2020 ANNUAL REPORT

SHANG
PROPERTIES

CONTENTS

Artist's image for illustration purposes only.

VISION

Shang Properties is committed to be the leading developer and manager of prime properties in the Philippines.

MISSION

Leading through product innovation
Delighting with excellent service
Fostering fair treatment and mutual respect
Empowering people to attain their full potential
Upholding good corporate citizenship

CORE VALUES

Service
Honesty
Asian
Nobility
Global

MESSAGE TO OUR SHAREHOLDERS

To my fellow shareholders,

I opened my Chairman's Message last year acknowledging the Coronavirus pandemic and the gradual return to normality at the time of that Message. The lesson we keep learning with the pandemic however is that we always need to be prepared and to build the right foundations so that we can meet the challenges ahead.

As a property company, we are accustomed to the discipline of setting the right foundations for all future endeavours and that has helped us to weather some of the adversities of last year. The year 2020 was unprecedented in the difficulties faced across the globe, with the consequences of the pandemic cutting across every industry and every sector of society. I am proud of how our team has worked together to withstand the challenges we faced.

Against this backdrop, Shang Properties registered gross operating revenues of PhP6.2 billion, or 45% lower than PhP11.4 billion in 2019. Our company also posted net income before tax of PhP1.8 billion which is 59% lower than the previous year's PhP4.5 billion and year end net income of PhP1.47 billion which is 52% lower than net income in 2019 of PhP3.06 billion. Earnings per share registered at PhP0.31 from PhP0.64 in 2019.

Residential Projects

Our residential portfolio continued to contribute to revenues with sales of PhP2.9 billion generated throughout the year.

Our ultra luxury product Aurelia Residences, a joint venture with Robinsons Land Corporation, accounted for the lion's share of sales. The project contributed 79% of sales values; Shang Residences at Wack Wack, 17%; and the balance from The Rise Makati. Even amidst the slowest periods, Aurelia's extraordinary location, well-conceived spaces highlighting bold but functional designs continued to appeal to discerning buyers seeking solid investments in products at the highest level of luxury. Shang Residences at Wack Wack's proximity to most of Metro Manila's major business districts combined with thoughtful amenities likewise carried the project through the year. Meanwhile, The Rise Makati came close to completion by year-end. It began turning over units to its clients of a well defined market segment eager to experience living right next to the country's business and commercial center. As of the end of 2020, a total of 1,707 units were handed over to their owners, and 674 of those units are occupied as of today.

Commercial Leasing

Revenues from retail space rentals accounted for PhP2.1 billion, 37% less than last year's PhP3.4 billion. The decline is largely attributable to the tempered occupancies of Shangri-La Plaza and Assembly Grounds at The Rise, with small and medium-sized merchants impacted by the pandemic, and the rise of online shopping. As of the end of 2020, these locations posted occupancy rates of 90% and 86% respectively. The organization worked very closely with our retail partners to help them ride through these particularly challenging times in the best and most reasonable ways possible. Beyond the concessions prescribed by law, considerable discounts on rent and common utility charges were extended to help them sustain their operations throughout the lockdowns.

Office spaces were likewise impacted, not only by the pandemic, but also by the cessation of operations of several online gaming corporations that have over the recent years, generated considerable office demand. Owing to the well-balanced profile of building tenants representing a diversity of business sectors, The Enterprise Center kept its 2020 average occupancy at a healthy 96%, though lower than 2019's average occupancy of 97%. Both 2019 and 2020 ended with year end revenues of PhP1.4 billion. While we have unfortunately seen some tenants pre-terminate their leases because of the current market conditions, our tenants in general have chosen to retain their spaces at The Enterprise Center in anticipation of the market's recovery, and because of the address it offers.

Hospitality

The hospitality industry has been one of the worst affected sectors since the pandemic began. The temporary but extended closures of national borders saw leisure and business travel everywhere grind to a halt. These developments happened almost overnight and their effects have been far reaching.

Owing to this, Shangri-La at the Fort Manila, in which our company has a 60% interest, reflected a 20.5% occupancy rate as of the end of 2020; a sharp drop from 71% recorded at the end of 2019. Throughout 2020, the hotel generated revenues of PhP1.1 billion; 70% lower than 2019's year end revenues of PhP3.7 billion. With even tighter controls on costs and expenses, and the continued operations of certain functions permitted by government, Shangri-La at the Fort Manila closed 2020 with Gross Operating Profits of PhP69 million, a 95% drop from 2019's PhP1.4 billion.

New Businesses

Anchored on a positive outlook for the future, the company throughout 2020 continued closing land deals and planning for new projects that will sustain the organization's growth for the coming years. Advanced planning is now underway for two new high-density residential projects for launch in 2022, purposely designed to address demands for quality residential products from both upscale and broader based markets. Construction on a new commercial tower that will expand our company's portfolio of recurring income also continues as planned. Further, the company is moving forward with negotiations to secure even more properties to serve as our source for future projects.

Corporate Social Responsibility

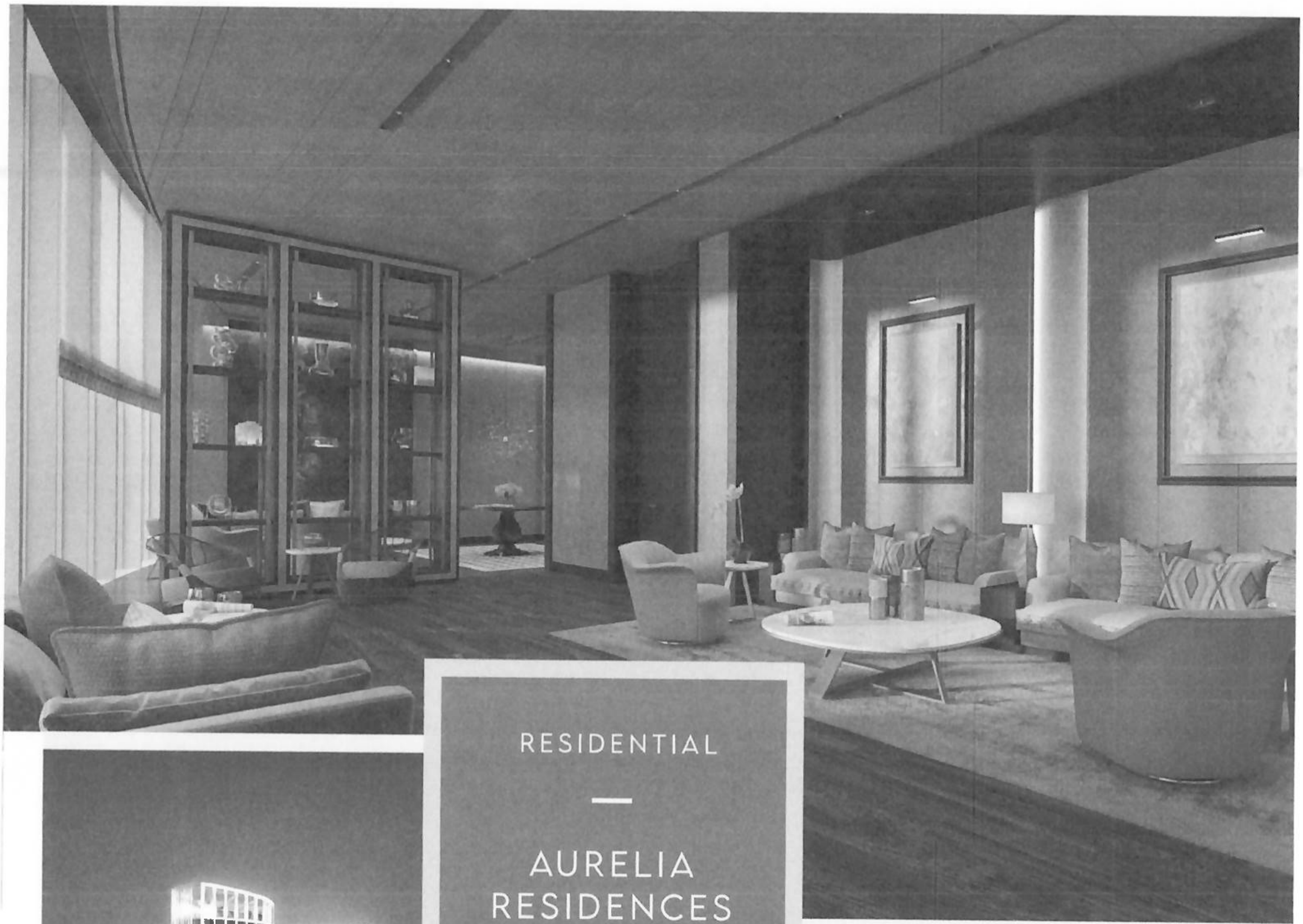
The Filipino Bayanihan spirit that underlines the belief that no one should be left behind has experienced a resurgence in these difficult times and the business sector has taken a lead role in working with the national and local governments to help shepherd commerce and society back to recovery. Our organization too is participating in this movement with our various social outreach programmes.

In 2020, we donated PhP50 million to Project Ugnayan, a community relief program initiated by the private sector and aimed at helping the most vulnerable in society during the onset of the lockdowns. Further, another PhP10 million was used to donate food and basic commodities to the needy in the cities of Pasig and Mandaluyong. The SPI Group also donated almost PhP33 million to support the feeding programs organized by Dela Salle University, Ayala Foundation and Caritas Manila. When typhoon Ulysses hit the country, SPI donated over PhP8 million to Caritas Manila to support typhoon relief operations.

We are rolling out a vaccination programme which will benefit not only our employees and their dependents, but also the public as part of the supply ordered will be committed to the public sector. In so doing, we hope to be part of the momentum propelling the country back to recovery.

In closing, I thank our shareholders for their confidence in the company through the years and especially appreciated during these difficult times, and our board members for their wise counsel and unwavering support. I also extend a special note of thanks to our employees for their hard work in staying on top of the dynamic and evolving health and safety protocols to keep our stakeholders and community safe.

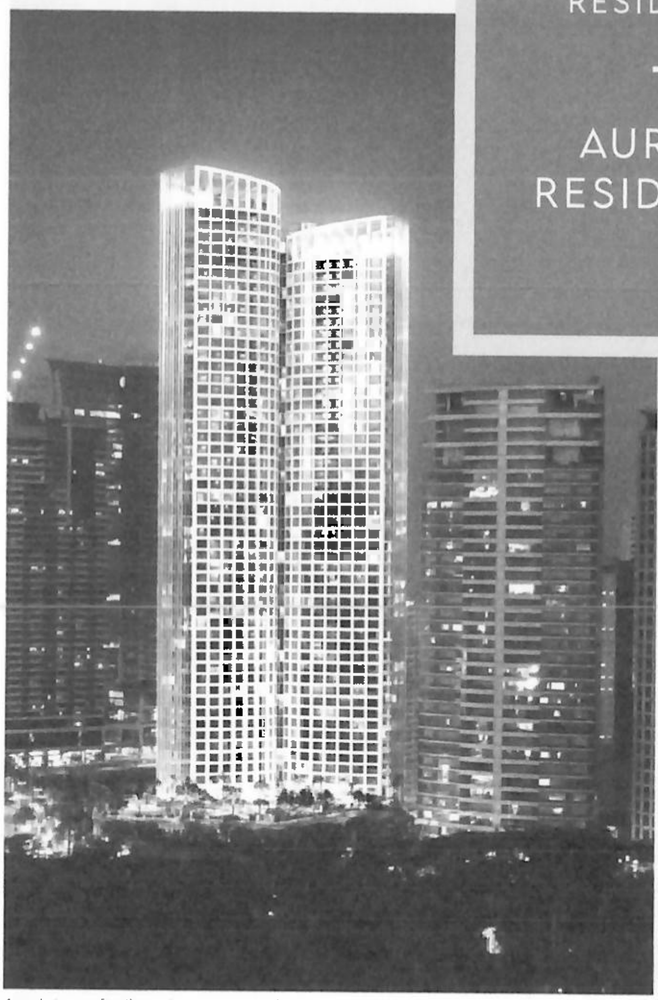
EDWARD KUOK KHOON LOONG
Chairman of the Board



RESIDENTIAL

—

AURELIA RESIDENCES



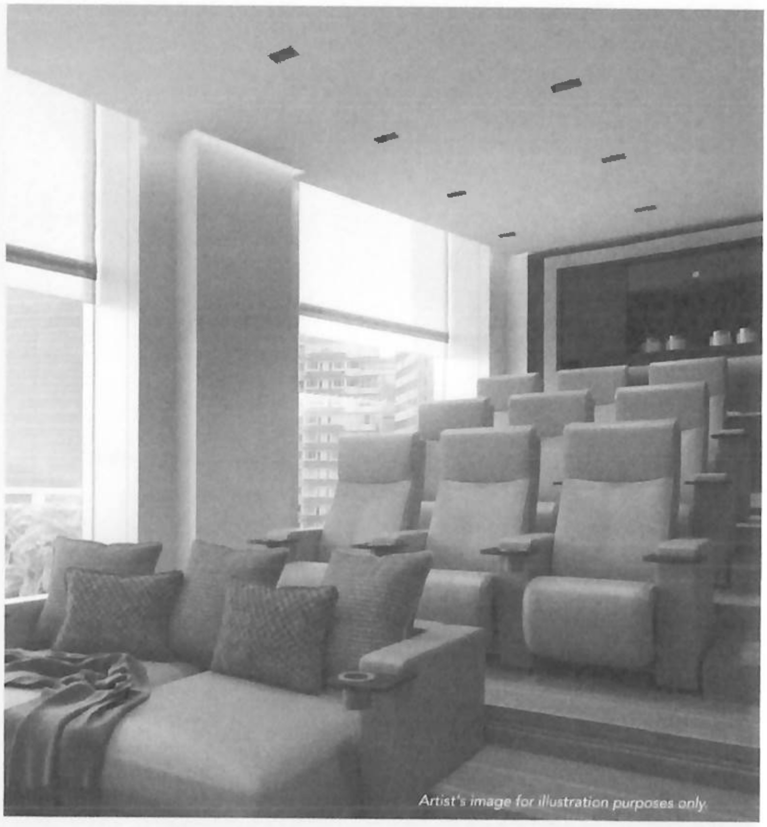
Artist's image for illustration purposes only

Located at one of the country's prime locations, Bonifacio Global City, Aurelia Residences offers a breathtaking view of the surrounding grounds of Manila Golf Club, Manila Polo Club, and Forbes Park. Created through a collaboration of the best architects, interior designers, and artists, this residential condominium represents timeless Italian elegance.

Aurelia Residences has 285 units with three-bedroom and four-bedroom configurations. It has stylish and tasteful features that residents can enjoy such as a 40-meter resort pool, jacuzzi, sauna room, private function rooms, kid's play area, well-equipped gym, cozy home cinema, and winged lounges to relax in.

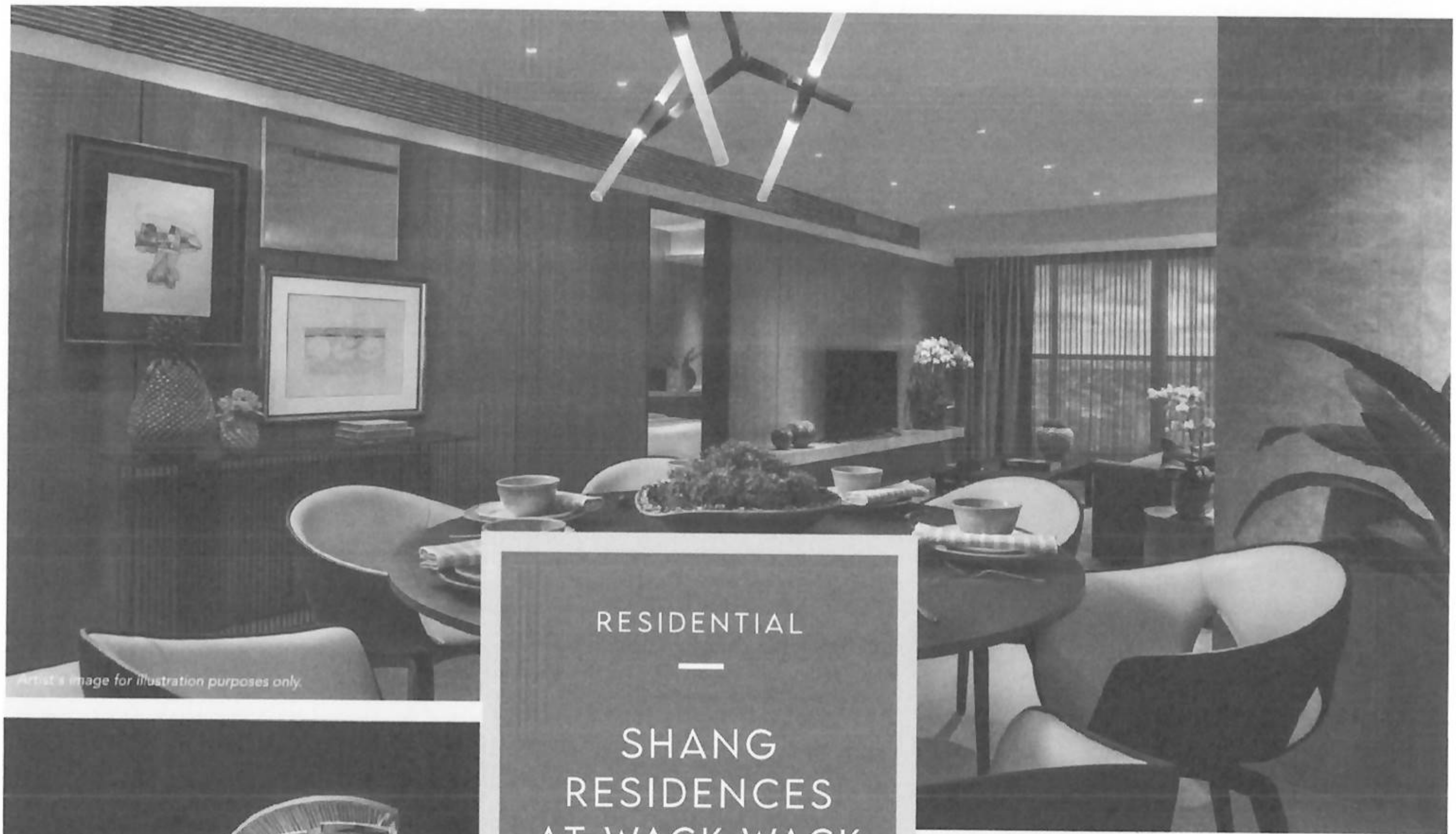
A joint venture project between Shang Properties Incorporated and Robinsons Land Corporation, bulk excavation for Aurelia Residences has been completed, while the substructure is targeted to be finished by third quarter of 2021. It has sold 149 units as of December 31, 2020 with a total of PhP19.8 billion in sales for 44,753 square meters of area sold.

To view the Aurelia Residences Showsuite 360° Live Tour, please scan the code.



Artist's image for illustration purposes only.

Artist's image for illustration purposes only.



Artist's image for illustration purposes only.

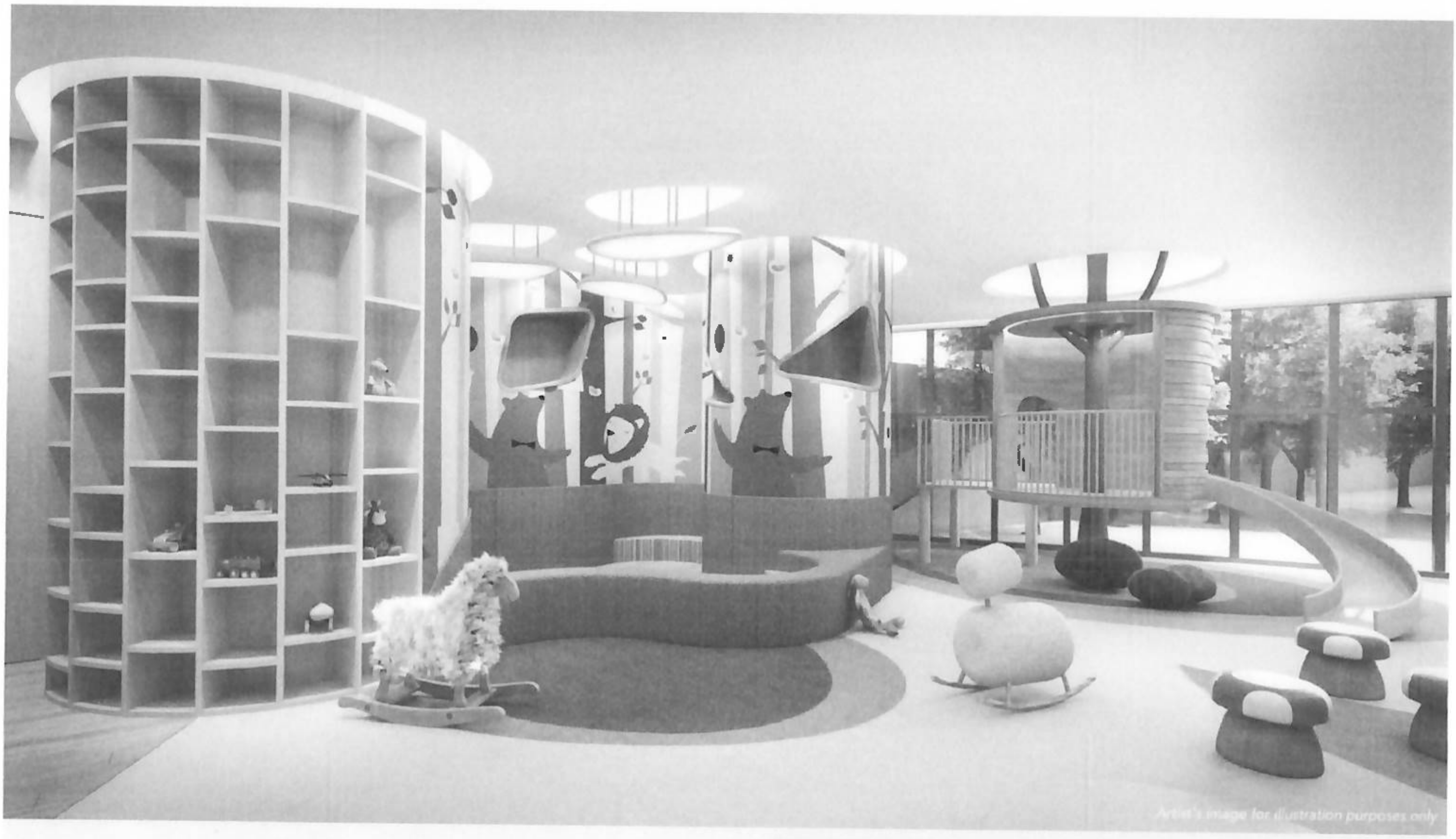
RESIDENTIAL

SHANG RESIDENCES AT WACK WACK

Artist's image for illustration purposes only

Set at the center of Wack Wack's relaxing neighborhood in Mandaluyong, Shang Residences at Wack Wack lets you experience nature in the middle of the city. The residential property is beside the landmark Wack Wack Golf and Country Club.

Providing easy access to both Ortigas and Makati, Shang Residences at Wack Wack has a matchless view of golf greenery and Makati's horizon. It has access to the capital's business districts, prestigious schools and universities, excellent medical facilities, and shopping destinations.



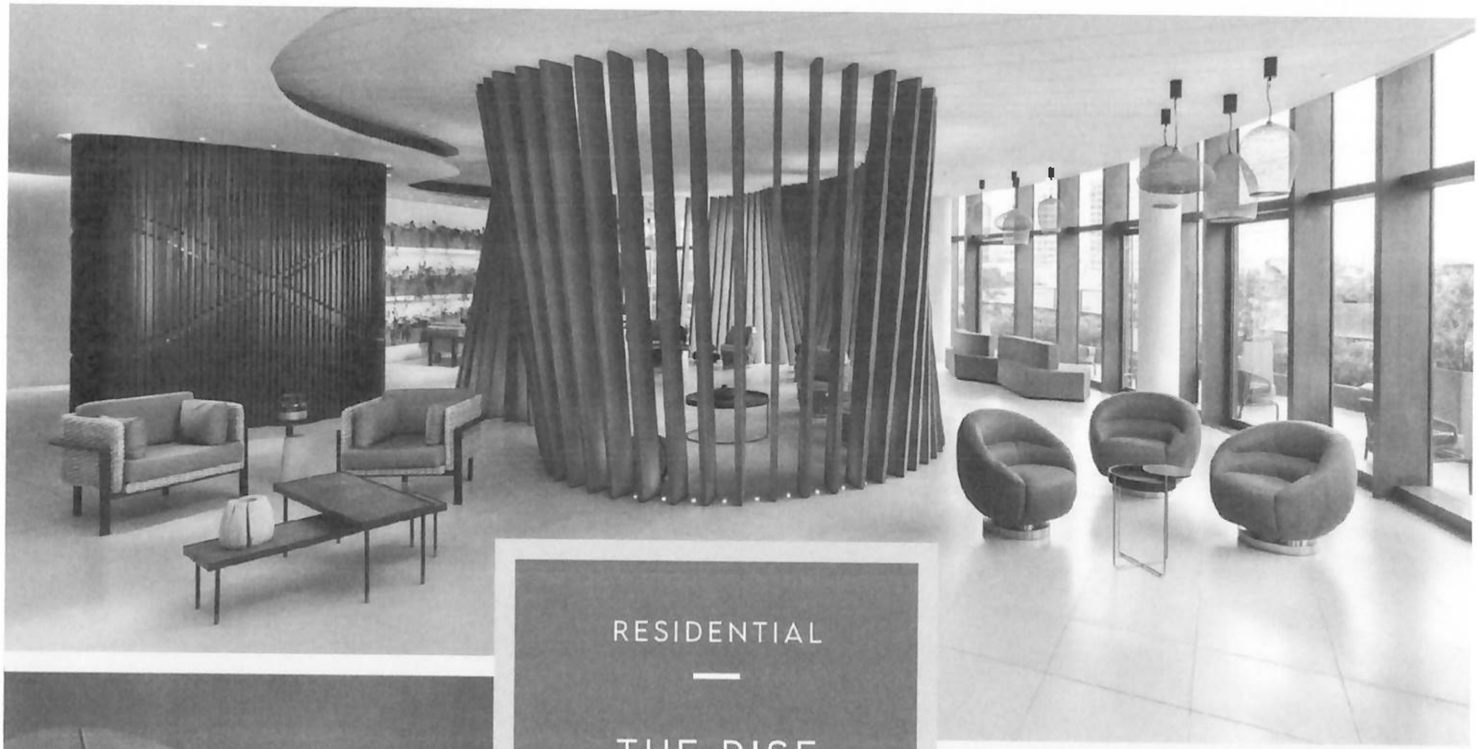
Artist's image for illustration purposes only

Artist's image for illustration purposes only

The 50-storey tower has 404 units with one, two, and three-bedroom options. The condominium development serves both as a home and a getaway with amenities like an outdoor pool, a poolside pavilion, a yoga studio, a play area, furnished lounges, mini theater, and billiard room.

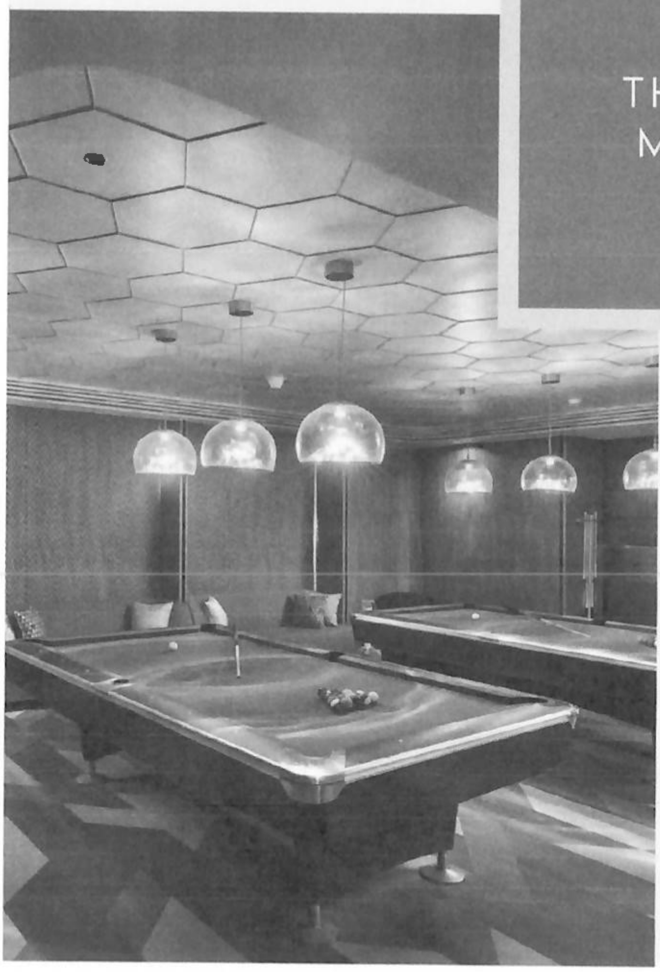
As of December 31, 2020, 50% of the units have been sold, generating sales of PhP6.4 billion.

To view the Shang Residences at Wack Wack 1 Bedroom Showsuite Tour, please scan the code.



RESIDENTIAL

THE RISE MAKATI



Situated in North Makati, Shang Properties' The Rise Makati is every urban dweller's destination home. With its lively neighborhood and unique establishments like galleries, bistros, and music venues, residents will always have new places to discover.

The mixed-use development has 3,044 residential units on top of a two-level boutique mall with lifestyle merchants, services, and conveniences readily accessible to its habitants. The Rise's 59-storey residential segment comes in a studio, one-bedroom and two-bedroom units. It also offers modern and novel common areas for residents to enjoy.

