

COVER SHEET

SEC Registration Number

(Company's Full Name)

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

Contact Person

Company Telephone Number

(Last Wednesday of July)

Month Day Fiscal Year

SEC Form 17-A
FORM TYPE

Month Day Annual Meeting

N.A.
Secondary License Type, If Applicable

C F D
Dept Requiring this Doc

Amended Articles Number / Section

Total No. of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A, AS AMENDED

ANNUAL REPORT PURSUANT TO SECTION 17
OF THE SECURITIES REGULATION CODE AND SECTION 141
OF THE CORPORATION CODE OF THE PHILIPPINES

1. For the fiscal year ended December 31, 2015
2. SEC Identification Number AS095-002283 3. BIR Tax Identification No. 004-703-376
4. Exact name of issuer as specified in its charter DMCI Holdings, Inc.
5. Philippines
Province, Country or other jurisdiction of
incorporation or organization
6. (SEC Use Only)
Industry Classification Code:
7. 3rd Floor, Dacon Building, 2281 Pasong Tamo Ext., Makati City 1231
Address of principal office Postal Code
8. Tel. (632) 888-3000 Fax (632) 816-7362
Issuer's telephone number, including area code
9. Not applicable
Former name, former address, and former fiscal year, if changed since last report.
10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 and 8 of the RSA

<u>Title of Each Class</u>	<u>No. of Shares Outstanding</u>	<u>Amount</u>
Common Shares	13,277,470,000	Php13,277,470,000.00
Preferred Shares	3,780	3,780.00
TOTAL	13,277,473,780	Php13,277,473,780.00

11. Are any or all of these securities listed on a Stock Exchange.

Yes [X] No []

If yes, state the name of such stock exchange and the classes of securities listed therein:

Philippine Stock Exchange

Class "A" Shares & Preferred Shares

12. Check whether the issuer:

(a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17.1 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of The Corporation Code of the Philippines during the preceding twelve (12) months (or for such shorter period that the registrant was required to file such reports);

Yes [X]

No []

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

Yes ☒ No ☐

13. **Php 47,018,738,277.80**

The aggregate market value of the voting stock held by non-affiliates of the registrant

**APPLICABLE ONLY TO ISSUERS INVOLVED IN
INSOLVENCY/SUSPENSION OF PAYMENTS PROCEEDINGS
DURING THE PRECEDING FIVE YEARS:**

14. **Not applicable**

Check whether the issuer has filed all documents and reports required to be filed by Section 17 of the Code subsequent to the distribution of securities under a plan confirmed by a court or the Commission.

DOCUMENTS INCORPORATED BY REFERENCE

15. If any of the following documents are incorporated by reference, briefly describe them and identify the part of SEC Form 17-A into which the document is incorporated:

- (a) Audited Financial Statements as of December 31, 2015 (Part II C)
- (b) Annual Corporate Governance Report 2015 and updates as of March 31, 2016 (Part IV)
- (c) Exhibits and Schedules (Part V)

DMCI HOLDINGS, INC.
ANNUAL REPORT ENDING DECEMBER 31, 2015

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ATTACHMENTS

- A. STATEMENT OF MANAGEMENT’S RESPONSIBILITY**
- B. SPECIAL FORMS FOR FINANCIAL STATEMENTS (SFFS)**
 - a. Treasurer’s Certification on SFFS with Compact Disc (CD)

- b. Consolidated Balance Sheets
- c. Consolidated Income Statements
- d. Consolidated Cash Flow Statements
- e. Statement of Changes in Equity

C. CONSOLIDATED AUDITED FINANCIAL STATEMENTS

- a. Independent Auditors' Report
- b. Consolidated Statements of Financial Position
- c. Consolidated Statements of Income
- d. Consolidated Statements of Comprehensive Income
- e. Consolidated Statements of Changes in Equity
- f. Consolidated Statements of Cash Flows
- g. Notes to Consolidated Financial Statements

D. INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY SCHEDULES

- a. Schedules required by Annex 68-E
- b. Schedule of all of the effective standards and interpretations (Part 1, 4J)
- c. Reconciliation of Retained Earnings Available for Dividend Declaration (Part 1, 4C; Annex 68-C)
- d. Map of the relationships of the companies within the group (Part 1, 4H)
- e. Schedule of Financial Ratios

PART I - BUSINESS AND GENERAL INFORMATION

A. BUSINESS DESCRIPTION

DMCI Holdings, Inc. (the “Company”) was incorporated on March 8, 1995 as a holding company to consolidate all construction business, construction component companies and related interests of the Consunji Family. It was listed on the Philippine Stock Exchange on December 18, 1995.

In only a few years after incorporation, the Company has expanded its business organization to include four major subsidiaries, namely: D.M. Consunji, Inc. (DMCI), DMCI Project Developers, Inc. (PDI), Semirara Mining and Power Corporation (SMPC), DMCI Power Corporation (DMCI PC), and DMCI Mining Corporation (DMCI MC).

DMCI, a wholly owned subsidiary, is engaged in general construction services— the Group's core business. It is also engaged in various construction component businesses such as the production and trading of concrete products and electrical and foundation works. Incorporated and founded in 1954, DMCI is currently one of the leaders in the Philippine construction industry, noted for quality projects delivered on time and its pioneering application of advanced engineering methodology. In addition, DMCI, together with its affiliate PDI, is actively engaged in real estate sales and development, launching its housing component - **DMCI Homes**, in early 2002.

PDI, another wholly owned subsidiary incorporated in 1995, is engaged in construction business-generating investments primarily through its equity participation in various project and infrastructure development activities. These ventures generate not only investment income but also construction business for DMCI. Currently, PDI, is actively engaged in real estate sales and development.

SMPC, a 56%-owned publicly listed company established in 1980 is engaged in the exploration, mining, development and sales of coal resources on Semirara Island in Caluya, Antique. It is currently the Philippines' largest coal-producing company which account for 90% of the country's total coal production.

DMCI Power Corporation (DMCI PC), a wholly-owned subsidiary of the Company, is engaged in the business of power generation which designs, constructs, invest in, and operate power plants. On January 15, 2007, the National Power Corporation (NPC) awarded to DMCI PC the Masbate Power Generation, one of the small utilities group (SPUG) of NPC. DPC shall take over of the power supply obligation in Masbate with a 15-year Power Supply Agreement with Masbate Electric Cooperative (MASELCO). Masbate Power Generation has a total contract of 13,000 KW of Guaranteed Dependable Capacity (GDC).

DMCI Mining Corporation (DMCI MC) is another wholly owned subsidiary engaged in ore and mineral mining and exploration. It was incorporated on May 29, 2007. It has entered into joint venture with Rusina Mining Ltd., a listed company in Australia, in which the Corporation agreed to be the independent contractor to directly undertake the mining operations in the municipalities of Sta. Cruz and Candelaria in Zambales. The mining operation is an open pit extraction of nickel, chromite, and iron laterite for direct shipping.

Maynilad Water Holding Company, Inc. (Maynilad) (formerly *DMCI-MPIC Water Co.*) is a consortium with Metro Pacific Investments Corporation and Marubeni Philippines Corp. which owns 93% equity at Maynilad Water Services, Inc. (Maynilad). The Company's economic interest in MWSI decreased to 25% from 41%, after Marubeni acquired 20% of economic interest in Maynilad last February 2013.

(1)(b) Any bankruptcy, receivership or similar proceeding - **None**

(1)(c) Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business. – **None**

(2) Business of Issuer

(a) Description of Registrant

- i. Principal products or services and their markets. – **The Company is a publicly-listed firm with subsidiaries or affiliates engaged in the businesses of construction, real estate, coal mining, nickel mining, power generation, and water distribution. Its**

revenues and net income are being generated and consolidated from its subsidiaries.

- ii. Percentage of sales or revenues and net income contributed by foreign sales – **Not Applicable**
- iii. Distribution methods of the products or services – **Not Applicable**
- iv. Status of any publicly-announced new product or service (e.g. whether in the planning stage, whether prototypes exist), the degree to which product design has progressed or whether further engineering is necessary. Indicate if completion of development of the product would require a material amount of the resources of the registrant, and the estimated amount - **None**
- v. **Competition.** – Among the publicly listed companies, DMCI Holdings, Inc. is the only holding company which has construction for its primary investment, Its construction business is primarily conducted by wholly-owned subsidiary, D.M. Consunji, Inc. (DMCI), which has, for its competitors, numerous construction contracting companies, both local and foreign, currently operating in the country. It has been an acknowledged trend that the state of construction industry depends mainly on prevailing economic conditions. Thus, the currently weak economic growth explains the continued slump in the construction industry. Given this trend, DMCI has been focusing on selected markets where construction demand has remained relatively strong, particularly, in housing and civil works. This is where the company believes it can compete effectively given its strong construction capabilities, equipment and manpower complement, and track record. The Company's coal mining is the largest coal producer in the country. Competition is insignificant as far as domestic coal mine is concerned. The real estate business, on the other hand, is targeted for the middle income families. As far as local sales in concerned, DMCI Homes is well-positioned to capture the end-user market with much lower price for the same market with that of its competitor.
- vi. **Sources and availability of raw materials and the names of principal suppliers;** If the registrant is or is expected to be dependent upon one or a limited number of suppliers for essential raw materials, energy or other items, describe. Describe any major existing supply contracts. – **Not applicable to DMCI Holdings, Inc. For DMCI, it has its own pool of equipment and construction materials supply. For SMPC, the Semirara Island has an estimated coal reserve of 150 million metric tons representing 50% of the country's known coal reserve.**
- i. Disclose how dependent the business is upon a single customer or a few customers, the loss of any or more of which would have a material adverse effect on the registrant and its subsidiaries taken as a whole. Identify any customers that account for, or based upon existing orders will account for, twenty percent (20%) or more of the registrant's sales; Describe any major existing sales contracts – **Not applicable to DMCI Holdings, Inc. For SCC, it has an existing long term supply contract with National Power Corporation (NPC) which accounts for approximately 98% of its revenues. For Maynilad, it covers the West concession area of Metro Manila and parts of Cavite Province which accounts for nine (9) million customers. Other subsidiaries have various customers in terms of location, profile and target market.**

