pay, based on historical data.

- Stage of completion of the condominium

  Prior to 2018, the Group commences the recognition of revenue from sale of uncompleted condominium where the POC method is used when the construction is beyond preliminary stage (i.e., engineering, design work, construction contracts execution, site clearance and preparation, excavation and the building foundation are finished).

(c) Estimation of net realizable value of properties held for sale

Properties held for sale are carried at the lower of cost and net realizable value. The net realizable value of completed condominium units is the estimated selling price of condominium unit less estimated costs necessary to make the sale. While the net realizable value of condominium units under construction is the estimated selling price of a condominium unit less estimated costs to complete the construction, estimated time value of money to the date of completion and estimated costs necessary to make the sale.

(d) Recoverability of investments in associates and a joint venture

The Group's investments in associates and a joint venture are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of the investment may not be recoverable. An impairment loss would be recognized whenever evidence exists that the carrying value is not recoverable.

(e) Impairment of goodwill

The Group reviews the goodwill annually for impairment and whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable. Goodwill is monitored by management at SGCPI's business level (lowest level of CGU identified) following its acquisition by Parent Company.

As at March 31, 2020 and December 31, 2019, based on management's assessment and judgment, there is no impairment of goodwill since the recoverable amount of the CGU is higher than the carrying value.

As at March 31, 2020 and December 31, 2019, the recoverable amount of SGCPI's hotel business was determined based on value in use calculation (using Level 3 inputs) and require the use of certain assumptions. In computing for the value in use, the management has employed the discounted cash flow method in computing for the value in use. The calculations use cash flow projections based on financial forecasts covering a five-year period beginning 2019.

The cash flow forecasts reflect management's expectations of revenue growth, operating costs and margins based on past experience and outlook, consistent with internal measurements and monitoring.

Pre-tax adjusted discount rate applied to the cash flow forecasts is derived using the weighted average cost of capital as at March 31, 2020 and December 31, 2019.

The following are the key assumptions used:

Pre-tax adjusted discount rate	4.13%
Terminal growth rate	3.40%

(f) Impairment of non-financial assets

The Group reviews its non-financial assets, such as investments in associates and in a joint venture, real estate development projects, and property and equipment, for any indicator of impairment in value. This includes considering certain factors such as significant changes in asset usage, significant decline in assets' market value, obsolescence or physical damage of an asset, significant underperformance relative to expected historical or projected future operating results and significant negative industry or economic trends. If indicators of impairment have been identified, the Group determines the recoverable amount of the asset, which is the higher of the asset's fair value less costs to sell and value in use.

Given historical profitable operations and profit projections, the Group has assessed that there are no impairment indicators with respect to the non-financial assets as at March 31, 2020 and December 31, 2019.

(g) Classification of leases as operating lease

The Group has entered into commercial property leases on its investment property portfolio. The Group has determined, based on an evaluation of the terms and conditions of the arrangements, such as the lease term not constituting a major part of the economic life of the commercial property and the fair value of the asset, that it retains all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

(h) Income taxes

A certain degree of judgment is required in determining the provision for income taxes, as there are certain transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business.

The Group recognizes liabilities for tax audit issues when it is probable. The liabilities are based on estimates whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

Further, the Group reviews the carrying amounts of deferred tax assets at each reporting date and reduces them to the extent that it is no longer probable that sufficient future taxable profits will be available to allow all or part of the deferred tax assets to be utilized. The Group expects to generate sufficient future taxable profits to allow all of its recognized deferred tax assets to be utilized.

(i) Contingencies

The Parent Company and SLPC are currently involved in various legal proceedings. The estimates of the probable costs for the resolution of these claims have been developed in consultation with the outside legal counsel handling the defense in these matters and are based upon analyses of potential reports. Based on management's assessment, these proceedings will not have a material effect on the Group's financial position and performance.

(j) Low value leases

Payments associated with short-term leases and leases of low-value assets are recognized on a straight-line basis as an expense in the profit or loss. Management considered lease agreements with third parties as low value leases.

Note 21 - Summary of significant accounting and financial reporting policies

21.1 Basis of preparation

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

The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets at fair value through profit or loss, investment properties and financial assets at FVOCI.

The preparation of consolidated financial statements in conformity with PFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group's accounting policies.

21.2 Changes in accounting policy and disclosures

(a) New standards, amendments and interpretations adopted by the Group

- PFRS 16, 'Leases' (effective January 1, 2019). PFRS 16, 'Leases', affects primarily the accounting by lessees and will result in the recognition of almost all leases on balance sheet. The standard removes the current distinction between operating and financing leases and requires recognition of an asset (the right to use the leased item) and a financial liability to pay rentals for virtually all lease contracts. An optional exemption exists for short-term and low-value leases.

  In applying PFRS 16 for the first time, the Group applied the modified retrospective method and used the practical expedient permitted by the standard on accounting for operating leases with a remaining lease term of less than 12 months as at January 1, 2019 as short-term leases.

  The adoption of the standard did not have a significant impact on the Group's financial statements. Its existing leases with third parties were classified as low-value leases, in accordance with the standard's exemption.

- Philippine Interpretation IFRIC 23 - *Uncertainty over Income Tax Treatments* (effective January 1, 2019). The interpretation explains how to recognize and measure deferred and current income tax assets and liabilities where there is uncertainty over a tax treatment. In particular, it discusses:

  - how to determine the appropriate unit of account;
  - that the entity should assume a tax authority will examine the uncertain tax treatments and have full knowledge of all related information, i.e. that detection risk should be ignored;
  - that the entity should reflect the effect of the uncertainty in its income tax accounting when it is not probable that the tax authorities will accept the treatment;
  - that the impact of the uncertainty should be measured using either the most likely amount or the expected value method, depending on which method better predicts the resolution of the uncertainty, and;
  - that the judgements and estimates made must be reassessed whenever circumstances have changed or there is new information that affects the judgements.

  The adoption of the interpretation above had no material impact on the consolidated financial statements of the Group.

- Amendments to PAS 19 - *Plan Amendment, Curtailment or Settlement* (effective January 1, 2019). The amendments to IAS 19 Employee Benefits clarify the accounting for defined benefit plan amendments, curtailments and settlements. They confirm that entities must:

- calculate the current service cost and net interest for the remainder of the reporting period after a plan amendment, curtailment or settlement by using the updated assumptions from the date of the change.
- recognise any reduction in a surplus immediately in profit or loss, either as part of past service cost or as a gain or loss on settlement. In other words, a reduction in a surplus must be recognised in profit or loss even if that surplus was not previously recognised because of the impact of the asset ceiling.
- separately recognise any changes in the asset ceiling through other comprehensive income.

The adoption of the interpretation above had no material impact on the consolidated financial statements of the Group.

- *IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23, Borrowing Cost)*

  In March 2019, the IFRIC in its agenda decision concluded that the principles and requirements in International Accounting Standard (IAS) 23, Borrowing Costs, provide an adequate basis for an entity to determine whether to capitalize borrowing costs incurred related to the construction of a residential multi-unit real estate development with the intention of selling the individual units in the building to customers in which the entity intends to enter into contracts with customers for the unsold units as soon as it finds suitable customers.