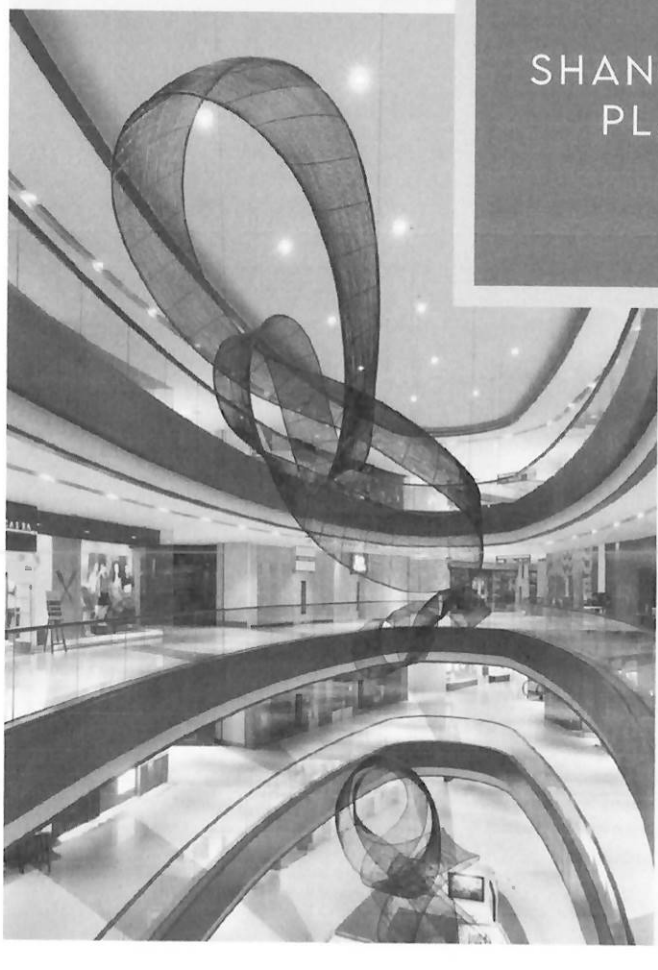
The Hangout is a 300-square meter open lounge where one can entertain guests and family, karaoke room and billiards room. A well-designed space, The Workshop can serve as a function room or a workspace with an I.T. bar and a library to suit your needs.

Relax and destress in the comfortable zone of The Nest which include a hammock, plush seats, garden terraces, and a sun deck. The Rise also has a 28-meter tropical pool and a jogging path in a landscaped setting.

As of 2020, 96% or 2,929 units of The Rise Makati units have been sold, bringing in PhP12.4 billion in sales and 102,648 square meters of area sold.

MALL & RETAIL

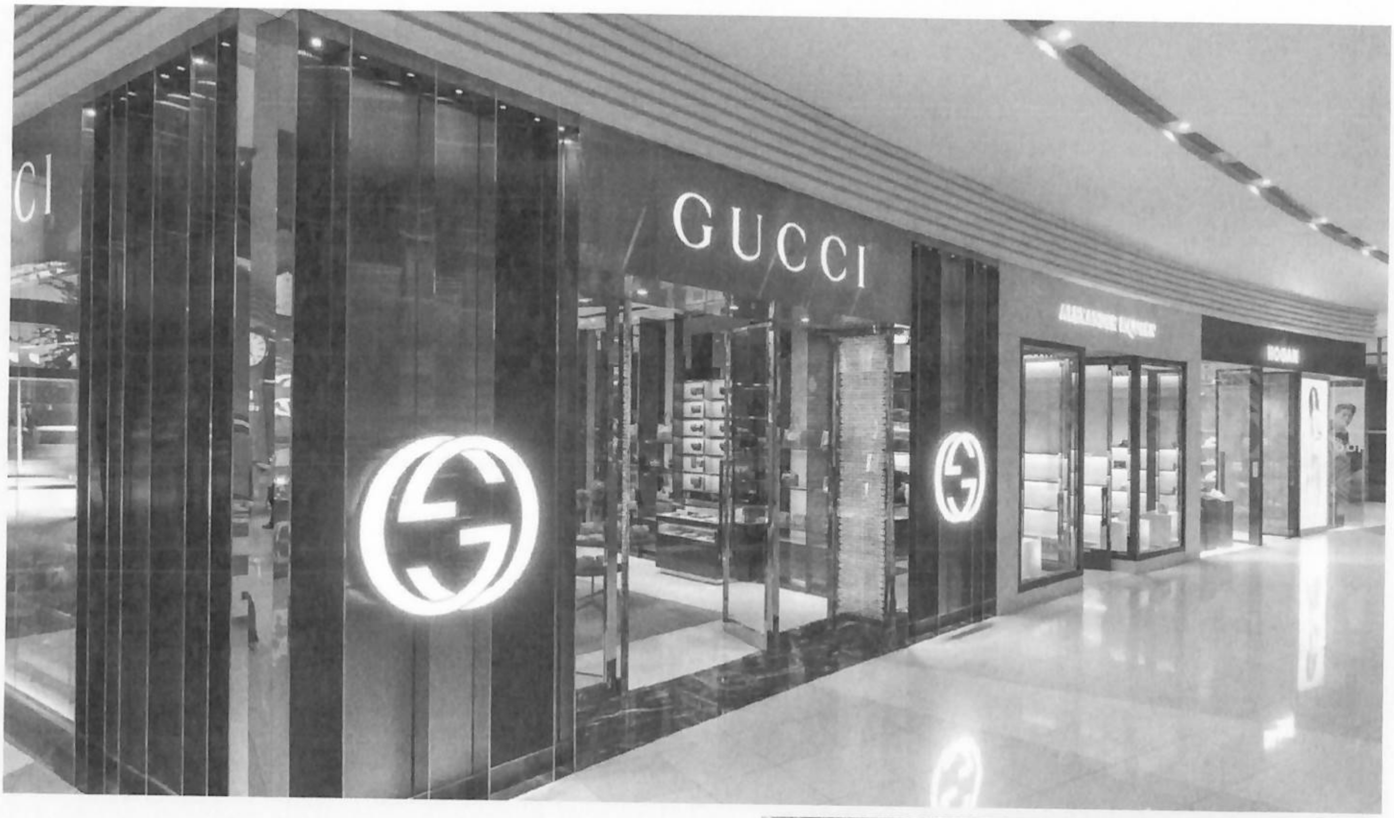
SHANGRI-LA PLAZA



Nestled in the commercial and financial locality of Ortigas Center, Shangri-La Plaza is one of the high-end destination for shopping and lifestyle occasions. It is comprised of seven floors in its Main Wing and six floors in its East Wing. The mall houses a curated and select variety of upmarket products and services arranged into well-planned retail zones.

Shangri-La Plaza offers a pleasant and exciting retail experience combined with culture and arts events and performances that captivate its customers. Not just a shopping complex, Shangri-La Plaza continues to delight and surprise its patrons with creative and unique experiences while shopping.

Shops found within Shangri-La Plaza include exclusive brands in fashion, accessories, novelties, electronics, furnishings, entertainment as well as beauty and wellness stores and bespoke services, and a host of gourmet restaurants and cafés for dining.

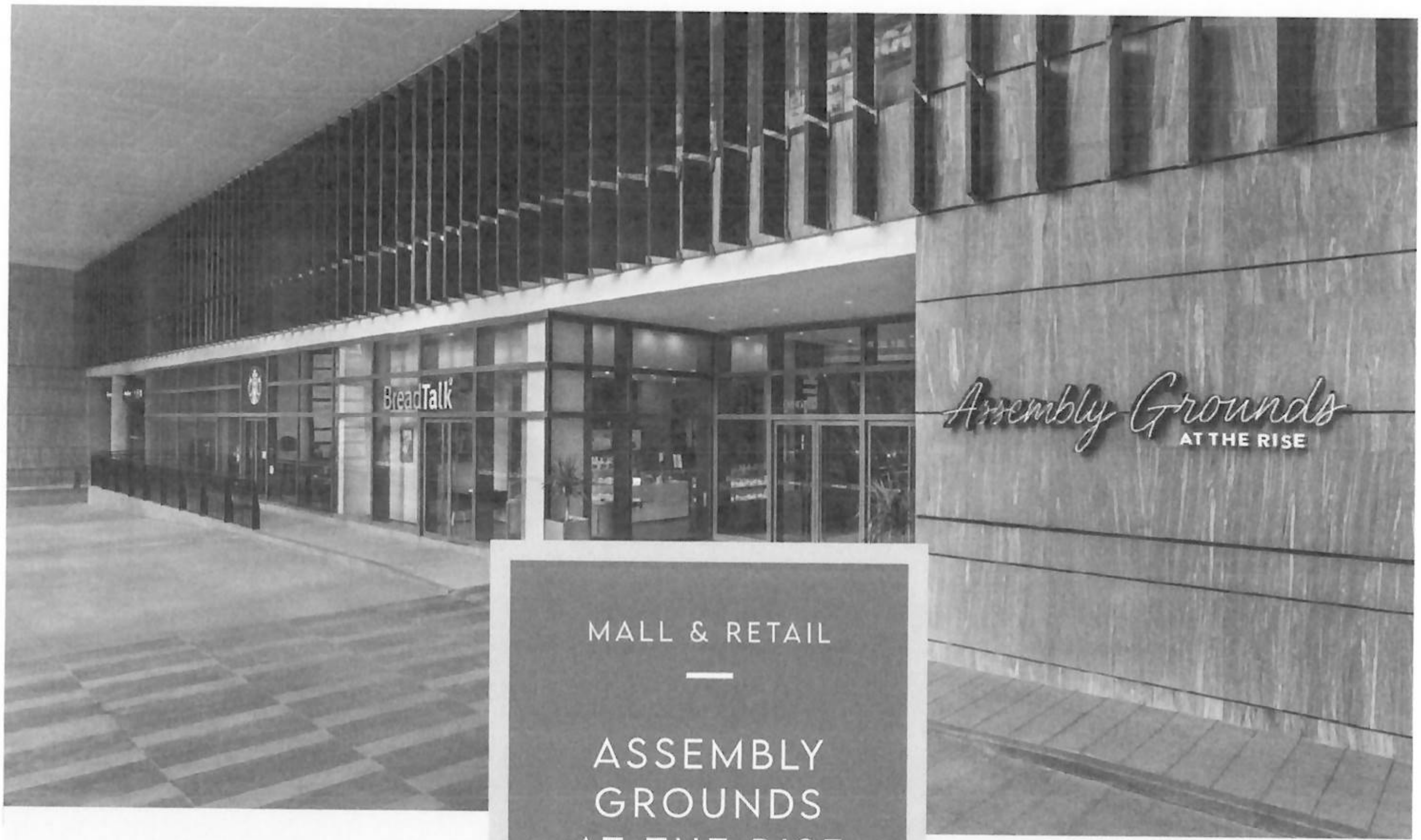


For 2020, Shangri-La Plaza Mall outdid itself with occasions such as the Spring Festival which showcases Chinese culture through a series of events including a fashion show featuring Chinese-Filipino designs, performance by Chinese pianist Albert Tan, and a dragon dance to usher in the festivities.

Musical performances on stage through Live at the Shang catered to the millennial audiences who were able to catch artists such as Silent Sanctuary, Never the Strangers, Unique Salonga, Lian & Nara, and The Juans showcased their hit songs.

The Mall also welcomed new tenants such as fashion brands Champion, Hogan, Bershka, and Esprit; health and lifestyle brands like Options Studio Pilates Rehab and Nova Wellness; and restaurants like Brothers Burgers and Banapple.

Shangri-La Plaza had an average occupancy rate of 90% for 2020. Bringing in a total of PhP84 million income for the year.



MALL & RETAIL

ASSEMBLY GROUNDS AT THE RISE

Located in North Makati (NOMA), Assembly Grounds is a two-storey community mall connected to The Rise Makati. This 5,000 square meter lifestyle and dining destination is a hip meeting place for both those living in the residential complex and young urban professionals within the vicinity.

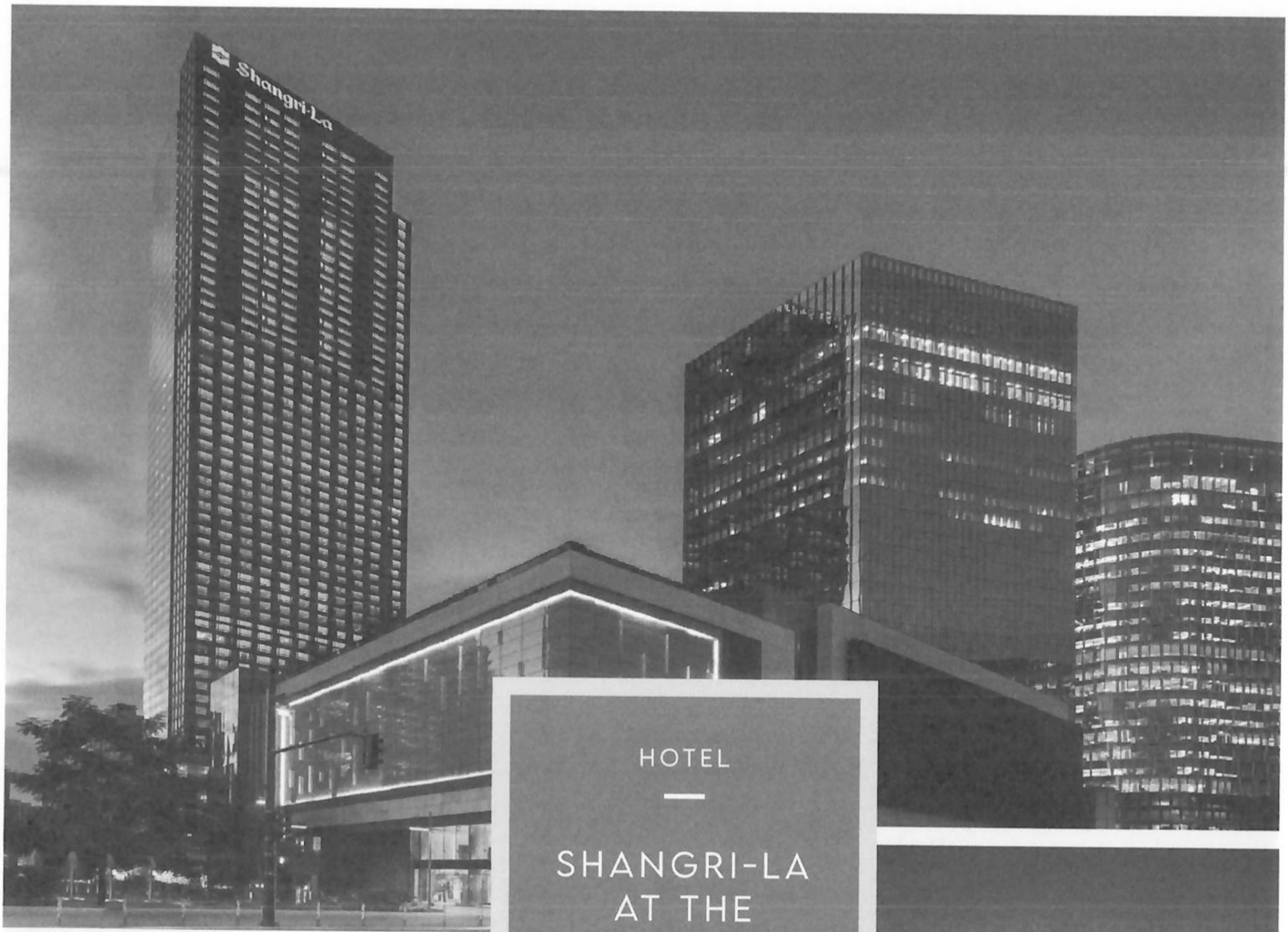
With a selection of over 30 carefully curated shops, services, and restaurants, Assembly Grounds fits right into the lifestyle of the thriving crowd in NOMA, known as an enclave for the art, music, and food scene.

One need not stray far for their cup of coffee or favorite drink or to satiate their food cravings with a variety of choice to eat. One can also easily run errands and have access to banking services, pamper themselves with beauty and wellness services, get fit and healthy, and explore unique concept stores.

Staying true to its concept of creating a community Assembly Grounds created events with community spirit in mind. It celebrated the Month of Love in February by setting up al fresco dining accompanied by acoustic music for couples and gave mall guests heart-shaped stress balls. To keep residents' minds occupied and prevent them from being stressed, an online series on gardening was also done.

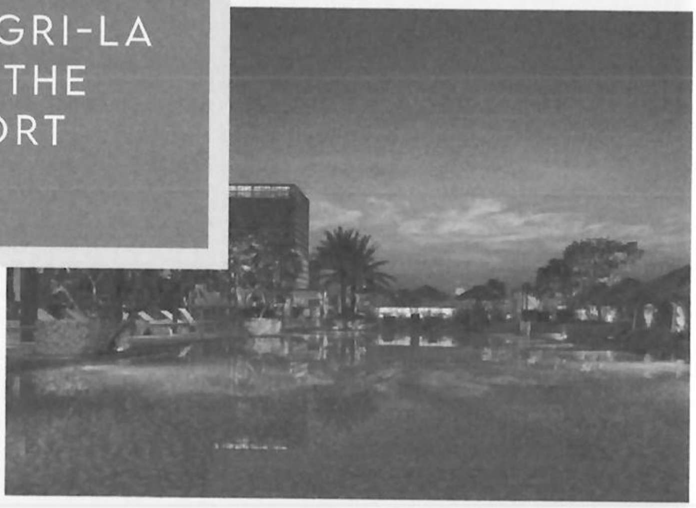
Get & Go At Assembly Grounds, personal shopper app and delivery ride tie-up, allowed our customers access to their needs while helping those employed by the app providers.

Assembly Grounds ended 2020 with an average occupancy rate of 86% and generated an income of PhP14.2 million.



HOTEL

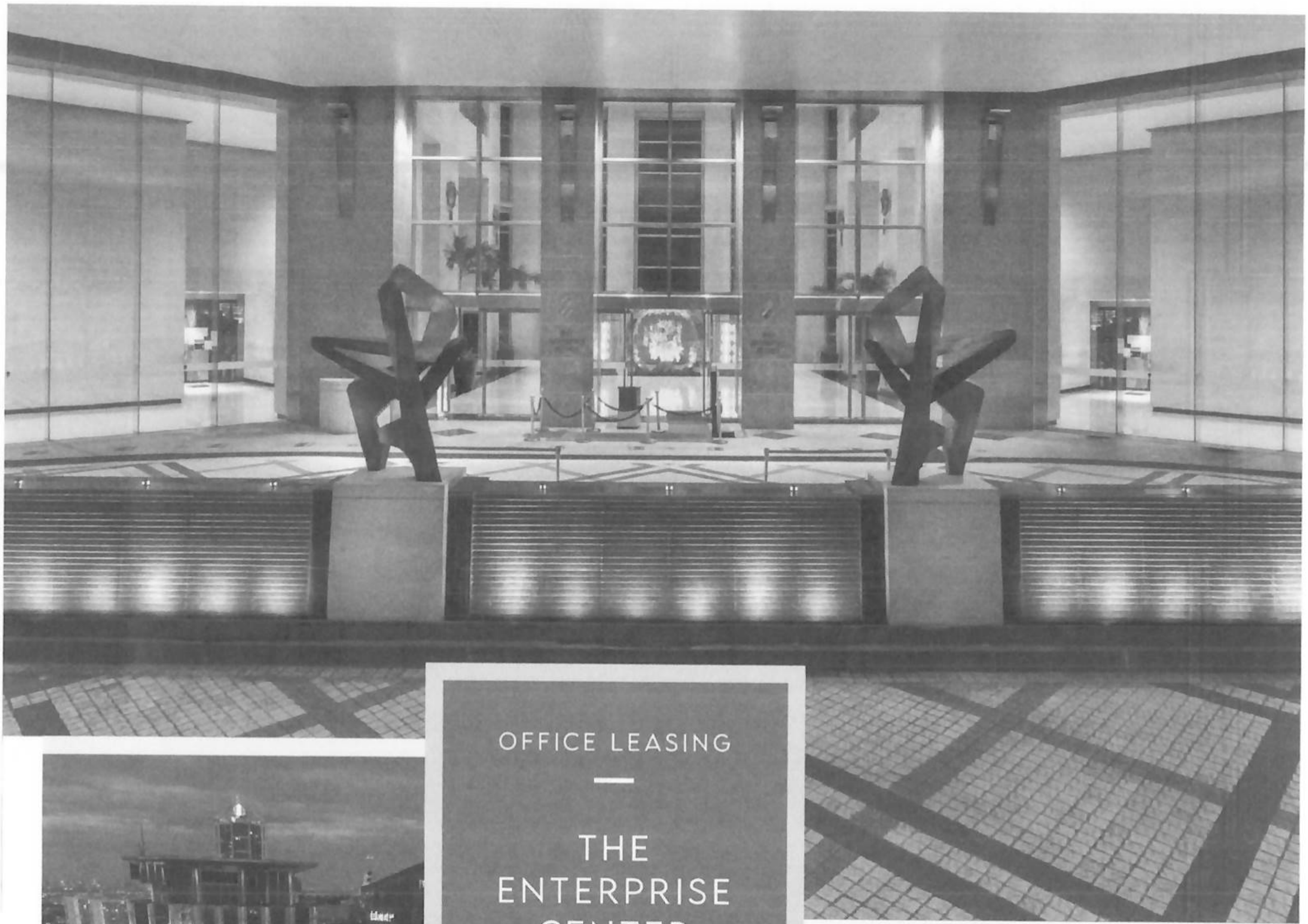
SHANGRI-LA AT THE FORT

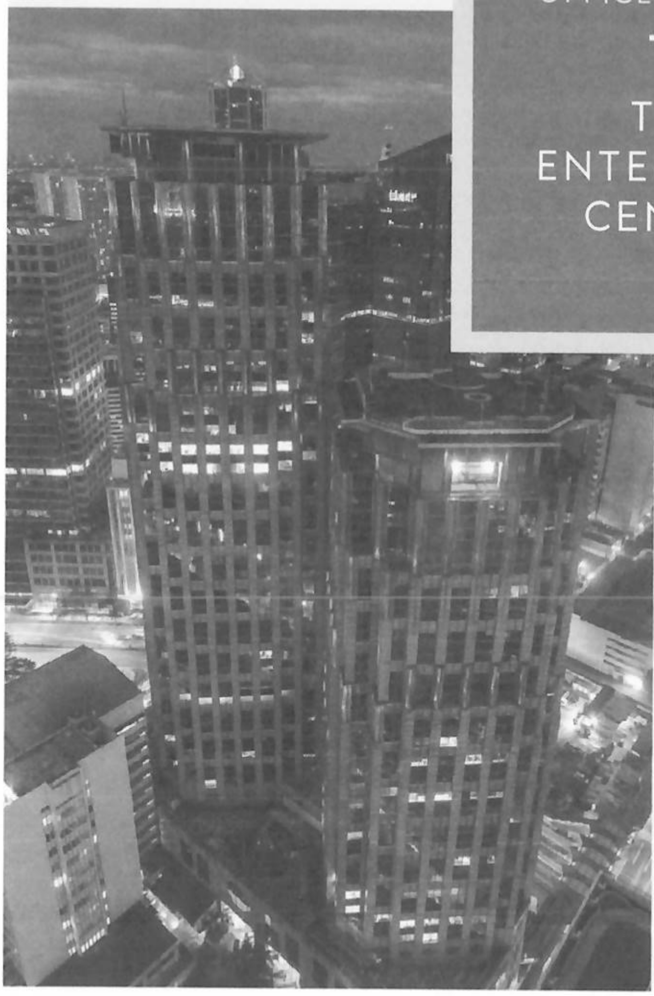


Bonifacio Global City is the premier financial and recreation hub in Metro Manila spanning 240 hectares and home to multinational companies, world-class retail destinations, upscale residential addresses and luxury hotels and leisure venues.

Amidst the unprecedented socio-economic landscape of 2020, Shangri-La at the Fort demonstrated transformative innovation with hybrid meetings, virtual events staged with boxed catering delivered to participants, inventive food and beverage product offerings including do-it-yourself kits and home menu options to support an ecosystem made up of members of the community, clients and industry partners. Through the changing conditions of the community quarantine, Shangri-La at the Fort's Residences served as the destination of choice for transitioning expatriates and Filipino nationals coming home. Facilities have been transformed into dynamic wedding venues so that such an important milestone could be staged in a safe and memorable event, whether big or small.

Kerry Sports Manila and Adventure Zone enhanced the use of online platforms to uplift members during the persisting community quarantine with online workouts to ensure sustained wellness for our gym members and virtual activities for the creative learning and engagement of the Adventure Zone kids.





OFFICE LEASING

THE ENTERPRISE CENTER

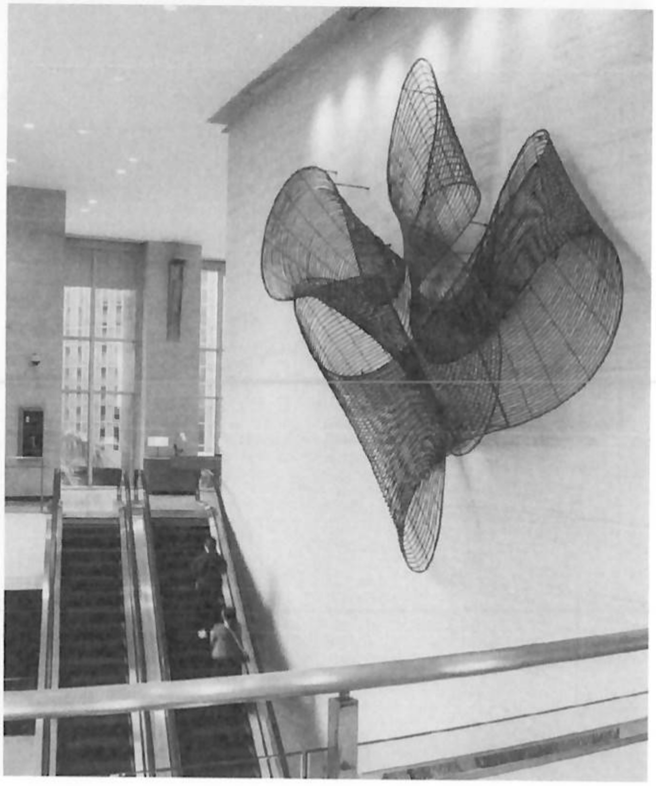
The last five years saw robust demand for the office space market with the emergence of business districts in and around Metro Manila and major cities in the country, as well as the enhancement of the existing mixed-use development to add fuel to the country's economic growth.

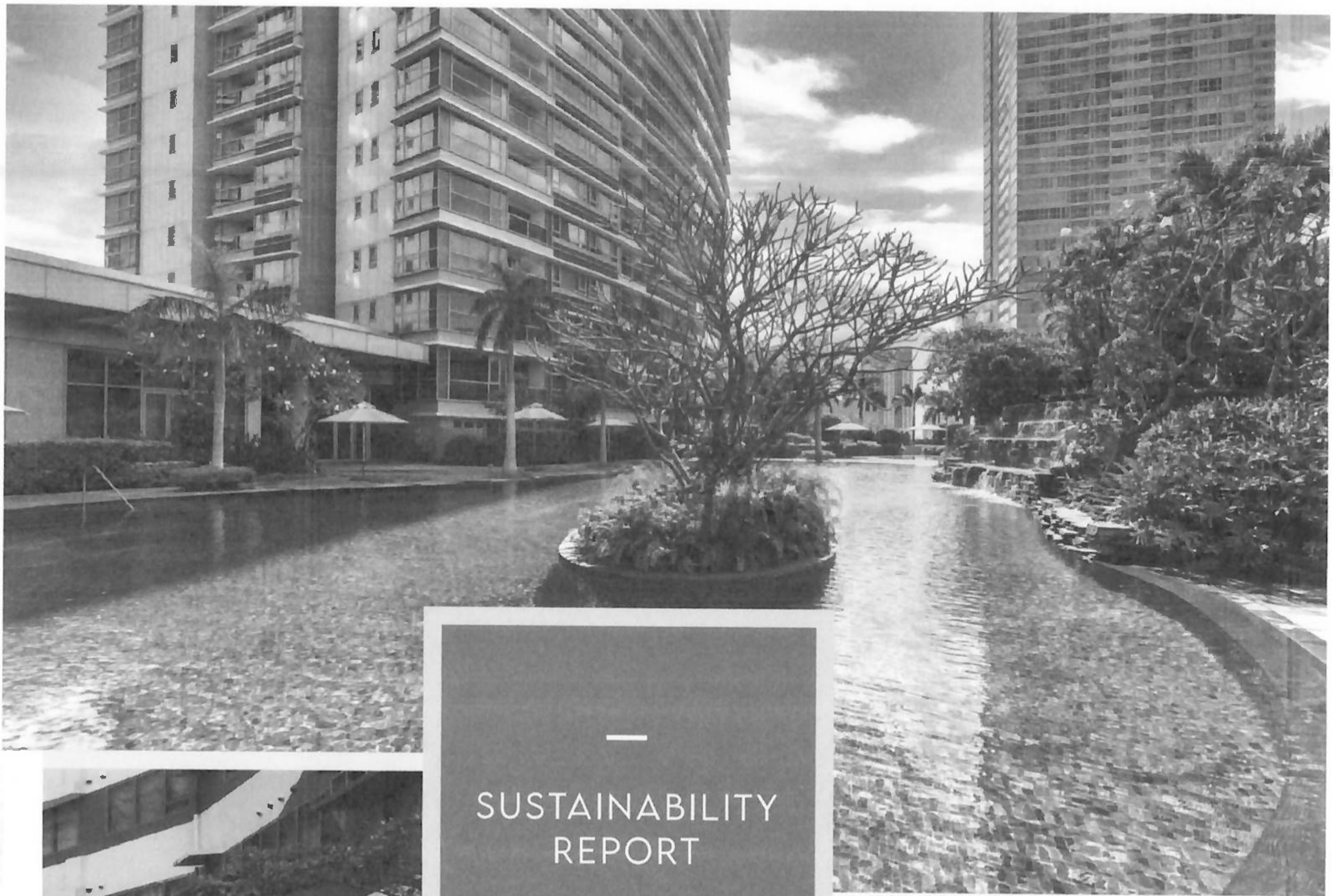
The Enterprise Center (TEC) remained at the forefront as the premier standard for an office address. Still considered the Country's premier location along Ayala Avenue cor. Paseo de Roxas, and Dela Rosa streets, TEC offers business-ready facilities, designed by multi-awarded international architectural firms Wong and Tung Limited and Belt Collins International and local firm ARADS and partners. A landmark architectural development by KSA Realty Corporation, TEC comes fully equipped with premiere amenities in a prime location that enables easy access to the International Airport, other key commercial business districts

and neighbouring urban areas via a strategically located bridgeway linked to nearby commercial boroughs, retail establishments, luxury hotels, and transportation hubs.