(viii) Transactions with and/or dependence on related parties – **Aside from inter-company transactions within the group of companies, the Company has no known transactions with and/or dependence on related parties.**

(ix) Summarize the principal terms and expiration dates of all patents, trademarks, copyrights, licenses, franchises, concessions, and royalty agreements held; Indicate the extent to which the registrant's operations depend, or are expected to depend, on the foregoing and what steps are undertaken to secure these rights – **Not applicable to DMCI Holdings, Inc. For DMCI, it is and remains a triple-A (“AAA”) licensed contractor, given by the Philippine Construction Accreditation Board (PCAB), in consideration of certain minimum requirements such as: (1) financial capacity; (2) equipment capacity; (3) experience of firm; and (4) experience of technical personnel. For SMC, royalty agreements are: (1) Royalty Agreement with the Department of Energy (DOE) – 3% royalty based on FOB Sales; (2) Royalty Agreement with land claimants – P0.50/MT for untitled land and P1.00/MT for titled land.**

(x) Need for any government approval of principal products or services. If government approval is necessary and the registrant has not yet received that approval, discuss the status of the approval within the government approval process – **None at the moment.**

(xi) Effect of existing or probable governmental regulations on the business – **Not applicable to DMCI Holdings, Inc. For DMCI, it is required under Philippine laws to secure construction permits and environmental clearances from appropriate government agencies prior to actually undertaking each project. For SMC, it is required under Philippine laws to secure mining and exploration permits, as well as environmental clearances from appropriate government agencies for its continuing operations.**

(xii) Indicate the amount spent on research and development activities, and its percentage to revenues during each of the last three fiscal years – **None**

(xiii) Costs and effects of compliance with environmental laws – **Not directly applicable to DMCI Holdings, Inc., but only to its operating subsidiaries. Costs vary depending on the size and nature of a construction project for the construction and real estate businesses. Failure to comply with the terms of the ECC (environmental compliance certificate) can lead to imposition of fines and temporary cessation of operations.**

(xiv) Total Number of Employees

The total number of employees of the Company is twelve (12). The Company does not anticipate hiring additional employees for the ensuing year except when due to contingencies resulting in separation, resignation, termination of services of existing employees.

Executive	3
Officers	5
Rank and File	<u>4</u>
Total	12

No employees are subject to either collective bargaining agreement (CBA), strike or union in both the Parent and its subsidiaries. There are no supplemental benefits or incentive arrangements between the employees and the Company.

Discuss the major risk/s involved in each of the businesses of the company and subsidiaries. Include a disclosure of the procedures being undertaken to identify, assess and manage such risks. – **Major risks for the Company and its subsidiaries are operational, regulatory and financial risks. On November 18, 2014, the Board of Directors approved the Company’s Enterprise Risk Management (ERM) Policy. The ERM Policy provides the framework for managing risks across DMCI Holdings, Inc. (“DMCIHI” or “the Company”). It contains the fundamental policies to guide all DMCIHI personnel, including senior executive management and the Board of Directors, who are directly or indirectly involved in the strategic, operations, compliance and financial activities of the Company. This will serve as the guide to enable the concerned Company personnel to make appropriate actions and decisions pertaining to the management of the Company’s portfolio of risks. The Company also established the Risk Oversight Committee composed of two independent directors and executive director. This is a stand-alone committee which will provided adequate support in fulfilling the Board’s oversight function in relation to risk governance in the Company.**

B. PROPERTIES

(B) Give the location and describe the condition of the principal properties (such as real estate, plant and equipment, mines, patents, etc.) that the registrant and its subsidiaries own. If the registrant does not have complete ownership of the property, for example, others also own the property or there is a mortgage or lien on the property, describe the limitations on ownership. Indicate also what properties it leases, the amount of lease payments, expiration dates and the terms of renewal options. Indicate what properties the registrant intends to acquire in the next twelve (12) months, the cost of such acquisitions, the mode of acquisition (i.e. by purchase, lease or otherwise) and the sources of financing it expects to use. - ***All properties are owned by the Company and its subsidiaries unless otherwise indicated as follows:***

SEMIRARA MININIG AND POWER CORPORATION

Property. - The mine site located in Semirara Island, Caluya, Antique, is part of the coal mining reservation under Proclamation No. 649 issued by then President Manuel L. Quezon on November 20, 1940. Certain areas in the mine site are leased with rental payments of Php5.78 million for 2015. The infrastructures and road network, office administration buildings, and power plants, are some of the improvements made by the Company on the leased area, as well as the following:

<u>a. Building/Offices:</u>	Units		Units
Administration Building	1	Motorpool MWS	1
Analab Building	1	MS1 Building	1
Civil Works Office & Warehouse	1	MS2 Building	1
Coal Power Plant 2x7.5MW	1	MS4 Building	1
Coal Power Plant 1x15MW	1	MS5 Building	1
Coal Silo	4	MS7 Building	1
Core House	1	Oxygen/Acetylene Building	2
CRO Office	1	Panama Complex	1
Diesel/Bunker Power Plant	1	Pitshop	1
Drilling shop	1	Product Office	1
Genset Shed at CPP	1	RMO Office	1
HRD Office & Library	1	Sand Blasting Plant	1
Lime Plant	1	Shipping Office	1
Magazine Building	3	Tire Shop	1
Main Workshop	1	Warehouse	1
Warehouse Auxiliary Building	1		

b. <u>Housing:</u>	Units		Units
Altar Boys Quarter	1	Lebak Housing	145
Group Staff House	2	Molave Housing (Laborer's Unit)	911
Individual Staff House	3	Pinatubo Housing	51
Kalamansig Housing	78	Staff House at Tabunan	2
Laborer's Clusters 1-7	58	Waffle Crete Building	2
Poocan Housing	100		

c. <u>Others:</u>	Units		Units
Commuter terminal	1	Messhall at Tabunan	1
Covered tennis court	1	Messhall at waffle crete	1
Gantry at Mayflower	1	Mix Commercial Building	3
Gantry at MWS	1	Multi-purpose Gym	3
Grotto	1	Multi-purpose Hall at Bunlao	1
Hangar	4	Multi-purpose Hall at Phase 1	1
Material Recovery Facility	1	Multi-purpose Hall at Phase 4	1
Messhall 1	1	ONB ATM Machine Building	1
Messhall at Cluter 5	1	Oval at Pinagpala Area	1
Messhall at Cluter 7	1	Pall Water Filtration Plant	1
Semirara Plaza	1	Pottery Building	1
Slipway	1	Pump house & landscaping	1
SMC Infirmary	1	Semirara Airstrip	1
Smart Site Tower	1	7.0 LM Wind Breaker	1
Tabunan Hatchery & Laboratory	1	Sand Blasting Plant	1

All properties with the net book values are active assets. These are all located in Semirara Island, Caluya, Antique (mine site). All properties are free of any liens and encumbrances except some mining equipment used as collateral for the Company's loans. The Company also invested in mining and other equipment worth PhP1.816 billion, PhP1.090 billion, and PhP1.050 billion, for 2015, 2014 and 2013, respectively.

On the other hand, its power subsidiary, SCPC owns the following equipment, structures, buildings and improvements located over parcels of land subject of a lease contract for 25 years from the Power Sector Assets Liabilities and Management Corporation (PSALM) at Calaca, Batangas with rental payments of PhP150.57 million to cover the entire duration of the lease:

1. 2x300 MW units of the Calaca Power Plant with its major components and accessories
2. Staff Housing Units
3. Guest House
4. Pier
5. Conveyor Unloading System
6. Coal Stockyard
7. Administrative Building
8. Motorpool

On July 4, 2011, SCPC exercised its option to buy several parcels of land with an aggregate area of 29.3 hectares, subject of the lease from PSALM all located within the premises of the Calaca Power Plants. SCPC assigned to its option to buy over an additional 8.2 hectare lot to the Company which option was exercised on July 4, 2011. Said 8.2 hectares was later sold by the Company to SLPGC on August 28, 2013.

D.M. CONSUNJI INC.

CONSTRUCTION EQUIPT & TOOLS	AIR EQUIPMENT COMPACTION EQUIPMENT CONCRETING EQUIPMENT EARTHMOVING EQUIPMENT EXCAVATION EQUIPMENT HAULING EQUIPMENT LIFTING EQUIPMENT METAL FORMWORKS PILE DRIVING EQUIPMENT POWER GENERATING EQUIPMENT PUMPING EQUIPMENT SHOP EQUIPMENT SPECIAL SUPPORT EQUIPMENT TOOLS & OTHER INSTRUMENTS
TRANSPO. EQUIPT.	SERVICE CAR SERVICE PICK-UP OTHER VEHICLES
OFFICE FURN., FIXTURES & EQUIPT.	OFFICE FURNITURE & FIXTURES OFFICE EQUIPMENT COMPUTER EQUIPMENT COMMUNICATION EQUIPMENT
OTHERS	LAND LAND IMPROVEMENTS LEASEHOLD IMPROVEMENTS BUILDING BUILDING IMPROVEMENTS PLANTS COMPUTER SOFTWARE CLEARING - ASSET ACQUISITION OTHER MISCELLANEOUS EQUIPMENT ASSET UNDER CONSTRUCTIONS MARINE EQUIPMENT KITCHEN EQUIPMENT

There are no construction equipment under mortgage, lien or encumbrance. DMCI plans to sell the excess construction equipment.

DMCI POWER CORP.

Location	TYPE	No of Units Installed		Rated Capacity	Total Capacity	Total Per Province
Mobo, Masbate	Bunker-Fired Thermal Power Plant	2	x	6.20	12.40	
	Diesel Generator	2	x	2.00	4.00	
	Diesel Generator	2	x	1.00	2.00	
Cataingan, Masbate	Diesel Generator	3	x	1.00	3.00	
	Diesel Generator	1	x	1.23	1.23	
Aroroy, Masbate	Diesel Generator	1	x	2.00	2.00	
	Diesel Generator	1	x	1.00	1.00	
	Diesel Generator	1	x	1.23	1.23	
						26.86

Irawan, Palawan	Diesel Generator	5	x	1.25	6.25	
	Diesel Generator	17	x	1.21	20.57	
	Diesel Generator	1	x	2.00	2.00	
Aborlan, Palawan	Diesel Generator	2	x	1.21	2.42	
Roxas, Palawan	Diesel Generator	3	x	1.21	3.63	
	Diesel Generator	1	x	2.00	2.00	
Quezon, Palawan	Diesel Generator	1	x	1.21	1.21	
						38.08

Irawan, Palawan from San Jose, Occ Min	Diesel Generator	4	x	1.21	4.84	4.84

Calapan, Oriental Mindoro	Bunker-Fired Power Generator	4	x	3.889	15.56	15.56

Generating units in Oriental Mindoro are not yet operational as of December 31, 2015
There are no power generation equipment under lease, mortgage, lien or encumbrance.