  The terms and relevant facts and circumstances of the contracts with customers are such that, applying International Financial Reporting Standard (IFRS) 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.

  The SEC, in its Memorandum Circular No. 4-2020, provided for the relief to the Real Estate Industry by deferring the implementation of IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23) 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. The Group opted to avail of this relief for the current period. If the Group adopted the IFRIC agenda decision, the Group would recognize capitalized borrowing costs as expense in the period it was incurred.

(b) New standards, amendments and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations to existing standards are effective for annual periods after January 1, 2019, and have not been early adopted nor applied by the Group in preparing these financial statements. None of these standards are expected to have significant effect on the consolidated financial statements of the Group.

21.3 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Group as at March 31, 2020 and December 31, 2019. The subsidiaries' financial statements are prepared for the same reporting year as the Parent Company. The Group uses uniform accounting policies, any difference between subsidiaries and the Parent Company are adjusted properly.
The Group is composed of the subsidiaries listed below:

Nature and name of entity	March 31, 2020 (Unaudited)	December 31, 2020 (Audited)
Property development:		
Shang Properties Realty Corporation (SPRC)	100	100
Shang Property Developers, Inc. (SPDI)	100	100
The Rise Development Corporation, Inc. (TRDCI)	100	100
Shang Wack Wack Properties, Inc. (SWWPI	100	100
Hotel operation:		
Shang Global City Properties, Inc. (SGCPI)	60	60
Leasing:		
SPI Parking Services, Inc. (SPSI)	100	100
Shangri-la Plaza Corporation (SLPC)	100	100
KSA Realty Corporation (KSA)	70.04	70.04
Real estate:		
Ivory Post Properties, Inc. (IPPI)	100	100
KPPI Realty Corporation (KRC)	100	100
Martin B Properties, Inc. (MBPI)	100	100
New Contour Realty, Inc. (NCRI)	100	100
Perfect Sites, Inc. (PSI)	100	100
Shang Fort Bonifacio Holdings, Inc. (SFBHI)	100	100
Shang Global City Holdings, Inc. (SGCHI)	100	100
Sky Leisure Properties, Inc. (SLPI)	100	100
Property management:		
KPPI Management Services Corporation (KMSC)	100	100
Shang Property Management Services, Inc. (SPMSI)	100	100
Other supplementary business:		
Gipsey, Ltd. (Gipsey)	100	100
Silver Hero Investments Limited (SHIL)	100	100
EPHI Logistics Holdings, Inc. (ELHI)	60	60

Except for Gipsey and SHIL, which were incorporated in the British Virgin Islands (BVI) and use Hong Kong dollars (HK$) as their functional currency, all the other subsidiaries were incorporated and registered in the Philippines which use Philippine Peso as their functional currency.

All subsidiary undertakings are included in the consolidation. The proportion of the voting rights in the subsidiary undertakings held directly by the Parent Company do not differ from the proportion of ordinary shares held.

(a) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. These are deconsolidated from the date that control ceases.
The Group also assesses the existence of control where it does not have more than 50% of the voting power by virtue of de facto control. De facto control may arise in circumstances where the size of the Group's voting rights relative to the size and dispersion of holdings of other shareholders give the Group control over the investee.

Whenever the Group obtains control of one or more other entities, it assesses whether the acquired group of net assets constitutes a business. In assessing whether a transaction is an acquisition of a business or assets, the Group identifies the elements in the acquired group, assesses the capability of the acquired group to produce outputs, and assesses the capability of a market participant to produce outputs if missing elements exist. If the assets acquired are not a business, the Group accounts for the transaction or other event as an asset acquisition.

The Group applies the acquisition method to account for business combinations. 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. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. 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 non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the recognized amounts of acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred.

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

Any contingent consideration to be transferred by the Group is recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognized in accordance with PFRS 9 either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is not accounted for within equity.

If the excess of the consideration is transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration is transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in profit or loss.

Inter-company transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealized losses are also eliminated. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group's accounting policies.

(b) Changes in ownership interests in subsidiaries without change of control

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

(c) Disposal of subsidiaries

When the Group ceases to have control, any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognized in profit or loss. The fair value is the initial carrying amount for purposes of subsequently accounting for the retained interest as an associate or financial asset. In addition, any amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to profit or loss.

(d) Associates and joint ventures

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting.

Interests in joint ventures are accounted for using the equity method, after initially being recognized at cost in the consolidated statement of financial position.

Under the equity method of accounting, the investments are initially recognized at cost and adjusted thereafter to recognize the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the Group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognized as a reduction in the carrying amount of the investment.

When the Group increases its stake in an existing associate and gains control in that investment, the investment becomes a subsidiary. When the entity obtains control of the investment (an investor controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee) that was previously accounted for under equity method, the carrying amount of the investment in associate is derecognized and the assets and liabilities acquired are recognized in the Group's consolidated financial statements at acquisition date.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognize further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealized gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in these entities. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

If the ownership interest in an associate or a joint venture is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognized in other comprehensive income are reclassified to profit or loss where appropriate.

The Group determines at each reporting date whether there is any objective evidence that the investments is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the investments and its carrying value and recognizes the amount adjacent to 'share in net earnings of associates' in the consolidated statement of total comprehensive income

Dilution gains and losses arising in investments are recognized in profit or loss. Investment in subsidiaries and associates are derecognized upon disposal. Gains and losses on disposals of these investments are determined by comparing the proceeds with the carrying amount and are included in profit or loss.

21.4 Cash and cash equivalents

Cash includes cash on hand and in banks that earns interest at the respective bank deposit rates. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three months or less from the date of acquisition and are subject to an insignificant risk of change in value.

21.5 Financial instruments

34.5.1 Classification of financial assets

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value either through other comprehensive income ("OCI") or through profit or loss, and
- those to be measured at amortized cost.

The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at FVOCI.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

21.5.2 Measurement of financial assets

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss ("FVTPL"), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

- Amortized cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Interest income from these financial assets is included in other income using the effective interest rate method. Any gain or loss arising on derecognition is recognized directly in profit or loss and presented in other income, net, together with foreign exchange gains and losses. Impairment losses are presented in other general and administrative expenses in the consolidated statement of total comprehensive income.

- FVOCI: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognized in profit or loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other income, net. Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other income, net, and impairment expenses are presented in other general and administrative expenses in the consolidated statement of total comprehensive income.

  The Group does not have debt instruments at FVOCI as at March 31, 2020 and December 31, 2019.

- FVTPL: Assets that do not meet the criteria for amortized cost or FVOCI are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at FVTPL is recognized in profit or loss and presented within other income, net, in the period in which it arises.

  The Group does not have debt instruments at FVTPL as at March 31, 2020 and December 31, 2019.

Equity instruments

The Group subsequently measures all equity investments at fair value through profit or loss, except where the Group's management has elected, at initial recognition, to irrevocably designate an equity investment at fair value through other comprehensive income. The Group's policy is to designate equity investments as FVOCI when those investments are held for purposes other than to generate investment returns. When this election is used, fair value gains and losses are recognized in OCI and are not subsequently reclassified to profit or loss, including on disposal. Impairment losses (and reversal of impairment losses) are not reported separately from other changes in fair value. Dividends, when representing a return on such investments, continue to be recognized in profit or loss as other income when the Group's right to receive payments is established.