The two-tower, Premium Grade A office building offers 81,000 square meters of leasable space. TEC's amenities include a 1,000 square meter Singaporean-designed food hall that can seat at least 300 diners and offering a wide selection of international food and beverage choices and casual dining and retail stores on the third floor. Thirty-four high-speed elevators complement the two office towers, together with a seven-level basement offering reserved or open access parking slots for 1,112 vehicles. TEC gives its occupants a commanding view of the Makati central business district from a grand podium, and from the upper levels, a commanding view of the Metropolis' skyline and nearby Manila bay and mountain ranges.

Despite the challenges brought about by the Covid-19 pandemic and the resulting government-mandated lockdowns and varied levels of quarantine weighing down on the tenants' operations, rental revenues of KSA ended the year almost flat at PhP1.47 billion versus 2019's PhP1.45 billion. The Occupancy rate remained at a prime 96%.





SUSTAINABILITY REPORT

Shang Properties, Inc. (SPI) prepared this annual sustainability performance report in compliance with the Philippines Securities and Exchange Commission (SEC) Memorandum Circular No. 4, Series of 2019 and made reference to the Global Reporting Initiative (GRI) Standards.

Data for some disclosure topics in this annual sustainability performance report are from specific subsidiary(ies) of SPI and not all companies within the Group. This is reflective of its materiality and relevance to the operations of SPI and the maturity of data collection systems that are currently in place on reporting the sustainability performance. We have provided specific information on such disclosures in the coming sections.

Artist's image for illustration purposes only

Materiality Process

SPI has adopted the following approach to assess material topics and has identified and prioritized the following Core Drivers for the Company and its Stakeholders as duly reflected in its Sustainability Framework based on the Materiality Assessment:

Figure 1 Materiality Assessment Approach

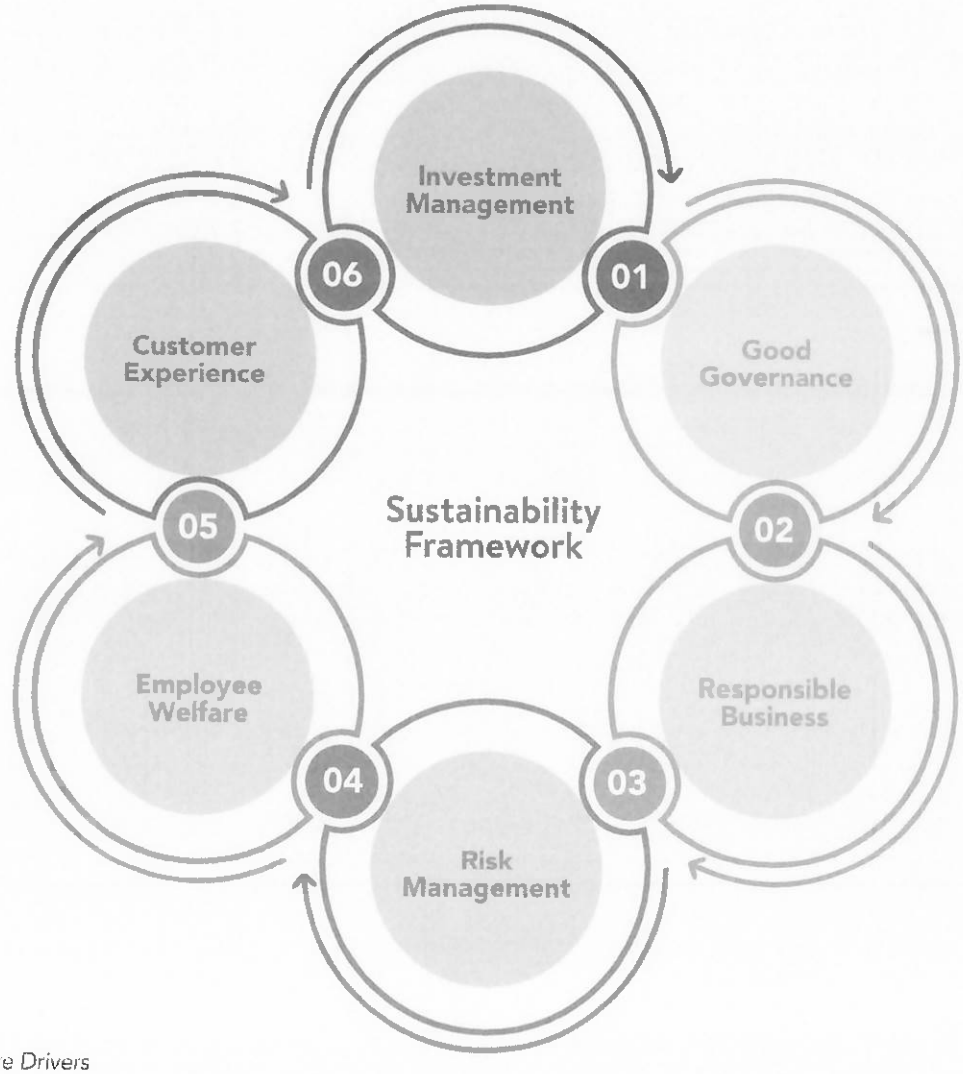


Figure 2 SPI Core Drivers

- Investment Management
  Direct Economic Value Generated (Revenue); Direct Economic Value Distributed
- Good Governance
  Training on Anti-Corruption Policies & Procedures; Incidents of Corruption; Labor-Management Relations
- Responsible Business
  Resource Management (Energy, Materials); Water & Effluents; Air Emissions (GHG, No_x, So_x, Pm); Solid & Hazardous Wastes; Environmental Compliance; Diversity, Equal Opportunity, & Anti-Discrimination
- Risk Management
  Occupational Health & Safety; Supply Chain Management; Customer Privacy; Data Security
- Employee Welfare
  Employee Hiring & Benefits; Employee Training & Development; Labor Standards & Human Rights
- Customer Experience
  Customer Satisfaction; Customer Health & Safety

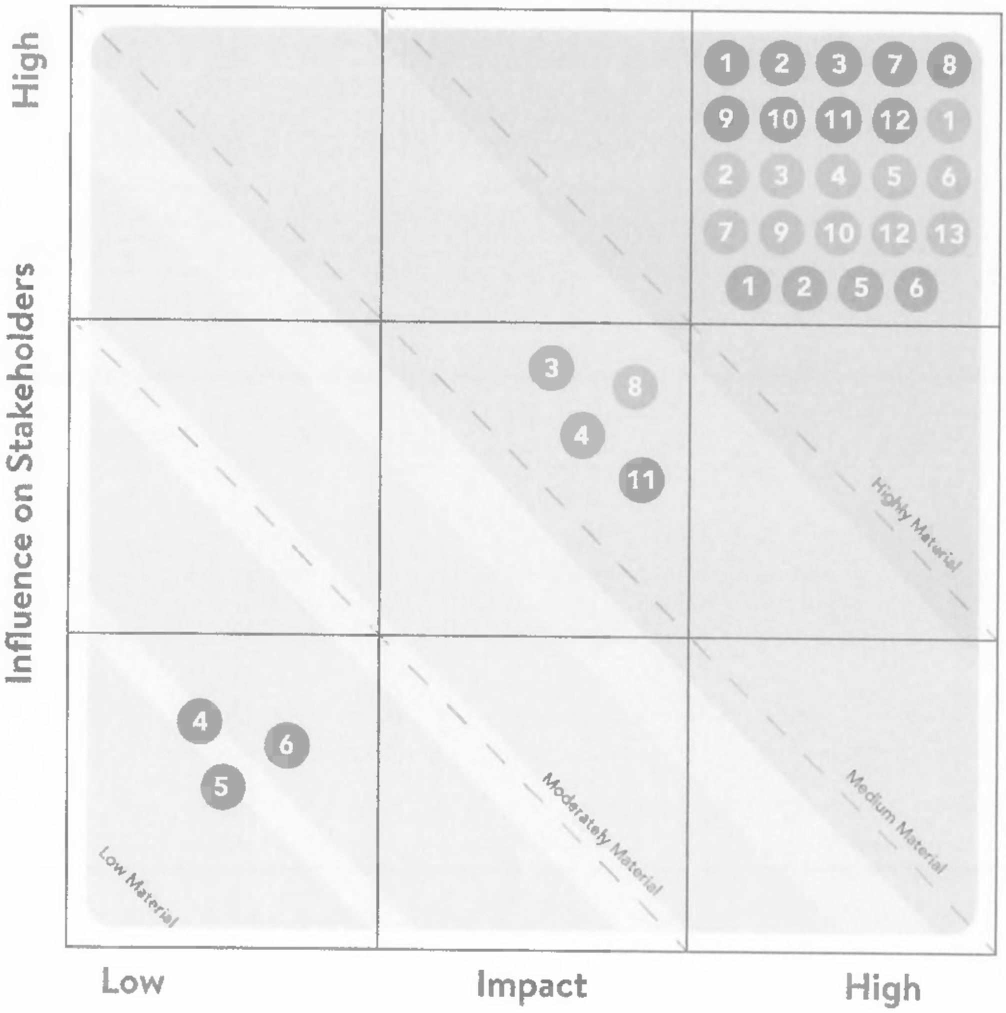
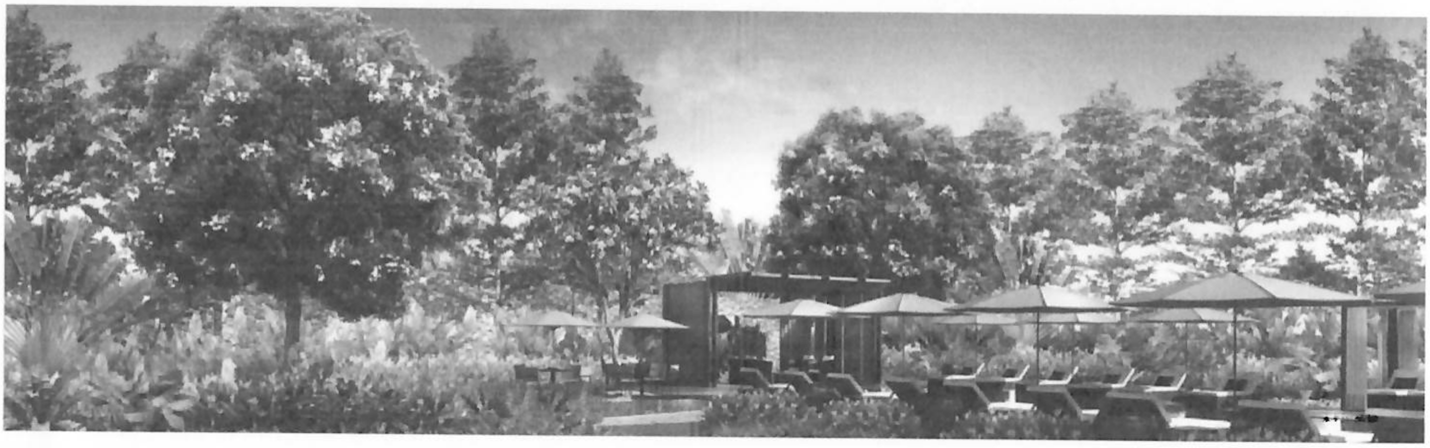


Figure 3 Materiality Assessment Matrix

1 Direct Economic Value Generated
2 Direct Economic Value Distributed
3 Climate-related Risks & Opportunities
4 Proportion of Spending on Local Suppliers
5 Training on Anti-Corruption Policies & Procedures
6 Incidents of Corruption

1 Energy
2 Water
3 Materials
4 Watersheds
5 Marine
6 IUCN/KBA
7 Air Emission
8 GHG
9 NO_x, SO_x, PM
10 Solid & Hazardous Waste
11 Effluents
12 Environmental Compliance

1 Employee Hiring & Benefits
2 Employee Training & Development
3 Labor-Management Relations
4 Diversity, Equal Opportunity, & Anti-Discrimination
5 Occupational Health & Safety
6 Labor Standards & Human Rights
7 Supply Chain Management
8 Significant Impacts to LocalCommunities
9 Customer Satisfaction
10 Health & Safety
11 Marketing & Labeling
12 Customer Privacy
13 Data Privacy



Our Economic Performance

Direct Economic Value Generated & Distributed

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
Direct Economic Value Generated (Revenue)	PhP	9,293,678,969.00	5,047,369,943.00
Direct Economic Value Distributed:	PhP		
a. Operating Cost	PhP	4,707,932,098.00	2,987,374,564.00
b. Employee Wages & Benefits	PhP	244,082,645.00	227,029,031.00
c. Payments to Suppliers, Other Operating Costs	PhP	578,466,985.00	560,029,119.00
d. Dividends given to Stakeholders & Interest Payments to Loan Providers	PhP	2,283,031,542.00	2,380,108,478.00
e. Taxes given to Government	PhP	98,081,840.00	99,547,506.00
f. Investments to Community (e.g. Donations, CSR)	PhP	4,424,980.00	106,478,173.00

Training on Anti-Corruption Policies & Procedures

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
Percentage of Employees to whom the Organization's Anti-Corruption Policies & Procedures have been Communicated to	%	100.00	100.00
Percentage of Business Partners to whom the Organization's Anti-Corruption Policies & Procedures have been Communicated to	%	100.00	100.00
Percentage of Directors and Management that have Received Anti-Corruption Training	%	48.63	50.00
Percentage of Employees that have Received Anti-Corruption Training	%	48.63	50.00

Incidents of Corruption

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
Number of Incidents in which Directors were Removed or Disciplined for Corruption	#	0	0
Number of Incidents in which Employees were Dismissed or Disciplined for Corruption	#	0	0
Number of Incidents when Contracts with Business Partners were Terminated due to Incidents of Corruption	#	0	0

Our Environmental Performance

Energy Consumption within the Organization

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
Energy Consumption (Renewable Sources)	GJ	-	0.00
Energy Consumption (Gasoline) GJ	GJ	-	2,806.40
Energy Consumption (LPG) GJ	GJ	-	16,272.80
Energy Consumption (Diesel) GJ	GJ	-	4,419.00
Energy Consumption (Electricity)	kWh	-	118,809,538.00

Energy Reduction within the Organization

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
Energy Reduction (Gasoline)	GJ	-	0.00
Energy Reduction (LPG)	GJ	-	0.00
Energy Reduction (Diesel)	GJ	-	0.00
Energy Reduction (Electricity)	kWh	-	30,602,575.00
Energy Reduction (Gasoline)	GJ	-	0.00

Materials Used by the Organization

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
Materials Used by Weight or Volume:			
a. Renewable	kg/liters	-	0.00
b. Non-Renewable	kg/liters	-	8,182,068.46
Percentage of Recycled Input Materials Used to Manufacture the Organization's Primary Products and Services			0.00

Air Pollutants

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
NO_x	kg	-	0.29840
SO_x	kg	-	0.00012
Persistent Organic Pollutants (POPs)	kg	-	0.00000
Volatile Organic Compounds (VOCs)	kg	-	0.00000
Hazardous Air Pollutants (HAPs)	kg	-	0.00000
Particulate Matter (PM)	kg	-	0.00000

GHG Emissions

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
Direct (Scope 1) GHG Emissions	Tonnes CO_2e	-	0.00
Energy Indirect (Scope 2) GHG Emissions	Tonnes CO_2e	-	0.00
Emissions of Ozone – Depleting Substances (ODS)	Tonnes CO_2e	-	6.64

Solid Waste

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
Total Solid Waste Generated	kg	88,189.64	1,523,191.30
Reusable	kg	0.00	0.00
Recyclable	kg	61,369.94	325,127.00
Composted	kg	0.00	0.00
Incinerated	kg	0.00	0.00
Residuals/Landfilled	kg	26,820.00	1,198,064.30

Hazardous Waste

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
Total Weight of Hazardous Waste Generated	kg	9,915.68	5,058.00
Total Weight of Hazardous Waste Transported	kg	8,800.42	560.00

Water Consumption within the Organization

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
Water Withdrawal	m^3	-	0.00
Water Consumption	m^3	-	878,578.00
Water Recycled & Reused	m^3	-	252,362.00

Effluents

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
Total Volume of Water Discharges	m^3	640,638.67	438,366.00
Percent of Wastewater Recycled	%	38.55	0.00

Non-Compliance with Environmental Laws & Regulations

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
Total Amount of Monetary Fines for Non-Compliance with Environmental Laws and/or Regulations	PhP	4,103,900.00	0.00
No. of Non-Monetary Sanctions for Non-Compliance with Environmental Laws and/or Regulations	#	0	0
No. of Cases Resolved through Dispute Resolution Mechanism	#	0	0

Our Social Performance

Employee Data

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
Total Number of Employees*			
a. No. of Female Employees	#	550	502
b. No. of Male Employees	#	616	578
Attrition Rate**	Rate	7.725	0.046
Ratio of Lowest Paid Employee Against Minimum Wage***	Ratio	1:1.26	1:1.35

* Employees are individuals who are in an employment relationship with the organization, according to national law or its application (GRI Standards 2016 Glossary)
** Attrition Rate = (No. of New Hires – No. of Turnovers) ÷ [(Total No. of Employees of Previous Year + Total No. of Employees of Current Year) ÷ 2]
*** Ratio = Minimum Wage . Lowest Paid Employee

Employee Benefits

DISCLOSURE	Y/N		% OF EMPLOYEES WHO AVAILED FOR THE YEAR			
			FEMALE		MALE	
	2019	2020	2019	2020	2019	2020
SSS	Y	Y	53.27	55.87	57.79	53.18
PhilHealth	Y	Y	52.55	51.25	57.30	50.71
PAG-IBIG	Y	Y	53.45	53.38	58.12	51.94
Parental Leaves	Y	Y	5.98	5.78	3.24	4.24
Vacation Leaves	Y	Y	100.00	100.00	100.00	100.00
Sick Leaves	Y	Y	95.97	79.17	92.54	77.74
Medical Benefits (Aside from PhilHealth)	Y	Y	59.68	54.00	62.21	53.00
Housing Assistance (Aside from PAG-IBIG)	Y	N	0.18	0.00	2.76	0.00
Retirement Fund (Aside from SSS)	Y	Y	2.13	1.60	0.63	1.40
Further Education Support	N	N	0.00	0.00	0.00	0.00
Company Stock Options	N	N	0.00	0.00	0.00	0.00
Telecommuting	N	N	0.00	0.00	0.00	0.00
Flexible – Working Hours	Y	Y	44.00	59.50	52.76	54.00

Employee Training & Development

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
Total Training Hours Provided to Employees			
a. Female Employees	hours	-	28,224.00
b. Male Employees	hours		38,238.00
Average Training Hours Provided to Employees			
a. Female Employees	hours/employee	-	56.22
b. Male Employees	hours/employee		66.16

Labor - Management Relations

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
% of Employees Covered with Collective	%	Not Applicable	Not Applicable
No. of Consultations Conducted with Employees Concerning Employee-Related Policies	#	No Recorded Data	21

Diversity & Equal Opportunity

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
% of Female Workers in the Workforce	%	47.17	46.33
% of Male Workers in the Workforce	%	52.83	53.67
No. of Employees from Indigenous Communities and/or Vulnerable Sector*	#	12	12

* Vulnerable Sector includes Elderly, Persons with Disabilities (PWDs), Vulnerable Women, Refugees, Migrants, Internally Displaced Persons, People Living with HIV and Other Diseases, Solo Parents, and the Poor or Base of the Pyramid (BOP: Class D & E)

Occupational Health & Safety

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
Safe Man-Hours	Man-Hours	4,985,057	743,189
No. of Work – Related Injuries	#	57	17
No. of Work – Related Fatalities	#	0	0
No. of Work – Related Ill Health	#	0	18
No. of Safety Drills	#	263	372

Labor Standards and Human Rights

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
No. of Legal Actions or Employees Grievance involving Forced or Child Labor	#	0	0

Supply Chain Management

DO YOU CONSIDER THE FOLLOWING SUSTAINABILITY TOPICS WHEN ACCREDITING SUPPLIERS	QUANTITY	
	2019	2020
Environmental Performance	-	Y
Forced Labor	-	Y
Child Labor	-	Y
Human Rights	-	Y
Bribery & Corruption	-	Y

Customer Satisfaction

DISCLOSURE	SCORE		DID A THIRD PARTY CONDUCT THE CUSTOMER SATISFACTION STUDY? (Y / N)	
	2019	2020	2019	2020
Customer Satisfaction	91%	91%	Y	Y

Health & Safety

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
No. of Substantiated Complaints* on Product or Service Health & Safety	#	9,067	4,886
No. of Complaints Addressed	#	9,067	4,886

* Substantiated Complaints include complaints from Customers that went through the Organization's formal communication channels and grievance mechanisms, as well as complaints that were lodged to and acted upon by government agencies.

Customer Privacy

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
No. of Substantiated Complaints* on Customer Privacy	#	1	0
No. of Complaints Addressed	#	1	0
No. of Customers, Users, and Account Holders whose Information is Used for Secondary Purposes	#	0	0

* Substantiated Complaints include complaints from Customers that went through the Organization's formal communication channels and grievance mechanisms, as well as complaints that were lodged to and acted upon by government agencies.

Data Security

DISCLOSURE	UNIT	QUANTITY	
		2019	2020
No. of Data Breaches, including Leaks, Thefts, and Losses of Data	#	0	0

To view the full Shang Properties, Inc. 2020 Sustainability Report, please scan the code.

BOARD OF DIRECTORS

Edward Kuok Khoon Loong is the Chairman of the Company and also Vice Chairman of Kerry Holdings Limited. He has been with the Kuok Group since 1978. He has a Master's Degree in Economics from the University of Wales in the United Kingdom.

Alfredo C. Ramos is the Vice Chairman of the Company. He is the Chairman of the Board of Anglo Philippine Holdings, Inc., Anvil Publishing, Inc., Carmen Copper Corporation, NBS Express, Inc. and Atlas Consolidated Mining & Development Corporation and Aquatlas, Inc. He is the Chairman and President of Alakor Corporation, National Book Store, Inc., The Philodrill Corporation, Vulcan Industrial & Mining Corporation, United Paragon Mining Corporation and NBS Subic, Inc. He is also the President of Abacus Book & Card Corporation, MRT Holdings Corporation, Power Books, Inc., TMM Management, Inc. and Zenith Holdings Corporation. He is Vice Chairman of MRT Development Corporation and Shangri-La Plaza Corporation. He is also the Governor of National Book Development Board.

Antonio O. Cojuangco is the Chairman and/or President of various companies and organizations such as Ballet Philippines, CAP Life Insurance Corporation, Cinemalaya Foundation, Mantrade Development Corporation, Nabasan Subic Development Corporation, Philippine Trade Foundation, Inc., Radio Veritas, Tanghalang Pilipino, and Calatagan Bay Realty. He is also a Director in Tiger Resort Leisure and Entertainment Inc. He graduated Summa Cum Laude with an AB Economics degree from the Ateneo de Manila, and obtained a Master's in Business Administration from Stanford University.

Cynthia Roxas Del Castillo is a Senior Partner and a member of the Executive Board at Romulo, Mabanta, Buenaventura, Sayoc & de los Angeles and has been with the firm for over 30 years. She holds an Ll.B from Ateneo, graduated Valedictorian in 1976 and placed 11th in the 1976 Bar Examinations. She was a former Dean of the Ateneo de Manila University's Law School and the first woman to hold the said position. She currently serves as Corporate Secretary and Director of other various Philippine corporations.

Karlo Marco P. Estavillo is the Chief Operating Officer, Chief Finance Officer, and Treasurer of the company. Atty. Estavillo was Vice President and General Manager of one of the operating business units in one of the largest conglomerates in the country, where he was also Corporate Secretary and Compliance Officer. He was likewise a member of the Board of Directors of a universal bank, as well as a top local insurance company. He served in various committees, including Audit, Trust, Legal Oversight, amongst others. He earned a Bachelor of Laws degree from the University of the Philippines, and a Bachelor of Science in Business Management degree from the Ateneo de Manila University.

Jose Juan Z. Jugo joined Shang Properties, Inc. last June 2019 as Executive Vice President. From 2017 to 2019, he was President and CEO of MCT Bhd, a publicly listed full line property developer based in Selangor, Malaysia and owned 67% by Ayala Land, Inc. From 2000 to 2017, he was in the senior management team of Ayala Land, Inc. where from 2011 to 2017, he served as the Managing Director of Ayala Land Premier. He graduated from De La Salle University, Manila in 1994. He then pursued his post-graduate studies in Marketing and Commercial Management ESEM, in Madrid, Spain.

Maximo G. Licauco III is the President of Filstar Distributors Corporation (Licensee of Hallmark Cards and exclusive distributor of BIC Products). He was previously an Area Vice President of National Book Store, Inc. where he spent 34 years in the retail business. He graduated at the Ateneo De Manila University with Bachelor of Arts Degree major in Economics.

Benjamin I. Ramos is the President of ROI Corp., an investment company. He was previously the President of Powerbooks, Inc., and also President of Tokyo Tokyo, Inc., the largest Japanese fast food chain in the Philippines. He has an MBA from the Stanford Graduate School of Business.

Wolfgang Krueger joined Shang Properties, Inc. in November 2019. Mr. Krueger was the Executive Vice President for Shangri-La International Hotels Limited and looked after all the Shangri-La Hotels in Hong Kong, Philippines, Taiwan, Japan, Mongolia, Australia and Fiji. He joined Shangri-La Group in 2001 and has been with the Kuok group for 20 years.

Wilfred Shan Chen Woo is an Executive Director as well as Executive Assistant to the Chairman of the Board. A member of the Institute of Chartered Accountants of British Columbia and the Canadian Institute of Chartered Accountants since 1985. As well as a member of the Chartered Professional Accountants (CPA) of British Columbia since 2015. He graduated in 1982 from the University of British Columbia in Vancouver, Canada with a Bachelor's Degree in Commerce, majoring in Accounting and Management Information Systems.

CORPORATE GOVERNANCE

Shang Properties, Inc. and its Board of Directors have always recognized and effected the globally accepted three (3) basic principles of corporate governance: fairness, transparency, and accountability to all its stakeholders. Shang Properties adopted its Corporate Governance Manual and submitted this to the Securities and Exchange Commission in 2002.

The following sections demonstrate the Company's compliance with these principles as detailed in the Manual during the financial year ending 31 December 2020.

THE BOARD OF DIRECTORS

The Board is responsible for the leadership and control of the Company and oversees its businesses, strategic directions and financial performance. It sets and provides the role modeling for the Company's values and standards ensuring further that its obligations to the Company's shareholders are understood and met. To this end, it assumes responsibility for strategy formulation, corporate governance, and performance monitoring. The management is delegated the authority and responsibility for the administration of the Company within the control and authority framework set by the Board. In addition, the Board has also delegated various responsibilities to the Executive Committee, the Audit Committee, and the Corporate Governance Committee. Further details of these committees are set out in this annual report.

The number of meetings held and the attendance record of the Board members at these meetings for the last two (3) years are as follows:

	2021*	2020	2019
Number of Board Meetings	2	4	5
Attendance			
Executive	100%	94%	80%
Independent Non-Executive	100%	88%	87%
Average	100%	90%	84%

*Meetings are held in the year-to-date
**Non-resident directors attended by teleconference, Zoom or other acceptable modes under SEC rules

Board minutes, kept by the corporate secretary, are sent to the Directors for records, and are open for inspection.

Board Composition

The Board is currently composed of ten (10) Directors. The Directors are Edward Kuok Khoon Loong, Alfredo C. Ramos, Cynthia R. Del Castillo, Antonio O. Cojuangco, Maximo G. Licuaco III, Wolfgang Krueger, Benjamin I. Ramos, Wilfred Shan Chen Woo, Jose Juan Z. Jugo and Karlo Marco P. Estavillo. The biographies of the Directors are set out on pages 26 and 27 of this annual report, which demonstrate a diversity of skills, expertise, experience, and qualifications.

Division of Responsibilities

The Board has appointed a Chairman who provides leadership in establishing policies and business directions. The Chairman ensures that the Board works effectively, discharges its responsibilities, and discusses all key and appropriate issues in a timely manner.

The Executive Directors are tasked with the day-to-day running of the Company and are responsible for the different aspects of Shang Properties' businesses. Non-Executive Directors bring strong independent judgment, knowledge and expertise to the Board's deliberations. Apart from their election, the Non-Executive Directors do not have any form of service contract with the Company on any of its subsidiaries.

The Independent Directors take an active role in Board meetings, participate in Board Committees, contribute to the development of strategies and policies, and take the lead if and when potential conflicts of interest arise.

Directors' Re-election and Removal

The Directors of the Company are elected during the annual general meeting and hold office for one (1) year and until their successors are elected and qualified.

Access to Information

All Directors are continually updated with legal and regulatory developments, regularly receive comprehensive information about business activities, financial highlights and operations review of the Company's business and market changes, and developments so that they are up to date and are well informed during Board meetings and to facilitate in discharging their responsibilities. The Board members are provided with Board papers and relevant materials prior to the intended meeting date, including business and financial reports covering the Company's principal business activities and are at liberty to contact management for inquiries and to obtain further information, when the advice and services of the Corporate Secretary, who ensures that they receive appropriate and timely information for their decision-making and that Board procedures are being followed. The Directors can obtain independent professional advice at the Company's expense.

DELIGATION BY THE BOARD

Executive Committee

The Executive Committee meets regularly and operates as a general management committee chaired by Wilfred Woo an Executive Director and Executive Assistant to the Chairman. The Executive Committee meets to discuss the corporate and development strategies of the Company.