DMCI PROJECT DEVELOPERS, INC.

Classification	Property Description	Location
EQUIPMENT	Office equipment Communication equipment Furniture and fixtures Transportation equipment Machinery & other construction equipment Software Mock-up assets	Various
LAND	Residential	PASIG CITY TAGUIG CITY BAGONG ILOG, PASIG CITY BAMBANG, TAGUIG CITY BAMBANG 1, TAGUIG CITY BAMBANG 2, TAGUIG CITY CALAMBA, LAGUNA HAGONOY, TAGUIG NOVALICHES, QUEZON CITY SUCAT ROAD, PARAÑAQUE CITY USUSAN, TAGUIG CITY WAWA, TAGUIG CITY PASIG CITY

There are no equipment or property under lease, mortgage, lien or encumbrance.

DMCI MINING CORPORATION

As of December 31, 2015, DMCI Mining has no recorded Machinery & Equipment. They were all sold to Berong Nickel Corp. & Zambales Diversified Metals Corp, the operating companies of DMCI Mining Corp.

C. LEGAL PROCEEDINGS

Except for the following, none of the directors, executive officers and nominees for election is subject to any pending material legal proceedings.

(1) **Pp. vs. Consunji, et. al., Criminal Case No. Q-02-114052, RTC-QC, Branch 78.** - A complaint for violation of Article 315(2)(a) of the Revised Penal Code, as qualified by Presidential Decree No. 1689 was filed in RTC-QC Branch 78 as Criminal Case No. Q-02-114052 pursuant to a resolution of the Quezon City Prosecutor dated December 3, 2002 in I.S. No. 02-7259 finding probable cause against the directors and officers of Universal Leisure Club (ULC) and its parent company, Universal Rightfield Property Holdings, Inc., including Isidro A. Consunji as former Chairman, Cesar A. Buenaventura and Ma. Edwina C. Laperal as former directors of ULC. Complainants claim to have been induced to buy ULC shares of stock on the representation that ULC shall develop a project known as “a network of 5 world clubs.”

The case was re-raffled to RTC-QC Branch 85 (the "Court"). On January 10, 2003 respondents filed their Motion for Reconsideration on the resolution dated December 3, 2002 recommending the filing of the complaint in court, which was granted on August 18, 2003. Accordingly, a Motion to Withdraw Information was filed in Court. On September 11, 2003, complainants' sought reconsideration of the resolution withdrawing the information, but was denied by the City Prosecutor. By reason of the denial, Complainants' filed a Petition for Review with the Department of Justice (DOJ) on August 26, 2005.

Meanwhile, the Court granted the withdrawal of information on June 6, 2005. Complainants filed a Motion for Reconsideration and Urgent Motion for Inhibition, but were both denied by the Court in its Omnibus Order dated November 29, 2005. Thereafter, a Notice of Appeal was filed by the complainants, but was ordered stricken out from records by the Court for being unauthorized and declaring the Omnibus Order final and executory in its Order dated February 22, 2007. The Petition for Review, however, filed by the Complainants with the DOJ on August 26, 2005 is pending to date.

(2) Rodolfo V. Cruz, et. al. vs. Isidro A. Consunji, et. al., I.S. Nos. 03-57411-I, 03-57412-I, 03-57413-I, 03-57414-I, 03-57415-I, 03-57446-I and 03-57447-I, Department of Justice, National Prosecution Service. - These consolidated cases arose out of the same events in the immediately above-mentioned case, which is likewise pending before the DOJ.

In its 1st Indorsement dated December 9, 2003, the City Prosecutor for Mandaluyong City, acting on a motion for inhibition filed by complainants, through counsel, recommended that further proceedings be conducted by the DOJ. In an order dated February 3, 2004, the DOJ designated State Prosecutor Geronimo Sy to conduct the preliminary investigation of this case. The last pleading filed is a notice of change of address dated June 27, 2008 filed by complainants' counsel. This case remains pending to date.

(3) Sps. Andrew D. Pope and Annalyn Pope vs. Alfredo Austria, et al., NPS Docket No. XV-INV-14K-01066, Office of the City Prosecutor, Taguig City. – This involves a complaint for syndicated estafa filed against certain directors of the Corporation, namely Messrs. Isidro A. Consunji, Jorge A. Consunji, Ma. Edwina C. Laperal, Victor A. Consunji, Cesar A. Buenaventura, certain directors of the Corporation's subsidiaries D.M. Consunji, Inc. ("DMCI") and DMCI Project Developers, Inc. ("DMCI-PDI"), namely, Alfredo A. Austria, Victor S. Limlinagn, Ma. Cristina C. Gotianun, David Consunji, Edilberto C. Palisoc, and the Corporation's Corporate Secretary and Assistant Corporate Secretary, Atty. Noel A. Laman and Atty. Ma. Pilar Pilares-Gutierrez. The complainants alleged that DMCI failed to deliver the transfer certificate of title over the parcel of land they bought in Mahogany Place III, one of the developments of DMCI-PDI. This case has been submitted for resolution of the Investigating Prosecutor.

(4) Agham Party List, represented by its President, Angelo B. Palmones v. DMCI Holdings, Inc., et al., C.A. GR SP No. 00027, Court of Appeals, Manila, 9th Division. – This involves a Petition for the issuance of a Writ of Kalikasan, whereby Agham Party List ("Agham") is citing DMCI Holdings Inc. (as owner of the Zambales port and owner of DMCI Mining Corporation) and DMCI Mining Corp. (collectively known as "DMCI") for violations of environmental laws. According to Agham, DMCI illegally flattened and/or destroyed a mountain within its port located at Bolitoc, Sta. Cruz, Zambales. The subject land formation supposedly acts as a natural barrier which could safeguard the surrounding communities from typhoons and storm surges. Further, DMCI reportedly dumped the soil it has scraped from the subject land formation which polluted the Zambales sea. Agham prays that, among others: (a) DMCI restores the subject land formation to its original state; (b) a temporary protection order and production order be issued against DMCI. Both parties have presented their witnesses and evidence in support of their respective positions. They were directed to file their respective Memorandum on 19 June 2014, and thereafter the case will be submitted for resolution.

After hearing on the merits of the case and submission of the parties' respective memorandum, or on 12 December 2014, the Court of Appeals resolved to dismiss Agham Party List's petition. On 17 December 2015, the Court of Appeals denied the motion for reconsideration filed by Agham Party List in the subject case.

Aggrieved by the CA's decision, agham elevated the case by way of an appeal before the Supreme Court. Without necessarily giving due course to agham's appeal, the Supreme Court, in a Resolution dated 1 March 2016, directed DMCI et al to file its comment on agham's appeal.

D. Submission of Matters to a Vote of Security Holders

There were no matters submitted to vote of the security holders during the fourth quarter of the fiscal year covered by this report.

PART II – OPERATIONAL AND FINANCIAL INFORMATION

A. MARKET FOR ISSUER'S COMMON EQUITY AND RELATED STOCKHOLDER MATTERS

Market Price of and Dividends on Registrant's Common Equity and Related Stockholder Matters

(1) Market Information

(a) Identify the principal market or markets where the registrant's common equity is traded. If there is no public trading market, so state - ***Both common and preferred shares of DMCI Holdings, Inc. are traded on the Philippine Stock Exchange.***

(i) If the principal market for the registrant's common equity is a Stock Exchange in the Philippines or a foreign Exchange, state the name of that Exchange and give the high and low sales prices for each quarter within the last two fiscal years and any subsequent interim period for which financial statements are required by SRC Rule 68. – ***See table below***

Common Share Prices

		High	Low
2014	First Quarter	73.00	55.55
	Second Quarter	81.00	68.00
	Third Quarter	84.00	72.10
	Fourth Quarter*	80.30	14.50
2015	First Quarter	16.06	14.66
	Second Quarter	15.84	12.80
	Third Quarter	14.00	10.40
	Fourth Quarter	14.06	12.10
2016	First Quarter	13.90	10.62

*declared 400% stock dividends

Preferred Share Prices

		High	Low
2014	First Quarter	0	0
	Second Quarter	0	0
	Third Quarter	0	0
	Fourth Quarter	0	0
2015	First Quarter	0	0
	Second Quarter	0	0
	Third Quarter	0	0
	Fourth Quarter	0	0
2016	First Quarter	0	0

(b) If the information called for by paragraph (A) of this Part is being presented in a registration statement filed pursuant to Section 12 or in an annual report filed pursuant to Section 17 or in an information statement filed pursuant to Section 17.1(b) or in a proxy statement filed pursuant to Section 20 of the Code, respectively, the document shall also include price information as of the latest practicable trading date, and, in the case of securities to be issued in connection with an acquisition, business combination or other reorganization, as of the trading date immediately prior to the public announcement of such transaction. – **Price information as of the latest practicable trading date: As of April 13, 2016: HIGH – 12.90 LOW – 12.68 CLOSE – 12.72 VOLUME – 11,554,500**

(c) If the information called for by paragraph (A) of this Part is being presented in a registration statement relating to a class of common equity for which at the time of filing there is no established public trading look at the schools in a busy to change in foreign aid out that some station the admin tool is acting as an informal place and the sound and the Papin is the fourth Reinoso officers home the same site of the animal and because the schools and they are not the end of the idea that an option of placing Arby Siu stir up to a new state and market in the Philippines, indicate the amounts of common equity – **Not applicable**

(2) Holders

(a) Set forth the approximate number of holders of each class of common equity of the registrant as of the latest practicable date but in no event more than ninety (90) days prior to filing the registration statement. Include the names of the top twenty (20) shareholders of each class and the number of shares held and the percentage of total shares outstanding held by each. –

Number of Shareholders: As of December 31, 2015 the Company had a total of 726 shareholders of which 702 were holders of common shares 14 were holders of preferred shares.