The Group's financial assets measured at FVOCI represent unquoted shares of stock of related parties and quoted investments in various golf club shares and stocks.

Dividends are recognized when the Group's right to receive payment is established, it is probable the economic benefits will flow to the entity and the amount can be measured reliably. Dividends are recognized in profit and loss unless they clearly represent recovery of a part of the cost of the investment, in which case they are included in other comprehensive income. Changes in fair value are recognized in other comprehensive income and are never recycled to profit and loss, even if the asset is sold or impaired.

21.5.3 Impairment

The Group assesses on a forward-looking basis the expected credit losses associated with its debt instruments carried at amortized cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the PFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due.

The expected loss rates are based on the payment profiles of counterparties over a period of 36 months before January 1, 2018 and the corresponding historical credit losses experienced within this 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 Group has assessed that the impact of forward-looking information on the loss rates applied is immaterial.

Impairment losses on receivables are presented in other general and administrative expenses consolidated statement of total comprehensive income. Subsequent recoveries are credited to other income.

21.5.4 Classification and measurement of financial liabilities

Financial liabilities are classified in the following categories: financial liabilities at fair value through profit or loss (including financial liabilities held for trading and those that designated at fair value); and financial liabilities at amortized cost. The Group did not measure its financial liabilities at fair value through profit or loss as at March 31, 2020 and December 31, 2019.

Financial liabilities that are not classified as at fair value through profit or loss fall into this category and are measured at amortized cost.

21.5.5 Initial recognition

Regular purchases and sales of financial assets are recognized on the trade date (the date on which the Group commits to purchase or sell the asset).

Financial assets and liabilities not carried at fair value through profit or loss are initially recognized at fair value plus transaction costs. Financial assets and liabilities carried at fair value through profit or loss are initially recognized at fair value, and transaction costs are recognized as expense in profit or loss.

The Group recognizes a financial liability in the consolidated statement of financial position when the Group becomes a party to the contractual provision of the instrument.

21.5.6 Day 1 difference

Where the transaction price in a non-active market is different from the fair value from other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable market, the Group recognizes the difference between the transaction price and fair value (a Day 1 difference) in the profit or loss unless it qualifies for recognition as some other type of asset. In cases where the data used are not observable, the difference between the transaction price and model value is only recognized in the profit or loss when the inputs become observable or when the instrument is derecognized. For each transaction, the Group determines the appropriate method of recognizing the Day 1 difference.

21.5.7 Derecognition

Financial assets are derecognized when the rights to receive cash flows from the investments have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

Financial liabilities are derecognized when the obligation is discharged or is cancelled or has expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in profit or loss.

21.5.8 Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount reported in the consolidated statement of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty. There are no offsetting arrangements as at March 31, 2020 and December 31, 2019.

21.6 Trade and other receivables

Trade receivables arising from regular sales with credit term of 30 to 60 days and other receivables are recognized initially at fair value and subsequently measured at cost using the effective interest method, less any provision for impairment.

The Group applies the PFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognized within operating expenses in the consolidated statement of total comprehensive income. When a receivable remains uncollectible after the Group has exerted all legal remedies, it is written-off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written-off are credited against other general and administrative expenses in the consolidated statement of total comprehensive income.

The expected loss rates are based on the payment profiles of sales over a period of 36 months before January 1, 2018 and the corresponding historical credit losses experienced within this 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.

21.7 Properties held for sale

Properties held for sale are properties being constructed or acquired for sale in the ordinary course of business, rather than for rental or capital appreciation, and are carried at the lower of cost and net realizable value (NRV). NRV is the estimated selling price in the ordinary course of the business, based on market prices at the reporting date, less estimated costs of completion and estimated costs to sell.

Cost of condominium units held for sale represents accumulated costs of the unsold units of the completed projects. Cost includes those directly attributable to the construction of the projects such as cost of land, direct materials, borrowing costs, professional and consultancy fees, and project management costs, which are allocated to the unsold units.

Cost of construction in-progress represents the accumulated costs for the construction and development of the ongoing projects. It includes those that are directly attributable to the construction of the projects such as cost of land, direct materials, borrowing costs, professional and consultancy fees, and project management costs.

Properties held for sale are derecognized when they are sold or there are no future benefits to the Group. The carrying amount of those properties held for sale is recognized as an expense, reported as cost and expenses in the period in which the related revenue is recognized.

21.8 Prepaid taxes and other assets

Input VAT, which represents taxes arising from purchases of goods and services, are carried at face amount or at nominal amount less allowance for impairment loss. This is derecognized when applied against output tax, when written off or when actual refund is received. When input VAT is derecognized, its cost and accumulated impairment losses, if any, are eliminated from the account.

Creditable withholding taxes are carried at face amount or at nominal amount. Creditable withholding taxes are included in current assets, except when these are expected to be utilized more than twelve months after the end of the reporting period, in which case these are classified as non-current assets. Creditable withholding taxes are derecognized when utilized or applied against income tax due.

Prepayments are expenses paid in cash and recorded as assets before they are used or consumed, as the service or benefit will be received in the future. Prepayments expire and are recognized as expense either with the passage of time or through use or consumption.

Other current assets include assets that are realized as part of the normal operating cycle and are expected to be realized within 12 months after the reporting period.

Deposit for a future project represents cash deposit with a third party for a purchase of a property. Deposit for a future project is derecognized upon full payment to the third party. The Group then determines whether the property is to be classified as property held for sale, an investment property, or property and equipment depending on the usage of the property.

21.9 Investment properties

Investment property is defined as property held by the owner or by the lessee under a finance lease to earn rentals or for capital appreciation or both, rather than for: (a) use in the production of supply of goods or services or for administrative purposes; or (b) sale in the common course of business.

The Group’s investment property, principally comprising of properties in Mandaluyong and Makati City are held for capital appreciation and is not occupied by the Group.

After initial recognition, investment property is carried at fair value as determined by an independent firm of appraisers. Fair value is based on direct income capitalization approach and market comparison approach, adjusted, if necessary, for any difference in the nature, location or condition of the specific asset. If this information is not available, the Group uses alternative valuation methods such as recent prices on less active markets or discounted cash flow projections. These valuations are reviewed annually by the independent appraiser. Investment property that is being redeveloped for continuing use as investment property or for which the market has become less active continues to be measured at fair value.

Subsequent expenditure is charged to the asset's carrying amount only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to profit or loss during the financial period in which they are incurred.

Changes in fair values are recognized in the consolidated statement of total comprehensive income under gain on fair value adjustment of investment properties.

An investment property is derecognized from the consolidated statement of financial position on disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from its disposal.

Removal of an item within investment property is triggered by a change in use, by sale or disposal. If an investment property becomes owner-occupied, it is reclassified as property and equipment, and its fair value at the date of reclassification becomes its cost for accounting purposes. Gain or loss arising from disposal is determined as the difference between the net disposal proceeds and the carrying amount of the asset. Gain or loss on disposal is recognized in profit or loss in the period of the disposal.

Property that is being constructed or developed for future use as investment property is classified as investment property.