Corporate Governance Committee

Pursuant to its Corporate Governance Manual, the Board created a Corporate Governance Committee. The committee acts in an advisory capacity and makes recommendations to the Board. It promulgates the guidelines or criteria to govern the conduct of the nominations of the Directors. The same is properly disclosed in the Company's information statement as well as any reports that are submitted to the Securities and Exchange Commission.

ACCOUNTABILITY AND AUDIT

Financial Reporting

The Management is responsible for the preparation of the financial statements, which adopt generally accepted accounting standards in the Philippines, ensuring appropriate accounting policies have been used and applied consistently, and reasonable and prudent judgments and estimates have been made. The auditing and reporting on the financial statements are the primary responsibility of the external auditor whose "Independent Auditor's Report" to the Board of Directors and shareholders is included in this Annual Report.

Towards the end of the year, the Board reviews the financial projections of the group for the financial year ending December 31 on any given year. The Management has continued to adopt a going concern basis in preparing the financial statements to ensure that any material uncertainties relating to events or conditions that may affect the Company's ability to manage effectively are met.

Internal Controls

The Board is responsible for maintaining an adequate system of internal controls and reviewing their effectiveness. The system of internal control is designed to facilitate effective and efficient operations, safeguard its assets, and ensure that the quality of internal and external reporting comply with applicable laws and regulations. In establishing internal controls, the Company has taken into consideration the nature and extent of the Company's business, operational and financial risks, the likelihood of crystallization of such risks, and the costs of implementing the relevant internal controls. These internal controls are designed to manage, but not eliminate, the risk of failure to achieve business objectives and provide reasonable, but not absolute, assurance against the risks of material misstatement, fraud or losses.

During the year ended 31 December 2020, the Board, through the Audit Committee, reviewed the risks and evaluated the internal control framework that operates within the Company and considered that the system of internal controls in operation is effective.

More details on the Company's internal control framework and the Board's process to evaluate its system of internal controls is set out in the section headed internal controls on this page of this Annual Report.

Audit Committee

Pursuant to its Corporate Governance Manual, the Board created an Audit Committee in August 2002. Each member is required to have at least an adequate understanding of or competence on most of the Company's financial management systems and environment.

The major responsibilities of the Audit Committee are:

- To perform oversight functions over the senior management in establishing and maintaining an adequate, effective and efficient internal control framework, systems and processes to provide reasonable assurance in areas including reporting, monitoring compliance with laws, regulations and internal policies, efficiency and effectiveness of operations and safeguarding of assets;

- To perform oversight functions over the Company's Internal and External Auditors, to ensure the independence and objectivity of Internal and External Auditors, and that they are given unrestricted access to all records, properties and personnel to enable them to perform their respective audit function;

- To review and monitor the effectiveness of the external audit process, taking into consideration relevant Philippine professional and regulatory requirements and review, at least annually, the performance, suitability and effectiveness of the external auditors;

- To review and approve Financial Statements of the Company before their submission to the Board with particular focus on (a) any change/s in accounting policies and practices; (b) areas where a significant amount of judgement has been exercised; (c) significant adjustments resulting from the audit; (d) going concern assumptions; (e) compliance with accounting standards; and (f) compliance with tax, legal, and regulatory requirements.

The number of meetings held and the attendance record of the Committee members at these meetings for the last three (3) years are as follows:

	2021*	2020	2019
Number of Committee Meetings	2	3	4
Attendance	100%	78%	83%

*Meetings are held in the year-to-date
**Non-resident directors attended by teleconference, Zoom or other acceptable modes under SEC rules

Auditor's Remuneration

During the financial year ended 31 December 2020, the fees paid/payable to the External Auditor in respect of the audit and non-audit services provided by the External Auditor to the Company amounted to PhP4,658,250.00.

INTERNAL CONTROLS

The Board is responsible for maintaining and reviewing the effectiveness of the Company's system of internal controls. The internal controls are designed to meet the Company's particular needs, minimize the risks to which it is exposed, manage rather than eliminate the risks to achieve business objectives, and provide reasonable but not absolute assurance against misstatements or losses. The Company's internal control framework covers (i) the setting of objectives, budgets, and targets; (ii) the establishment of regular reporting of financial information, in particular, the tracking of deviations between actual performances and budgets/targets; (iii) the delegation of authority; and (iv) the establishment of clear lines of accountability.

Strategies and objectives of the Company as a whole are determined by the Board. Budgets are prepared annually and reviewed by the Board. In implementing these strategies and achieving these objectives, each Executive Director has specific responsibilities for monitoring the conduct and operations of individual business units within the Company. This includes the review and approval of business strategies and plans, the setting of business-related performance targets as well as the design and implementation of internal controls.

Periodic financial information is provided to the Executive Directors. Variance analysis between actual performances and targets is prepared and documented for discussion at Board meetings, with explanations between actual performances and budgets / targets. This helps the Board and the Company's Management to monitor its business operations and to plan on a prudent and timely basis. Other regular and ad hoc reports are prepared for the Board and ts various committees, to ensure that the Directors are provided with all the requested information in a timely and appropriate manner.

To allow for delegation of authority as well as to enhance segregation of duties and accountability, a clear organizational structure exists detailing different levels of authority and control responsibilities within each business unit of the Company. Certain specific matters are reserved for the Board's decision and cannot be delegated. These include, among others, the approval of annual and interim results, annual budgets, capital structure, declaration of dividends, material acquisitions, disposals and capital expenditures, Board structures and its composition and succession.

In addition, the Board also monitors its internal controls through an internal audit plan. The internal audit team reviews the major operational, financial and risk management controls of the company on a continuing basis, and aims to cover all its major operations on a rational basis. The scope of review and the audit program of the Internal Audit team, formulated and based on a risk-based approach, with focus on areas with relatively higher perceived risks, are approved by the Audit Committee at the end of the preceding financial year in conjunction with the Company's senior management. During its visits, the internal audit team also ensures that appropriate controls are in place and deficiencies or irregularities (if any) are rectified.

The Internal Audit reports directly to the Audit Committee. Accordingly, regular internal audit reports are circulated to the Audit Committee members, the Chief Financial Officer, and the external auditors for review in accordance with the approved Internal Audit Plan.

COMMUNICATION WITH SHAREHOLDERS

Investor Relations

Communication Channels

In order to develop and maintain a continuing investor's relationship program with its shareholders, the Company has established various channels of communication:

i) Shareholders can raise any comments on the performance and future directions of the Company with the Directors at the Annual General Meeting.

ii) The Company distributes the annual results to shareholders.

iii) The Company's website www.shangproperties.com contains important corporate information, biographical details of Directors and senior management, organizational structure, annual and interim reports, major historical developments with comprehensive and user-friendly information about the Company's shareholders and the investor community to have timely access to updated information.

iv) Shareholders and members of the investor community are welcome to raise enquiries through the Legal Department, whose contact details are available in the Company's website www.shangproperties.com.

General Meetings

1. The General Meeting provides a forum for the Board to communicate with the shareholders of the Company
2. To facilitate enforcement of shareholders' rights, significant issues are dealt with under separate resolutions at general meetings.
3. The 2020 Annual Stockholders' Meeting of the Company was held on November 18, 2020 via video conference.

The following resolutions were passed during the meeting:

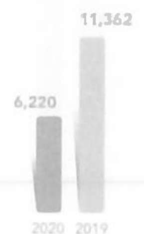
1. Approval of the Minutes of the Annual Meeting of the Stockholders held on June 19, 2019
2. Election of Directors for the year 2020-2021
3. Appointment of External Auditor

FINANCIAL HIGHLIGHTS

TWO-YEAR REVIEW

		2020	2019	Change
Turnover	(PhP M)	6,220	11,362	-45.3%
Profit attributable to shareholders of the Parent Company	(PhP M)	1,470	3,056	-51.9%
Equity attributable to shareholders of the Parent Company	(PhP M)	35,724	35,016	2.0%
Earnings per share attributable to shareholders of the Parent Company	(PhP Ctv)	0.309	0.642	-51.9%
Net asset value per share attributable to shareholders of the Parent Company	(PhP)	7.502	7.353	2.0%
Share price at year end	(PhP)	2.710	3.200	-15.3%
Price earnings ratio at year end	(Ratio)	8.779	4.984	76.1%
Market capitalisation at year end	(PhP M)	12,958	15,245	-12.8%
Dividend per share	(PhP Ctv)	0.157	0.176	-10.8%
Dividend payout ratio	(%)	50.7%	29.1%	74.5%
Dividend yield at year end	(%)	5.8%	5.5%	5.3%
Operating Margin	(%)	41.5%	51.3%	-19.0%
Return on equity	(%)	4.1%	8.7%	-52.9%
Return on total financing	(%)	4.4%	9.3%	-52.7%
Interest cover	(Ratio)	14.074	17.438	-19.3%
Gross interest as a % of total borrowings	(%)	2.4%	4.6%	-48.3%
Current ratio	(Ratio)	1.2	1.1	4.1%
Total Debt to Equity	(%)	51.6%	53.5%	-3.6%
Total Bank Loans to Equity	(%)	14.1%	14.4%	-1.8%

TURNOVER
PhP Millions

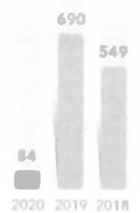


EARNINGS PER SHARE
PhP Ctv

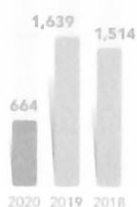
NET ASSET VALUE PER SHARE
PhP

PROFIT ATTRIBUTABLE TO SHAREHOLDERS
PhP Millions

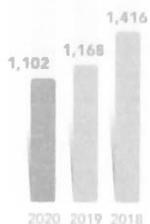
SLPC NET INCOME
PhP Millions



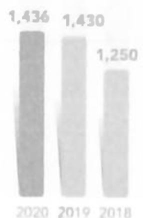
SLPC REVENUE
PhP Ctv



TEC NET INCOME
PhP Millions



TEC GROSS RENTAL INCOME
PhP Millions



STOCK PERFORMANCE & SHAREHOLDER MATTERS

STOCK BEHAVIOR: QUARTERLY SHARE PRICE

For the past three (3) years, the Company's share prices have traded as follows:

2020	HIGH (PhP)	LOW (PhP)
First Quarter	3.31	2.45
Second Quarter	2.99	2.55
Third Quarter	2.74	2.50
Fourth Quarter	2.75	2.65

2019	HIGH (PhP)	LOW (PhP)
First Quarter	3.20	3.00
Second Quarter	3.09	2.95
Third Quarter	3.47	2.95
Fourth Quarter	3.33	3.03

2018	HIGH (PhP)	LOW (PhP)
First Quarter	3.59	3.01
Second Quarter	3.52	3.13
Third Quarter	3.30	3.15
Fourth Quarter	3.20	3.04

DIVIDENDS

For the year 2020, the Board of Directors declared total cash dividends of PhP745 million (2019:PhP836 million)

SHAREHOLDER PROFILE

As of 31 December 2020, the Company had 5,191 stockholders. Common shares outstanding as of said date are 4,764,058,982. The Company's stockholders owning at least 5% or more of the common shares outstanding as of 31 December 2020 are:

RANK	SHAREHOLDERS	NO. OF SHARES	PERCENTAGE %
1	TRAVEL AIM INVESTMENT B.V.*	1,648,869,372	34.61
2	PCD NOMINEE CORPORATION (FILIPINO)	1,013,674,946	21.27

**This company is a wholly owned subsidiary of Kerry Properties Limited*

10-YEAR FINANCIAL SUMMARY

	2020	2019	2018	2017
Profit and loss account	PhP '000	PhP '000	PhP '000	PhP '000
Turnover	6,220,489	11,361,826	11,180,487	13,770,215
Operating profit	1,085,172	4,031,015	3,721,551	4,939,001
Interest expense & bank charges	(139,647)	(272,339)	(358,742)	(331,963)
Share in profit (loss) of associated companies	185,534	101,237	-	(4,100)
Profit before taxation	1,825,796	4,476,579	4,832,376	5,684,611
Taxation	(404,216)	(1,054,810)	(1,271,762)	(1,464,529)
Profit after taxation	1,421,580	3,421,769	3,560,614	4,220,082
Minority interests	48,385	(365,767)	(548,286)	(873,916)
Profit attributable to shareholders	1,469,965	3,056,002	3,012,328	3,346,166
Assets and liabilities				
Fixed assets	46,598,466	47,202,480	46,761,767	42,283,683
Associated company	1,317,911	2,121,615	1,000,389	501,936
Other assets	2,597,366	1,943,490	1,543,107	1,123,249
Net current assets/(liabilities)	1,691,743	1,183,719	2,593,483	8,453,323
Total assets, net of current liabilities	52,205,486	52,451,305	51,898,746	52,362,191
Long term liabilities	(10,531,118)	(11,181,166)	(12,832,387)	(15,837,950)
Total equity	41,674,367	41,270,139	39,066,359	36,524,241

2016	2015	2014	2013	2012	2011
				as restated	
PhP '000	PhP '000	PhP '000	PhP '000	PhP '000	PhP '000
10,343,021	7,391,108	6,449,539	6,330,609	4,599,906	2,477,439
4,021,601	4,005,484	3,188,806	2,666,310	1,768,040	958,432
(273,494)	(201,559)	(227,066)	(184,962)	(172,279)	(213,337)
(4,313)	70,658	(9,693)	(4,674)	29,491	19,967
4,679,868	4,767,165	4,114,696	3,054,530	2,431,575	1,876,787
(1,204,218)	(1,189,139)	(995,502)	(751,430)	(536,193)	(514,785)
3,475,650	3,578,027	3,119,194	2,303,100	1,895,382	1,362,002
(569,726)	(728,214)	(383,818)	(291,827)	(248,905)	(305,286)
2,905,925	2,849,813	2,735,376	2,011,273	1,646,477	1,056,716
39,702,962	41,890,783	38,389,161	27,295,207	25,506,150	24,961,947
495,636	491,948	410,790	2,441,310	2,514,446	2,480,863
150,264	63,411	68,494	37,286	42,956	29,575
12,039,829	9,452,538	9,612,668	5,257,295	4,563,719	4,061,180
52,388,691	51,898,681	48,481,112	35,031,099	32,627,270	31,533,564
(19,050,222)	(19,597,098)	(20,696,779)	(10,240,307)	(9,474,933)	(9,743,185)
33,338,468	32,301,583	27,784,333	24,790,791	23,152,338	21,790,379

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENT

SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA Greenhills
Mandaluyong City

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of SHANG PROPERTIES INC. is responsible for the preparation and fair presentation of the consolidated financial statements including the schedules attached therein, for the years ended December 31, 2020 and 2019, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud of error.

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

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

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

Isla Lipana ad Co., the independent auditors appointed by the stockholders for the period December 31, 2020 and 2019, respectively, have audited the consolidated financial statements of the company in accordance with Philippine Standards on Auditing, and their reports to the stockholders, have expressed their opinion on the fairness of presentation upon completion of such audit.

Edward Kuok Khoon Loong
Chairman of the Board

Wilfred Shan Chen Woo
Executive Assistant to Chairman of the Board

Karlo Marco P. Estavillo
Treasurer/Chief Finance Officer and Chief Operating Officer

Signed this 1st day of April, 2020

AUDIT COMMITTEE REPORT

For the year ended 31 December 2020

The Audit Committee of The Board has been established since 2002 is composed of three (3) Non-executive Directors, of whom two (2) are independent directors. The chair of the Audit Committee is an independent director.

The Audit Committee operates pursuant to the approved Audit Committee Charter. In general, the Audit Committee is responsible for assisting the Board in its responsibilities in monitoring the integrity of the Group's financial reporting process, the financial statements and reports of the Company, the compliance with legal and regulatory requirements, the external auditor's qualifications and independence, and the performance of the Group's internal audit function and external auditor.

In performing its responsibilities, set out below is a summary of the work performed by the Audit Committee during the financial year ended 31 December 2020.

(i) The Audit Committee reviewed the draft annual and interim financial statements and the draft results announcements of the Company, focusing on main areas of judgment, consistency of and changes in accounting policies and adequacy of information disclosure prior to recommending them to the Board for approval.

(ii) The Audit Committee reviewed, in conjunction with the external auditor, the developments of accounting standards and assessed their potential impacts on the Group's financial statements.

(iii) The Audit Committee assessed the independence of the Company's external auditor, prior to formally engaging the external auditor to carry out the audit for the Company's financial statements for the year ended 31 December 2020.

(iv) Prior to the actual commencement of the audit, the external auditor discussed the proposed scope of work and approach of the audit with the Audit Committee. Upon completion of the audit, the Audit Committee reviewed the results of the external audit, and discussed with the external auditor on any significant findings and audit issues.

(v) The Audit Committee recommended to the Board regarding the appointment and remuneration of the external auditor.

(vi) The Audit Committee reviewed and approved the internal audit plan, reviewed and discussed the significant and material audit issues from the internal audit reports with the internal audit team and the Group's senior management.

(vii) The Audit Committee reviewed the independence of the internal audit function and the level of support and cooperation given by the Group's management to the internal audit team, as well as the resources of the internal audit team when undertaking its duties and responsibilities.

(viii) The Audit Committee reviewed the adequacy and effectiveness of the Group's systems of internal controls, through oversight on the work undertaken by the Group's internal and external auditor, and written representations by the senior management of each of the Group's business divisions and discussions with the Board.

During the financial year ended 31 December 2020, the Audit Committee met three (3) times. The Audit Committee also conducted meetings with the Group's senior management, the external auditor and the internal audit team from time to time. Minutes of the Audit Committee Meetings are documented and circulated to the Board for information. The Audit Committee also reports and presents its findings and makes recommendations for consideration and discussion at Board meetings.

The Audit Committee reviewed the audited financial statements of the Group for the year ended 31 December 2020 prior to recommending them to the Board for approval.

Members of the Audit Committee:

Mr. Benjamin I. Ramos
Chairman

Mr. Maximo G. Licauco III
Member

Ms. Cynthia R. Del Castillo
Member

pwc

Isla Lipana & Co.

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors and Shareholders of
Shang Properties, Inc. and Subsidiaries
Administration Office, Shangri-La Plaza Mall
EDSA corner Shaw Boulevard
Mandaluyong City

Our Opinion

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of Shang Properties, Inc. (the "Parent Company") and its subsidiaries (together, the "Group") as at December 31, 2020 and 2019, and the consolidated financial performance and consolidated cash flows for each of the three years in the period ended December 31, 2020 in accordance with Philippine Financial Reporting Standards (PFRS), as modified by the application of the financial reporting reliefs issued and approved by the Securities and Exchange Commission (SEC), as described in Note 31 to the consolidated financial statements.

What we have audited

The consolidated financial statements of the Group comprise:

- the consolidated statements of financial position as at December 31, 2020 and 2019;
- the consolidated statements of total comprehensive income for each of the three years in the period ended December 31, 2020;
- the consolidated statements of changes in equity for each of the three years in the period ended December 31, 2020;
- the consolidated statements of cash flows for each of the three years in the period ended December 31, 2020; and
- the notes to the consolidated financial statements, which include a summary of significant accounting policies.

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics), together with the ethical requirements that are relevant to our audit of the consolidated financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

Emphasis of Matter

We draw attention to Note 31 to the consolidated financial statements, which describes the basis of preparation of the financial statements. The financial statements as at and for the year ended December 31, 2020 have been prepared in accordance with PFRS, as modified by the application of the financial reporting reliefs issued and approved by the SEC in response to the COVID-19 pandemic. The details of the financial reporting reliefs availed by the Group and the impact on the consolidated financial statements are discussed in detail in Note 31. Our opinion is not modified in respect of this matter.

Our Audit Approach

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the consolidated financial statements. In particular, we considered where management made subjective judgments; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the consolidated financial statements as a whole, taking into account the structure of the Group, the accounting processes and controls, and the industry in which the Group operates.

Key audit matters

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

Key audit matters identified in our audit are summarized as follows:

- Valuation of investment properties; and
- Revenue recognition on condominium sales based on percentage of completion (PoC).

pwc

Isla Lipana & Co.

Independent Auditor's Report
To the Board of Directors and Shareholders of
Shang Properties, Inc. and Subsidiaries
Page 3

Key Audit Matters	How our Audit Addressed the Key Audit Matters
a) Valuation of investment properties Refer to Note 10 to the consolidated financial statements for the details of the investment properties and discussion on critical accounting estimates and assumptions. As at December 31, 2020, total investment properties, carried at fair value, amounts to P34.9 billion which accounts for about 55% of the total consolidated assets of the Group. The determination of fair values by an external appraiser involves significant estimation using assumptions such as property prices for similar market listing in the area, occupancy rate, rental rate and discount rate. A fair value assessment is performed regularly based on the requirements of PFRS 13, Fair Value Measurement, and Philippine Accounting Standards (PAS) 40, Investment Property.	We have addressed the matter by obtaining the latest appraisal report. We have assessed the appropriateness of the valuation methodology used as well as the reasonableness of the significant inputs and assumptions used in the fair valuation. In particular, comfort over the reliability of the appraiser reports was obtained through independent verification of significant fair value assumptions and inputs specifically: • similar market listing in the area by comparing to records of recent sales and offerings of similar land; • occupancy rate by agreeing to management's records and historical actual information; • expense-revenue ratio by comparing to the historical experience of the Group's leasing operations; • rental rate by comparing to prevailing market rents on leasing transactions of comparable properties; and • discount rate by comparing to published market yields. We have also assessed the reasonableness of these assumptions given the current market and economic conditions. We have evaluated competence, capabilities and objectivity of the independent appraiser engaged by the Group by reviewing its profile, licenses and client portfolio. We have also verified the appropriateness and sufficiency of the disclosures in accordance with PFRS 13 and PAS 40. We have concluded that the valuation methodology used by the Group is appropriate and the significant inputs and assumptions used in the valuation are reasonable. We did not note any significant issues in the evaluation of the work of the independent appraiser and of the appropriateness and sufficiency of the disclosures.

Key Audit Matters	How our Audit Addressed the Key Audit Matters
b) Revenue recognition on condominium sales based on PoC as a measure of progress	
Refer to Note 6 to the consolidated financial statements for the discussion on critical accounting estimates and assumptions. The revenue arising from condominium sales for the year ended December 31, 2020 amounts to P3.01 billion which accounts for about 48% of the consolidated total revenues. It is therefore, material to the consolidated financial statements. Revenue from sale of condominium is recognized over time using the output method in accordance with the guidance set in PFRS 15, *Revenue from contracts with customers*, and Philippine Interpretations Committee Questions and Answers (PIC Q&A) 2016-04. Under the output method, revenue is calculated with reference to the PoC of the project. In the case of the Group, PoC is determined based on the actual physical completion of the project. Hence, revenue recognition on condominium sales require significant judgment and estimation.	We have addressed the matter by understanding the process employed by the Group in estimating the actual physical completion of the condominium project as performed by independent quantity surveyors. We have evaluated the competence, capabilities and objectivity of independent quantity surveyors engaged by the Group by reviewing their profile, professional licenses and client portfolio. We have examined the detailed accomplishment reports that provide information and analysis about the status of ongoing projects. We have also performed interviews with project engineers. Furthermore, as part of our analytical procedures, we compared PoC reported by surveyors with PoC derived based on total actual costs incurred-to-date in relation to the total estimated project cost. We inspected relevant contracts, contractors' billings, invoices, and other supporting documents to verify the reasonableness of the recorded actual costs. We have concluded that revenues from condominium sales are appropriately recorded in accordance with the related standards. We did not note any significant issues in evaluating the work of the independent quantity surveyors, examining detailed accomplishment reports, interviews with project engineers, analytical procedures and inspection of supporting documents.

Other Information

Management is responsible for the other information. The other information comprises the information included in the SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report, but do not include the consolidated financial statements and our auditor's report thereon. The SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report are expected to be made available to us after the date of this auditor's report.

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

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

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with PFRS, as modified by the application of the financial reporting reliefs issued and approved by the SEC, as described in Note 31 to the financial statements, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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

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

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

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

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in accordance with PFRS, as modified by the application of the financial reporting reliefs issued and approved by the SEC, as described in Note 31 to the financial statements.

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

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

pwc

Isla Lipana & Co.

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

The engagement partner on the audit resulting in this independent auditor's report is Imelda Ronnie de Guzman-Castro.

Isla Lipana & Co.

Imelda Ronnie G. Castro

Imelda Ronnie de Guzman-Castro
Partner
CPA Cert. No. 89352
P.T.R. No. 0011287; issued on January 5, 2021 at Makati City
SEC A.N. (individual) as general auditors 1769-A, Category A; effective until September 2, 2022
SEC A.N. (firm) as general auditors 0142-SEC, Category A;
valid to audit 2020 to 2024 financial statements
T.I.N. 152-015-095
BIR A.N. 08-000745-44-2018; issued on October 19, 2018; effective until October 18, 2021
BOA/PRC Reg. No. 0142, effective until January 21, 2023

Makati City
March 25, 2021

Shang Properties, Inc. and Subsidiaries

Consolidated Statements of Financial Position
As at December 31, 2020 and 2019
(All amounts in Philippine Peso)

	Notes	2020	2019
ASSETS			
Current assets			
Cash and cash equivalents	3	1,549,970,914	2,640,088,900
Financial assets at fair value through profit or loss	4	33,626,210	36,278,844
Trade and other receivables, net	5	4,996,338,314	5,219,296,083
Properties held for sale	6	3,413,065,216	2,876,245,361
Prepaid taxes and other current assets	7	1,663,214,222	1,314,018,515
Total current assets		11,656,214,876	12,085,927,703
Non-current assets			
Investments in and advances to associates and a joint venture	8	2,317,911,271	2,121,615,473
Investment properties	10	34,913,873,065	32,903,376,768
Real estate development projects	10	-	1,487,613,661
Financial assets at fair value through other comprehensive income, net	11	797,568,496	803,668,496
Property and equipment, net	12	11,684,592,560	12,811,489,580
Goodwill	13	269,870,864	269,870,864
Deferred income tax assets, net	25	465,150,772	226,921,795
Other non-current assets	14	1,064,775,797	643,028,724
Total non-current assets		51,513,742,825	51,267,585,361
Total assets		63,169,957,701	63,353,513,064
LIABILITIES AND EQUITY			
Current liabilities			
Accounts payable and other current liabilities	15	5,683,994,606	6,169,431,637
Current portion of:			
Installment payable	16	142,751,080	443,917,972
Bank loans	16	4,283,333,333	3,553,333,333
Deposits from tenants	17	614,727,181	391,914,057
Deferred lease income	17	41,298,111	45,303,980
Income tax payable	25	124,336,401	250,763,007
Dividends payable	19	74,031,392	47,544,516
Total current liabilities		10,964,472,104	10,902,208,502
Non-current liabilities			
Accrued employee benefits	24	89,798,059	55,145,025
Bank loans, net of current portion	16	1,596,172,131	2,374,627,758
Deferred income tax liabilities, net	25	8,018,041,563	7,865,210,146
Advance rentals, net of current portion	29	232,961,590	112,000,606
Deposits from tenants, net of current portion	17	540,045,750	726,830,874
Deferred lease income, net of current portion	17	54,099,337	47,351,275
Total non-current liabilities		10,531,118,430	11,181,165,684
Total liabilities		21,495,590,534	22,083,374,186
Equity			
Share capital	18	4,764,058,982	4,764,058,982
Share premium	18	834,439,607	834,439,607
Treasury shares	18	(6,850,064)	(6,850,064)
Equity reserves	9	(141,132,606)	(141,132,606)
Other comprehensive income	11,24	219,550,748	236,182,784
Retained earnings	18	30,053,959,054	29,329,234,160
Total equity attributable to shareholders of the Parent Company		35,724,025,721	35,015,932,863
Non-controlling interests	9	5,950,341,446	6,254,206,015
Total equity		41,674,367,167	41,270,138,878
Total liabilities and equity		63,169,957,701	63,353,513,064

The notes on pages 1 to 74 are integral part of these consolidated financial statements.

Shang Properties, Inc. and Subsidiaries

Consolidated Statements of Total Comprehensive Income
For each of the three years in the period ended December 31, 2020
(All amounts in Philippine Peso)

	Notes	2020	2019	2018
Revenues				
Condominium sales		3,009,946,505	4,428,339,649	4,991,248,279
Rental and cinema	10	2,128,780,051	3,353,266,040	3,017,331,251
Hotel operation		1,081,762,155	3,580,220,504	3,171,907,725
		6,220,488,711	11,361,826,193	11,180,487,255
Cost of sales and services				
Condominium sales		1,685,000,495	2,696,938,381	3,000,561,223
Rental and cinema		100,248,382	169,393,067	246,411,337
Hotel operation		1,851,378,118	3,212,676,342	3,023,783,595
	20	3,636,626,995	6,079,007,790	6,270,756,155
Gross profit		2,583,861,716	5,282,818,403	4,909,731,100
Operating expenses				
Staff costs	21	530,048,537	476,405,566	438,271,316
Taxes and licenses		182,712,177	209,219,439	203,394,325
Depreciation and amortization	12	38,416,213	33,625,702	23,032,736
Insurance		7,145,262	17,695,659	3,351,421
Other operating expenses	22	740,367,083	514,856,663	520,129,987
		1,498,689,272	1,251,803,029	1,188,179,785
Other income (charges)				
Interest income	23	382,943,112	217,586,055	190,828,895
Foreign exchange (losses) gains, net	3	(3,729,088)	(7,757,080)	24,186,733
Gain on fair value adjustment of investment properties, net	10	-	276,697,387	879,994,277
Other miscellaneous income, net	23	315,522,194	130,139,136	374,556,513
		694,736,218	616,665,498	1,469,566,418
Share in net income of associates and a joint venture	8	185,533,552	101,237,114	-
Interest expense and bank charges	23	(139,646,572)	(272,338,911)	(358,741,709)
Income before income tax		1,825,795,642	4,476,579,075	4,832,376,024
Income tax expense	25	(404,215,860)	(1,054,810,382)	(1,271,761,567)
Net income for the year		1,421,579,782	3,421,768,693	3,560,614,457
Net income attributable to:				
Shareholders of the Parent Company		1,469,965,012	3,056,001,858	3,012,328,190
Non-controlling interests	9	(48,385,230)	365,766,835	548,286,267
		1,421,579,782	3,421,768,693	3,560,614,457
Items that will be subsequently reclassified to profit or loss				
Translation adjustments		(291,113)	(932,813)	(339,985)
Items that will not be subsequently reclassified to profit or loss				
(Decrease) increase in fair value of equity investments at fair value through other comprehensive income, net of tax	11	(4,460,505)	19,943,650	7,760,500
Remeasurement (loss) gain on retirement benefit obligation, net of tax	24	(12,699,757)	(2,815,335)	1,845,050
		(17,451,375)	16,195,502	9,265,565
Total comprehensive income for the year		1,404,128,407	3,437,964,195	3,569,880,022
Total comprehensive income attributable to:				
Shareholders of the Parent Company		1,453,332,976	3,072,213,653	3,021,593,755
Non-controlling interests	9	(49,204,569)	365,750,542	548,286,267
		1,404,128,407	3,437,964,195	3,569,880,022
Basic and diluted earnings per share attributable to shareholders of the Parent Company	26	0.309	0.642	0.633

The notes on pages 1 to 74 are integral part of these consolidated financial statements.