Common Shares: 13,277,470,000 - Of the total outstanding common shares, 2,180,824,669 common shares representing 16.43% of the outstanding common shares are owned by foreign shareholders.

Title of Class	Name	Citizenship	Number of Shares Held	Percent of Class
Common	DACON Corporation	Filipino	6,838,807,440	51.5069%

Common	DFC Holdings, Inc.	Filipino	2,380,442,010	17.9284%
Common	Philippine Central Depository, Inc. (PCD)	Foreigner	2,170,626,244	16.3482%
Common	Philippine Central Depository, Inc. (PCD)	Filipino	1,463,786,636	11.0246%

Top 20 Common Shareholders: The list of the Top 20 common shareholders as of December 31, 2015 as contained in Exhibit (2) is herein incorporated by reference.

(3) Dividends

(a) Discuss any cash dividends declared on each class of its common equity by the registrant for the two most recent fiscal years and any subsequent interim period for which financial statements are required to be presented by SRC Rule 68. – **See below:**

1. On April 7, 1999, the Company paid the semi-annual dividend of 2.5 % for last semester of the second year to the holders of the preferred shares.
2. On October 7, 1999, the Company paid the semi-annual dividend of 3.6 % for the first semester of the third year to the holders of the preferred shares.
3. On April 7, 2000, the Company paid the semi-annual dividend of 3.6% for last semester of the third year to the holders of the preferred shares.
4. On October 7, 2000, the Company paid the semi-annual dividend of 3.6% for the first semester of the fourth year to the holders of the preferred shares.
5. On July 20, 2006, the Company paid cash dividends at the amount of PhP 0.10 per outstanding common share to the shareholders of record of June 30, 2006.
6. On May 28, 2007, the Company paid cash dividends at the amount of Php 0.10 per outstanding common share to the shareholders of record of April 30, 2007
7. On May 30, 2008, the Company paid cash dividends at the amount of Pho 0.10 per outstanding common share to the shareholders of record of May 12, 2008.
8. On June 30, 2009, the Company paid cash dividends at the amount of Php 0.20 per outstanding common share to the shareholders of record of June 5, 2009.
9. On July 15, 2010, the Company paid cash dividends at the amount of Php 0.50 per outstanding common share to the shareholders of record of June 22, 2010.
10. On July 7, 2011, the Company paid cash dividends at the amount of Php 1.00 per outstanding common share to the shareholders of record of June 15, 2011.
11. On May 15, 2012, the Company paid cash dividends at the amount of Php 1.20 per outstanding common share to the shareholders of record of June 15, 2012.
12. On April 11, 2013, the Company declared cash dividends of Php 1.20 per common share and special cash dividends of Php 1.00 per common share to the shareholders of record of April 26, 2013.
13. On November 14, 2013, the Company declared a special cash dividends of P1.20 per common share to the shareholders of record of November 29, 2013.
14. On May 15, 2014, the Company declared a regular cash dividends of P1.20 per common share and a special cash dividends of P1.20 per common share to the shareholders of record of May 30, 2014.
15. On May 14, 2015, the Company declared a regular cash dividends of P0.24 per common share and a special cash dividends of P0.24 per common share to the shareholders of record of May 29, 2015.

(b) Describe any restrictions that limit the ability to pay dividends on common equity or that are likely to do so in the future. – **There are no contractual or other restrictions on the Company's ability to pay dividends. However, the ability of the Company to pay dividends will depend upon the amount of distributions, if any, received from the Company's operating subsidiaries and joint venture investments and the availability of unrestricted retained earnings. The Company's operating subsidiaries however are restricted on the declaration and payment of dividends, as limited by negative covenants entered into by the operating subsidiaries with outside parties.**

(4) Recent Sales of Unregistered Securities - **NONE**

A. MANAGEMENT DISCUSSION AND ANALYSIS OF RESULTS OF CONSOLIDATED OPERATIONS AND CONSOLIDATED FINANCIAL CONDITION FOR THE YEAR ENDED DECEMBER 31, 2015.

Full Year 2015 vs Full Year 2014

I. RESULTS OF OPERATIONS

Below is a table on the net income contributions of the Company's businesses for 2015 and 2014:

NET INCOME AFTER NON-CONTROLLING INTERESTS

(in Php Millions)	For the Year		Variance	
	2015	2014	Amount	%
SEMIRARA MINING AND POWER CORPORATION	P4,813	P4,067	P746	18%
DMCI HOMES	3,587	3,241	346	11%
MAYNILAD	2,312	1,968	344	17%
D.M. CONSUNJI, INC.	628	464	164	35%
DMCI MINING	501	362	139	38%
DMCI POWER (SPUG)	382	243	139	57%
PARENT & OTHERS	82	(89)	171	192%
CORE NET INCOME	12,305	10,256	2,049	20%
ONE TIME GAIN	530	519	11	2%
TOTAL	P12,835	P10,775	P2,060	19%

The consolidated net income of DMCI Holdings, Inc. (the "Company") rose by 19% to P12.8 billion in 2015, from P10.8 billion reported in 2014. The strong double-digit growth was driven by the robust performance of all business units.

Excluding the P530 million one-time gain on the sale of its stake in Private Infra Dev Corp. (PIDC) to Rapid Thoroughfares Inc. of San Miguel Corporation, the core net income of the Company grew 20% to P12.3 billion from P10.3 billion. PIDC is the concessionaire for the Tarlac-Pangasinan-La Union Expressway.

Due to the strong operating performance of all business segments, consolidated core EBITDA improved 30% percent to P23.7 billion from P18.2 billion the previous year.

Semirara Mining and Power Corporation (SMPC) contributed P4.8 billion to DMC's bottom line, an 18% increase from the P4.1 billion reported last year. This was due to the improved output and sales of its power generation segment.

Gross power generation of SMPC's Calaca power units surged 39% to 3,959 GWh from 2,840 GWh while cost of power sales decreased 52% year-on-year to P4.1 billion from P8.7 billion. With its power units operating reliably this year, SMPC was able to keep its costs at normal levels.

DMCI Homes continued to deliver robust growth due to recognition of sales from completed high-rise projects. Its net income contribution improved by 11% from P3.2 billion to P3.6 billion. Excluding the effect of a gain on sale of undeveloped lot in 2014, net income actually rose by 18% compared to last year.

Continued improvement in operational performance and a 4% increase in billed volume in 2015 pushed net earnings contribution of affiliate Maynilad to grow 17%, to P2.3 billion from P2.0 billion.

Construction-arm D.M. Consunji, Inc. contributed P628 million, a 35% jump from the P464 million reported in 2014 due mainly to improved margins realized from completed projects in 2015.

Net income contributions from DMCI Mining expanded 38% to P501 million, compared to P362 million in 2014. Higher sales volume and streamlined operating costs helped mitigate the impact of declining nickel ore prices on the company's bottom line.

Meanwhile, off-grid power business, lodged under DMCI Power, reported a 57% higher net earnings from P243 million to P382 million. Higher electricity sales in Oriental Mindoro, Masbate and Palawan accounted for the significant growth.

SEMIRARA MINING AND POWER CORPORATION

Full Years 2015-2014

Below is SMPC's management discussion and analysis of the financial results for the period ended December 31, 2015 as lifted from its 17A report with the SEC and PSE.

I. PRODUCTION – COMPARATIVE REPORT 2015 vs 2014

Coal

Coal production dropped 1% YoY to 7.98 million metric tons (MTs) from 8.08 million MTs in 2014, with strip ratio registering at 10.39:1, improved by 15% from last year's 12.26:1.

The company voluntarily suspended its operation immediately following a slide in the northern edge of Panian mine on 17 July before the receipt of the Department of Energy (DOE) suspension order later in the day. The Department of Environment and Natural Resources (DENR), on the other hand, issued a Cease and Desist Order on 21 July. Nine of the company's personnel perished, while five dump trucks, one excavator and one wheel dozer were damaged in the accident. The suspension orders were lifted after thorough investigation showed that the Company has complied with the strengthened mining safety protocols recommended by the DOE and experts. DENR lifted its suspension on 10 August, while DOE rescinded their suspension order on 18 September.

Due to the temporary halt in operations, total materials moved decreased 14% YoY to 88.62 million bank cubic meters (bcm) from 103.30 million bcm in 2014. This volume is inclusive of 6.7 million bcm of materials unloaded as additional safety measure in compliance with the new pit slope safety parameters recommended by DOE and the safety consultants engaged by the Company after the slide.

Safety equipment and personnel were augmented to intensify mine safety efforts. Two units of Slope Stability Radar (SSR) systems were acquired to complement the existing Robotic Total Station for real time, 24-hour slope movement monitoring. The SSR is a state-of-the-art technology for monitoring mine walls and general slopes and is now a generally-accepted tool for high-risk slope management.

Mine safety protocol was also revised and improved with the hiring of a full time geotechnical consultant and additional safety personnel. Safety training hours during the year constituted 70% or 26,898 out of the 38,576 training hours.

Coal sales volume dropped by 5% YoY at 8.43 million MTs from 8.89 million MTs in 2014. Lower sales resulted to higher ending inventory at 829 thousand MTs, 115% higher than last year's 386 thousand MTs.

The table below shows the comparative production data for FY 2015 and 2014.

COMPARATIVE PRODUCTION DATA (in '000, except Strip Ratio)											
	Q1 '15	Q2 '15	Q3 '15	Q4 '15	FY '15	Q1 '14	Q2 '14	Q3 '14	Q4 '14	FY '14	% Inc (Dec)
Total Materials (bcm)	26,284	27,800	9,529	25,005	88,618	28,135	26,385	22,745	26,032	103,297	-14%
Gross Product Coal (MT)	2,325	2,134	1,113	2,408	7,979	2,353	2,513	2,145	950	7,961	0%
Strip Ratio	10.59:1	12.31:1	7.85:1	9.67:1	10.39:1	10.69:1	9.20:1	9.09:1	24.80:1	12.28:1	-15%
Net TPC (MT)	2,302	2,112	1,182	2,384	7,980	2,329	2,488	2,123	1,144	8,084	-1%
Beg. Inventory (MTs)	388	317	634	748	388	1,277	1,279	1,623	1,966	1,277	-70%
End Inventory (MTs)	317	634	748	829	829	1,279	1,623	1,966	388	388	115%

SCPC

Both power units were operating reliably in 2015, registering record high gross generation which increased 39% YoY at 3,959 GWh from 2,840 GWh last year. The significantly lower generation in 2014 was due to the prolonged shut down for maintenance and installation of the new Distribution Control System (DCS) of Unit 2 last year which lasted to around six months.