21.10 Real estate development projects

Real estate development projects are undertaken by the subsidiaries and are carried at cost less any impairment in value. Cost primarily consists of acquisition cost of the property being constructed, air rights, expenditures for the development and construction of the real estate project and borrowing costs incurred, if any, in the acquisition of qualifying assets during the construction period and up to the date of completion of construction.

21.11 Property and equipment

Property and equipment, except land rights, are stated at historical cost less depreciation and amortization, and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items, which comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the consolidated statement of total comprehensive income within other general and administrative expenses during the financial period in which they are incurred.

Land rights are not depreciated. Depreciation and amortization of property and equipment are calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives (in years), as follows:

Building and leasehold improvements	25 or lease term, whichever is shorter
Transportation equipment	3 to 5
Furniture, fixtures and other equipment	2 to 5

Major renovations are depreciated over the remaining useful life of the related asset.

The assets' residual values and estimated useful lives are reviewed periodically, and adjusted if appropriate, at each reporting date.

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.

The carrying amount of an item of property and equipment is derecognized on disposal or when no future economic benefits are expected from its disposal at which time the cost and related accumulated depreciation and amortization are removed from the accounts. Gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized under other income or expense in the consolidated statement of total comprehensive income.

Depreciation or amortization ceases at the earlier of the date when the asset is classified as either investment property or property held for sale and the date the asset is derecognized.

Fully depreciated and amortized property and equipment are retained in the accounts until they are no longer in use, and no further depreciation and amortization are charged to the consolidated statement of total comprehensive income.

21.12 Goodwill

Goodwill arises on the acquisition of subsidiaries and represents the excess of the consideration transferred, the amount of any NCI in the acquired company and the acquisition-date fair value of any previously-held interest in the acquired company over the fair value of the identifiable net assets acquired.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the CGUs, or groups of CGUs, that is expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level. Gains and losses on the disposal of a subsidiary include the carrying amount of goodwill relating to the entity sold.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of goodwill is compared to the recoverable amount, which is the higher of value in use and the fair value less costs to sell. Any impairment is recognized immediately as an expense and is not subsequently reversed.

21.13 Impairment of non-financial assets

Non-financial assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment. Assets that have definite useful lives are subject to amortization and are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. Value in use requires the Group to make estimates of future cash flows to be derived from the particular asset, and to discount them using a pre-tax market rate that reflect current assessments of the time value of money and the risks specific to the asset. For purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash generating units (CGUs).

Where an impairment loss subsequently reverses, the carrying amount of the asset or CGU is increased to the revised estimate of its recoverable amount, but the increase should not exceed the carrying amount that would have been determined had not the impairment loss been recognized for the asset or CGU in prior years. A reversal of an impairment loss is recognized as income immediately.

21.14 Accounts payable and other current liabilities

Accounts payable and other current liabilities are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable and financial liabilities at amortized cost are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business, if longer). If not, these are presented as non-current liabilities.

Accounts payable and other current liabilities are measured at the original invoice amount as the effect of discounting is immaterial.

21.15 Deposits from tenants

Deposits from tenants are carried at the present value of future cash flows using appropriate discount rates. The difference between the present value and the actual deposit received is treated as additional rental incentive which is recorded under "deferred lease income" in the consolidated statement of financial position and are recognized as rental income using the straight-line method over the term of the lease.

21.16 Borrowings and borrowing costs

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised within interest expense and bank charges in the consolidated statement of total comprehensive income.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of that asset. All other borrowing costs are recognized and charged to profit or loss in the year in which they are incurred. The Group decided to avail relief issued by the SEC per Memorandum Circular No. 4-2020. The SEC provided for the relief to the real estate industry by deferring the implementation of IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23) until December 31, 2020.

21.17 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value of a non-financial asset is measured based on its highest and best use. The asset's current use is presumed to be its highest and best use.

The fair value of financial and non-financial liabilities takes into account non-performance risk, which is the risk that the entity will not fulfill an obligation.

The Group classifies its fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);
- inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2); and

- inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

The appropriate level is determined on the basis of the lowest level input that is significant to the fair value measurement.

The fair value of financial instruments traded in active markets is based on quoted market prices at the reporting date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry company, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in Level 1. The financial assets at fair value through profit or loss and listed financial assets at FVOCI financial assets are classified under Level 1 category.

The fair value of assets and liabilities that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the asset or liability is included in Level 2. If one or more of the significant inputs is not based on observable market data, the asset or liability is included in Level 3. The Group's unlisted financial assets at FVOCI financial assets, refundable deposits, installment payable and deposits from tenants are included in
Level 3.

The Group uses valuation techniques that are appropriate in the circumstances and applies the technique consistently. Commonly used valuation techniques are as follows:

- Market approach - A valuation technique that uses prices and other relevant information generated by market transactions involving identical or comparable (i.e., similar) assets, liabilities or a group of assets and liabilities, such as a business.
- Income approach - Valuation techniques that convert future amounts (e.g., cash flows or income and expenses) to a single current (i.e., discounted) amount. The fair value measurement is determined on the basis of the value indicated by current market expectations about those future amounts.
- Cost approach - A valuation technique that reflects the amount that would be required currently to replace the service capacity of an asset (often referred to as current replacement cost).

Specific valuation techniques used to value financial instruments include:

- Quoted market prices or dealer quotes for similar instruments.
- The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.
- The fair value of forward foreign exchange contracts is determined using forward exchange rates at the reporting date, with the resulting value discounted back to present value.
- Other techniques, such as discounted cash flow analysis, are used to determine fair value for the remaining financial instruments.

The investment properties of the Group are classified under Level 3 category.

21.18 Current and deferred income tax

The tax expense comprises current and deferred income taxes. Tax is recognized in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

The current income tax expense is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date where the Group operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

In the sale of condominium units resulting in recognition of installments contracts receivable, full recognition for income tax purposes is applied when more than 25% of the selling price has been collected in the year of sale. Otherwise, the installment method is applied.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted at reporting date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred income tax assets are recognized for all deductible temporary differences, carry-forward of unused tax losses (net operating loss carryover or NOLCO) and unused tax credits (excess minimum corporate income tax or MCIT) to the extent that it is probable that future taxable profit will be available against which the temporary differences, unused tax losses and unused tax credits can be utilized. The Group reassesses at each reporting date the need to recognize a previously unrecognized deferred income tax asset.

Deferred income tax assets are recognized on deductible temporary differences arising from investments in subsidiaries and associates only to the extent that it is probable the temporary difference will reverse in the future and there is sufficient taxable profit available against which the temporary difference can be utilized.

Deferred income tax liabilities are recognized in full for all taxable temporary differences, except to the extent that the deferred income tax liability arises from the initial recognition of goodwill. Deferred income tax liabilities are provided on taxable temporary differences arising from investments in subsidiaries and associates, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future. Generally, the Group is unable to control the reversal of the temporary difference for associates. Only where there is an agreement in place can the Group control the reversal of the temporary difference that was not recognized.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority where there is an intention to settle the balances on a net basis.

Deferred income tax assets and liabilities are derecognized when relevant temporary differences have been realized and settled, respectively. The Group reassesses at each reporting date the need to recognize previously unrecognized deferred income tax asset.

21.19 Provisions

Provisions are recognized when: the Group has a present legal or constructive obligation as a result of past events; it is more likely than not that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognized for future operating losses. Provisions are derecognized when the obligation is paid, cancelled or has expired.