Shang Properties, Inc. and Subsidiaries

Consolidated Statements of Changes in Equity
For each of the three years in the period ended December 31, 2020
(All amounts in Philippine Peso)

	Shareholders of the Parent Company											
				Other comprehensive income								
	Share capital (Note 18)	Share premium (Note 18)	Treasury shares (Note 18)	Cumulative changes in fair value of financial assets at FVOCI (Note 11)	Cumulative translation adjustments	Remeasurement loss on defined benefit plan (Note 24)	Total Other comprehensive income	Equity reserves (Note 9)	Retained earnings (Note 18)	Parent	Non-controlling interests (Note 9)	Total equity
Balances at January 1, 2018	4,764,058,982	834,439,607	(6,850,064)	235,465,516	(272,439)	(24,487,653)	210,705,424	(141,132,606)	25,027,307,247	30,688,528,590	6,056,213,206	36,744,741,796
Comprehensive income												
Net income for the year	-	-	-	-	-	-	-	-	3,012,328,190	3,012,328,190	548,286,267	3,560,614,457
Other comprehensive income (loss)	-	-	-	7,760,500	(339,985)	1,845,050	9,265,565	-	-	9,265,565	-	9,265,565
Total comprehensive income (loss)	-	-	-	7,760,500	(339,985)	1,845,050	9,265,565	-	3,012,328,190	3,021,593,755	548,286,267	3,569,880,022
Transaction with owners												
Cash dividends declared (Note 19)	-	-	-	-	-	-	-	-	(930,686,586)	(930,686,586)	(317,576,000)	(1,248,262,586)
Balances at December 31, 2018	4,764,058,982	834,439,607	(6,850,064)	243,226,016	(612,424)	(22,642,603)	219,970,989	(141,132,606)	27,108,948,851	32,779,435,759	6,286,923,473	39,066,359,232
Comprehensive income												
Net income for the year	-	-	-	-	-	-	-	-	3,056,001,858	3,056,001,858	365,766,835	3,421,768,693
Other comprehensive income (loss)	-	-	-	19,943,650	(932,813)	(2,799,042)	16,211,795	-	-	16,211,795	(16,293)	16,195,502
Total comprehensive income (loss)	-	-	-	19,943,650	(932,813)	(2,799,042)	16,211,795	-	3,056,001,858	3,072,213,653	365,750,542	3,437,964,195
Transaction with owners												
Cash dividends declared (Note 19)	-	-	-	-	-	-	-	-	(835,716,549)	(835,716,549)	(398,468,000)	(1,234,184,549)
Balances at December 31, 2019	4,764,058,982	834,439,607	(6,850,064)	263,169,666	(1,545,237)	(25,441,645)	236,182,784	(141,132,606)	29,329,234,160	35,015,932,863	6,254,206,015	41,270,138,878
Comprehensive income												
Net income for the year	-	-	-	-	-	-	-	-	1,469,965,012	1,469,965,012	(48,385,230)	1,421,579,782
Other comprehensive income (loss)	-	-	-	(4,460,505)	(291,113)	(11,880,418)	(16,632,036)	-	-	(16,632,036)	(819,339)	(17,451,375)
Total comprehensive income (loss)	-	-	-	(4,460,505)	(291,113)	(11,880,418)	(16,632,036)	-	1,469,965,012	1,453,332,976	(49,204,569)	1,404,128,407
Transaction with owners												
Cash dividends declared (Note 19)	-	-	-	-	-	-	-	-	(745,240,118)	(745,240,118)	(254,660,000)	(999,900,118)
Balances at December 31, 2020	4,764,058,982	834,439,607	(6,850,064)	258,709,161	(1,836,350)	(37,322,063)	219,550,748	(141,132,606)	30,053,959,054	35,724,025,721	5,950,341,446	41,674,367,167

The notes on pages 1 to 74 are integral part of these consolidated financial statements.

Shang Properties, Inc. and Subsidiaries
Consolidated Statements of Cash Flows
For each of the three years in the period ended December 31, 2020
(All amounts in Philippine Peso)

	Notes	2020	2019	2018
Cash flows from operating activities				
Income before income tax		1,825,795,642	4,476,579,075	4,832,376,024
Adjustments for:				
Depreciation and amortization	12	1,112,674,834	1,115,107,861	1,041,599,497
Interest expense	23	138,903,721	271,398,458	357,899,249
Provision for probable losses	22	100,150,239	-	-
Retirement benefit expense	24	38,105,630	37,765,035	38,161,019
Provision for restructuring	22	33,985,773	-	-
Loss on fair value adjustment of financial assets at fair value through profit or loss	4, 23	2,652,634	5,145,472	4,545,027
Provision for doubtful accounts	5, 22	9,113,149	170,000	8,468,256
Unrealized foreign exchange loss (gain)	3	2,522,490	4,958,704	(16,419,512)
Gain on sale of property and equipment	23	(357,806)	(1,050,728)	(206,643,583)
Amortization of deferred lease income	17	(40,478,445)	(37,686,644)	(30,434,852)
Dividend income	23	(13,002,470)	(55,541,739)	(48,440,301)
Share in net income of associates and a joint venture	8	(185,533,552)	(101,237,114)	-
Interest income	23	(382,943,112)	(217,586,055)	(190,828,895)
Gain on fair value adjustment of investment properties	10	-	(276,697,387)	(879,994,277)
Operating income before working capital changes		2,641,588,727	5,221,324,938	4,910,287,652
Changes in working capital:				
Trade and other receivables		208,110,388	(1,937,313,040)	(52,262,791)
Properties held for sale		(692,236,187)	800,401,309	2,557,995,862
Prepaid taxes and other current assets		(349,195,707)	60,990,622	(272,776,044)
Real estate development projects		-	(45,181,174)	(3,096,726,897)
Other non-current assets		44,140,926	(90,602,627)	21,641,516
Accounts payable and other current liabilities		(340,014,434)	516,712,135	(752,634,597)
Accrued employee benefits		(12,725,357)	51,116	-
Installment payable		(301,166,892)	(97,243,761)	(95,349,464)
Advance rentals		13,829,918	217,340,128	19,539,880
Deposits from tenants		45,149,228	32,156,643	10,854,586
Net cash generated from operations		1,257,480,610	4,678,636,289	3,250,569,703
Income tax paid		(609,634,380)	(722,631,847)	(440,320,188)
Interest received		381,526,486	218,510,740	53,446,209
Contributions paid to retirement plan	24	-	(52,653,236)	(8,409,257)
Retirement benefits paid directly by the Group	24	(1,333,401)	(3,617,203)	(20,215,578)
Net cash provided by operating activities		1,028,039,315	4,118,244,743	2,835,070,889
Cash flows from investing activities				
Additions to:				
Property and equipment	12	(152,201,324)	(125,092,093)	(75,080,688)
Other non-current assets	14	(465,888,000)	(171,705,000)	(250,295,000)
Advances to a joint venture	8	(10,762,246)	(1,019,989,374)	(1,000,000,000)
Investment properties	10	(367,685,862)	(1,109,209,440)	(489,886,876)
Financial assets at fair value through other comprehensive income	11	-	1,966,500	-
Dividends received	23	13,002,470	55,541,739	48,440,301
Proceeds from sale of property and equipment	23	703,857	2,341,134	269,640,000
Net cash used in investing activities		(982,831,105)	(2,366,146,534)	(1,497,182,263)
Cash flows from financing activities				
Payments of:				
Loan principal	16	(2,603,333,333)	(3,208,333,333)	(3,687,083,333)
Interest	16	(106,057,131)	(246,490,921)	(322,790,651)
Cash dividends paid to:				
Shareholders	19	(718,753,242)	(830,855,683)	(925,518,202)
Non-controlling shareholders of subsidiaries	9	(254,660,000)	(398,468,000)	(317,576,000)
Proceeds from loan availment	16	2,550,000,000	3,145,000,000	1,300,000,000
Net cash used in financing activities		(1,132,803,706)	(1,539,147,937)	(3,952,968,186)
Net (decrease) increase in cash and cash equivalents for the year		(1,087,595,496)	212,950,272	(2,615,079,560)
Cash and cash equivalents at January 1	3	2,640,088,900	2,432,097,332	5,030,757,380
Effects of exchange rate changes on cash and cash equivalents	3	(2,522,490)	(4,958,704)	16,419,512
Cash and cash equivalents at December 31	3	1,549,970,914	2,640,088,900	2,432,097,332

The notes on pages 1 to 74 are integral part of these consolidated financial statements.

Shang Properties, Inc. and Subsidiaries

Notes to the Consolidated Financial Statements
As at December 31, 2020 and 2019
and for each of the three years in the period ended December 31, 2020
(All amounts are shown in Philippine Peso unless otherwise stated)

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.

COVID-19 Pandemic

During the first quarter of 2020, local and worldwide social and economic activities were severely affected by the spread and threat of COVID-19 pandemic. The Group took actions to minimize risk to its employees, including restricting travel and instituting extensive work from home protocols in response to the enhanced community quarantine (ECQ) mandated by the Philippine government. Measures have been implemented to protect the health and safety of its employees, clients and partners, to support business continuity and to manage financial impact to a minimum. These measures have caused disruptions to businesses and economic activities, and their impact on businesses continue to evolve. The ECQ began on March 16, 2020 and was further extended and modified by the government up to June 15, 2020. While quarantine measures over highly urbanized cities in the National Capital Region (NCR) were relaxed following the proclamation of a modified enhanced community quarantine effective May 16, 2020, and subsequently, a general community quarantine effective June 1, 2020, operations across various industries remain below full capacity in several areas.

As a result, the Group (as a lessor) has provided rent concessions to assist its tenants in coping with the business disruption caused by the national lockdown imposed during the pandemic. The rent concessions are assessed by the Group's tenant management division on a quarterly basis and are subject to reassessment if same consideration should still be applied depending on the current situation of the tenants. These rent concessions are recognized as reduction in the Group's Rental and cinema revenue. The Group continues to pay close attention to the developments on the pandemic and will evaluate its impact on the financial position and operating results of the Group. Measures to manage financial and business risks are in place to ensure that the impact of events that expose the Company to risks arising from COVID-19, if any, are kept to a minimal extent.

The consolidated financial statements have been approved and authorized for issue in accordance with a resolution of the Board of Directors dated March 25, 2021.

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 development and sale of condominium units. The subsidiaries operating in this segment are as follows:

- 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 operations

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.

As disclosed in Note 10, 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 2024. Upon completion, the project will be subsequently leased out to third parties and related parties.

(d) Other business segments

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, 2019 and 2018. 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, 2019, and 2018.

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

	Property development	Hotel operations	Leasing	Others	Total segments	Eliminations	Consolidated
Revenues							
Condominium sales	3,009,081,539	-	864,966	-	3,009,946,505	-	3,009,946,505
Rental and cinema	29,819,750	-	2,188,581,255	-	2,218,401,005	(89,620,954)	2,128,780,051
Hotel operation	-	1,081,762,155	-	-	1,081,762,155	-	1,081,762,155
Cost of sales and services				-			
Condominium sales	(1,683,687,995)	-	(1,312,500)	-	(1,685,000,495)	-	(1,685,000,495)
Rental and cinema	-	-	(95,573,669)	-	(95,573,669)	(4,674,713)	(100,248,382)
Hotel operation	-	(1,851,378,118)	-	-	(1,851,378,118)	-	(1,851,378,118)
Gross profit	1,355,213,294	(769,615,963)	2,092,560,052	-	2,678,157,383	(94,295,667)	2,583,861,716
Operating expenses	(375,549,074)	(488,814,726)	(968,701,023)	(63,512,466)	(1,896,577,289)	397,888,017	(1,498,689,272)
Other income (expense)	521,852,549	336,110	1,623,049,579	1,482,381,069	3,627,619,307	(2,932,883,089)	694,736,218
Share in net income of associates and a joint venture	-	-	185,533,552	-	185,533,552	-	185,533,552
Interest expense and bank charges	(382,615)	(54,598,512)	(84,664,886)	(559)	(139,646,572)	-	(139,646,572)
Income before income tax	1,501,134,154	(1,312,693,091)	2,847,777,274	1,418,868,044	4,455,086,381	(2,629,290,739)	1,825,795,642
Income tax expense	(447,929,063)	366,508,509	(330,694,493)	(6,915,883)	(419,030,930)	14,815,070	(404,215,860)
Net income for the year	1,053,205,091	(946,184,582)	2,517,082,781	1,411,952,161	4,036,055,451	(2,614,475,669)	1,421,579,782
Segment assets	13,068,010,430	9,634,940,936	46,277,865,491	11,016,135,980	79,996,952,837	(18,144,906,407)	61,852,046,430
Associate and joint venture companies (Note 8)	-	-	-	1,317,911,271	1,317,911,271	-	1,317,911,271
Total assets	13,068,010,430	9,634,940,936	46,277,865,491	12,334,047,251	81,314,864,108	(18,144,906,407)	63,169,957,701
Segment liabilities	7,442,505,419	2,776,383,880	15,062,265,919	8,323,004,905	33,604,160,123	(12,108,569,589)	21,495,590,534
Capital expenditures for the year (Notes 10 and 12)	2,676,259	136,712,429	380,212,784	285,714	519,887,186	-	519,887,186

(3)

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

	Property development	Hotel operations	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 profit	1,732,208,054	367,544,162	3,432,000,243	-	5,531,752,459	(248,934,056)	5,282,818,403
Operating expenses	(287,086,761)	(299,765,477)	(1,257,069,298)	(64,447,857)	(1,908,369,393)	656,566,364	(1,251,803,029)
Other income (expense)	(192,924,659)	7,210,175	2,669,571,077	688,023,259	3,171,879,852	(2,555,214,354)	616,665,498
Share in net income of associates and a joint venture		-	101,237,114	-	101,237,114	-	101,237,114
Interest expense and bank charges	(409,593)	(130,105,616)	(141,818,458)	(5,244)	(272,338,911)	-	(272,338,911)
Income before income tax	1,251,787,041	(55,116,756)	4,803,920,678	623,570,158	6,624,161,121	(2,147,582,046)	4,476,579,075
Income tax expense	(408,668,551)	(25,143,078)	(848,064,622)	(5,489,604)	(1,287,365,855)	232,555,473	(1,054,810,382)
Net income for the year	843,118,490	(80,259,834)	3,955,856,056	618,080,554	5,336,795,266	(1,915,026,573)	3,421,768,693
Segment assets	14,518,918,845	10,683,758,292	44,877,200,970	10,548,633,457	80,628,511,564	(19,396,613,973)	61,231,897,591
Associate and joint venture companies (Note 8)	-	-	-	2,121,615,473	2,121,615,473	-	2,121,615,473
Total assets	14,518,918,845	10,683,758,292	44,877,200,970	12,670,248,930	82,750,127,037	(19,396,613,973)	63,353,513,064
Segment liabilities	8,494,443,981	2,877,048,916	15,144,127,410	8,721,768,663	35,237,388,970	(13,154,014,784)	22,083,374,186
Capital expenditures for the year (Notes 10 and 12)	8,835,831	87,584,563	144,081,584	193,448	240,695,426	-	240,695,426

The segment assets, liabilities and results of operations of the reportable segments of the Group as at and for the year ended December 31, 2018 are as follows:

	Property development	Leasing	Hotel operations	Others	Total segments	Eliminations	Consolidated
Revenue							
Condominium sales	4,207,725,948	783,522,331	-	-	4,991,248,279	-	4,991,248,279
Rental and cinema	-	103,587,139	3,145,593,103	-	3,249,180,242	(231,848,991)	3,017,331,251
Hotel operation	-	3,171,907,725	-	-	3,171,907,725	-	3,171,907,725
Cost of sales and services							
Condominium sales	(2,693,212,800)	(307,348,423)	-	-	(3,000,561,223)	-	(3,000,561,223)
Rental and cinema	-	-	(241,988,954)	-	(241,988,954)	(4,422,383)	(246,411,337)
Hotel operation	-	(3,023,783,595)	-	-	(3,023,783,595)	-	(3,023,783,595)
Gross profit	1,514,513,148	727,885,177	2,903,604,149	-	5,146,002,474	(236,271,374)	4,909,731,100
Operating expenses	(264,631,860)	(322,357,393)	(814,082,778)	(33,303,760)	(1,434,375,791)	246,196,006	(1,188,179,785)
Other income (expense)	145,888,140	233,846,884	1,340,470,023	1,535,291,929	3,255,496,976	(1,785,930,558)	1,469,566,418
Share in net income of associates and a joint venture	-	-	-	-	-	-	-
Interest expense and bank charges	(263,116)	(188,978,167)	(33,652,296)	(135,848,130)	(358,741,709)	-	(358,741,709)
Income (loss) before income tax	1,395,506,312	450,396,501	3,396,339,098	1,366,140,039	6,608,381,950	(1,776,005,926)	4,832,376,024
Income tax expense	(446,005,860)	(133,913,982)	(659,135,439)	(9,503,010)	(1,248,558,291)	(23,203,276)	(1,271,761,567)
Net income (loss) for the year	949,500,452	316,482,519	2,737,203,659	1,356,637,029	5,359,823,659	(1,799,209,202)	3,560,614,457
Segment assets	12,848,496,749	9,146,496,232	30,352,019,019	13,231,383,964	65,578,395,964	(6,322,900,022)	59,255,495,942
Associate and joint venture companies (Note 8)	-	-	-	1,000,388,985	1,000,388,985	-	1,000,388,985
Total assets	12,848,496,749	9,146,496,232	30,352,019,019	14,231,772,949	66,578,784,949	(6,322,900,022)	60,255,884,927
Segment liabilities	7,051,526,346	4,590,810,260	13,112,558,754	8,757,631,862	33,512,527,222	(12,323,001,527)	21,189,525,695
Capital expenditures for the year (Notes 10 and 12)	58,076,120	17,004,568	489,886,876	-	564,967,564	-	564,967,564

Note 3 - Cash and cash equivalents

Cash and cash equivalents as at December 31 consist of:

	2020	2019
Cash on hand	7,086,224	22,898,792
Cash in banks	817,325,094	428,422,956
Cash equivalents	725,559,596	2,188,767,152
	1,549,970,914	2,640,088,900

Cash in banks earned interest at respective bank deposit rates ranging from 0.05% to 0.25% in 2020 (2019 - 0.10% to 0.25%).

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 earn interest ranging from 0.09% to 2.75% in 2020 (2019 - 2.25% to 6.38%; 2018 - 0.50% to 6.375%).

Interest income earned for the year ended December 31, 2020 amounted to P12,956,641 (2019 - P44,045,396; 2018 - P54,619,455) (Note 23).

The carrying amounts of the Group's cash and cash equivalents are generally denominated in Philippine Peso, US Dollar and Hong Kong Dollar. The Group's foreign currency denominated cash and cash equivalents as at December 31 are as follows:

	2020			2019		
	Foreign currency	Exchange rate	Peso equivalent	Foreign currency	Exchange rate	Peso equivalent
US Dollar	1,949,160	48.04	93,629,836	1,302,055	50.74	66,066,290
HK Dollar	2,062	6.19	12,776	-	-	-

The realized and unrealized exchange losses for the years ended December 31 included within Other income in the consolidated statement of total comprehensive income are as follows:

	2020	2019	2018
Foreign exchange (losses) gains			
Realized	(1,206,598)	(2,798,376)	7,767,221
Unrealized	(2,522,490)	(4,958,704)	16,419,512
Total	(3,729,088)	(7,757,080)	24,186,733

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

This account represents equities that are listed in the Philippine Stock Exchange (PSE). Movements in the account for the years ended December 31 are as follows:

	Note	2020	2019
At January 1		36,278,844	41,424,316
Loss on fair value adjustment (Included in Other income)	23	(2,652,634)	(5,145,472)
At December 31		33,626,210	36,278,844

The fair values have been derived based on current bid prices in the PSE (Level 1 valuation).

Note 5 - Trade and other receivables, net

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

	Note	2020	2019
Trade			
Installment contracts receivable		3,044,359,832	3,365,390,819
Rent receivables		249,776,897	211,633,668
Receivables from guests and concessionaires		53,866,187	119,345,385
Non-trade			
Related parties	27	1,604,238,974	1,464,226,125
Advances to officers and employees		4,225,928	4,000,339
Interest		4,316,725	2,900,097
Others		58,574,091	66,298,077
		5,019,358,634	5,233,794,510
Allowance for impairment of receivables		(23,020,320)	(14,498,427)
		4,996,338,314	5,219,296,083

Installment contracts receivable arises from sale of condominium units with average term ranging from one to five years, with last installment collectible in 2021. The amounts due from the condominium buyers are subject to either bank financing or in-house financing. Interest income earned from installment contracts receivable for the year ended December 31, 2020 amounted to P299,782,769 (2019 - P166,691,384; 2018 - P127,423,327) (Note 23).

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.

Movements in allowance for impairment of receivables for the years ended December 31 are as follows:

	Note	2020	2019
At January 1		14,498,427	15,542,333
Provision	22	9,113,149	170,000
Write-off		(591,256)	(1,213,906)
At December 31		23,020,320	14,498,427

The carrying amounts of the Group's trade and other receivables are all denominated in Philippine Peso.

There were no trade and other receivables pledged as collaterals as at December 31, 2020 and 2019.

Note 6 - Properties held for sale

Properties held for sale as at December 31 consist of:

	2020	2019
Condominium units held for sale	497,742,705	486,168,462
Construction in progress	2,915,322,511	2,390,076,899
	3,413,065,216	2,876,245,361

The cost of condominium sales recognized as expense and presented as part of Cost of sales and services in the Consolidated statements of total comprehensive income amounted to P1,685,000,495 in 2020 (2019 - P2,696,938,381; 2018 - P3,000,561,223) (Note 20).

(a) Condominium units held for sale

This account represents the accumulated actual construction costs of unsold units of completed condominium projects.

The movements in condominium units held for sale as at December 31 are as follows:

	2020	2019
At January 1	486,168,462	576,106,507
Additional development costs for the year	50,634,884	32,023,095
Cost of condominium units sold (excluding commissions)	(39,060,641)	(121,961,140)
At December 31	497,742,705	486,168,462

In 2020, the Group recognized additional costs incurred for the Shang Salcedo Place and Horizon Homes amounting to P50,634,884 (2019 - P32,023,095).

(b) Construction in progress

This account represents the accumulated actual construction costs of unsold units of ongoing condominium projects. The movements in this account as at December 31 are as follows:

	Note	2020	2019
At January 1		2,390,076,899	3,101,470,846
Construction and development costs incurred:			
Construction cost		1,086,872,457	1,611,800,483
Project management expenses		155,661,123	207,575,388
Professional and consultancy fees		24,953,404	37,950,318
Insurance and bonds		11,296	17,602,041
Land cost		842,750,537	15,365,728
Taxes, permits and licenses		72,208,236	12,521,425
Others		27,848,398	24,391,177
Transfer to real estate development projects	10	-	(226,815,885)
Transfer to investment property	10	(155,196,774)	-
Allocated cost of condominium sold (excluding commissions)		(1,529,863,065)	(2,411,784,622)
At December 31		2,915,322,511	2,390,076,899

Transfers in 2019 and 2020 relate to construction and development costs incurred during the period attributable to the retail portion of The Rise Makati condominium (Note 10).

As at December 31, 2020, the Group has remaining estimated cost to complete for the following on-going projects:

	2020	2019
The Rise Makati	278,174,318	661,009,994
Shang Residences at Wack Wack	3,625,240,249	3,913,538,022
	3,903,414,567	4,574,548,016

The Group's on-going projects and their PoC as at December 31 are as follows:

Projects	2020	2019
The Rise Makati	97%	92%
Shang Residences at Wack Wack	21%	15%

Critical accounting judgment - 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 a 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.

NRV has been assessed to be higher than cost based on circumstances or conditions as at December 31, 2020 and 2019. Accordingly, no write-down is deemed necessary.

Critical accounting estimates - Estimation of percentage-of-completion of the Group's projects

Revenue from condominium sales is recognized over time using the output method in accordance with the guidance set in PFRS 15, Revenue from contracts with customers, and Philippine Interpretations Committee Questions and Answers (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.

Critical accounting judgment - Collectability of the transaction 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 Company considers that initial and continuing investments by the buyer of about 10% would demonstrate the buyer's commitment to pay, based on historical data.

Note 7 - Prepaid taxes and other current assets

Prepaid taxes and other current assets as at December 31 consist of:

	2020	2019
Advances to contractors and suppliers	888,508,872	532,967,837
Creditable withholding tax (CWT)	420,217,281	398,877,908
Prepaid commission	119,207,410	107,336,710
Input value added tax (VAT)	93,813,135	102,028,661
Prepaid property tax	62,647,224	96,704,392
Prepaid insurance	13,486,737	127,746
Consumables and supplies	13,303,359	17,702,227
Deferred input VAT	6,031,092	6,597,630
Other prepaid expenses	45,999,112	51,675,404
	1,663,214,222	1,314,018,515

Advances to contractors and suppliers pertain to initial payments made by the Group for the construction and development of its condominium project. These are applied as payments of 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 withholding agents from payments to the Group which can be applied against the income tax payable.

Prepaid commission represents advance commission paid to property consultants and brokers based on the percentage of completion of the project sold. This account is treated as a fulfilment cost under PFRS 15, Revenue from contracts with customers, and therefore amortized as an expense.

Input VAT represents tax paid to suppliers that can be claimed as credit against the future output VAT liabilities and has no expiration.

Consumables and supplies consist of food, beverages and other recreational consumable items for the hotel operations.

Other prepaid expenses mainly consist of advance payments for rent, staff accommodation rentals, software support, refundable deposits, and other expenses which are normally utilized within the next financial year.

Note 8 - Investments in and advances to associates and a joint venture

This account as at December 31 consist of:

	2020	2019
Investment in a joint venture		
At January 1	1,121,482,600	1,000,000,000
Additions to investment	10,762,246	20,245,486
Share in net income	185,533,552	101,237,114
At December 31	1,317,778,398	1,121,482,600
Advances to a joint venture	1,000,000,000	1,000,000,000
Investments in immaterial associates		
Acquisition costs	132,873	132,873
	2,317,911,271	2,121,615,473

(a) Investment in and advances to a joint venture

On March 22, 2018, the Parent Company entered into a Joint Venture Agreement (the "Agreement") with Robinsons Land Corporation (RLC) for the construction and development of a mixed-use condominium project (later known as Aurelia Residences). Within two (2) months from the effective date of the Agreement, the parties shall establish the joint venture company ("JVC") and shall execute the Articles and By-Laws of the JVC. On May 23, 2018, the SEC approved the Certificate of Incorporation of Shang Robinsons Properties, Inc. (SRPI). SRPI is jointly controlled by the Parent Company and RLC, each holding 50% interest.

The authorized capital stock of SRPI is P3 billion divided into 3 billion common shares with par value of P1 per share. On April 19, 2018, the Parent Company subscribed and paid in full the amount of P1 billion equivalent to 1 billion common shares at P1 per share.

The registered office address of SRPI, which is also its principal place of business, is at Cyber Sigma, Lawton Avenue, Taguig City.

SRPI engages in: (i) the business of developing a property into a mixed-use development, (ii) the marketing and sale of the residential condominium units in the project, (iii) and the lease of serviced apartment units and/or commercial units in the project.

SRPI commenced operations in 2019 and had presold 37% of its Aurelia Residences condominium units. As at December 31, 2020, the Aurelia Residences Project is 7% complete (2019 - 3.21%). In 2020, the Group's share in net income of the joint venture amounted to P185,533,552 (2019 - P101,237,114).

In 2019, advances amounting to P1 billion were extended to SRPI. These advances mature on April 1, 2023 and bear interest at a rate of 4%. Interest income earned from these advances amounted to P64,322,935 in 2020 (2019-nil). (Note 23)

Summarized financial information of SRPI as at and for the years ended December 31 are presented below:

	2020	2019
Summarized statements of financial position		
Current assets	9,050,807,444	9,080,241,934
Current liabilities	(3,850,530,594)	(3,164,578,330)
Non-current assets	521,597,386	317,765,929
Non-current liabilities	(3,167,337,600)	(4,049,960,000)
Net assets	2,554,536,636	2,183,469,533

	2020	2019
Summarized statements of total comprehensive income		
Gross revenue	929,357,646	493,523,933
Net income for the year	371,067,103	202,474,229
Other comprehensive income for the year	-	-
Total comprehensive income for the year	371,067,103	202,474,229

(b) Investments in individually immaterial associates

In addition to the interests in a joint venture disclosed above, the Group also has interests in a number of individually immaterial associates that are accounted for using the equity method.

Critical accounting judgment - Recoverability of investment and advances

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.

Significant accounting judgment - joint control assessment

Management has assessed that in the joint venture agreement, the contractual arrangement gives the investors control of the arrangement collectively, and decisions about the relevant activities require the unanimous consent of both entities, and therefore, joint control exists. Furthermore, the rights and obligations considering the structure and legal form of the arrangement indicates that the Parent Company has rights to the net assets of SRPI and therefore, the arrangement is classified as a joint venture.

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:

	2020	2019
KSA	29.96%	29.96%
SGCPI	40.00%	40.00%

The summarized financial information of subsidiaries with material NCI are provided below. The information is based on amounts before inter-company eliminations.