Unit One

Gross generation of Unit 1 increased 7% YoY to 1,819 GWh from 1,698 GWh generation last year. Average capacity decreased this year to 228 MW from 230 MW in 2014. High grade coal from Semirara improved the capacity of the plant in the first half of the year, however average capacity slightly dropped to 202 MW in second half of the year due to the slagging/fouling observed in the unit. Capacity factor is also up at 69% as of the end of current year, as against 65% last year.

Availability of the plant increased 8% YoY to 91% this year from 84% in 2014. Unplanned outages significantly dropped by 68% YoY to 429 hours from 1,335 hours last year when the plant incurred more downtimes in April and June for tube leaks repairs.

Unit Two

Gross generation of Unit 2 surged 87% YoY to 2,140 GWh from 1,141 GWh last year as availability and average capacity registered record high. Conversely, generation in 2014 was low as the planned outage, mainly to give way for the installation of a new Distribution Control System (DCS) was prolonged. The commissioning of the plant was delayed and it only started to synchronize to the grid on 13 June as problems on the installation and fine tuning of the DCS were encountered. The unit only stabilized in the second half of the year, with dependable capacity reaching its rated capacity of 300 MW. Average capacity improved to 291 MW this year from 259 MW last year. Capacity factor also improved, registering at 81% this year from only 43% in 2014.

Availability of the plant increased to 84% in the current period from only 50% last year. Unplanned outages this year registered at 673 hours.

The table below shows the comparative production data for 2015 and 2014.

COMPARATIVE PLANT PERFORMANCE DATA											
CUSTOMER	Q1 '15	Q2 '15	Q3 '15	Q4 '15	FY '15	Q1 '14	Q2 '14	Q3 '14	Q4 '14	FY '14	% Inc (Dec)
Gross Generation, GWh											
Unit 1	456	495	450	419	1,819	455	327	428	489	1,698	7%
Unit 2	558	656	549	376	2,140	33	77	428	603	1,141	87%
Total Plant	1,014	1,151	998	795	3,959	489	404	855	1,092	2,840	39%
% Availability											
Unit 1	77%	91%	96%	100%	91%	89%	63%	85%	100%	84%	8%
Unit 2	91%	100%	85%	60%	84%	6%	20%	76%	98%	50%	67%
Total Plant	84%	96%	90%	80%	87%	48%	41%	81%	99%	67%	30%
Capacity Factor											
Unit 1	70%	75%	68%	64%	69%	70%	49%	65%	75%	65%	7%
Unit 2	86%	99%	83%	57%	81%	5%	12%	65%	92%	43%	87%
Total Plant	78%	87%	75%	61%	75%	38%	30%	65%	83%	54%	39%

SLPGC

The 2 x 150 MW power plants started testing and commissioning in 2015. The first and second units were synchronized to the grid on 7 July and 16 August, respectively.

While on testing and commissioning, both units generated a total of 211 GWh. Although, the two units reached their maximum capacity of 150MW in September and December, respectively, this was not sustained, thus both units are still on commissioning and have not been officially declared commercial operations and achieved TOC (Turn-over Certificate) or final acceptance.

II. MARKETING – COMPARATIVE REPORT YTD 2015 vs. YTD 2014

Coal

Coal sales declined 5% YoY to 8.43 million MTs from 8.89 million MTs in 2014.

Sales to local customers increased 46% YoY to 5.32 million MTs from 3.64 million MTs in 2014, while export sales dropped by 41% YoY to 3.11 million MTs from 5.25 million MTs last year.

Power plant sales took up the biggest market share this year of 47% at 3.93 million MTs, up by 68% YoY from only 2.34 million MTs of coal sold to power plants in 2014. Deliveries to Calaca surged by 78% YoY to 2.70 million MTs from 1.51 million MTs last year as power Units 1 and 2 are operating with minimal downtime in the current period as compared to the previous year. Sales to other power plants likewise increased significantly by 50% YoY to 1.24 million MTs from 825 thousand MTs last year. The growth mainly came from additional capacities and increase in the plants' usage ratio between Semirara coal and imported coal.

Cement companies also increased their volume by 17% YoY to 1.03 million MTs from 875.04 thousand last year due to higher demand for cement this year for infrastructure projects as well as increase in blend ratio of Semirara coal against imported coal. Cement industry's market share rose from 10% last year to 12% of total sales this year.

On the contrary sales to other industrial plants decreased by 16% YoY to 362 thousand MTs from 432 thousand MTs last year with lesser off-take by some customers.

Market share of export sales dropped to 37% from 59% last year. Domestic demand was significantly lower last year as Calaca Unit 2 was on protracted shutdown, hence more coal was available for export. Moreover, local deliveries were given priority over existing inventory as export shipment were put on hold while the mining operations were suspended after the incident, in compliance with the directive issued by DOE.

Composite average FOB price per MT decreased 9% YoY to PHP1,943 from PHP2,127 last year as global coal prices continue to drop.

The table below shows the comparative sales volume data for 2015 and 2014.

CUSTOMER	Q1 '15	Q2 '15	Q3 '15	Q4 '15	FY '15	%	Q1 '14	Q2 '14	Q3 '14	Q4 '14	FY '14	%	% Inc (Dec)
Power Plants													
Calaca	666	628	661	743	2,698	32%	334	238	377	562	1,510	17%	78%
Other PPs	313	307	306	312	1,237	15%	165	175	243	242	825	9%	50%
TOTAL PPs	980	932	966	1,055	3,933	47%	499	413	620	804	2,336	26%	68%
Other Industries													
Cement	278	246	278	224	1,027	12%	242	219	178	236	875	10%	17%
Others	93	114	91	65	362	4%	106	85	114	127	432	5%	-16%
Total Others	371	360	369	289	1,389	16%	348	304	292	363	1,307	15%	6%
TOTAL LOCAL	1,351	1,292	1,336	1,344	5,323	63%	847	716	912	1,167	3,643	41%	46%
EXPORT	1,054	534	562	956	3,105	37%	1,462	1,407	846	1,531	5,246	59%	-41%
GRAND TOTAL	2,404	1,826	1,898	2,300	8,428	100%	2,309	2,124	1,758	2,698	8,889	100%	-5%

POWER

SCPC's sales increased 11% YoY to 3,754 GWh from 3,383 GWh last year as both power plants are fully operational this year. The lower energy generation last year is a result of the prolonged testing and commissioning of the DCS for Unit 2 and higher forced outage for Unit 1.

Of the total energy sold, 95% or 3,581 GWh were sold to bilateral contracts and the remaining 5% to the spot market.

MERALCO remained to be the single biggest customer, accounting for 82% of the total energy sales of the bilateral contracts; BATELEC I and Trans-Asia comprised 5% and 8%, respectively.

Spot Market Sales is higher by 226% YoY at 173 GWh against 53 GWh last year.

Of the total energy sold, 99.4% was sourced from own generation, while only 0.6% was purchased from the spot market. SCPC procured power from the spot market during hour intervals where power units were down, or when the plants were running at de-rated capacities, in order to be able to supply committed capacity to some of its customers.

Average price for bilateral contracts dropped 6% YoY to PHP3.33/KWh in the current year from PHP3.55/KWh last year. The contracts index Newcastle prices has been declining in the current semester against last year.

The table below shows the comparative marketing data for 2015 and 2014.

COMPARATIVE PLANT PERFORMANCE DATA											
(in GWh ; PHP)											
CUSTOMER	Q1 '14	Q2 '14	Q3 '14	Q4 '14	FY '14	Q1 '15	Q2 '15	Q3 '15	Q4 '15	FY '15	% Inc (Dec)
Bilateral Contracts	902	1,031	937	710	3,581	413	886	966	1,065	3,330	8%
Spot Sales	80	65	20	8	173	11	-	15	27	53	226%
Grand Total	982	1,096	957	719	3,754	425	886	981	1,091	3,383	11%
Composite Ave. Price	3.56	3.37	3.30	3.40	3.41	4.40	3.73	3.50	3.40	3.64	-6%

SLPGC

While on testing and commissioning, SLPGC sold the power generated by both plants to the spot market. As the two units were expected to be commercially available by second half of 2015, power supply contracts were already negotiated to put them in place just in time for its commercial operation. The delay of the

commissioning prompted the company to serve a replacement power contract out of the generated power while still on commissioning, through a non-firm supply contract.

Total energy sold recorded at 209 GWh at an average composite price of PHP3.51/KWh.

The Company already secured supply contracts during the period with three customers totaling to 222 MWs. The contract terms range between two to five years.

III. FINANCE

A. Sales and Profitability

Consolidated Revenues, net of eliminating entries, dropped 14% YoY at PHP24.68 billion in 2015 from PHP28.59 billion in the previous year. Before eliminations, Coal Revenues decreased 28% YoY at PHP16.37 billion from PHP18.91 billion last year. The decrease is due to lower sales volume by 5% and decline in composite average price to PHP1,943 from PHP2,127 last year. On the contrary, higher energy sales pushed SCPC Revenues up by 5% YoY at PHP 12.80 billion from PHP12.31 billion despite lower average price per KWh at PHP3.41 against PHP3.64/KWh last year. The pre-operating Southwest Luzon Power Generation Corp. (SLPGC), a wholly-owned subsidiary of the Company incorporated to expand its power capacity with the construction of 2 x 150 MW power plants generated Revenues of PHP110.09 million this year while on testing and commissioning.

Consolidated Cost of Sales dropped 44% YoY to PHP10.54 billion from PHP18.93 billion last year. Depreciation dropped 12% YoY to PHP1.74 billion from PHP1.98 billion last year.