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. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money 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 each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the reversal is recognized in the consolidated statement of total comprehensive income within the same line item in which the original provision was charged.

21.20 Equity

(a) Share capital

Share capital consists of common shares, which are stated at par value, that are classified as equity.

Share premium is recognized for the excess proceeds and subscriptions over the par value of the shares issued.

(b) Treasury shares

Where any member of the Group purchases its own equity share capital (treasury shares), the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to the Parent Company's shareholders until the shares are cancelled, reissued or disposed of. Where such shares are subsequently sold or reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity attributable to the Parent Company's shareholders.

(c) Retained earnings

Retained earnings includes current and prior years' results of operations, net of transactions with shareholders and dividends declared, if any.

(d) Dividend distribution

Dividend distribution to Parent Company's shareholder is recognized as a liability in its financial statements in the period in which the dividends are approved by the Board of Directors.

21.21 Earnings per share

Basic earnings per share is calculated by dividing net income by the weighted average number of common shares in issue during the year.

Diluted earnings per share is computed in the same manner as basic earnings per share, however, profit attributable to common shareholders and the weighted average number of shares outstanding are adjusted for the effects of all dilutive potential common shares.

21.22 Employee benefits

(a) Retirement benefits

The Group maintains a defined benefit retirement plan determined by periodic actuarial calculations. This defined benefit retirement plan is funded through payments to a trustee-administered fund and determined by periodic actuarial calculations. A defined benefit plan is a retirement plan that defines an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The liability recognized in the consolidated statement of financial position in respect of defined benefit retirement plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. In cases when the amount determined results in a surplus (being an excess of the fair value of the plan assets over the present value of the defined benefit obligation), the Group measures the resulting asset at the lower of: (a) such amount determined; and (b) the present value of any economic benefits available to the Group in the form of refunds or reductions in future contributions to the plan. The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest of government bonds converted into zero coupon rates that are denominated in the currency in which the benefits will be paid, and that have terms to maturity which approximate the terms of the related retirement liability.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise.

Past-service costs are recognized immediately in profit or loss.

(b) 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 the following dates: (a) when the Group can no longer withdraw the offer of those benefits; and (b) when the entity recognizes costs for a restructuring that is within the scope of PAS 37 and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the reporting date are discounted to present value.

(c) Short-term employee benefits

The Group recognizes a liability and an expense for short-term employee benefits which include salaries, paid sick and vacation leaves and bonuses. Bonuses are based on a formula that takes into consideration the resulting qualified profits. The Group recognizes a provision when contractually obliged or when there is a past practice that has created a constructive obligation.

Liabilities for employee benefits are derecognized when the obligation is settled, cancelled or has expired.

21.23 Revenue and expense recognition

The Group assesses its revenue arrangements against specific criteria in order to determine if it is acting as a principal or as an agent. The Group has concluded that it is acting as the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements, has inventory risk and pricing latitude.

The following specific recognition criteria must be met before revenue and expenses are recognized:

(a) Condominium sales

Revenue from condominium sales

The Group develops and sells condominium units. Under a contract to sell a condominium unit, the object is the property itself, which is the normal output of a real estate business. In addition, this contract contains information such as the contracting parties' rights and payment terms, which are essential elements for a valid revenue contract. The Group assesses that contract must be signed by the contracting parties to make it enforceable prior to revenue recognition. The developer also assesses the commercial substance of the contract and the probability that it will collect the consideration. Collectability of the contract price is demonstrated by the buyer's commitment to pay, which is supported by the buyer's initial and continuous investments that motivates the buyer to honor its obligation.

Contracts to sell condominium units are written on a lump sum payment basis or installment basis which include 10-20% reservation, down payments with installment terms ranging from 1-3 years, and either bank or in-house financing for the remaining balance.

The Group satisfies its performance obligation as it develops the property. In accordance with Philippine Interpretations Committee (PIC) 2016-04, the Group considers that the Group's performance does not create the asset with an alternative use to the Group and it has an enforceable right to payment for performance completed to date. Therefore, revenue is recognized over time, i.e. as the related obligations are fulfilled, measured principally using the output method on the basis of the estimated completion of a physical proportion of the contract work. Land and materials delivered on site, such as steels, rebars and elevators, which are yet to be installed/attached to the main structure, are excluded from the percentage-of-completion.

Revenue is measured at the transaction price agreed under the contract, except for contracts where the timing difference between the construction period and payment by the customer exceeds one year. In such contracts, the Group assessed that it is necessary to adjust the transaction price for the effects of a significant financing component as required by PIC Q&A 2018-12, but the Group decided not to adjust the transaction price and availed the relief issued by the SEC per Memorandum Circular No. 3-2019 dated February 8, 2019. The SEC provided relief to the real estate industry by deferring the application of the provisions of PIC Q&A 2018-12 for a period of three (3) years until January 1, 2021. For completed projects, revenue from condominium sales are recognized in full (ie. point in time) once the Group assessed that the contract meets all criteria for revenue recognition.

Under the sales contract, customers are required to pay the transaction price (in the form of progress billings) over a certain period of time. Any excess (deficit) of collections over the recognized revenue are recognized as contract liabilities under accounts payable and other current liabilities (installment contracts receivable under Trade and other receivables, net) as shown in the consolidated statement of financial position.

Payments received from potential buyer to provide exclusive rights to buy a specific condominium unit under certain conditions and up to specified period are treated initially as a liability and are recognized as part of "customers' deposits" under accounts payable and other liabilities. These deposits are applied as payment of the transaction price as soon as the revenue recognition criteria are met.

Cost of condominium sales include upfront costs such as land costs and connection fees, which are accounted for as fulfillment costs, and development costs which contribute to the construction progress of the development project. Fulfillment costs are recognized as contract assets arising from fulfillment costs to the extent that such costs give rise to resources that will be used in satisfying performance obligations in the future and that are expected to be recovered. These costs are included in properties held for sale in the consolidated statement of financial position. Such contract assets are amortized as cost of condominium sales consistent with the revenue recognition method applied, subject to impairment up to the extent that the carrying amount of the asset exceeds (a) the remaining amount of consideration that the Group expects to receive; less (b) direct costs that have not been recognized as expenses. Development costs are recognized as expense as the work to which they relate is performed.

Incremental costs of obtaining a contract to sell condominium units include commissions paid to sales or marketing agents. Fixed monthly living allowance, transportation allowance provided to real estate agents and commissions paid prior to signing of contracts to sell are expensed outright. Commissions paid after signing of contracts are recognized as contract assets arising from costs to obtain a contract presented as 'prepaid commission' under prepaid expenses and other current assets in the consolidated statement of financial position. These are amortized as cost of condominium sales consistent with the revenue recognition method applied.

The cost of inventory recognized in profit or loss on disposal (cost of condominium sales) is determined with reference to the specific and allocated costs incurred on the sold property taking into account the POC. The cost of condominium sales also includes the estimated development costs to complete the condominium, as determined by the Group's in-house technical staff, and taking into account the POC. The accrued development costs account is presented under "accounts payable and other current liabilities" in the consolidated statement of financial position.