(a) KSA Realty Corporation

	2020	2019
Summarized statements of financial position		
Current assets	820,027,926	462,514,679
Current liabilities	(616,029,103)	(457,006,457)
Non-current assets	10,668,871,953	10,673,621,504
Non-current liabilities	(2,744,250,925)	(2,802,195,974)
Equity	8,128,619,851	7,876,933,752
Equity attributable to:		
Equity holders of the Parent Company	5,693,285,344	5,517,004,400
NCI	2,435,334,507	2,359,929,352
	8,128,619,851	7,876,933,752
Dividends declared to NCI	254,660,000	398,468,000

	2020	2019	2018
Summarized statements of total comprehensive income			
Revenues	1,435,989,656	1,429,812,199	1,249,996,056
Cost and expenses	(70,079,425)	(71,929,445)	(70,847,981)
Other income, net	(1,081,116)	89,508,516	660,520,320
Income before income tax	1,364,829,115	1,447,391,270	1,839,668,395
Income tax expense	(263,035,391)	(279,232,769)	(423,276,174)
Net income for the year	1,101,793,724	1,168,158,501	1,416,392,221
Other comprehensive loss	(107,625)	(54,383)	(17,995)
Total comprehensive income	1,101,686,099	1,168,104,118	1,416,374,226
Net income attributable to:			
Equity holders of the Parent Company	771,696,324	818,178,214	992,041,113
NCI	330,097,400	349,980,287	424,351,108
	1,101,793,724	1,168,158,501	1,416,392,221
Total comprehensive income attributable to:			
Equity holders of the Parent Company	771,620,944	818,140,124	992,028,509
NCI	330,065,155	349,963,994	424,345,717
	1,101,686,099	1,168,104,118	1,416,374,226

	2020	2019	2018
Summarized statements of cash flows			
Operating activities	1,141,854,238	1,247,497,746	1,086,939,089
Investing activities	(671,663)	(2,369,718)	(9,004,907)
Financing activities	(828,577,695)	(1,330,000,000)	(1,060,000,000)

The principal place of business of KSA is at Administration Office, Shangri-La Plaza Mall, Edsa corner Shaw Boulevard, Mandaluyong City.

(b) Shang Global City Properties, Inc.

	2020	2019
Summarized statements of financial position		
Current assets	558,370,087	881,210,512
Current liabilities	(1,486,150,528)	(1,369,367,257)
Non-current assets	9,076,570,849	9,820,274,434
Non-current liabilities	(1,290,233,352)	(1,525,408,317)
Equity	6,858,557,056	7,806,709,372
Equity attributable to:		
Equity holders of the Parent Company	4,115,134,234	4,684,025,623
NCI	2,743,422,822	3,122,683,749
	6,858,557,056	7,806,709,372

	2020	2019	2018
Summarized statements of total comprehensive income			
Revenues	1,081,762,155	3,701,852,718	4,061,702,373
Cost of sales and services	(1,797,344,447)	(2,696,734,646)	(2,830,396,604)
Operating expenses	(392,286,468)	(772,931,747)	(803,393,266)
Other income (expenses), net	(204,824,327)	(163,685,699)	15,851,888
Income before income tax	(1,312,693,087)	68,500,626	443,764,391
Income tax benefit (expense)	366,508,509	(25,143,078)	(133,913,982)
Net income (loss) for the year	(946,184,578)	43,357,548	309,850,409
Other comprehensive income (loss)	(1,967,738)	(3,892,437)	7,239,149
Total comprehensive income (loss)	(948,152,316)	39,465,111	317,089,558
Net income (loss) attributable to:			
Equity holders of the Parent Company	(567,710,747)	26,014,529	185,915,250
NCI	(378,473,831)	17,343,019	123,935,159
	(946,184,578)	43,357,548	309,850,409
Total comprehensive income attributable to:			
Equity holders of the Parent Company	(568,891,390)	23,679,067	190,258,740
NCI	(379,260,926)	15,786,044	126,830,818
	(948,152,316)	39,465,111	317,089,558

	2020	2019	2018
Summarized statements of cash flows			
Operating activities	(302,908,282)	979,260,721	2,896,350,545
Investing activities	(71,452,196)	(144,178,230)	(612,443,432)
Financing activities	146,159,927	(1,396,972,328)	(3,078,230,241)

No dividends were declared and paid by SGCPI in 2020 and 2019.

The principal place of business of SGCPI is at Crescent Park West District, Fort Bonifacio Global City, Taguig City.

Note 10 - Investment properties; Real estate development projects

10.1 Investment properties

This account consists of properties that are either held for capital appreciation or for rental purposes or both. The Group's investment properties are carried at fair value.

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

	Note	Land	Building	Total
At January 1, 2019		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
Transfers due to change in use				
Properties held for sale	6	-	155,196,774	155,196,774
Real estate development project		652,036,324	835,577,337	1,487,613,661
Capitalized subsequent expenditures		-	367,685,862	367,685,862
At December 31, 2020		15,905,946,923	19,007,926,142	34,913,873,065

As at December 31, 2020 and 2019, the fair values of the properties are based on valuations performed by an independent external appraiser engaged by the management. The valuation models are in accordance with that recommended by the International Valuation Standards Committee.

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 current use of these properties is their highest and best use.

The following table presents the valuation techniques and unobservable key inputs used to value the following investment properties:

Property	Fair value as at December 31, 2020	Valuation technique	Unobservable inputs	Range of unobservable inputs (probability - weighted average)	Relationship of unobservable inputs to fair value
The Enterprise Center (Office)	P10,662,565,000 (2019 - P10,662,565,000)	Direct income capitalization	Rental value	P1,680 per square meter (2019 - P1,680)	The higher the rental value and occupancy rate, the higher the fair value.
			Occupancy rate	95% (2019 - 95%)	
			Expense-revenue ratio	5.55% (2019 - 5.55%)	The higher the expense- revenue ratio and discount rate, the lower the fair value.
			Discount rate	11.37% (2019 - 11.37%)	
Main wing and east wing of Shangri-La Plaza mall (Retail), including the land where the property is located	P12,232,029,000 (2019 - P12,232,029,000)	Direct income capitalization	Rental value	P1,700 per square meter (2019 - P1,700)	The higher the rental value and occupancy rate, the higher the fair value.
			Occupancy rate	96% (2019 - 96%)	
			Expense-revenue ratio	23% (2019 - 23%)	The higher the expense- revenue ratio and discount rate, the lower the fair value.
			Discount rate	12.37% (2019 - 12.37%)	

The fair values of these properties are calculated using the direct income capitalization approach (Level 3). In applying the direct income capitalization approach, the stabilized net operating income (NOI) of each property is divided by an appropriate capitalization rate. Discount rate is based on actual location, size and quality of the property and taking into account any available market data at the valuation date. Stabilized NOI is computed at revenue less property operating expenses adjusted for items such as average lease up costs, long-term vacancy rates, non-recoverable capital expenditures, management fees, straight-line rents and other non-recurring items.

Generally, an increase in stabilized NOI will result in an increase in the fair value of an investment property. An increase in the discount rate will result in a decrease in the fair value of an investment property. The discount rate magnifies the effect of a change in stabilized NOI, with a lower discount rate resulting in a greater impact of a change in stabilized NOI than a higher discount rate.

The following are the significant unobservable inputs:

- Rental value average rental rate per square meter paid by tenants based on the asking price in the market;
- Discount rates reflecting current market assessments of the uncertainty in the amount and timing of cash flows;
- Occupancy rate based on current and expected future market conditions after expiry of any current lease; and
- Expense - revenue ratio total direct operating expenses for the entire property based on budget.

The fair values of the Company's other land properties are determined using the market comparison approach (Level 2). Under the market comparison approach, a property's fair value is estimated based on comparable transactions adjusted for bargaining allowance, marketability, location, size and terrain. The market comparison approach is based upon the principle of substitution under which a potential buyer will not pay more for the property than it will cost to buy a comparable substitute property. In theory, the best comparable sale would be an exact duplicate of the subject property and would indicate, by the known selling price of the duplicate, the price for which the subject property could be sold. The unit of comparison applied by the Group is the price per square meter (sqm).

The remaining investment properties relate to individually immaterial land and building properties whose fair values have been determined in the prior years and are subject to reassessment in accordance with the Group's accounting policy.

The amounts recognized in the consolidated statements of total comprehensive income for investment properties for the years ended December 31 are as follows:

	2020	2019	2018
Rental revenue	2,124,139,646	3,278,602,944	2,991,967,885
Cinema revenue	4,640,405	74,663,096	25,363,366
Total rental and cinema revenue	2,128,780,051	3,353,266,040	3,017,331,251
Direct operating expenses	(100,248,382)	(169,393,067)	(246,411,337)
Profit arising from investment properties carried at fair value	2,028,531,669	3,183,872,973	2,770,919,914

Direct operating expenses include share in common expenses, real property taxes and insurance expenses (Note 20).

The Group (as a lessor) has cancellable lease agreements with third parties covering the freehold buildings and their improvements. The lease arrangements are either (a) fixed monthly rent, or (b) minimum rent or a certain percentage of gross revenue, whichever is higher.

Details of the future gross rental income related to these cancellable lease agreements for the years ended December 31 are as follows:

	2020	2019	2018
Percentage basis	318,932,966	988,628,467	952,052,008
Fixed monthly rental	1,805,206,680	2,289,974,477	2,039,915,877
	2,124,139,646	3,278,602,944	2,991,967,885

Critical accounting estimate - 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.

The Group also considers whether there are significant changes in market and property conditions in assessing the fair value of investment properties.

The significant method and assumptions used by the appraisers in estimating fair values of investment properties are disclosed in the tables above. The fair values, which are also the values of investment properties as at December 31, 2020 and 2019, are disclosed in the previous tables.

Fair value gain on investment properties represent significant amounts both in value of property and income. Any +/- 1% change in fair value per square meter increases/decreases total assets and income before tax by P349 million (2019 – P329 million).

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) 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.

The carrying values of investment properties as at December 31, 2020 and 2019 are disclosed in the tables above.

10.2 Real estate development projects

Real estate development projects account includes construction cost related to the Parent Company and TRDCI. Movements in this account are as follows:

	Note	2020	2019
At January 1		1,487,613,661	495,950,088
Development costs incurred (a)		-	811,971,396
Transfers to property and equipment (b)	12	-	(47,123,708)
Transfers from properties held for sale (a,c)	6	-	226,815,885
Transfers to investment properties	10.1	(1,487,613,661)	-
At December 31		-	1,487,613,661

(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 2024. Upon completion, the project will be subsequently leased out to third parties and related parties. In 2019, construction costs amounting to P811,971,396 were incurred. Project management costs in 2019 amounting to P45,181,174 were reclassified from "construction in-progress" under properties held for sale to "real estate development projects" (Note 6). As at December 31, 2019, total related capitalized costs amounted to P857,152,570. Such costs were transferred to Investment properties in 2020 (Note 10.1).

(b) SGCPI

In 2019, costs relating to the development of hotel restaurants and facilities of SGCPI's Shangri-La at the Fort project amounting to P47,123,708 were reclassified to property and equipment (Note 12) upon completion.

(c) TRDCI

Construction costs allocated to the retail portion of The Rise Makati that is intended for leasing are included in Real estate development project. Project management costs in 2019 amounting to P181,634,711 were reclassified from "construction in-progress" under properties held for sale to "real estate development projects" (Note 6). As at December 31, 2019, total related capitalized costs amounted to P630,461,091. Such costs were transferred to Investment properties in 2020 (Note 10.1).

Note 11 - Financial assets at fair value through other comprehensive income, net

This account consists of equity securities. Financial assets at fair value through other comprehensive income (FVOCI), as at December 31, 2020 are presented below.

	2020	2019
Unquoted securities	488,429,727	488,429,727
Quoted securities	9,101,515	9,101,515
Acquisition cost	497,531,242	497,531,242
Cumulative changes in fair value	300,037,254	306,137,254
Fair value at December 31	797,568,496	803,668,496

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.

The movements in the cumulative changes in fair value of financial assets at FVOCI for the years ended December 31 are as follows:

	2020	2019
At January 1	263,169,666	243,226,016
(Loss) gain on fair value adjustment	(6,100,000)	21,969,000
Derecognition of cumulative changes in fair value of equity investments written-off	-	(1,270,000)
	257,069,666	263,925,016
Deferred income tax effect	1,639,495	(755,350)
At December 31	258,709,161	263,169,666

Note 12 - Property and equipment, net

Details of property and equipment, net, as at December 31 and their movements during the years 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	48,499,753	12,500	103,689,071	152,201,324
Adjustment	(69,139,452)	-	(96,829,658)	(165,969,110)
Disposals		(5,460,889)	(2,271,427)	(7,732,316)
At December 31, 2020	9,434,803,085	48,693,212	6,982,848,189	16,466,344,486
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	126,123,731	6,755,274	979,795,829	1,112,674,834
Disposals	-	(5,106,820)	(2,171,096)	(7,277,916)
At December 31, 2020	1,336,454,869	34,335,012	3,410,962,045	4,781,751,926
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 (Note 10)	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 December 31, 2020	8,098,348,216	14,358,200	3,571,886,144	11,684,592,560
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.

In 2020, the SGCPI recorded cost adjustments to certain items of property and equipment amounting to P165.97 million (2019 - nil) due to changes in contractor billings issued during the year.

Depreciation and amortization were allocated as follows:

	Notes	2020	2019	2018
Cost of sales and services	20	1,074,039,063	1,080,551,476	1,018,566,761
Operating expenses		38,416,213	33,625,702	23,032,736
Capitalized under property held for sale	6	219,558	930,683	-
		1,112,674,834	1,115,107,861	1,041,599,497

There are no restrictions on the Group's title on property and equipment and no property and equipment were pledged as security for bank loans (Note 16).

Critical accounting estimate - 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 December 31, 2020, property and equipment have a carrying value of P11.68 billion (2019 - P12.81 billion).

If the actual useful lives of the property and equipment differ by 10% (assessment threshold used by management), the carrying amount of property and equipment would have been P531.33 million higher or P434.72.14 million lower (2019 - P408.39 million higher or P334.14 million lower).

Critical accounting judgment - Impairment of non-financial assets

The Group reviews its non-financial assets, such as investments in associates and in a joint venture (Note 8), real estate development projects (Note 10.2), and property and equipment (Note 12), 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 December 31, 2020 and 2019.

Note 13 - Goodwill

Goodwill acquired through business combinations amounting to P269,870,864 has been allocated to SGCPI, the CGU, for impairment testing.

The recoverable amount of the CGU has been based on value in use calculation using cash flow projections from financial budgets approved by management covering a five-year period. The pre-tax discount rate applied to cash flow is 12.89% (2019 - 4.13%). Cash flows beyond the five-year period are extrapolated using a steady growth rate of 3.14% (2019 - 3.40%), which does not exceed the compounded annual growth rate for the real estate industry. As a result of the analysis, management did not identify impairment for this CGU.

The calculations of value in use for the CGU are most sensitive to the following assumptions:

- Discount Rates - Discount rate represents the current market assessment of the risks specific to the CGU, taking into consideration the time value of money and individual risks of the CGU that have not been incorporated in the cash flow estimates. The discount rate is derived from its weighted average cost of capital (WACC). The WACC takes into account both debt and equity. The cost of debt refers to the effective rate the Group pays on its debt. It is derived from BSP's average long-term interest rates on loans and discounts granted by local banks, universal banks subsidiaries of foreign banks, and foreign banks operating in the Philippines. The cost of equity is derived from the expected return on investment. The rates used to discount the future cash flows are based on risk-free interest rates in the relevant markets where the CGU operates. The beta factors are based on publicly available market data. Adjustments to the discount rate are made to factor in the specific amount and timing of the future tax flows in order to reflect a pre-tax discount rate.

- Terminal growth rate - Rates are based on published industry research.

The following assumptions are also considered in the calculation of value in use of the CGU:

- Gross margins - Gross margins are based on average values achieved in one to five years preceding the beginning of the budget period from other similar affiliated entities.

- Market share assumptions - When using industry data for growth rates (as noted above), these assumptions are important because management assesses how the unit's position, relative to its competitors, might change over the forecast period. Management expects its share of the real estate market to be stable over the forecast period.

With regard to the assessment of value in use of the CGU, management believes that no reasonably possible change in any of the above key assumptions would cause the carrying value of the property to exceed its recoverable amount.

Critical accounting judgments - 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 December 31, 2020 and 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 December 31, 2020 and 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 2020.

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 December 31, 2020.

The following are the key assumptions used:

Pre-tax adjusted discount rate	12.89%
Terminal growth rate	3.14%

The Group's impairment review includes an impact assessment of changes in discount rate used for value in use calculations. If the discount rate would increase/decrease by 1%, the estimated fair value of CGU would have been lower/higher by P265 million/P751 million. Based on this sensitivity analysis, management concluded that no reasonable change in base case assumptions would cause the carrying amount of SGCPI's business to exceed its recoverable amount.

Note 14 - Other non-current assets

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

	Note	2020	2019
Restricted fund		887,888,000	422,000,000
Refundable deposits		136,967,397	132,838,523
Deferred input VAT		30,198,822	62,870,019
Retirement benefit asset	24	9,721,578	25,320,182
		1,064,775,797	643,028,724

Restricted fund

On December 12, 2019, the Parent Company set aside funds amounting to P422,000,000 representing the first installment for a 50% share in an investment. In 2020, the Parent Company set aside additional funds amounting to P465,888,000 for the second installment.

Note 15 - Accounts payable and other current liabilities

Accounts payable and other current liabilities as at December 31 consist of:

	Notes	2020	2019
Trade:			
Accounts payable		575,234,991	653,706,710
Advance rentals	29	168,788,961	271,914,158
Accrued expenses:			
Construction		1,251,984,917	555,359,817
Taxes		222,496,692	229,087,026
Employee benefits		100,588,580	154,839,915
Titling cost		95,685,587	335,706,109
Utilities		52,458,386	91,898,665
Outside services		49,383,279	103,848,111
Commission		39,634,928	37,661,896
Provision for restructuring	22	33,985,773	-
Repairs and maintenance		24,330,118	58,768,131
Interest	16	17,570,659	22,829,348
Professional fees		12,463,758	22,169,700
Advertising and promotion		8,981,834	16,057,275
Others		24,140,253	9,529,746
Customers' deposits from:			
Condominium buyers		460,174,363	524,538,746
Hotel guests		149,627,017	160,249,477
Retention payables		596,429,280	847,964,710
Reservation payables		14,424,466	819,251,496
Advances from condominium unit buyers		302,158,966	165,052,377
Contract liabilities		22,428,105	132,446,606
Payable to contractors and suppliers		58,088,116	57,528,550
Construction bonds		62,695,015	63,129,360
Non-trade:			
Payable to related parties	27	172,556,667	100,489,253
Deferred output VAT		801,945,912	414,694,924
Payable to government agencies		43,852,775	149,500,917
Output VAT		53,347,319	46,212,920
Others	28	268,537,889	124,995,694
		5,683,994,606	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 pertain to the three-month rent collected from tenants to be applied to the last three (3) months of the lease term.

In December 2020, SGCPI started to implement a restructuring program and a provision for restructuring amounting to P33.99 million was recognized for the termination benefits of redundated employees. The related provision was recognized under operating expenses in the statements of total comprehensive income (Note 22).

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 forfeited when 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.

Contract liabilities represent 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.

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.

Construction bonds pertain to cash deposits posted by tenants as security for any expenses or damages that may be incurred by SLPC to the leased premises or common areas that may be sustained 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.

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 costs and other general and administrative expenses. Other current liabilities pertain mainly to taxes and insurance.

Note 16 - Bank loans; Installment payable

16.1 Bank loans

Bank loans as at December 31 consist of:

	2020	2019
Current portion		
Parent Company	3,833,333,333	3,553,333,333
SGCPI	450,000,000	-
	4,283,333,333	3,553,333,333
Non-current portion		
SGCPI	1,196,172,130	1,441,294,424
Parent Company	400,000,001	933,333,334
	1,596,172,131	2,374,627,758
	5,879,505,464	5,927,961,091

Movements in the bank loans as at December 31 are as follows:

	2020	2019
At January 1	5,927,961,091	5,983,027,491
Amortized debt issue cost	4,877,706	8,266,933
Proceeds from loan availments, net of unamortized debt issue costs	2,550,000,000	3,145,000,000
Payments	(2,603,333,333)	(3,208,333,333)
At December 31	5,879,505,464	5,927,961,091

The repayments of the above bank loans are scheduled as follows:

Year	2020	2019
2020	-	3,553,333,333
2021	4,283,333,333	1,983,333,333
2022	1,600,000,001	400,000,001
	5,883,333,334	5,936,666,667
Unamortized debt issue cost	(3,827,870)	(8,705,576)
	5,879,505,464	5,927,961,091

Total interest expense arising from these loans as shown in the consolidated statements of total comprehensive income in 2020 amounted to P100,798,442 (2019 - P235,099,374; 2018 - P328,088,762) (Note 23). Total capitalized interest amounted to P99,054,576 in 2020 (2019 - P110,125,555) and was included as part of investment properties (2019 - real estate development projects) (Note 10). The capitalization rate used to determine the amount of capitalized interest which is the weighted average interest rate applicable to the Group's general borrowings during the year is 2.19% (2019 - 5.23%).

Movements in the accrued interest recorded as accrued expenses under accounts payable and other current liabilities account for the years ended December 31 are as follows:

	Notes	2020	2019
At January 1		22,829,348	34,220,895
Interest expense	23	100,798,442	235,099,374
Payments		(106,057,131)	(246,490,921)
At December 31	15	17,570,659	22,829,348

The net debt reconciliation as at December 31 is presented below:

	Notes	2020	2019
Long-term loan, at January 1		5,927,961,091	5,983,027,491
Cash flows		(48,455,627)	(55,066,400)
Long-term loan, at December 31		5,879,505,464	5,927,961,091
Accrued interest		17,570,659	22,829,348
Cash and cash equivalents	3	(1,549,970,914)	(2,640,088,900)
Net debt		4,347,105,209	3,310,701,539

Movements in financing liabilities comprising the net debt are disclosed in the related notes to the consolidated financial statements.

(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. This amount is 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.

On July 31, 2018, the Company obtained another 6-month loan from a local bank amounting to P500 million payable on January 31, 2019 at a fixed rate at 4.50% per annum. On January 31, 2019, the loan was extended for 6 months payable on July 31, 2019. On July 31, 2019, the Parent Company paid the entire amount of the loan. As at December 31, 2019, the Company is fully compliant with the loan covenants.

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 December 31, 2019, the Company is fully compliant with the loan covenants.

As at December 31,2020, the Parent Company has not reached the debt-service coverage ratio requirement specified in the loan agreement. The Parent Company, however, was able to secure a waiver from the bank on the immediate declaration of the loan as due and demandable.

Total drawdown from the above facility amounted to P3.70 billion as at December 31, 2020 and 2019. As at December 31, 2020, the outstanding balance of the loan amounted to P933 million (2019 - P1.47 billion).

The Company availed of the following short-term loans which are payable within a period of 12 months:

Payment term	Starting date	Maturity date	Interest rate	Extension	Loan amount	Outstanding Balance as of December 31, 2020	Outstanding Balance as of December 31, 2019
2020							
3 months	8-May-20	6-Aug-20	4.75%	No extension period	200,000,000	-	-
3 months	10-Jun-20	8-Sep-20	4.50%	No extension period	200,000,000	-	-
3 months	24-Jun-20	22-Sep-20	4.50%	Extended until March 21, 2021	200,000,000	200,000,000	-
3 months	11-Sep-20	10-Dec-20	3.75%	Extended until March 10, 2021	200,000,000	200,000,000	-
3 months	11-Sep-20	10-Dec-20	3.75%	Extended until March 10, 2021	200,000,000	200,000,000	-
3 months	6-Oct-20	4-Jan-21	3.70%	No extension period	400,000,000	400,000,000	-
3 months	12-Nov-20	10-Feb-21	3.50%	No extension period	250,000,000	250,000,000	-
3 months	10-Dec-20	10-Mar-21	3.50%	No extension period	450,000,000	450,000,000	-
Sub-total					2,100,000,000	1,700,000,000	-
2019							
6 months	14-Jun-19	11-Dec-19	5.75%	Extended until June 30, 2020	1,000,000,000	-	1,000,000,000
6 months	28-Mar-19	24-Sep-19	6.00%	Extended until March 17, 2021	1,100,000,000	1,100,000,000	1,100,000,000
6 months	1-Aug-19	28-Jan-20	5.40%	No extension period	125,000,000	-	-
6 months	14-Aug-19	10-Feb-20	5.30%	No extension period	170,000,000	-	170,000,000
3 months	7-Oct-19	6-Jan-20	4.75%	No extension period	250,000,000	-	250,000,000
3 months	11-Dec-19	10-Mar-20	4.15%	Extended until January 7, 2021	500,000,000	500,000,000	500,000,000
Sub-total					3,145,000,000	1,600,000,000	3,020,000,000
Total						3,300,000,000	3,020,000,000

(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.

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). 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 SGCPI has the option to prepay the principal amount and to fix the interest rate.

The Company is required to maintain a ratio of debt to tangible net worth, not exceeding 2.5:1 and debt service cover ratio, greater than 1.1:1. As at December 31, 2020 and 2019, the ratios of debt to tangible net worth are 0.17:1 and 0.18:1, respectively, and debt service cover ratio of -2.10:1 and 14.21:1, respectively. As at December 31, 2019, the Company has complied with these covenants. As at December 31, 2020, SGCPI has not reached the debt-service coverage ratio requirement specified in the loan agreement. SGCPI, however, was able to secure a waiver from the bank on the immediate declaration of the loan as due and demandable.

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.

On October 16, 2015, the parties executed an agreement to amend the spread rate from seventy-five basis points (0.75%) to eighty-five basis points (0.85%).

On July 27, 2016, the parties agreed to amend the commitment period of the agreement which pertains to the period from the date hereof to and including the earliest of (i) July 29, 2016, (ii) the date of the commitment is fully availed by SGCPI or (iii) the date of the commitment terminates in accordance with the terms of the amended agreement.

On September 16, 2016, the parties executed an amendment to the definition of the repayment date, repayment provision, prepayment provision and repayment schedule. SGCPI shall repay the loan in 21 quarterly consecutive installments commencing on the 20th quarter from the initial drawdown with the last installments in an amount sufficient to fully pay the loan.

In 2020, SGCPI prepaid P1.42 billion (2019 - P1.25 billion) prepayment to be applied to the subsequent installments.

The loan is subject to a front-end fee of 25 basis points (0.25%) of the total principal amount. The front-end fee is considered a transaction cost, which is allocated based on each drawdown and amortized using effective interest rate. Debt issue costs also include the documentary stamp tax paid by SGCPI for each drawdown. Average floating interest rates is 3.47% in 2020 (2019 - 5.37%).

Outstanding balance of SGCPI's bank loans as at December 31 consist of:

	2020	2019
Bank loan	1,200,000,000	1,450,000,000
Unamortized debt issue costs	(3,827,870)	(8,705,576)
	1,196,172,130	1,441,294,424

In 2020, the SGCPI Company availed of the following short-term loans which are payable within a period of 12 months:

Date of loan	Original loan	Average interest rate	Maturity date
22-Jun-20	50,000,000	5.15%	18-Mar-21
22-Jul-20	50,000,000	5.08%	16-Apr-21
14-Aug-20	50,000,000	4.88%	9-Aug-21
14-Sep-20	70,000,000	4.75%	12-Mar-21
14-Oct-20	70,000,000	4.75%	5-Mar-21
16-Nov-20	50,000,000	4.75%	9-May-21
25-Nov-20	50,000,000	4.75%	23-Feb-21
14-Dec-20	60,000,000	4.75%	12-Mar-21
	450,000,000		

Movements in SGCPI's bank loans for the years ended December 31 follow:

	2020	2019
Principal amount		
January 1	1,450,000,000	2,700,000,000
Payments	(250,000,000)	(1,250,000,000)
December 31	1,200,000,000	1,450,000,000
Debt issuance cost		
January 1	(8,705,576)	(16,972,509)
Amortization	4,877,706	8,266,933
December 31	(3,827,870)	(8,705,576)
	1,196,172,130	1,441,294,424

16.2 *Installment payable*

On November 2, 2015, TRDCI (a subsidiary) entered into a contract with Vivelya Development Company, Inc. (VDCI) (the land owner and seller) 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 percent (15%) of base price amounting to P165 million, exclusive of 12% VAT, upon signing of the contract. The remaining balance of the purchase price is interest-free and payable on a quarterly installment basis. Accordingly, the Company determined the fair value of the remaining installments using an appropriate market rate which resulted in "Day 1 gain".

As at December 31, 2020, installment payable at amortized cost amounted to P142,751,080 (2019 - P443,917,972). Interest cost representing amortization of the Day 1 gain amounted to P674,538 in 2020 (2019 - P15,365,728; 2018 - P14,143,726) and has been capitalized as part of construction in-progress. There is no unamortized Day 1 gain on installment payable in 2020 (2019 - P674,538; 2018 - P16,040,267).

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.

Details of deposits from tenants as at December 31 and their movements during the years are as follows:

	2020	2019
At January 1, at face value	1,215,927,993	1,171,904,922
Net additions	41,143,365	44,023,071
At December 31, at face value	1,257,071,358	1,215,927,993
Day 1 difference	(102,298,427)	(97,183,062)
	1,154,772,931	1,118,744,931
Current portion	614,727,181	391,914,057
Non-current portion	540,045,750	726,830,874
	1,154,772,931	1,118,744,931

Details of deferred lease income as at December 31 and its movement during the years are as follows:

	2020	2019
At January 1	92,655,255	74,862,625
Additions	43,220,638	55,479,274
Amortization	(40,478,445)	(37,686,644)
At December 31	95,397,448	92,655,255
Current portion	41,298,111	45,303,980
Non-current portion	54,099,337	47,351,275
	95,397,448	92,655,255

The movements in the day 1 difference on deposits from tenants are as follows:

	Note	2020	2019
At January 1		97,183,062	77,921,439
Additions		43,220,644	55,560,707
Accretion as interest expense	23	(38,105,279)	(36,299,084)
At December 31		102,298,427	97,183,062

Note 18 - Equity

(a) Share capital, share premium and treasury shares

Details of share capital and share premium at December 31, 2020 and 2019 are as follows:

	2020	2019
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 (PSE). 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. As at December 31, 2020, the Parent Company has 5,191 shareholders (2019 - 5,200). The details of the Parent Company's shareholders are disclosed in the annual report.