Before eliminations, coal Cost of Sales decreased 29% YoY to PHP8.63 billion from PHP12.23 billion last year. This is due to lower strip ratio, the decline in volume sold combined with lower shipping costs and drop in oil prices. Cost of coal sold per MT reduced by 29% YoY at PHP1,062 from PHP1,376 last year. Coal depreciation decreased 39% YoY to PHP702.59 million from PHP1,154.69 million last year.

SCPC's Cost of Sales before elimination decreased 32% YoY to PHP6.35 billion from PHP9.35 billion; and 52% YoY after elimination to PHP4.13 billion from PHP8.70 billion last year. The Company was exposed to higher cost of replacement power in 2014 and incurred net loss of PHP2.1 billion from replacement power, when the plants used up the allowable downtime provided by the terms of the power supply contracts. Since both power units are operating reliably this year, costs are kept at their normal levels. Cost of Sales per Kwh is 38% lower YoY at PHP1.69 from PHP2.75 last year. SCPC's depreciation increased 10% YoY at PHP1.02 billion from PHP0.93 billion last year.

The resulting consolidated Gross Profit increased 47% YoY to PHP14.14 billion, with coal, SCPC and SLPGC each contributing PHP5.39 billion, PHP8.66 billion and PHP108.96 million, respectively. Last year's consolidated Gross Profit stood at PHP9.66 billion, PHP5.28 billion from coal and PHP1.59 billion from SCPC. Consolidated Gross profit margin rose to 57% from 34% last year.

Consolidated Operating Expenses (OPEX) increased by 36% YoY to PHP4.39 billion from PHP3.22 billion. Net of eliminating entries, the coal segment's OPEX increased 3% YoY to PHP2.32 billion from PHP2.27 billion last year. This mainly accounts for the tax assessment for year 2010 and 2011 totalling to PHP81.70. Meanwhile, SCPC's OPEX after elimination, which is mainly comprised of management fees and taxes and licenses, increased by 113% YoY to PHP1.98 billion from PHP926.36 million last year mainly due to full provision for allowance for the questioned PEMC receivables on electricity sold on spot last November and December 2013 amounting to P896.14 million. SLPGC incurred PHP91.37 million in OPEX, 132% up from 2014 OPEX of

PHP39.33 million, representing non-capitalizable expenses recorded during each respective period. Other pre-operating subsidiaries incurred combined OPEX of PHP4.56 million.

Consolidated Forex Losses stood at PHP300.06 million, almost five times higher YoY from PHP52.14 million last year due to unrealized valuation losses. The peso is weaker this year, closing at USD1: PHP47.06, as against USD1: PHP44.72 as at end of 2014. Coal recorded Forex losses of PHP327.98 million as against PHP61.85 million last year as a result of the valuation of its USD denominated loans and foreign currency denominated transactions. SCPC meanwhile recorded gains this year of PHP 30.47 million versus losses of PHP14.45 million last year on its foreign currency denominated transactions. SLPGC also incurred FOREX losses of PHP2.55 million in the current period, as against gains of PHP24.15 million last year.

Higher cash levels offset lower placement interest rates, resulting to 39% increase YoY on consolidated Finance Income to PHP57.56 million from PHP41.45 million last year. Coal, SCPC and SLPGC earned PHP22.52 million, PHP16.56 million and PHP18.18 million Finance Income, respectively.

Consolidated Finance Costs dropped 14% YoY to PHP278.19 million from PHP323.23 million last year due to continuous repayment of loans. The Company only started accumulating loans again in the second half of 2015.

Coal's interest-bearing loans rose 20% YoY to PHP6.21 billion from PHP5.15 billion last year, resulting to a 8% increase YoY in Finance Cost to PHP129.65 million from PHP119.94 million last year. Meanwhile, after servicing its long-term loan and paying off its short-term loans, SCPC's interest-bearing loans declined 62% YoY to PHP2.30 billion from PHP3.82 billion last year; its Finance Cost decreased 26% YoY to PHP147.23 million from PHP197.73 million last. The benchmark of SCPC's long-term loan is changed to PDST-R2 from PDST-F, while margin is increased from 100bps to 120bps. On the contrary, SLPGC's loans increased 14% YoY to PHP11.50 billion from PHP10.09 billion last year, but Finance Cost dropped 66% to PHP1.78 million from PHP5.26 million last year due to capitalization of interest expenses.

Consolidated Other Income increased 114% YoY to PHP440.68 million from PHP205.49 million last year. The coal segment's Other Income in the current period rose 170% to PHP248.34 million from PHP92.01 million last year; this mainly accounted for insurance recoveries and gain on sale of miscellaneous assets. SCPC's Other Income likewise increased 10% YoY to PHP125.19 million from PHP113.48 million last year. Both power units are operating regularly this year, unlike last year, thus producing more fly ash that is marketed as cement additive. SLPGC also recorded other income of PHP58.33 million representing power sold during plant commissioning.

The resulting consolidated Net Income Before Tax (NIBT) increased 53% YoY to PHP9.67 billion from PHP6.31 billion in 2014.

Consolidated Provision for Income Tax surged to PHP1.18 billion from net deferred tax of PHP552.87 million last year. Coal continues to enjoy Income Tax Holiday (ITH) as a Board of Investments-registered company, while SCPC is now in a tax position. As a result, coal's tax provision remained minimal at PHP37.78 million, while SCPC recognized tax exposure of PHP1.22 billion in 2015. Notably however, SCPC has Deferred Tax Assets as at end 2014 amounting to PHP635.64 million to partially cover the tax liability in the current period. SLPGC recorded final income tax of PHP3.64 million.

The resulting consolidated Net Income After Tax (NIAT) increased 24% YoY to PHP8.47 billion from PHP6.85 billion last year. Net of eliminations, coal generated net income of PHP2.91 billion, while SCPC generated PHP5.50 billion. Pre-operating SPLGC recorded PHP85.89 million income after generating sales while on commissioning; last year it recorded non-capitalizable project expensed of PHP29.26 million. Before eliminations, coal and SCPC recorded NIAT of PHP6.75 billion and PHP3.32 billion, respectively. With higher outstanding shares after a 200% stock dividend declaration in Q3 last year, Earnings per Share (EPS) stood at PHP7.94, 23% more than same period last year's adjusted EPS of PHP6.42.

DMCI HOMES

Net income of wholly-owned subsidiary DMCI Project Developer's Inc. (PDI) rose by 11% to P3.6 billion. The strong revenues from completed high-rise projects coupled with stable gross margins pushed net earnings higher compared last year. Excluding the effect of a gain on sale of undeveloped lot last year, net income rose by 18% in 2015.

Revenues climbed **9.5%** to P13.7 billion due to completion of Sorrel Tower, La Verti Residences, Verawood Residences, The Amaryllis and One Castilla Place.

Unlike local industry practice of using percentage-of-completion accounting, the company adopts a more conservative approach to recognizing real estate revenues by realizing sales only when the unit is fully completed and at least 15% of contract price has been collected.

In spite of a more challenging market, sales and reservations for the period was reported at P18.8 billion, a dip of 1% from last year. Sustained demand for residential condominium units in new and existing projects such as Ivorywood, Lumiere Residences, Sheridan Towers contributed to the sustained sales take up.

Capital expenditures went down by 19% to P9.9 billion from P12.2 billion in 2014. Of the amount spent in 2015, 32% went to land acquisition, 68% went to development cost.

MAYNILAD

The Company's investment in the water business is recognized mainly through its equity investment in the partnership with Metro Pacific Investments Corporation (MPIC), with the actual operations under Maynilad Water Services, Inc. (Maynilad).

Maynilad handles the water distribution and sewer services for the western side of Metro Manila and parts of Cavite.

Operating efficiencies continued to improve in 2015, as Maynilad reported higher income from operations. From 10.95 billion, income from operations climbed 8% to P11.85 billion in 2015.

Consolidated revenues from water and sewer services for the full year 2015 grew 4.3% to P18.7 billion from P17.94 billion last year. The increase in revenues was primarily driven by the 4.3% increase in billed volume, coupled with 0.1% increase in average effective tariff. Meanwhile, Consolidated revenues from operations amounted to P19.1 billion, a 4% increase from P18.36 billion last year.

Consolidated cash operating expenses decreased 3.0% to P5.18 billion versus P5.34 billion last year primarily due to lower personnel costs driven by the one-time Special Opportunity Package (SOP) implemented last year to improve employee productivity, as well as savings on major expense items such as light and power and repairs and maintenance costs.

Amortization of intangible assets increased 12.9% to P2.04 billion from P1.8 billion in the prior year, in line with the company's continuing capital expenditure program.

Reported consolidated net income grew at an even higher pace of 15.7% to P9.55 billion from P8.26 billion in the prior year, due to lower interest expense.

After adjustments at the consortium company level, the Company's equity in net earnings reported a 17% increase from P1.9 billion last year to P2.3 billion this year.

Rate Rebasing Update

On 29th December 2014, Maynilad received a favorable award in its arbitration regarding its 2013-2017 water tariff. The new rate results in a 9.8% increase in the 2013 average basic water charge of P31.28 per cubic meter. However, to date, the MWSS has refused to abide by this legally binding arbitration award. Acting in accordance with the provisions of its concession, Maynilad has therefore notified the Republic of the Philippines ("Republic") that it is calling on the Republic's undertaking to compensate Maynilad for losses arising from delayed implementation of the new tariff. As this has also not been acted upon, on March 27, 2015 Maynilad served Notice of Arbitration against the Republic. In the fourth quarter of 2015, the Arbitration Tribunal was constituted. Hearings are expected to begin in 2016.

D.M. CONSUNJI, INC.

D.M Consunji, Inc. reported P628 million net income in 2015, an improvement of 35% due mainly to higher percentage-of-completion revenue from ongoing projects and better margins realized from completed projects. Despite the challenges of right-of-way and utility relocation issues, construction revenues from external customers improved by 12% to P13.2 billion mainly coming from infrastructure projects. Meanwhile, total construction costs (under cost of services and operating expenses) grew at a slower pace of 9% reaching P12.3 billion in 2015 from P11.3 billion in 2014. The recognized cost in 2014 was adversely affected by the cost overruns in its engineering, procurement and construction (EPC) contract for a power plant.