Estimated loss on unsold units is recognized in profit or loss immediately when it is probable that total project costs will exceed total contract revenue.

Condominium units arising from cancellation of contracts to sell are initially measured by the Group based on its original carrying amount at the time it was sold. The Group decided to avail the relief issued by the SEC per Memorandum Circular No. 3-2019 dated February 8, 2019 deferring the application of the provisions of PIC Q&A 2018-14 for a period of three (3) years until January 1, 2021.

(b) Rental

Rental income from operating leases (the Group is the lessor) is recognized as income on a straight-line basis over the lease term or based on a certain percentage of gross revenue of the lessees, whichever is applicable. When the Group provides incentives to its lessees, the cost of incentives are recognized over the lease term, on a straight-line basis, as a reduction of rental income.

When the revenue recognition criteria are not met, cash received from lessees are recognized as advance rentals, until the conditions for recognizing rental income are met.

(c) Hotel operation

Hotel revenue from room rentals, food and beverage sales, and other ancillary services are recognized when the services are rendered. Revenue from other ancillary services include, among others, business center and car rental, laundry service, telephone service and health club services. The services rendered are distinct performance obligations, for which prices invoiced to the guests are representative of their stand-alone selling prices. These obligations are fulfilled over time when they relate to room rentals, that is over the stay within the hotel, at a point in time for other goods or services, when they have been delivered or rendered.

Costs of hotel operation are expensed as incurred. These include expenses incurred for the generation of revenue from food and beverage sales, room rentals, and other ancillary services.

(d) Interest income and expense

Interest income and expense are recognized in profit or loss for all interest-bearing financial instruments using the effective interest method.

The effective interest method is a method of calculating the amortized cost of a financial asset or a financial liability and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability.

Once a financial asset or a Group of similar financial assets has been written down as a result of an impairment loss, interest income is recognized using the original effective interest rate.

Interest income on bank deposits is recognized when earned, net of final withholding tax.

(e) Dividend income

Dividend income is recognized when the Group’s right to receive payment is established, which is generally when the Board of the investee company approved the dividend.

(f) Other income

Administration and management services, customer lounge fees, banner income, income from cinema operations and other service income are recognized when the related services have been rendered. Revenues from auxiliary services such as handling, sale of scrap materials, import break bulk and brokerage are recognized when services are provided or when goods are delivered. Money received or amounts billed in advance for rendering of services or delivery of goods are recorded as unearned income until the earning process is complete.

(g) Cost and expenses

Cost and expenses are recognized when these are incurred.

CUSA charges to mall tenants are presented as a reduction to costs and expenses in the consolidated statement of total comprehensive income. The Group decided to avail the relief issued by the SEC per Memorandum Circular No. 3-2019 dated February 8, 2019. The SEC provided relief to the real estate industry by deferring the application of the provisions of PIC Q&A 2018-12-H for a period of three (3) years until January 1, 2021.

Accounting policies applied until December 31, 2017

The Group assesses whether it is probable that the economic benefits will flow to the Group when the contract price is collectible. Collectability of the contract price is demonstrated by the buyer's commitment to pay, which is supported by the buyer's initial and continuous investments that motivates the buyer to honor its obligation. Collectability is also assessed by considering factors such as collections and credit standing of the buyer.

(a) Condominium sales

Revenue from condominium sales is accounted for using the full accrual method. In accordance with Philippine Interpretations Committee (PIC) Q&A No. 2006-01, the POC method is used to recognize income from condominium sales where the Group has material obligations under the sales contract to complete the real estate project after the unit is sold, the equitable interest has been transferred to the buyer, construction is beyond preliminary stage (i.e., engineering, design work, construction contracts execution, site clearance and preparation, excavation and the building foundation are finished), and the costs incurred or to be incurred can be measured reliably. Under this method, revenue is recognized as the related obligations are fulfilled, measured principally on the basis of the estimated completion of a physical proportion of the contract work.

(b) Rental

Rental income from operating leases (the Group is the lessor) is recognized as income on a straight-line basis over the lease term or based on a certain percentage of gross revenue of the lessees, whichever is applicable. When the Group provides incentives to its lessees, the cost of incentives are recognized over the lease term, on a straight-line basis, as a reduction of rental income.

When the revenue recognition criteria are not met, cash received from lessees are recognized as advance rental, until the conditions for recognizing rental income are met.

(c) Hotel operation (PAS 18 and PFRS 15)

Hotel revenue from room rentals, food and beverage sales, and other ancillary services are recognized when the services are rendered. Revenue from other ancillary services include, among others, business center and car rental, laundry service, telephone service and health club services. The services rendered are distinct performance obligations, for which prices invoiced to the guests are representative of their stand-alone selling prices. These obligations are fulfilled over time when they relate to room rentals, that is over the stay within the hotel, at a point in time for other goods or services, when they have been delivered or rendered.

Costs of hotel operation are expensed as incurred. These include expenses incurred for the generation of revenue from food and beverage sales, room rentals, and other ancillary services.

(d) Interest income and expense

Interest income and expense are recognized in profit or loss for all interest-bearing financial instruments using the effective interest method.

The effective interest method is a method of calculating the amortized cost of a financial asset or a financial liability and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability.

Once a financial asset or a Group of similar financial assets has been written down as a result of an impairment loss, interest income is recognized using the original effective interest rate.

Interest income on bank deposits is recognized when earned, net of final withholding tax.

(e) Dividend income

Dividend income is recognized when the Group's right to receive payment is established, which is generally when the Board of the investee company approved the dividend.

(e) Other income

Administration and management services, customer lounge fees, banner income, income from cinema operations and other service income are recognized when the related services have been rendered. Revenues from auxiliary services such as handling, sale of scrap materials, import break bulk and brokerage are recognized when services are provided or when goods are delivered. Money received or amounts billed in advance for rendering of services or delivery of goods are recorded as unearned income until the earning process is complete.

(g) Cost and expenses

Cost and expenses are recognized when these are incurred.

21.24 Leases

(a) Group is the lessor

Rental income from operating lease is recognized on a straight-line basis over the term of the relevant lease or based on a certain percentage of gross revenue of the lessees, whichever is applicable. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized on a straight-line basis over the lease term. Assets under these arrangements are classified as investment property in the consolidated statement of financial position.

(b) Group is the lessee

The Group has adopted PFRS 16 Leases using the modified retrospective approach from January 1, 2019, as permitted under the specific transition provisions in the standard.

Aside from exemptions in the standard for short-term and low-value leases which are recognized as operating leases under the provisions of PAS 17, lease payments are discounted using the interest rate implicit in the lease. Payments for leases of properties and office equipment are discounted using the lessee's incremental borrowing rate, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

Leases are recognized as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Accounting policies applied until December 31, 2018

Leases, where the Group has substantially all the risks and rewards of ownership, are classified as finance leases. Finance leases are capitalized at the lease's commencement at the lower of the fair value of the leased property and the present value of the minimum lease payments. Each lease payment is apportioned between the liability and finance charges using the effective interest method. Finance charges are reflected in the consolidated statement of total comprehensive income through profit or loss. Rental obligations, net of finance charges, are included in liabilities in the consolidated statement of financial position. The property and equipment acquired under finance leases are depreciated over the shorter of the useful life of the asset and the lease term.