There were no subsequent listings since the initial listing with PSE.

(b) Retained earnings

As at December 31, 2020, total unrestricted retained earnings amounted to P30,053,959,054 (2019 - P29,329,234,160). The Group's unrestricted retained earnings exceeded its share capital by P24,455,460,465 (2019 - P23,730,735,571). The excess retained earnings include accumulated fair value gain of P13,029,932,719 (2019 - P13,029,932,719) which are not considered available for dividend declaration. The management of the Group plans to use the excess retained earnings to support the Company's working capital requirements, planned business growth and expansion strategies. Further the Group annually declares dividends in compliance with SEC Memorandum Circular No. 11, Series of 2008.

Note 19 - Dividends

The Parent Company annually declares dividends in compliance with SEC Memorandum Circular No. 11, Series of 2008. The Parent Company's Board of Directors approved the declaration of the following cash dividends for the years ended December 31 and until the approval of these financial statements

Date of declaration	Shareholders of record as at	Payment date	Per share	Total
2021				
March 25	April 9	April 16	0.080	380,953,467
2020				
April 1	April 7	April 24	0.113	535,715,813
August 20	September 8	September 18	0.044	209,524,305
			0.157	745,240,118
2019				
March 6	March 21	March 31	0.106	502,382,385
September 16	September 30	October 20	0.070	333,334,164
			0.176	835,716,549
2018				
March 15	March 31	April 14	0.126	597,352,351
September 4	September 19	September 28	0.070	333,334,235
			0.196	930,686,586

At December 31, 2020, dividends payable presented in the consolidated statements of financial position pertains to dividends declared by Parent company attributable to its shareholders amounting to P52,609,087 (2019 - P47,544,516) and by KSA pertaining to its shareholders amounting to P21,422,305.

Movements in dividends payable as at December 31 are as follows:

	2020	2019
At January 1	47,544,516	42,683,650
Declaration	745,240,118	835,716,549
Payment	(718,753,242)	(830,855,683)
At December 31	74,031,392	47,544,516

Cash dividends paid during 2020 include payment to non-controlling shareholders of subsidiaries amounting to P254,660,000 at P703.70 per share (2019 - P398,468,000 at P1,101.09 per share).

Note 20 - Cost of sales and services

The components of cost of sales and services for the years ended December 31 are as follows:

(a) Cost of condominium sales

	Note	2020	2019	2018
Construction cost		1,009,565,675	1,633,629,913	1,959,124,761
Land		337,203,703	622,814,914	601,471,074
Project management		130,233,370	149,868,850	134,417,115
Commission expense		116,076,789	163,192,618	167,468,610
Design and professional fees		45,800,968	72,480,264	74,344,559
Permits and other expenses		17,420,837	18,839,484	18,584,167
Titling Cost		14,704,751	15,831,444	14,925,868
Sales and marketing expense		12,919,280	16,861,242	16,936,956
Makati Commercial Estate Association (MACEA) fees		844,264	2,688,229	10,497,347
Insurance		230,858	731,423	2,790,766
	6	1,685,000,495	2,696,938,381	3,000,561,223

(b) Cost of rental and cinema

	Note	2020	2019	2018
Real property taxes		71,448,462	55,170,244	54,233,974
Insurance		33,605,613	32,274,498	35,061,183
Share in common expenses		(4,805,693)	81,948,325	157,116,180
	10	100,248,382	169,393,067	246,411,337

(c) Cost of hotel operations

	Note	2020	2019	2018
Depreciation and amortization	12	1,074,039,063	1,080,551,476	1,018,566,761
Staff costs		251,279,123	404,965,369	306,053,518
Food and beverages		183,101,096	868,269,534	777,858,510
Utilities and maintenance		174,247,722	576,004,362	552,319,514
Supplies		40,026,659	74,127,536	84,914,282
Property tax and insurance		60,992,759	61,712,182	21,569,070
Others		67,691,696	147,045,883	262,501,940
		1,851,378,118	3,212,676,342	3,023,783,595

Others consist of telephone, fax, postage, subscriptions, publications, and hotel guest entertainment expenditures.

Note 21 - Staff costs

The components of staff costs for the years ended December 31 are as follows:

	Note	2020	2019	2018
Salaries and wages		433,298,536	336,984,080	350,786,180
Employee benefits		42,873,601	95,230,365	37,893,004
Retirement benefits costs	24	38,105,630	37,765,035	38,161,019
Others		15,770,770	6,426,086	11,431,113
		530,048,537	476,405,566	438,271,316

Note 22 - Other operating expenses

The components of other operating expenses for the years ended December 31 are as follows:

	Note	2020	2019	2018
Advertising		204,292,722	254,459,024	303,477,508
Professional fees		109,342,141	115,578,591	80,019,619
Donations		104,137,294	5,561,050	-
Provision for probable losses	28	100,150,239	-	-
Systems license and maintenance		55,219,394	2,835,871	4,125,172
Janitorial, security and other services		42,028,997	53,786,048	41,819,127
Provision for restructuring	15	33,985,773	-	-
Utilities		10,341,828	19,541,547	11,225,895
Provision for doubtful accounts	5	9,113,149	170,000	8,468,256
Condominium dues		7,932,018	3,624,674	6,045,247
Supplies		7,597,018	6,627,181	6,618,499
Telephone and communication		9,267,173	9,088,133	10,287,372
Carpark expense		6,112,036	6,542,921	6,922,036
Transportation and travel		2,284,348	7,070,500	8,778,876
Repairs and maintenance		4,049,750	6,329,398	5,505,975
Membership fees and dues		1,859,897	2,734,398	2,920,660
Entertainment, amusement and recreation		1,305,347	2,553,423	3,054,537
Reproduction charges		1,224,319	1,459,364	1,083,391
Gas and oil		2,517,564	2,252,390	2,400,056
Rent		373,791	566,126	35,614
Commission		258,947	5,382,606	16,262,426
Subscriptions, books and manuals		252,883	-	-
Others		26,720,455	8,693,418	1,079,721
		740,367,083	514,856,663	520,129,987

Donations in 2020 were made to various local government units and non-profit organizations as response to COVID-19 pandemic.

Systems license and maintenance in 2020 pertains to IT related management and license fees under the hotel operations.

Note 23 - Interest income, other income, and interest expense and bank charges

The components of interest income, other income, and interest expense and bank charges for the years ended December 31 are as follows:

(a) Interest income

	Notes	2020	2019	2018
Interest arising from:				
Installment contracts receivable	5	299,782,769	166,691,384	127,423,327
Advances to a joint venture	8	64,322,935	-	-
Cash in banks and cash equivalents	3	12,956,641	44,045,396	54,619,455
Overdue accounts from tenants		5,880,767	6,849,275	8,786,113
		382,943,112	217,586,055	190,828,895

(b) Other income, net

	Note	2020	2019	2018
Income from reversal of liabilities		159,523,441	-	63,974,806
Administration and management fee		89,259,775	24,785,736	18,732,446
Forfeited security deposits		14,275,842	6,830,401	1,943,015
Dividend income		13,002,470	55,541,739	48,440,301
Insurance claims		9,380,998	-	-
Signage fee		7,250,900	7,180,687	6,681,893
Income from back-out buyers		6,137,732	6,908,319	4,867,806
Income (loss) from ancillary services		4,359,118	8,057,028	(2,321,947)
Other rental revenue		3,755,357	312,500	2,500,000
Customer lounge fee		1,745,330	10,278,244	9,622,218
Banner income		494,732	3,679,732	4,258,589
Gain on sale of property and equipment		357,806	1,050,728	206,643,583
Loss on fair value adjustments of financial assets at fair value through profit or loss	4	(2,652,634)	(5,145,472)	(4,545,027)
Service revenue		-	-	4,438,616
Interest and penalty for overdue accounts		-	-	869,109
Others		8,631,327	10,659,494	8,451,105
		315,522,194	130,139,136	374,556,513

In November 2018, SGCPI sold its land rights with carrying value of P62,916,000 to a third party for a total consideration of P269,640,000 resulting in a gain of P206,724,000.

Income from reversal of liabilities in 2018 and 2020 pertains to reversal of outstanding accruals for various operating expenses of the Group.

Administration and management fees in 2020 include additional property management and support services availed during the year.

(c) Interest expense and bank charges

	Notes	2020	2019	2018
Interest expense on bank loans	16	100,798,442	235,099,374	328,088,762
Accretion of interest on deposits from tenants	17	38,105,279	36,299,084	29,810,487
Bank charges		742,851	940,453	842,460
		139,646,572	272,338,911	358,741,709

Note 24 - Accrued employee benefits

Accrued employee benefits as at December 31 consist of:

	2020	2019
Retirement benefit liability	85,328,539	55,093,909
Other employee benefits	4,469,520	51,116
	89,798,059	55,145,025

Accrued employee benefits pertain to liability for retirement, leaves and other related benefits expected to be settled more than 12 months after the end of the annual reporting period. Retirement asset amounting to P9,721,578 as at December 31, 2020 (2019 - P25,320,182) (Note 14), is not offset against the retirement liability as the retirement liabilities within the Group shall be settled on a per entity basis.

Retirement benefits

The Group, except SGCPI, has a funded, non-contributory defined benefit plan, providing death, disability and retirement benefits for all of its regular employees. Under this plan the normal retirement age is 60 years old and completion of at least five (5) years of service. Normal retirement benefit consists of a lump sum benefit equivalent to 100% of the employee's final pay for every year of service.

The funds are administered by a trustee bank under the supervision of the Group's Treasury Department. The trustee bank is responsible for investment of the assets. The Pension Fund Board defines the investment strategy as often as necessary, at least annually, especially in the case of significant market developments or changes to the structure of the plan participants. When defining the investment strategy, it takes into account the plans objectives, benefit obligations and risk capacity. The investment strategy is defined in the form of a long-term target structure (investment policy).

The retirement benefit obligation is determined using the "Projected Unit Credit Cost" (PUC) method. Under the PUC method, the annual normal cost for the portion of the retirement is determined as the amount necessary to provide for the portion of the retirement benefit accruing during the year.

The actuarial present value of the retirement benefit obligation under the plan is measured in terms of actuarial assumptions for discount rate, salary increases, retirement rates and mortality using the 2017 Philippine Intercompany Mortality Table. The discount rates used is a single weighted average rate based on rates as published in the Bankers Association of the PHP BVAL at various tenors as at December 7, 2018. Rate for intermediate durations were interpolated. The rates were then weighted by the expected benefit payments at those durations to arrive at the single weighted average discount rate.

In 2016, SGCPI started an unfunded non-contributory defined benefit plan. The terms of this plan are the same with those of first plan described above.

The plan typically exposes the Group to actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

(a) Investment risk

The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to high quality corporate bond yields; if the return on plan asset is below this rate, it will create a plan deficit. Currently the plan's investments are in the form of investments in debt instruments and cash deposits to universal and commercial banks. Due to the long-term nature of the plan liabilities, the board of the pension fund considers it appropriate that a reasonable portion of the plan assets is invested in investments in debt instruments and cash deposits to universal and commercial banks.

(b) Interest rate risk

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using single weighted average rate based on PHP-BVAL rates. A decrease in rate will increase the defined benefit obligation. Hence, the present value of defined benefit obligation is directly affected by the discount rate to be applied by the Group. However, the Group believes that due to the long-term nature of the pension benefit obligation, the investment holdings of the plan is an appropriate element of the Group's long-term strategy to manage the plan efficiently.

(c) Longevity risk

The present value of the defined benefit plan obligation is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the retirement benefit obligation.

(d) Salary risk

The present value of the defined benefit plan obligation is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the retirement benefit obligation.

The management performs an Asset-Liability Matching Study (ALM) annually. The overall investment policy and strategy of the Group's defined benefit plans is guided by the objective of achieving an investment return which, together with contributions, ensures that there will be sufficient assets to pay retirement benefits as they fall due while also mitigating the various risk of the plans. The Group's current strategic investment strategy mainly consists of treasury notes and bonds accounting for 99% of the total plan assets.

The Group actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the pension obligations. The Group has not changed the processes used to manage its risks from previous periods. The Group does not use derivatives to manage its risk. Investments are well diversified, such that the failure of any single investment would not have a material impact on the overall level of assets.

The Group's plan assets consist of investment in debt instruments and cash in banks. The Group believes that equities offer the best returns over the long term with an acceptable level of risk.

The actuarial valuation of the Group's retirement plan was performed by an independent actuary. The latest actuarial valuation report prepared was for the year ended December 31, 2020. The principal assumptions used by the actuary for the years ended December 31 are as follows:

	2020	2019	2018
Discount rate	3.31%	4.63%	7.29%
Salary increase rate	3.00%	4.00%	5.00%

The retirement benefit assets and liabilities recognized in the consolidated statements of financial position as part of "other non-current assets" and "accrued employee benefits" amount to P9,721,578 and P85,328,539, respectively (2019 - P25,320,182 and P55,093,909).

The summary of the total defined benefit obligation and fair value of plan assets as at December 31 are as follows:

	2020	2019
Fair value of plan assets	210,913,555	225,085,966
Present value of defined benefit obligations	(286,520,516)	(254,859,693)
	(75,606,961)	(29,773,727)

The movements in the remeasurement loss on defined benefit obligations under other components of other comprehensive income as shown in the consolidated statements of financial position for the years ended December 31 are as follows:

	2020	2019
At January 1	(42,210,303)	(37,974,006)
Remeasurements	(10,606,162)	(4,236,297)
	(52,816,465)	(42,210,303)
Deferred income tax effect	15,494,402	16,768,658
At December 31	(37,322,063)	(25,441,645)

Below is the analysis of the movements in the retirement benefit obligation for the years ended December 31:

	2020	2019
At January 1	29,773,727	44,042,834
Remeasurement loss	10,606,162	4,236,297
Contributions	-	(52,653,236)
Benefits paid directly by the Group	(1,333,401)	(3,617,203)
Transfers	(1,545,157)	-
Retirement benefits costs	38,105,630	37,765,035
At December 31	75,606,961	29,773,727

The components of retirement expense for the years ended December 31 recognized in the consolidated statements of total comprehensive income included under staff costs account are as follows:

	Note	2020	2019	2018
Current service cost		32,092,941	36,399,571	27,435,307
Past service cost		785,741	456,690	-
Net interest cost		5,677,615	896,734	1,004,454
Net acquired obligation arising from transfer of employees		(450,667)	12,040	9,721,258
Pension expense	21	38,105,630	37,765,035	38,161,019

Changes in the present value of the defined benefit obligation for the years ended December 31 are as follows:

	2020	2019
At January 1	254,859,693	225,003,009
Interest cost	10,373,503	13,562,194
Current service cost	36,498,332	35,433,759
Past service Cost	785,741	456,690
Net acquired obligation	(450,667)	12,040
Benefits paid directly by the Group	(25,716,226)	(26,688,536)
Transfers	(1,545,157)	-
Remeasurement losses (gains) from:		
Experience adjustments	4,195,231	(7,311,570)
Change in demographic assumptions	(305,738)	7,328,441
Changes in financial assumptions	7,825,804	7,063,666
At December 31	286,520,516	254,859,693

Changes in the fair value of plan assets for the years ended December 31 are as follows:

	2020	2019
At January 1	225,085,966	180,960,175
Interest income	9,336,087	11,699,649
Losses on return on plan assets	1,109,135	2,844,241
Benefits paid from plan assets	(24,617,633)	(23,071,335)
Contributions	-	52,653,236
At December 31	210,913,555	225,085,966

Apart from the benefit payments to certain qualified employees advanced by the Group and the contributions to the plan as presented above for the years ended December 31, 2020 and 2019, the Group had no other transactions with the plan.

Details of plan assets as at December 31 are as follows:

	2020	2019
Cash in banks	2,613,797	9,853,357
Money market deposits and trust funds	16,356,944	23,264,717
Investments in equity	26,188,270	24,892,867
Investments in debt instruments:		
Treasury notes and bonds	139,513,715	136,661,982
Corporate notes and bonds	26,240,829	30,413,043
	210,913,555	225,085,966

At December 31, 2020 and 2019, the Group's plan assets (investment in debt instruments) are determined by reference to published price quotations in an active market (classified as Level 1 in the fair value hierarchy).

There are no plan assets invested in related parties as at and for the years ended December 31, 2020 and 2019.

Expected contribution to post-employment benefit plans for the year ending December 31, 2021 amounts to P16,643,010.

The weighted average duration of the defined benefit obligation is 12.62 years.

Expected maturity analysis of undiscounted retirement benefits as at December 31 are as follows:

	2020	2019
Less than a year	56,185,350	51,032,384
Between one and five years	139,766,630	111,053,595
Over five years	779,773,075	840,841,184
	975,725,055	1,002,927,163

Critical accounting estimate - 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.

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions are as follows:

	Increase (decrease)	
	2020	2019
Discount rate		
Increase by 1.0%	(117,986,079)	(110,173,475)
Decrease by 1.0%	131,100,542	120,701,943
Salary increase rate		
Increase by 1.0%	130,735,717	121,847,005
Decrease by 1.0%	(114,906,838)	(110,165,758)

The sensitivity is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the retirement benefit asset/liability recognized within the consolidated statements of financial position. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to prior years.

Note 25 - Income taxes

The components of income tax expense for the years ended December 31 follows:

	2020	2019	2018
Current	483,630,844	934,619,771	834,860,295
Deferred	(79,414,984)	120,190,611	436,901,272
	404,215,860	1,054,810,382	1,271,761,567

Deferred income tax assets and liabilities as at December 31 consist of:

	2020	2019
Deferred income tax assets:		
Net operating loss carry over (NOLCO)	480,772,099	43,974,721
Advance rentals	120,525,165	115,174,430
Difference in profit, installment method versus PoC method	41,601,548	175,403,239
Deferred lease income	54,669,952	56,415,939
Accrued expenses	50,072,440	58,003,879
Accrued employee benefits	22,029,125	19,321,592
Unamortized funded past service cost	20,439,350	12,381,686
Guest and banquets prepayments and deposits	14,523,540	31,882,983
Minimum corporate income tax (MCIT)	9,213,894	7,139,458
Allowance for doubtful accounts	4,437,822	4,349,528
Unrealized loss on foreign exchange	732,285	502,183
Others	16,816,990	6,356,675
	835,834,210	530,906,313
Deferred income tax liabilities:		
Unrealized increase in fair value of investment property	(7,880,926,838)	(7,767,798,971)
Difference in profit, installment method versus PoC method	(415,560,246)	(301,700,661)
Difference between cost of condominium sales for accounting and income tax purposes	(40,321,738)	(40,321,738)
Unrealized increase in fair value of FVOCI	(14,969,103)	(46,669,624)
Day 1 difference on deposits from tenants	(8,618,386)	(7,480,744)
Rent income per PFRS 16/PAS 17	(8,855,258)	(4,297,419)
Interest income	(18,833,333)	-
Unrealized gain on foreign exchange	(640,099)	(867,416)
Others	-	(58,091)
	(8,388,725,001)	(8,169,194,664)
Net deferred income tax liabilities	(7,552,890,791)	(7,638,288,351)

The balances of deferred income tax assets and liabilities presented in the consolidated statements of financial position are netted on a per entity basis as follows:

	2020	2019
Deferred income tax assets	465,150,772	226,921,795
Deferred income tax liabilities	(8,018,041,563)	(7,865,210,146)
	(7,552,890,791)	(7,638,288,351)

Realization of the future tax benefits related to the deferred income tax assets is dependent on many factors, including the Group's ability to generate taxable income in the future. The Group's management believes that the related future tax benefit will be realized.

Movements in net deferred income tax liabilities for the years ended December 31 are as follows:

	2020	2019
At January 1	(7,638,288,351)	(7,533,435,132)
Charged to profit or loss	79,414,984	(115,901,408)
Credited to other comprehensive income	5,982,576	15,337,392
Expired MCIT	-	(4,289,203)
At December 31	(7,552,890,791)	(7,638,288,351)

The details of unrecognized deferred income tax assets on NOLCO at December 31 which could be carried over as deductible expense from taxable income for three (3) consecutive years following the year of incurrence are as follows:

Year incurred	Year of expiry	2020	2019
2017	2020	-	153,931,742
2018	2021	95,193,368	95,193,368
2019	2022	16,799,864	16,799,864
2020	2025	353,902,384	-
		465,895,616	265,924,974
Unrecognized DTA at 30%		139,768,685	79,777,492

In compliance with the Tax Reform Act of 1997, the Group is required to pay the MCIT or the normal income tax, whichever is higher. The Group's MCIT incurred in 2016 amounting to P4,289,203 expired in 2019.

A reconciliation of the income tax expense computed at the statutory income tax rate and the effective income tax expense as shown in the consolidated statements of total comprehensive income for the years ended December 31 follows:

	2020	2019	2018
Tax at statutory rate of 30%	547,738,693	1,342,973,723	1,449,712,807
Additions (reductions) to income tax resulting from:			
Unrecognized NOLCO	106,170,715	22,368,423	101,296,815
Other non-deductible expenses	35,259,005	11,113,270	-
Expired MCIT	-	4,289,203	4,710,899
MCIT	-	1,092,499	-
Interest income subjected to final tax	(3,886,994)	(13,213,618)	(15,985,699)
Dividend income	(3,900,741)	(16,662,522)	(14,266,769)
Share in net losses of associates	(55,660,066)	(30,371,134)	-
Other non-taxable income	(79,024,949)	(57,516,306)	(86,486,328)
Difference between itemized and optional standard deductions (OSD)	(142,479,803)	(209,263,156)	(167,220,158)
Effective income tax expense	404,215,860	1,054,810,382	1,271,761,567

Income tax payable amounted to P124,336,401 as at December 31, 2020 (2019 - P250,763,007).

Critical accounting judgment - Income tax

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.

Event after reporting date - Corporate Recovery and Tax Incentives for Enterprises Act (CREATE)

The Bicameral Conference Committee, under the 18th Congress of the Philippines, approved the reconciled version of the House Bill No. 4157 and Senate Bill No.1357 or the CREATE. The Committee report on CREATE was ratified by the Senate and House of Representatives on February 3, 2021. Among the salient provisions of CREATE include changes to the Corporate Income Tax (CIT) as follows:

- Reduction of CIT rate to 20% applicable to domestic corporations with total net taxable income not exceeding P5 million and with total assets not exceeding P100 million (excluding land on which the business entity's office, plant and equipment are situated);
- Reduction of CIT rate to 25% shall be applicable to all other corporations subject to regular CIT; and
- Minimum corporate income tax (MCIT) rate shall also be amended to 1%, instead of 2%, for the period beginning July 1, 2020 until June 30, 2023.

As at December 31, 2020, the CREATE bill is still pending ratification by both the Philippine Congress and Senate, and consequently pending approval of the President of the Republic of the Philippines. As such, the Company has assessed that the proposed tax law is not enacted or substantively enacted as at December 31, 2020. For financial reporting purposes, the enactment of CREATE after the reporting date is deemed non-adjusting subsequent event.

Had the reduced CIT rates been applied on the December 31, 2020 financial statements of the Company, the reduced income tax rate would have resulted in lower deferred tax liabilities, net, lower income tax expense, and higher net income. As at report date, an estimate of the financial effect of the CREATE law cannot be made yet.

Note 26 - Basic and diluted earnings per share

The computations of basic and diluted earnings per share for the years ended December 31 are as follows:

	2020	2019	2018
Net income attributable to the shareholders of Parent Company	1,469,965,012	3,056,001,858	3,012,328,190
Divided by the average number of outstanding common shares	4,761,918,337	4,761,918,337	4,761,918,337
Basic and diluted earnings per share	0.309	0.642	0.633

Basic and diluted earnings per share are the same due to the absence of dilutive potential common shares.

Note 27 - Related party transactions

In the normal course of business, the Group transacts with companies which are considered related parties. Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or under common control with the Group, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Group.

The transactions and outstanding balances of the Group with its related parties as at and for the years ended December 31 are as follows:

	2020		2019		
	Transactions	Outstanding receivables (payables)	Transactions	Outstanding receivables (payables)	Terms and conditions
Affiliates					
Rental income (a) (Note 5)	29,072,896	6,420,241	111,637,754	30,792,405	Balances to be collected in cash and are due generally within 30 to 60 days. These are non-interest bearing and are not covered by any security.
Affiliates					
Management services (b)	25,284,920	26,540,621	24,026,178	20,770,331	Balances to be collected in cash and are due generally within 30 days. These are non-interest bearing and are not covered by any security.
Reimbursed expenses (f)	3,780,125	1,184,864	6,765,396	713,542	
Affiliates share in Group's expenses (g)	323,231,434	420,199,422	303,029,278	262,057,715	
Advances (d)	-	1,144,187,553	-	1,144,187,553	Balances to be collected in cash and are generally due on demand. These are non-interest bearing and are not covered by any security.
Associates					
Associates' share in Group's expenses (g)	1,693	5,706,273	4,580	5,704,579	Balances to be collected in cash and are due generally within 30 days. These are non-interest bearing and are not covered by any security.
Total (Note 5)		1,604,238,974		1,464,226,125	
Affiliates					
Marketing, management and other service fees (c)	27,589,496	(27,589,256)	99,841,412	(18,971,458)	Balances are to be settled in cash and are generally due within 30 days. These balances are non-interest bearing and not covered by any guarantee.
Condominium dues (e)	9,041,815	(4,475,323)	4,935,070	(1,570,482)	
Group's share in affiliates' expenses (g)	170,934,662	(140,492,088)	218,423,222	(79,947,313)	
Total (Note 15)		(172,556,667)		(100,489,253)	

Affiliates pertain to entities that are not part of the Group but have common directors or key management personnel.

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

Directors with personal interest in the transaction shall abstain from participating in the discussions and voting for the same. In case they refuse to abstain, their attendance shall not be counted for the purposes of assessing the quorum and their votes shall not be counted for purposes of determining approval. Significant agreements with related parties are as follows:

(a) A portion of the Parent Company's land is being leased by ESHRI, where the EDSA Shangri-La, Manila is located. The lease is for a period of 25 years commencing on August 28, 1992 and renewable for another 25 years at the option of ESHRI. On August 16, 2017, the agreement was renewed by ESHRI for another 25 years until August 27, 2042. Rental revenue is based on a fixed percentage of ESHRI's room, food and beverage, dry goods and other service revenue.

(b) Shang Property Management Services, Inc. (SPMSI) provides management services to The Enterprise Center Condominium Corporation (TECCC), St. Francis Shangri-La Place Condominium Corporation (TSFSPCC), The Shang Grand Tower Condominium Corporation (TSGTCC), and One Shangri-La Place Condominium Corporation (OSPCC) for a minimum period of five years starting January 7, 2009, April 1, 2010, January 7, 2007, and January 1, 2015 respectively. As consideration, SPMSI shall receive from TECCC, TSGTCC, TSFSPCC, and OSPCC monthly management fees of P400,000, P100,000, P100,000, and P250,000 respectively, inclusive of VAT, with an escalation rate of 5% to 10% per annum. The parties mutually agreed to renew the agreements for another 5 years upon expiration.

(c) SGCPI entered into a License Agreement with Shangri-La International Hotel Management Limited (SLIM-BV) for the use of intellectual property rights over Shangri-La's policies, practices, procedures, and guidelines affecting different aspects of operations of the Shangri-La chain of hotels. The agreement is for 10 years commencing on the opening date, March 1, 2016, renewable for another 10 years at the option of either parties and subject to the approval of the Bureau of Patents, Trademarks and Technology Transfer of the Republic of the Philippines and applicable authorities. In consideration for such access and use, SGCPI pays SLIM-BV license fees and royalties. License fees paid to SLIM-BV is equivalent to $100 per annum while royalties are computed at 3% of the gross operating revenue per annum payable within 30 days of the end of each calendar month.

    Further, in 2016, SGCPI entered into a Marketing and Reservations Agreement with SLIM, whereby the related party acting as an independent contractor of SGCPI provides marketing, communication, and reservation services to promote SGCPI. The agreement is for a period of 10 years commencing on the opening date, March 1, 2016, renewable for another 10 years at the option of either parties. Under this agreement, SLIM shall act solely for the account of SGCPI and all expenses incurred shall be borne by SGCPI. As a consideration for such services, SGCPI shall pay SLIM an amount equivalent to certain percentage of gross operating revenue. Other charges include reservation, loyalty program, communication, and other group services fees. Basis of these various charges are stipulated in the Marketing and Reservations Agreement.

(d) The outstanding balance as at December 31, 2020 and 2019 amounting to P1,144,187,554 represents cash advances made by Classic Elite Holdings Limited from the Parent Company for working capital and project development.

(e) Condominium dues charged by TSFSPCC and TECCC to Parent Company, KSA, SPDI and SPRC.

(f) Reimbursement of expenses paid for by SLPC for ESHRI.

    Certain other general and administrative expenses are initially paid for by the Group/affiliate and are subsequently reimbursed by the affiliate/Group to whom such payment was intended for.

There were no write-offs or provisions made in relation to related party transactions and balances not eliminated during consolidation as at and for the years ended December 31, 2020 and 2019. The following are the significant transactions and outstanding balances with retirement fund and key management personnel as at and for the years ended December 31:

	2020		2019		
	Transactions	Outstanding receivables (payables)	Transactions	Outstanding receivables (payables)	Terms and conditions
Retirement fund					
Contributions	-	-	52,653,236	-	Refer to Note 24.
Advances	1,333,401	-	3,617,203	-	Balance pertains to claims from the retirement fund in relation to employee benefits directly paid by the Group.
Key management personnel:					
Salaries and other short-term employee benefits	79,387,790	-	81,719,074	-	Salaries and wages are settled in cash at the period incurred. Other short-term benefits are payable within the current year. There were no stock options or other long-term benefits provided in 2020 and 2019 nor amounts due to/from key management personnel as at December 31, 2020 and 2019.
Post-employment benefits	5,063,313		5,589,282	-	Refer to Note 24.