The company reported a total orderbook (balance of work) of P29.2 billion at the end of December 2015, from P18.5 billion at the close of 2014. Awarded projects and contract adjustments in 2015 totaled P24.4 billion. This includes the civil works of LRT 2 East Extension (Masinag) and Sections 1 & 2 of the Skyway Stage 3. These projects are expected to boost the revenues of the company in the next few years.

Ongoing and new projects in the orderbook include among others, the NAIA Expressway of Vertex Tollways Dev. Inc. (a unit of San Miguel Holdings Corporation), The Skyway Stage 3 of Citra Central Expressway Corp. (a unit of San Miguel Corporation), The Runway of Travellers International Hotel Group, The Viridian, The Royalton and The Imperium of Ortigas & Company, The Areté of the Ateneo de Manila University, Phase 2 office expansion of TV5 Network Inc., Second unit of 135MW coal-fired power plant of South Luzon Thermal Energy Corp., 2x150MW coal-fired power units of Southwest Luzon Power Generation Corp. and the Paranaque Sewer Network of Maynilad.

DMCI POWER (SPUG)

An added growth area of the power segment is under DMCI Power Corporation, a wholly-owned subsidiary of DMCI Holdings, Inc. DMCI Power is focused on getting power supply contracts with the electric cooperatives situated in the off-grid areas.

As of December 31, 2015, the total installed rated capacity is 78.04MW. Out of the total, 24.4MW (12.4 MW bunker-fired and 12 MW diesel) is at Masbate, 38.08MW (diesel) in Palawan and a 4x3.89 MW bunker-fired plant which started commercial operations (February 2015) in Mindoro Oriental.

Due to increase in energy dispatch of the electric cooperatives to our plants and operation, sales volume reported in Masbate (86 GWh) and Palawan (78 GWh) rose by 8% and 47%, respectively, year-on-year. Average price/kwh in Masbate is P11.52/kwh and P9.27/kwh in Palawan. Ten months operations in Mindoro Oriental produced sales volume of 46 GWh at P9.89/kwh average price.

Consequently, the total off-grid generation revenue and net income went up by 19% and 57%, respectively. Revenue increased to P2.2 billion in 2015 compared to P1.8 billion in 2014. Meanwhile, net income went up to P382 million compared to last year's P243 million.

DMCI MINING

The nickel and metals (non-coal) mining business is reported under DMCI Mining Corporation, a wholly-owned subsidiary of DMCI Holdings, Inc.

Despite a weak and volatile global nickel ore price, DMCI Mining was able to generate a net income of P501 million in 2015, an upsurge of 38% from P362 million in 2014. The increase was attributed to higher sales volume and streamlined operating costs. In addition, the Company's EBITDA has climbed 102% year-on-year to P1.6 billion.

On a full year comparative basis, revenues amounted to P3.1 billion in 2015, up 21% from P2.6 billion in 2014 mainly due to more volume and higher ore grade shipments. Sales volume in 2015 reached 1.65 million wet metric tons (WMT) compared to 1.21 million WMT last year. Average ore grade in 2015 is 1.63% compared to 1.43% in 2014. Despite the higher average ore grade, composite average price was P1,894 per WMT in 2015 compared to P2,142 per WMT in 2014, indicative of the nickel commodity market conditions for the year.

The segment's total depletion, depreciation and amortization amounted to P436 million in 2015 compared to P512 million in 2014. Total operating cash cost per WMT (under cost of sales and operating expenses) decreased by 37% to P961/WMT compared to P1,508/WMT in 2014.

Explanation of movement in consolidated income statement accounts:

Revenue

Consolidated revenue slightly increased by 1% to P57.2 billion during the year compared to P56.6 billion last year. The increase came from the Company's power, real estate, construction and nickel mining businesses.

Cost of Sales and Services

It decreased by 16% despite higher sales volume in almost all business segments mainly due to higher cost of replacement power in 2014.

Operating Expenses

Consolidated operating expenses increased by 6% primarily due to provisions on long outstanding power receivables in 2015.

Equity in Net Earnings

It increased by 18% mainly caused by higher profits of Maynilad.

Finance Income

Consolidated finance income increased by 7% mainly due to reporting of real estate installment financing income.

Finance Costs

Consolidated finance costs increased by 17% mainly attributable to additional corporate notes issuances of the real estate segment.

Other Income-net

It decreased by 34% mainly due to lesser forfeitures of real estate contracts during the year and recognition of a gain on sale of undeveloped lot in 2014.

Provision for Income Tax

It increased by 231% because of income tax expense in Sem-Calaca power since its income tax holiday expired end of 2014. Higher income tax expense in nickel mining, real estate and construction segments also contributed to the increase in consolidated provision for income tax mainly due to higher taxable profits during the period.

II. CONSOLIDATED FINANCIAL CONDITION

December 31, 2015 (Audited) vs December 31, 2014 (Audited)

The Company's financial condition for the period improved as consolidated total assets and total equity amounted to P149 billion and P75 billion, respectively as of December 31, 2015. This is an improvement of 8% and 12%, respectively

Consolidated cash expanded by 26% from P15.2 billion in December 31, 2014 to P19.2 billion in December 31, 2015 due mainly to higher operating income for the year and issuances of corporate notes of the real estate segment. This is despite payment of dividends and higher income taxes in 2015.

Available for sale financial assets increased by 13% from P68 million to P77 million due to mark-to-market gain recognized in equity.

Total receivables (current and non-current) slightly increased by 1% from P15.9 billion to P16 billion mainly attributed to higher billed construction receivables. This was driven by higher accomplishments from ongoing projects during the year as compared to last year.

Consolidated inventories grew by 20% from P28.6 billion to P34.4 billion coming mainly from land acquisition and continuing work in progress in the real estate segment.

Other current assets decreased by 21% mainly due to recoupment of advances from suppliers and subcontractors and the realization of net input VAT and creditable taxes of the construction and nickel mining segments.

Investments in associates and joint ventures slightly increased by 5% despite the sale of shares in Private Infra Dev Corporation (PIDC). The increase is attributable to higher equity in net earnings in Maynilad.

Property plant & equipment reached P49.4 billion, up 5% mainly due to equipment and parts acquisitions in coal and power segments.

Investment properties increased by 19% mainly due to acquisition of property by the real estate segment during the period.

Exploration and evaluation asset rose by 52% to P3.2 billion from P2.1 billion last year. This accounted for the exploratory drilling and pre-stripping activities in Narra mine (previously Bobog mine).

Other noncurrent assets decreased by 13% which is due to the reclassification of the investment in sinking fund of Sem Calaca to current asset. Such sinking fund was reclassified because of the planned prepayment of loan to which the account is attached.

Accounts & other payables decreased by 11% mainly attributed to payments of normal trade transactions with suppliers and subcontractors in the construction and coal segments.

Customers' advances and deposits slightly increased by 2% due to payments received from real estate customers, the corresponding revenue of which has yet to be realized under full completion method of accounting.

Income tax payable increased by 452% due to higher taxable income of the nickel mining segment during the year as compared to last year. Also, Sem-Calaca power has started to pay income taxes during the year since its income tax holiday expired end of 2014.

Liabilities for purchased land increased by 38% mainly due to the acquisition of land for real estate development.

The increase in short-term debt by 83% from P2 billion to P3.7 billion mainly pertains to working capital loans of the coal segment.

Long term debt grew by 5% from P35.4 billion to P37.1 billion attributed to additional corporate notes issuances of the real estate segment.

Deferred tax liabilities increased by 20% mainly due to the excess of book over tax income in real estate sales.

Other noncurrent liabilities increased by 12% mainly due to advances from contract owners which are not due to be settled within twelve months after the end of the reporting period. The increase in mine rehabilitation contingency of the coal segment due to intensified and expanded rehabilitation plan also contributed to the increase in other noncurrent liabilities.

After generating a net income of P12.8 billion and payment of cash dividends of P6.4 billion, consolidated retained earnings increased by 17% from P37.2 billion in 2014 to P43.7 billion in 2015.

Non-controlling interest increased by 18% as a result of the non-controlling share in the consolidated net income of Semirara, net of its share in the dividends declared during the period.

III. KEY PERFORMANCE INDICATORS

The Company and its Subsidiaries (the "Group") use the following key performance indicators to evaluate its performance:

- a) Segment Revenues
- b) Segment Net Income (after Non-controlling Interests)
- c) Earnings Per Share
- d) Current Ratio
- e) Net Debt to Equity Ratio

SEGMENT REVENUES

(in Php Millions)	For the Period		Variance	
	2015	2014	Amount	%
SEMIRARA MINING AND POWER CORPORATION	P24,680	P28,585	(P3,905)	-14%
DMCI HOMES	13,677	12,494	1,183	9%
D.M. CONSUNJI, INC.	13,249	11,853	1,395	12%
DMCI MINING	3,139	1,516	1,623	107%
DMCI POWER (SPUG)	2,169	1,828	341	19%
PARENT & OTHERS	290	285	5	2%
TOTAL	P57,204	P56,561	P642	1%

The initial indicator of the Company's gross business results are seen in the movements in the different business segment revenues. As illustrated above, the Company's nickel mining, construction, real estate and off grid power businesses posted higher revenues during the year as compared to last year. Revenue from Semirara was down mainly due to lower sales volume and decline in composite average price of its coal business. (See Part I. Results of Operations – different segments for a detailed discussion per business).

NET INCOME AFTER NON-CONTROLLING INTERESTS

(in Php Millions)	For the Period		Variance	
	2015	2014	Amount	%
SEMIRARA MINING AND POWER CORPORATION	P4,813	P4,067	P746	18%
DMCI HOMES	3,587	3,241	346	11%
MAYNILAD	2,312	1,968	344	17%
D.M. CONSUNJI, INC.	628	464	164	35%
DMCI MINING	501	362	139	38%
DMCI POWER (SPUG)	382	243	139	57%
PARENT & OTHERS	82	(89)	171	192%
CORE NET INCOME	12,305	10,256	2,049	20%
ONE TIME GAIN	530	519	11	2%
TOTAL	P12,835	P10,775	P2,060	19%

The net income (after non-controlling interest) or bottom line results from operations of the Company have multiple drivers for growth from different business segments. For the year ended, all of the Company's business segments have posted strong growth in earnings despite a challenging business environment faced during the year. (See Part I. Results of Operations – different segments for a detailed discussion per business).