Leases, in which substantially all the risks and rewards of ownership are retained by the lessor, are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged in the consolidated statement of total comprehensive income through profit or loss on a straight-line basis over the period of the lease.

21.25 Foreign currency transactions and translation

(a) Functional and presentation currency

Items included in the consolidated financial statements of the Group are measured using the currency of the primary economic environment in which the Group operates (the functional currency). The consolidated financial statements are presented in Philippine Peso, which is the functional and presentation currency of the Group.

(b) Transactions and balances

Foreign currency transactions are translated into Philippine Peso using the exchange rates prevailing at the date of the transactions. Foreign exchange gains or losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in profit or loss.

On consolidation, the assets and liabilities of Gipsey and SHIL, foreign subsidiaries with functional and presentation currency of Hong Kong dollar, are translated into Philippine Peso at the rate of exchange prevailing at the reporting date and their income statements are translated at exchange rates prevailing at the dates of the transactions. The exchange differences arising on translation for consolidation are recognized in other components of equity. On disposal of a foreign subsidiary, the component of other components of equity relating to that particular foreign subsidiary is recognized in profit or loss.

21.26 Related party relationships and transactions

Related party relationship exists when one party has the ability to control the other party, directly or indirectly through one or more intermediaries, or exercise significant influence over the other party in making financial and operating decisions. Such relationship also exists between and/or among entities which are under common control with the reporting enterprise, or between and/or among the reporting enterprises and their key management personnel, directors, or its shareholder. In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

21.27 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. These operating segments are the basis upon which the Group reports its segment information presented in Note 2 to the consolidated financial statements.

The accounting policies used to recognize and measure the segment's assets, liabilities and profit or loss is consistent with those of the consolidated financial statements.

21.28 Contingencies

Contingent liabilities are not recognized in the consolidated financial statements. These are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the consolidated financial statements but disclosed when an inflow of economic benefits is probable.

Note 22 – Effect of COVID 19

In March 2020, the Philippine Government declared a community quarantine within Metro Manila to mitigate the spread of the COVID-19 virus. The ongoing quarantine measures not only require people to stay at home but has caused domestic and international travel bans and closure of practically all business establishments. Consequently, the Group suspended its mall operations while occupancy rates for its hotel businesses significantly went down due to cancellations and limited guest check-ins. Likewise, the selling of condominium units has slowed down and therefore, will affect the performance of the Group's real estate segment. While the Group has already seen some adverse effects of the community quarantine on the financial results, the full impact of the global pandemic however, is yet to be established.

Item 2. Management Discussion and Analysis of Financial Condition and Results of Operations

Key Performance Indicators

		March 31 2020	March 31 2019	Change
Turnover	(Php M)	2,044.6	2,785.8	-26.6%
Profit attributable to shareholders	(Php M)	616.2	522.7	17.9%
Earnings per share	(Php Ctv)	0.13	0.11	17.9%
Net asset value per share	(Php)	7.433	6.839	8.6%
Debt to equity ratio	(Ratio)	0.49	0.55	-11.7%

- Turnover consists of sales of residential condominium units, revenue from rental and cinema and hotel operations. For three (3) months ended March 31, 2020, Shang Properties' revenue decreased by ₱741.2 million (M) to ₱2.0 billion (B) from ₱2.8B revenues during the same period in 2019. Sales of residential condominium units accounted for ₱646.0M or 31.5% of the total revenue and is lower by ₱482.2M from ₱1,128.5M in the same period last year. Revenue from leasing operations amounted to ₱755.4M or 37% of the total revenue and is lower by ₱5.3M from ₱760.7M in the same period last year. Shangri-La at Fort's hotel operations contributed revenue amounting to ₱642.9M or 31.5% of the total revenue and is, lower by ₱253.7M from ₱896.6M of the same period last year.

- Profit attributable to shareholders that pertains to net income from operations after tax amounted to ₱616.2M, higher by ₱93.5M or 17.9% compared with the same period last year.

- Earnings per share of ₱0.131 in 2020 is higher by 17.9% compared with the first quarter 2019.

- Net asset value per share is calculated by dividing the total net asset of the Group (Total assets – Total liabilities and equity attributable to non-controlling interest) by the number of shares outstanding. Net asset value per share increased by 8.6% mainly due to income generated during the period.

- Debt to equity measures the exposure of creditors to that of the stockholders. It gives an indication of how leveraged the Group is. It is determined by dividing total debt by stockholder's equity. The Group's financial position remains solid with debt to equity ratio of 0.49:1 as of March 31, 2020 and 0.55:1 as of March 31, 2019.

Financial Condition

Total assets of the Group as of March 31, 2020 amounted to ₱62.2B, a decrease of ₱1.1M from total assets of ₱63.3B in December 31, 2019. Following are significant movements in assets during the first quarter:

- Cash and Cash Equivalents decreased by ₱1.0B mainly due to payment of the Group's bank loans.

- Financial Assets at Fair Value Through Profit or Loss decreased by ₱6.2M mainly due to decline in value of listed shares owned by the Group.

- Receivables decreased by ₱744.4M mainly due to collection of receivables from sale of Condominium Units, particularly final balances of The Rise units turned over to buyers during the period.

- Properties Held for Sale Increased by ₱286M is mainly due additional costs incurred in ongoing developments of The Rise and Shang Residences Wack Wack projects.

- Input Tax and Other Current Assets increased mainly due to down payments made to contractors of Shang Residences Wack Wack during the first quarter of the year. These will be recouped from future progress billings.

- Real Estate Development Projects increased due to consultancy fees and cost of permits incurred during the first quarter for a new development project which is currently in the design and planning stage.

- Deferred Income Tax Assets decreased by ₱31.6M mainly due to income recognition of Shang Residences Wack Wack during the period which resulted to regular income tax and de-recognition of deferred tax assets.

- Other Noncurrent Assets increased by ₱95.9M is mainly due to payment of deposit on a purchase of land.

- Current ratio is 1.18:1 as of March 31, 2020 from 1.11:1 as of December 31, 2019.

Total liabilities decreased by ₱1.5B from ₱22.1B in 2019 to ₱20.6B in 2020 mainly due to the following:

- Decrease in bank loans by ₱1.6B is mainly due to loan repayments during the quarter.

- Increase in income tax payable by ₱82.9M is mainly due to income tax due on taxable income for the first quarter.

- Increase in dividends payable by ₱106.8M is mainly due to the unpaid portion of cash dividends declared by KSA Realty Corporation. The remaining unpaid balance pertains to dividends of shareholders who are out of the country and remittance was delayed due to the ongoing Enhanced Community Quarantine.

- Increase in accrued employee benefits by ₱3.3M is mainly due to the accruals for retirement benefits during the period.

Results of Operation

Consolidated net income for the period ended March 31, 2020 amounted to ₱616.2M which is higher by 17.9% from last year's ₱522.7M.

Turnover decreased by ₱741.2M to ₱2.0B in 2020 from ₱2.8B in 2019, mainly due to net effect of the following:

- Decrease in condominium sales by P482.2M mainly due to lower units sold during the quarter.

- Decrease in revenue from hotel operations by ₱253.7M mainly due to lower occupancy and lower Average Daily Rate caused by the ongoing travel bans and community quarantine.