The following related party transactions and balances were eliminated for the purpose of preparing the consolidated financial statements:

	2020	2019	2018
At December 31			
Trade and other receivables	13,221,433,467	12,770,869,974	13,233,821,564
Accounts payable and other current liabilities	13,221,433,467	12,770,869,974	13,233,821,564
For the years ended December 31			
Rental revenue	89,620,954	244,211,871	231,848,991
Cost of sales and services	4,674,713	4,722,185	4,422,383
Operating expenses	397,888,017	656,566,364	246,196,006
Other income	199,948,889	273,682,354	101,211,223
Dividend income	2,732,934,200	2,281,532,000	1,389,324,000

The Parent Company and its subsidiaries are a party to significant agreements with related parties as follows:

(a) A portion of the Parent Company's land where the Shangri-La Plaza Mall is located is being leased to SLPC. The lease is for a period of 25 years from January 6, 1993. On September 19, 2017, the agreement was renewed by both parties to another 5 years until January 6, 2023. Rental revenue is based on a certain percentage of SLPC's annual rental revenue from mall operations and certain percentage of the carpark's net income. Rental revenue of the Parent Company amounted to P47,381,177 in 2020 (2019 - P113,770,373; 2018 - P118,077,382).

On January 16, 2002, SPSI entered into an agreement with the Company and SLPC. Under the agreement, SPSI is granted limited usufructuary rights over the parking spaces of the Company and SLPC for a consideration equivalent to 95% of SPSI's gross revenue less direct and indirect expenses relating to the Company's parking facilities. The agreement is effective until December 31, 2002 and shall be renewed automatically on a yearly basis.

(b) SPRC and SLPC entered into a memorandum of agreement whereby SLPC will operate the mall establishment and constitute it as the East Wing of the Shangri-La Plaza Mall. The lease is for a period of five years from October 1, 2013 and renewable upon mutual agreement by the parties. Rental revenue is based on a certain percentage of SLPC's annual rental revenue from the mall operations plus a certain percentage of the carpark's net income.

(c) On January 1, 2009, SPSI entered into an agreement with KSA, whereby SPSI is to manage and operate the parking slots of KSA. The agreement is renewable upon mutual agreement by the parties. The monthly gross parking revenue, less applicable VAT, is shared between KSA and SPSI at 75% and 25%, respectively.

(d) KSA entered into a management agreement with SPMSI for a monthly fee of P150,000 with 10% annual escalation for a period of five years starting March 2008. The parties agreed mutually on the renewal of the agreement. SPMSI shall provide on-site property leasing management including head office support services and periodic audit to ensure compliance with international practices; perform staff recruitment, training and performance evaluation; and perform financial management, including billing and collection and budget provisioning.

(e) In 2011, SPDI obtained an unsecured, noninterest-bearing loan from SHIL amounting to P2,317,500,000, payable on demand. As at December 31, 2020 and 2019, this loan is still outstanding.

(f) The Parent Company's dividend income from declarations of its subsidiaries are as follows:

	2020	2019	2018
KSA	595,340,000	931,532,000	742,424,000
SLPC	225,000,000	725,000,000	525,000,000
SPDI	-	70,000,000	50,000,000
NCRI	20,000,000	35,000,000	51,000,000
SWWPI	175,000,000	-	-
KRC	400,000,000	-	-
SPMSI	15,500,000	13,000,000	13,000,000
SPSI	2,500,000	7,000,000	7,900,000
SPRC	-	-	-
TRDCI	1,299,594,200	500,000,000	-
	2,732,934,200	2,281,532,000	1,389,324,000

In 2019 and 2020, TRDCI declared cash dividends amounting to P500,000,000 and P1,299,594,200 to KRC respectively. The declaration was eliminated under both dividend income in the statement of total comprehensive income and dividends declared under equity in the statement of financial position. There were no similar transactions by TRDCI in 2018.

The receivables and payables between related parties, except for those arising from reimbursement of expenses and those that are unsecured and noninterest bearing which are payable on demand, have normal credit terms of 30 to 90 days, but may go beyond as agreed.

Note 28 - Provisions and contingencies

On July 14, 1993, a complaint was initially filed before the Regional Trial Court (RTC) - Pasig by the principal contractor of the Shangri-La Plaza Mall against the Parent Company and the Board for the recovery of the balance of alleged unpaid construction work, compensatory and moral damages, legal fees and litigation costs totaling about P122,000,000, exclusive of interest.

In 1998, the parties were directed by the RTC to undergo arbitration which resulted in promulgation in 2007 of the Arbitral Tribunal to be awarded to the principal contractor the sum of P38,518,503, net of the award to Parent Company amounting to P8,387,484.

Both parties appealed this decision to the Court of Appeals (CA) in 2008. In a resolution issued in 2009, the CA awarded to the principal contractor P24,497,556, unpaid progress billings based on the original scope of work, and denied the Parent Company of its motion for partial reconsideration.

In 2009, both the Parent Company and the Principal Contractor filed a Petition for Review in Certiorari to the Supreme Court. The Parent Company prayed for a reversal of the decision of the CA and for payment of liquidated damages by the Principal Contractor. On the other hand, the Principal Contractor filed a motion to modify the decision of the CA and to be awarded the full amount of their claim. Both petitions are pending resolution by the Supreme Court as of March 25,2021.

The Parent Company and SLPC have other pending legal cases which are being contested by the Parent Company, SLPC and their legal counsels. Management and the legal counsels believe that the final resolution of these cases will not have a material effect on the Group's financial position and results of operations.

Critical accounting estimate - Provision

As at December 31, 2020, the Group recognized provision for a certain tax assessment (Note 15 and 22). The estimate of the probable costs for the resolution has been developed in consultation with outside legal counsel handling the Group's defense in this matter. Disclosure of additional details beyond the present disclosures may seriously prejudice the Company's position. Thus, as allowed by PAS 37 "Provisions, Contingent Liabilities and Contingent Assets", only general disclosures were provided.

Critical accounting judgment - 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.

Note 29 - Advance rentals

Advance rentals are collected from all tenants depending on the agreed terms stated in the contracts which are usually equivalent to three months' rent and can be applied at the terminal months of the lease. The current portion is included as part of accounts payable and other current liabilities account (Note 15) and the non-current portion is shown separately in the consolidated statements of financial position. Movements in the account for the year ended December 31 are as follows:

	2020	2019
At January 1	383,914,764	319,264,957
Additions	56,566,473	97,868,384
Applications	(38,730,686)	(33,218,577)
At December 31	401,750,551	383,914,764

Advance rentals for the years ended December 31 are as follows:

	Note	2020	2019
Current	15	168,788,961	271,914,158
Non-current		232,961,590	112,000,606
		401,750,551	383,914,764

Note 30 - Financial risk and capital management

30.1 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 December 31, 2020 and 2019.

30.1.1 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 December 31, 2020 and 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 (Note 4) and FVOCI (Note 11) 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 (Note 16). Loans amounting to P1,646,172,130 as at December 31, 2020 (2019 - P1,441,294,424) have interest rates that are based on the higher between the PHP BVAL rate plus 0.75% per annum and the BSP overnight borrowing rate. A loan amounting to P4,233,333,334 as at December 31, 2020 (2019 - P4,486,666,667) has an interest rate subject to repricing 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. The other financial instruments of the Group are 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.

At December 31, 2020, if interest rates on bank loans had been 100 basis points lower or higher with all other variables held constant, post-tax profit for the year would have been higher by/lower by P58,795,054 (2019 - higher by/lower by P59,279,611) mainly as a result of lower/higher interest expense on floating-rate bank loans. Management uses 100 basis points as threshold in assessing the potential impact of interest rate in the operations.

The sensitivity analysis has been determined based on the exposure to interest rates at the end of each reporting period. The sensitivity rate in the analysis is the same rate used in reporting interest rate risk internally to key management personnel and represents the Group's best estimate of the reasonably possible change in interest rates.

30.1.2 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. 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. Non-performing - 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:

	Performing (Level 1)	Under performing (Level 2)	Non-performing (Level 3)	Total
2020				
Current assets				
Cash and cash equivalents	1,542,884,690	-	-	1,542,884,690
Trade and other receivables	4,996,338,314	-	23,020,320	5,019,358,634
Financial assets at fair value through profit or loss	33,626,210	-	-	33,626,210
Refundable deposits	2,897,511	-	-	2,897,511
Non-current assets				
Advances to a joint venture	1,000,000,000	-	-	1,000,000,000
Refundable deposits	136,967,397	-	-	136,967,397
Financial assets at FVOCI	797,568,496	-	-	797,568,496
	8,510,282,618	-	23,020,320	8,533,302,938
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				
Advances to a joint venture	1,000,000,000	-	-	1,000,000,000
Refundable deposits	132,838,523	-	-	132,838,523
Financial assets at FVOCI	803,668,496	-	-	803,668,496
	9,812,809,782	-	14,498,427	9,827,308,209

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 December 31, 2020 amounted to P23,020,320 (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 the counterparty's potential failure to make payments.

As at December 31, the Group's cash and cash equivalents are deposited in the following types of financial institutions as approved by the Board of Directors:

	2020	2019
Universal banks	1,345,437,973	1,378,727,558
Thrift banks	131,661,552	1,216,460,383
Commercial banks	65,785,165	22,002,167
	1,542,884,690	2,617,190,108

Cash in banks and cash equivalents as at December 31, 2020 and 2019 are all considered high grade financial assets. The remaining cash in the consolidated statements of financial position pertains to cash on hand which is not exposed to credit risk (Note 3).

(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.

The Group applies the PFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. The loss allowance as at December 31, 2020 and 2019 was determined as follows for trade receivables:

	Current	More than 30 days past due	More than 60 days past due	More than 120 days past due	Total
December 31, 2020					
Expected loss rate	0%	0%	0%	100%	
Trade receivables	3,324,982,596	-	-	23,020,320	3,348,002,916
Loss allowance	-	-	-	23,020,320	23,020,320
December 31, 2019					
Expected loss rate	0%	0%	0%	100%	
Trade receivables	3,681,871,445	-	-	14,498,427	3,696,369,872
Loss allowance	-	-	-	14,498,427	14,498,427

The Group's receivables classified as current did not have history of loss arising from contract with customers as it is able to repossess the sold property consequent to customer's inability to pay the transaction price. The Group believes that this assessment is adequate and reasonable in view of the credit quality of contract receivables. Accordingly, the expected credit loss on these fully performing contract receivables is deemed insignificant for financial reporting purposes.

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 include 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.

30.1.3 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.

The table below analyzes the Group's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

The following table shows the Group's financial instruments as at December 31 based on its contractual maturity profile:

	0 - 90 days	91 - 180 days	181 - 360 days	Beyond 360 days	Total
At December 31, 2020					
Bank loans	1,810,000,000	1,840,000,000	633,333,333	1,596,172,130	5,879,505,463
Accounts payable and other current liabilities*	3,935,419,915	-	-	-	3,935,419,915
Deposits from tenants	-	-	614,727,181	540,045,750	1,154,772,931
Installment payable	-	142,751,080	-	-	142,751,080
Dividends payable	-	74,031,392	-	-	74,031,392
Future interest payable	41,722,432	36,918,244	56,903,492	119,429,891	254,974,059
	5,787,142,347	2,093,700,716	1,304,964,006	2,255,647,771	11,441,454,840
At December 31, 2019					
Bank loans	1,045,000,000	2,100,000,000	408,333,333	2,374,627,758	5,927,961,091
Accounts payable and other current liabilities*	3,650,622,393	-	-	-	3,650,622,393
Deposits from tenants	-	-	391,914,057	726,830,874	1,118,744,931
Installment payable	-	443,917,972	-	-	443,917,972
Dividends payable	-	47,544,516	-	-	47,544,516
Future interest payable	50,133,376	39,842,876	74,584,916	254,974,059	419,535,227
	4,745,755,769	2,631,305,364	874,832,306	3,356,432,691	11,608,326,130

***excluding advance rentals, contract liabilities, customers' deposits, reservation payable, output VAT, deferred output VAT and payable to government agencies and provision for restructuring**

30.2 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 2020 and 2019.

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 as at December 31 is presented below:

	2020	2019
Net debt		
Long-term loan	5,879,505,464	5,927,961,091
Less: cash and cash equivalents	1,549,970,914	2,640,088,900
	4,329,534,550	3,287,872,191
Capital		
Total equity	41,674,367,167	41,270,138,878
Less: Non-controlling interest	5,950,341,446	6,254,206,015
	35,724,025,721	35,015,932,863
Gearing ratio	12.12%	9.39%

The Group was able to meet its capital management objectives.

Loan covenants

Under the terms of the major borrowing facilities, the Group is required to comply with certain financial covenants. Details of the Group's compliance with these covenants are disclosed in Note 16.

30.3 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 December 31:

	Fair value measurement using			
	(Level 1)	(Level 2)	(Level 3)	Total
2020				
Assets measured at fair value				
Financial assets at fair value through profit or loss	33,626,210	-	-	33,626,210
Investment properties:				
Land	-	-	15,905,946,923	15,905,946,923
Buildings	-	-	19,007,926,142	19,007,926,142
Financial assets at FVOCI:				
Quoted	27,950,000	-	-	27,950,000
Unquoted	-	-	769,618,496	769,618,496
Assets for which fair values are disclosed				
Financial asset at amortized cost				
Refundable deposits	-	136,967,397	-	136,967,397
Liabilities for which fair values are disclosed				
Installment payable	-	142,751,080	-	142,751,080
Deposits from tenants	-	1,154,772,931	-	1,154,772,931
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. Discount ranges from 1.71% to 8.26% as at December 31, 2020 (2019 - 2.45% to 8.26%).

(e) Financial assets at FVOCI

Refer to Note 11 for the methods and assumptions used to estimate the fair values of financial assets at FVOCI as at December 31, 2020 and 2019.

(f) 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.

(g) Investment properties

Refer to Note 10 for the methods and assumptions used to estimate the fair values of investment properties as at December 31, 2020 and 2019.

Note 31 - Summary of significant accounting and financial reporting policies

31.1 Basis of preparation

The accompanying consolidated financial statements have been prepared in accordance with Philippine Financial Reporting Standards, as modified by the application of the following financial reporting reliefs for real estate companies issued by the Securities and Exchange Commission in response to the COVID19 pandemic:

- Assessing whether the transaction price includes significant financing component (SFC);
- Impact of implementing IFRIC Agenda Decision on Over Time Transfers of Constructed Goods under PAS 23, Borrowing Cost.

The reliefs cover only current-year transactions and events and do not impact the comparative periods. 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. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are as follows:

- Determination of fair values of investment properties (Note 10)
- Useful lives of property and equipment (Note 12)
- Determining retirement benefit obligation (Note 24)
- Estimation of percentage-of-completion of the Group's projects (Note 6)
- Recoverability of investment and advances (Note 8)
- Joint control assessment (Note 8)
- Distinction between properties held for sale, investment properties, and property and equipment (Note 10)
- Revenue Recognition (Note 6)
- Estimation of net realizable value of properties held for sale (Note 6)
- Impairment of goodwill (Note 13)
- Impairment of non-financial assets (Note 12)
- Contingencies (Note 28)
- Classification of leases as operating lease (Note 10)
- Income tax (Note 25)

31.2 Changes in accounting policy and disclosures

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

The Company has adopted certain amendments for the first-time effective January 1, 2020:

- Definition of Material - Amendments to PAS 1 and PAS 8
- Definition of a Business - Amendments to PFRS 3
- Interest Rate Benchmark Reform – Amendments to PFRS 7, PFRS 9 and PAS 39
- Revised Conceptual Framework for Financial Reporting
- Covid-19-related Rent Concessions – Amendments to PFRS 16

The amendments listed above did not have material impact on the amounts recognized in the current and prior periods and is not expected to significantly impact future periods.

(b) Deferral of implementation of amendment to existing standard and interpretations

i. *Deferral of the following provisions of PIC Q&A Nos. 2018-12 and 2018-14 until December 31, 2020*

On October 29, 2018 and February 8, 2019, the SEC issued SEC Memorandum Circular No. 14 Series of 2018 and SEC Memorandum Circular No. 3 Series of 2019, respectively, providing relief to the Real Estate industry by deferring the application of the following provisions of PIC Q&A for a period of three years until December 31, 2020. In SEC Memorandum Circular 34 Series of 2020 issued on December 15, 2020, the SEC concluded that the relief for the following provisions would remain until December 31, 2020 only and shall be effective January 1, 2021. The Group availed the following reliefs:

a. Accounting for Common Usage Service Area (CUSA) charges discussed in PIC Q&A No. 2018-12-H, which was approved by the FRSC on February 14, 2018

The PIC Q&A 2018-12 concluded in its principal vs. agent analysis of the real estate developers' performance obligation based on the definition of control as well as the indicators of control based on the fact pattern that the entity acts as a principal for the provision of air-conditioning services, common use service areas and administration and handling services. The conclusion of PIC Q&A No. 2018-12H allows the consideration of an alternative presentation wherein CUSA may be presented outside of topline revenues if these are not considered as main source of revenue and are not material or as "Other income" net of costs if the gross amount of revenue and related costs are not individually material. Currently, CUSA charges to mall tenants are presented as a reduction to costs and expenses in the consolidated statement of total comprehensive income (Note 31.23).

b. Accounting for Cancellation of Real Estate Sales discussed in PIC Q&A 2018-14, which was approved by the FRSC on October 10, 2018

The PIC Q&A 2018-14 provided two (2) acceptable approaches to account for the sales cancellation and repossession of property which are to recognize the repossessed property at its fair value less cost to repossess, or to recognize the repossessed property at its fair value plus repossession cost. PIC, in its letter to the industry dated November 11, 2020, concluded that a third option to record repossessed inventory at cost upon cancellation is allowed, based on the view that such cancellation is treated as a modification of the contract (i.e., from non-cancellable to being cancellable).

Currently, upon cancellation of the real estate sales, the Group recognizes the repossessed inventory at its carrying amount and derecognizes the related receivables and gross profit previously recognized. This is in accordance with the third option allowed by the PIC. The adoption of this provision did not have a material impact on the Group's financial statements.

ii. Deferral of the following provisions of PIC Q&A 2018-12 and IFRIC Agenda Decision on Over Time Transfer of Constructed Good (PAS 23, Borrowing Costs) until December 31, 2023

On December 15, 2020, the SEC issued SEC Memorandum Circular No. 34 Series of 2020 to further extend the deferral provided under SEC under Memorandum Circular Nos. 14-2018, 3-2019 and 4-2020 for another period of three (3) years or until December 31, 2023, to afford the industry reasonable time to evaluate the impact thereto or as the SEC will later prescribe. This decision is pursuant to RA 11494, Bayanihan to Recover as One Act which allows the SEC to adopt measures to enable companies to cope with the impact of the Covid-19 pandemic. The Group availed the following reliefs:

a. Assessing whether the transaction price includes SFC

There is SFC in the contracts to sell when there is a mismatch between the POC of real estate projects and schedule of payments. PIC, in its response to the industry dated November 11, 2020, allows the Real Estate Industry to provide support to their specific payments schemes that there is no SFC, if the difference between the promised consideration and the cash selling price of the good or service arises for reasons other than the provision of finance.

In the event of the existence of SFC, interest income would be recognized when the POC is ahead of the customer payments and interest expense would be recognized when the customer payments are ahead of the POC. The Group has initially assessed, however, that the timing difference arising from existing sales contracts does not necessarily result in a significant financing component.

b. Impact of implementing IFRIC Agenda Decision on Over Time Transfers of Constructed Goods under PAS 23, Borrowing Cost

In March 2019, IFRIC published an Agenda Decision on whether borrowing costs can be capitalized on real estate inventories that are under construction and for which the related revenue will be recognized over time under par. 35(c) of IFRS 15. IFRIC concluded that borrowing costs cannot be capitalized for such real estate inventories as they do not meet the definition of a qualifying asset under IAS 23 considering that these inventories are ready for their intended sale in their current condition.

Had the Group adopted the IFRIC agenda decision, borrowing costs capitalized as part of real estate inventories related to projects with pre-selling activities should have been expensed out in the period incurred. A restatement would have impact on interest expense and bank charges, cost of sales and services, income tax expense, properties held for sale, deferred income tax liabilities, net and opening balance of retained earnings.

(c) 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, 2020 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.

31.3 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Group as at December 31, 2020 and 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:

	Ownership %		
Nature and name of entity	2020	2019	2018
Property development:			
Shang Properties Realty Corporation (SPRC)	100	100	100
Shang Property Developers, Inc. (SPDI)	100	100	100
The Rise Development Corporation, Inc. (TRDCI)	100	100	100
Shang Wack Wack Properties, Inc. (SWWPI)	100	100	100
SPI Property Holdings, Inc. (SPI-PHI)	100	-	-
SPI Property Developers, Inc. (SPI-PDI)	100	-	-
SPI Land Development, Inc. (SPI-LDI)	100	-	-
Hotel operation:			
Shang Global City Properties, Inc. (SGCPI)	60	60	60
Leasing:			
SPI Parking Services, Inc. (SPSI)	100	100	100
Shangri-la Plaza Corporation (SLPC)	100	100	100
KSA Realty Corporation (KSA)	70.04	70.04	70.04
Real estate:			
Ivory Post Properties, Inc. (IPPI)	100	100	100
KPPI Realty Corporation (KRC)	100	100	100
Martin B Properties, Inc. (MBPI)	100	100	100
New Contour Realty, Inc. (NCRI)	100	100	100
Perfect Sites, Inc. (PSI)	100	100	100
Shang Fort Bonifacio Holdings, Inc. (SFBHI)	100	100	100
Shang Global City Holdings, Inc. (SGCHI)	100	100	100
Sky Leisure Properties, Inc. (SLPI)	100	100	-
Property management:			
KPPI Management Services Corporation (KMSC)	100	100	100
Shang Property Management Services, Inc. (SPMSI)	100	100	100
Other supplementary business:			
Gipsey, Ltd. (Gipsey)	100	100	100
Silver Hero Investments Limited (SHIL)	100	100	100
EPHI Logistics Holdings, Inc. (ELHI)	60	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.

The summarized financial information of subsidiaries with significant non-controlling interest as at and for the years ended December 31, 2020 and 2019 are disclosed in Note 9.

(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 recognized 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 recognized directly in profit or loss.

Inter-company transactions, balances and unrealized 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 investment 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. The carrying amount of equity-accounted investments is tested for impairment in accordance with the policy described in Note 31.13.

Dilution gains and losses arising from 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.

31.4 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.

31.5 Financial instruments

31.5.1 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.

31.5.2 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 from 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 statements of total comprehensive income.

  The Group's financial assets at amortized cost consist of cash and cash equivalents (Note 3), trade and other receivables (Note 5), refundable deposits under prepaid taxes and other current assets (Note 7) and other non-current assets (Note 14) in the consolidated statements of financial position.

- 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 statements of total comprehensive income.

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

- 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 December 31, 2020.

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. These are separately shown in the consolidated statements of financial position (Note 11).

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.

31.5.3 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, 2019 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.

31.5.4 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 December 31, 2020.

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

The Group's accounts payable and other current liabilities (excluding advanced rental, contract liabilities, customers' deposits, reservation payable, output VAT, deferred output VAT and payable to government agencies) (Note 15), installment payable (Note 16), deposits from tenants (Note 17), dividends payable (Note 19), accrued employee benefits (excluding retirement benefits) (Note 24) and bank loans (Note 16) are classified under financial liabilities at amortized cost.

31.5.5 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.

31.5.6 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.

31.5.7 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.

31.5.8 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 December 31, 2020 and 2019.

31.6 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, 2019 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.

Refer to Note 31.5 for other relevant accounting policies on trade and other receivables.

31.7 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.

31.8 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.

Restricted fund represents cash deposit with a third party for a purchase of a property. Restricted fund 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.

31.9 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. The Group has adopted the fair value model for its investment properties (Note 10).

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 (Note 31.11), 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.

Impairment of investment properties is discussed in Note 31.13.

31.10 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.

31.11 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 (Note 31.13).

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.

31.12 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 cash generating units (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.

31.13 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 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.

31.14 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.

Relevant accounting policies for classification, recognition, measurement and derecognition of accounts payable and other current liabilities and financial liabilities at amortized cost are presented in Note 31.5.

31.15 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.

31.16 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 (Note 31.2).

31.17 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.

31.18 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.

31.19 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.

31.20 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 include 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.

31.21 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.

31.22 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.

31.23 Income 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;

Revenue

(a) 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. Also, the developer 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 1-5 years.

The Group satisfies its performance obligation as it develops the property. In accordance with PFRS 15 and 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 operations

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 operations 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. (Note 31.2)

31.24 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 (Note 31.9).

(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 (Note 31.2).

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.

31.25 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.

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

31.27 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.

31.28 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.

31.29 Events after the reporting period

Post year-end events that provide additional information about the Group's position at the reporting date (adjusting events) are reflected in the consolidated financial statements. Post year-end events that are not adjusting events are disclosed in the notes to the consolidated financial statements when material.

CORPORATE DIRECTORY

ASSEMBLY GROUNDS AT THE RISE
Tel: (63 2) 8-298-8000
7248 Malugay Street,
San Antonio Village, Makati City 1203
assemblygrounds@therisemakati.com
www.assemblygroundsattherise.com

AURELIA RESIDENCES
Tel: (63 2) 8-287-3542
Mobile: (63) 917-8550851
Showsuite and Sales Office
4th Avenue corner Rizal Drive
Bonifacio Global City, Taguig 1634
sales@aureliaresidences.com

HORIZON HOMES AT
SHANGRI-LA AT THE FORT
Tel: (63 2) 8-865-3881
3rd Avenue corner 30th Street
Bonifacio Global City, Taguig City 1634
horizonhomes.slfm@shangri-la.com
www.horizonhomes.com.ph

ONE SHANGRI-LA PLACE
PROPERTY MANAGEMENT OFFICE
Tel: (63 2) 8-370-2646
Internal Road, Bgy. Wack-Wack
Mandaluyong City 1550
osp.ntlobby@oneshangri-lapace.com
osp.stlobby@oneshangri-laplace.com
www.myoneshangrilaplace.com

SHANG RESIDENCES
AT WACK WACK
Tel: (63 2) 8-370-2600
Fax: (63 2) 8-370-2626
Sales Office
Level 5, Shangri-La Plaza Mall
EDSA corner Shaw Boulevard
Mandaluyong City 1550
sales@shangresidencesatwackwack.com
www.shangresidenccesatwackwack.com

SHANG SALCEDO PLACE
PROPERTY MANAGEMENT OFFICE
Tel: (63 2) 5-318-6088
H. V. Dela Costa Street corner Tordesillas Street
Salcedo Village, Makati City 1227
admin.assistant@shangsalcedoplace.com
www.myunit.shangsalcedoplace.com

SHANGRI-LA AT THE FORT MANILA
Tel: (63 2) 8-820-0888
Fax: (63 2) 8-865-3800
30th Street corner 5th Avenue
Bonifacio Global City, Taguig City 1634
slfm@shangri-la.com
www.shangri-la.com

SHANGRI-LA PLAZA
Tel: (63 2) 8-370-2500
Fax: (63 2) 8-633-4474 or 8633-4492
EDSA corner Shaw Boulevard
Mandaluyong City 1550
www.shangrila-plaza.com

THE ENTERPRISE CENTER
Tel: (63 2) 7-752-1000
Fax: (63 2) 8-886-5001
6766 Ayala Avenue corner
Paseo de Roxas, Makati City 1212
helpdesk@theenterprisecenter.com.ph
www.theenterprisecenter.com.ph

THE RISE MAKATI
SALES OFFICE AND GALLERY
Tel: (63 2) 8-843-7473
7248 Malugay Street,
San Antonio Village, Makati City 1203
sales@therisemakati.com
www.therisemakati.com

THE RISE MAKATI
PROPERTY MANAGEMENT OFFICE
Tel: (63 2) 8-298-8000
7248 Malugay Street,
San Antonio Village, Makati City 1203
property.mgmt@therisemakati.com
www.therisemakati.com

THE SHANG GRAND TOWER
PROPERTY MANAGEMENT OFFICE
Tel: (63 2) 7-909-5000 to 04
Fax: (63 2) 7-909-5006
98 Perea Street corner dela Rosa Street
Legaspi Village, Makati City 1229
www.theshanggrandtower.com

THE ST. FRANCIS SHANGRI-LA PLACE
PROPERTY MANAGEMENT OFFICE
Tel: (63 2) 5-310-5801
Fax: (63 2) 8-570-6981
Internal Road corner St. Francis Street
Mandaluyong City 1550
www.thestfrancistowers.com

INVESTOR RELATIONS INFORMATION

PRINCIPAL OFFICE
Tel: (63 2) 8-370-3700
Fax: (63 2) 8-370-2777
Level 5, Shangri-La Plaza
EDSA corner Shaw Boulevard
Mandaluyong City 1550
info@shangproperties.com
www.shangproperties.com

PRINCIPAL BANKERS
Bank of the Philippine Islands
BDO Unibank, Inc.
Philippine Savings Bank
Metropolitan Bank and Trust Company

AUDITORS
Isla Lipana & Co.

LEGAL COUNSELS
Abello Concepcion Regala & Cruz
Romulo, Mabanta, Buenaventura,
Sayoc & Delos Angeles

PROPERTY VALUER
Royal Asia Appraisal Corporation

STOCK TRANSFER AGENT
Rizal Commercial Banking Corp.
Ground Floor, GPL Building
221 Sen. Gil Puyat Avenue,
Makati City, Metro Manila

KEY DATES
- Regular Board Meeting: Quarterly
- Annual Stockholder's Meeting:
  Any day in June of each year
- Fiscal Year: January 1 to December 31

124


Artist's image for illustration purposes only.

SHANG
PROPERTIES

Shang Properties, Inc.
Level 5, Shangri-La Plaza, Shang Central,
EDSA corner Shaw Boulevard
Mandaluyong City1550
Metro Manila
Philippines

Tel: (632) 8370-2700
Fax: (632) 8370-2777
info@shangproperties.com
www.shangproperties.com

To view the full 2020 Annual Report,
please scan the code.