Total Cost of Sales and Services of the Group amounted to ₱964M, lower by ₱585.2M compared with last year's ₱1.5B. This was mainly due to the following:

- Decrease in cost of condominium sales as lower number of units were sold during the first quarter.

- Decrease in cost of rental and cinema by ₱21.2M is mainly due to lower utility costs, repairs and maintenance cost and advertising costs due to closure of the mall starting March 16, 2020 due to the Enhanced Community Quarantine mandated by government.

- Decrease in cost of hotel operations by ₱158.0M due to lower occupancy caused by the ongoing travel bans and community quarantine.

Total Operating Expenses of the Group amounted to ₱451.7M, higher by ₱64.9M compared with last year's ₱386.8M. This was mainly due to the following:

- Increase in general and administrative expenses by P62.7M is mainly due to the annual salary adjustments and donations made to COVID 19 relief operations.

- Decrease in taxes and licenses due to lower documentary stamps tax paid on new loan availments. In the first quarter of 2020, there was no new loan availed while in the same period in 2019 the Group availed of ₱1.1B loan from the bank.

- Increase in depreciation by P1.5M is due to depreciation of transportation and engineering equipment bought in the last quarter of 2019.

- Increase in insurance by ₱4.9M mainly due to timing difference in the renewal of the Group's Terrorism and Sabotage insurance. In 2020, this was renewed and paid in the first quarter of the year as compared with last year which was renewed and paid in april 2019.

Other Income increased by ₱142.7M mainly due to higher interest on discounting of receivables of Shang Residences Wack Wack and higher gain on foreign currency revaluation.

Financial Soundness Indicators

	End of March 2020	**End of December 2019**
Current Ratio[1]	1.18:1	1.11:1
Debt-to-equity ratio[2]	0.49:1	0.54:1
Asset-to-equity ratio[3]	1.49:1	1.54:1
	1Q 2020	**1Q 2019**
Interest rate coverage ratio[4]	24.27	11.40
Return on assets[5]	3.93%	3.46%
Return on equity[6]	5.94%	5.35%

[1]*Curre*nt assets/current liabilities
[2]Total liabilities/stockholders' equity
[3]Total asset/stockholders' equity

[4]Income before interest and taxes/interest expense
[5]Annualized net income/average total assets[7]
[6]Annualized net income/average stockholders' equity[7]
[7]Annualized net income = 1Q Net income x Average Total Assets = average total assets as of end of March 2020 and end of March 2019
Average Stockholders' Equity = average stockholders' equity as of end of March 2020 and end of March 2019

PART II--OTHER INFORMATION

Item 2. Information required by Part III, Paragraph (A) (2) (b) of "Annex C" of SRC Rule 12

- There are no known trends or any known demands, commitments, events or uncertainties that will result in or that will reasonably likely result in the registrant's liquidity increasing or decreasing in any material way.

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

- There are no off material balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons created during the reporting period.

- There are no material commitments for capital expenditures.

- There are no known trends, events or uncertainties that have or that are reasonably expected to have material favorable or unfavorable impact on net sales or revenues or income from continuing operations.

- There are no significant elements of income or loss that did not arise from the registrant's continuing operations.

- There are no material changes in periodical reports.

- There are no seasonal aspects that had a material effect on the financial statements.

Item 3. Other Required Disclosures

A. The attached interim financial reports were prepared in accordance with Philippine Financial Reporting Standard. The accounting policies and methods of computation followed in these interim financial statements are the same compared with the audited financial statements for the period ended December 31, 2019.

B. Except as reported in the Management's Discussion and Analysis of Financial Condition and Results of Operations, there were no unusual items affecting assets, liabilities, equity, net income or cash flows for the interim period.

C. There were no materials changes in estimates of amounts reported in prior period that have material effects in the current interim period.

D. Except as disclosed in the Management's Discussion and Analysis of Financial Condition and Results of Operations, there were no other issuances, repurchases and repayments of debt and equity securities.

E. There are no significant events that happened subsequent to March 31, 2020 up to the date of this report that needs disclosure herein.

SHANG PROPERTIES, INC. AND SUBSIDIARIES
AGING OF RECEIVABLES
As of March 31, 2020

TENANTS	TOTAL RECEIVABLES	CURRENT	PAST DUE 1-30 DAYS	31-60 DAYS	61-90 DAYS	OVER 90
MALL TENANTS	(532,276)	(22,565,904)	10,813,266	4,895,146	2,312,009	4,013,206
EDSA SHANGRI-LA HOTEL & RESORT	14,319,389	3,674,862	10,644,527	-	-	-
TSFT COMMERCIAL SPACE	363,198	49,306	313,892			
THIRD PARTIES	145,697,786	145,697,786				
TECC TENANTS	21,499,901	5,476,767	1,838,498	2,553,606	11,631,030	-
INSTALLMENT CONTRACTS RECEIVABLES & OTHERS	2,746,449,887	2,746,449,887	-	-	-	-
	2,927,797,884	**2,878,782,703**	**23,610,183**	**7,448,752**	**13,943,039**	**4,013,206**

Note: Installment Contracts Receivables include both current and long-term portion, and are covered by post-dated checks from customers.

KARLO MARCO P.ESTAVILLO
Treasurer/Chief Financial Officer

CERTIFICATION

I, RAJEEV GARG, Group Financial Controller of **Shang Properties, Inc.**, with SEC Registration No. 145490, with principal office address at 5th Floor, Shangri-La Plaza, EDSA corner Shaw Boulevard, Mandaluyong City, on oath state:

1) That on behalf of **Shang Properties, Inc.**, I have caused this SEC Form 17-Q to be prepared;

2) That I read and understood its contents which are true and correct of my own personal knowledge and/or based on true records;

3) That **Shang Properties, Inc.** will comply with the requirements set forth in SEC Notice dated 24 June 2020 for a complete and official submission of reports and/or documents through electronic mail; and

4) That I am fully aware that documents filed online which requires pre-evaluation and/or processing fee shall be considered complete and officially received only upon payment of filing fee.

IN WITNESS WHEREOF, I have hereunto set my hand this 29th day of June 2020 in Mandaluyong City.

Rgarg

RAJEEV GARG
Group Financial Controller

REPUBLIC OF THE PHILIPPINES)
IN THE CITY OF MANDALUYONG) S.S.

SUBSCRIBED AND SWORN to before me in the City of Mandaluyong this JUN 29 2020 day of June 2020 by **RAJEEV GARG**, who has satisfactorily proven to me his identity through his Passport with Numbers Z4911342, issued IN Colombo on 20 February 2018 and valid until 19 February 2028.

Doc. No. 213;
Page No. 44;
Book No. 16;
Series of 2020.

NOTARY PUBLIC

JOVEN G. SEVILLANO
NOTARY PUBLIC FOR CITY OF MANDALUYONG
COMMISSION NO. 0285-19
UNTIL DECEMBER 31, 2020
ROLL NO. 53970
IBP LIFETIME NO. 011302; 12-28-12; RIZAL
PTR NO. 4331546; 1-3-2020; MANDALUYONG
MCLE COMPLIANCE NO. VI 0017960 14 APRIL 2022
METRO MART COMPLEX, MANDALUYONG CITY