EARNINGS PER SHARE

Earnings per share (EPS) pertains to the company's income allocated to each outstanding share of common stock. It serves as an indicator of the company's profitability.

The Company's consolidated basic and diluted EPS for the year was P0.97/share accounting for a 20% increase from the P0.81/share EPS last year attributed to strong growth of all the business segments in 2015. (See Part I. Results of Operations – different segments for a detailed discussion per business).

CURRENT RATIO

Liquidity is an essential character of any organization, and the Company, including the Group as a whole, should indicate acceptable levels of liquidity. The initial test of liquidity is the current ratio, which will display a company's ability to satisfy current obligations with current resources. Current ratio is arrived at by dividing the current assets over the current liabilities. The Company uses this test and compares it with industry balances to determine its ability to satisfy current obligations with respect to its competitors

Consolidated cash and cash equivalents amounted to P19.2 billion, resulting in a current ratio of 185% for 2015. (See Part II. Financial Condition for a detailed discussion).

NET DEBT TO EQUITY RATIO

As a stockholder/investor, financial position and stability would be an important aspect. The Company tests its financial position through the net debt to equity ratio. This test indicates the Company's ownership of creditors vs. owners/investors. In addition, net debt to equity or debt to equity ratio maintenance is a requirement set by creditors as a standard for extending credit. Net debt to equity ratio is computed by dividing the interest-bearing loans net of cash and cash equivalents over total equity

Total borrowings stood at P40.8 billion from P37.4 billion last year, which resulted to a net debt to equity ratio of 29%. (See Part II. Financial Condition for a detailed discussion).

OTHER RELEVANT FINANCIAL SOUNDNESS RATIOS

	December 31, 2015	December 31, 2014
Current Ratio	185%	212%
Net Debt to Equity Ratio	29%	33%
Asset to Equity Ratio	199%	206%
Return on Assets	12.2% 11.9%*	10.9% 10.5%**
Return on Parent Equity	21.6% 20.7%*	20.1% 19.1%**
Interest Coverage Ratio	11.4 times 11.1 times*	9.0 times 8.7 times**
Gross Margin (%)	44.4%	32.8%
Net Profit Margin (%)	29.6% 28.7%*	24.4% 23.5%**

* Excluding one time gain of P530 million pertaining to sale of PIDC share

** Excluding one time gain of P519 million pertaining to acquisition of nickel mining entities

PART II--OTHER INFORMATION

1. The Company's operation is a continuous process. It is not dependent on any cycle or season;
2. Economic and infrastructure developments in the country may affect construction business; Interest rate movements may affect the performance of the real estate industry; Mining activities are generally hinge on the commodities market. Businesses not affected by known cycle, trends or uncertainties are power and water.
3. On May 14, 2015, the BOD of the Parent Company has declared cash dividends amounting P0.24 regular dividends and P0.24 special cash dividends in favor of the stockholders of record as of May 29, 2015. This was paid on June 10, 2015 with a total amount of P6,373 million.
4. There were no undisclosed material subsequent events and transferring of assets not in the normal course of business that have not been disclosed for the period that the company have knowledge of;
5. There are no material contingencies during the interim period; events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation has been disclosed in the notes to financial statements.

6. There are no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons created during the reporting period
7. Except for interest payments on loans, which the Company can fully service, the only significant commitment that would have a material impact on liquidity are construction guarantees. These are usually required from contractors in case of any damage / destruction to a completed project.
8. Any known trends or any known demands, commitments, events or uncertainties that will result in or that will have a material impact on the registrant's liquidity. - None
9. The Group does not have any offering of rights, granting of stock options and corresponding plans therefore.
10. All necessary disclosures were made under SEC Form 17-C.

B. MANAGEMENT'S DISCUSSION AND ANALYSIS OF PLAN OF OPERATION.

Full Year 2014 vs. 2013

I. RESULTS OF OPERATIONS

CONSOLIDATED

Below is a table on the net income contributions of the Company's businesses for 2014 and 2013:

NET INCOME AFTER NON-CONTROLLING INTERESTS

<i>(in Php Millions)</i>	Audited		Variance	
	2014	2013	Amount	%
COAL MINING	P2,299	P1,022	P1,277	125%
NICKEL MINING	362	169	193	114%
CONSTRUCTION	479	1,275	(796)	-62%
REAL ESTATE	3,241	2,655	586	22%
POWER	2,011	3,478	(1,467)	-42%
WATER	2,037	1,915	122	6%
PARENT COMPANY	(173)	65	(238)	-366%
CORE NET INCOME	10,256	10,579	(323)	-3%
ONE-TIME GAIN	519	8,358	(7,839)	-94%
TOTAL	10,775	P18,937	(P8,162)	-43%

DMCI Holdings, Inc. (the "Company") posted P10.3 billion in consolidated core income in 2014, a dip of 3% from the P10.6 billion reported last year. The drop in core income was attributable to the weakened operating results of the power and construction businesses.

Technical problems during the installation and fine-tuning of the Distribution Control System (DCS) and commissioning delays resulted in extended outages in one of the Calaca power units. This exposed the power business to high Wholesale Electricity Spot Market (WESM) prices for its replacement power during the first half of the year.

Meanwhile, earnings from the construction business were dragged down by cost overruns in its engineering, procurement, and construction (EPC) contract for a power plant, and the delayed implementation of major public infrastructure projects due to right-of-way and utility relocation issues.

The mining businesses rebounded from last year's drop and showed remarkable growth in net income contributions due to the combined effect of higher sales volume and better average prices. In particular, the coal segment posted a 125% increase, while the nickel segment reported an upsurge of 114%.

The real estate segment continued to deliver growth, with a 22% increase in net income, mostly coming from gain realized on sale of lots.

The continued improvement in operational performance of the water business pushed its net earnings contribution to rise 6%.

The Company reported a P173 million net loss in 2014 which represents its share in the net loss in initial operations of Private Infra Dev Corporation (PIDC), the project proponent and operator of the Tarlac-Pangasinan-La Union Toll Expressway (TPLEX).

In December 2014, the Company and D.M Consunji Inc. signed an agreement to sell their combined PIDC stake (25%), subject to compliance with certain conditions and after obtaining certain regulatory consents. Total consideration amounted to P1.8 billion.

Consolidated net income decreased 43% year-on-year, mainly due to the extraordinary gain of P8.36 billion from sale of the Company's 16% stake in Maynilad Water Services, Inc. to Marubeni of Japan in 2013.

A one-time gain of P519 million was realized in 2014, which represents net gain on business combinations accounting for ENK Plc and Toledo Mining Corporation.

REAL ESTATE

Net income of wholly-owned subsidiary DMCI Project Developer's Inc. (PDI) rose by 22% to a record P3.2 billion, mainly due to gain realized on lot sales and margin improvements upon cost actualization of a completed project in 2014.

Revenues for 2014 rose slightly (3%) due to the increase in its high-rise condominium projects, the accounting revenue for which will only be recognized upon full completion of the projects. Unlike local industry practice, the company adopts a more conservative approach to recognizing real estate revenues by realizing sales only when the unit is fully completed and at least 15% of contract price has been collected.

Residential unit turnovers surged 68% to 5,155, which were mostly from Flair Towers, La Verti Residences and Arista Place.

A better representative of current demand would be sales and reservations for the year, which grew 3% from P18.4 billion in 2013 to P19.0 billion the following year. Sustained demand for residential condominium units in new and existing projects such as Brio Towers, Lumiere Residences and Arista Place also helped push sales.

In 2014, the company launched 3,982 residential units and 2,943 parking lots, with a total approximate value of P13.9 billion, which is lower by 15% compared to the previous year value of P16.5 billion. In 2013, the company launched 4,921 residential units and 3,605 parking lots.

Capital expenditures surged 47% to P12.2 billion from P8.3 billion in 2013. Of the P12.2 billion spent, majority (56%) went to development cost while the rest (46%) went to land acquisition.

WATER

The Company's investment in the water business is recognized mainly through its equity investment in the partnership with Metro Pacific Investments Corporation (MPIC), with the actual operations under Maynilad Water Services, Inc. (Maynilad).

Maynilad handles the water distribution and sewer services for the western side of Metro Manila and parts of Cavite.

On 13 February 2013, MCNK JV Corporation, a subsidiary of Marubeni Corporation, acquired 20% effective ownership in Maynilad. The transaction reduced the Company's effective interest in Maynilad from 40.98% to 25.24%. The entry of MCNK is expected to help provide Maynilad with access to additional sources of funding.

Operating efficiencies continued to improve in 2014, as Maynilad reported higher income from operations. From P9.72 billion, income from operations climbed 12.6% to P10.95 billion in 2014.

Billed volume grew 4.4% despite an effective 3.2% reduction in water supply. Average non-revenue water for the year-to-date continued to stay below the 40% barrier, improving to 33.92% from 38.71% last year.

Continued expansion into the southern areas of Muntinlupa, Las Piñas and Cavite brought connections up to a total of 1,190,062 billed services, a 5.4% growth from the end of the same period last year.

As a result, Maynilad's water service revenue for the year rose by 7.7% from P13.5 billion in 2013 to P14.5 billion in 2014. Total revenues from operations, including other fees and services such as installation fees, amounted to P18.2 billion, an 8.6% increase from P16.8 billion last year.

Reported consolidated net income grew at a higher pace of 20.8% to P8.27 billion from P6.85 billion in the prior year, due to last year's front end fees on refinancing, that increased the prior year's interest expenses.

However, after adjustments at the consortium company level, the Company's equity in net earnings reported a tempered 7% increase from P1.8 billion last year to P2.0 billion this year due to the full-year effect of a lower effective interest, as mentioned.

For the Fourth Rate Rebasing Period, Maynilad submitted the business plan for the determination of the Rates Adjustment Limit to be applied to the standard rates for the period 2013 to 2017.

MWSS released Board of Trustees Resolution No. 2013-100-RO dated 12 September 2013 and RO Resolution No. 13-010-CA dated 10 September 2013 on the rate rebasing adjustment for the rate rebasing period 2013 to 2017 reducing Maynilad's 2012 average all-in basic water charge by 4.82% or P1.46 per cubic meter (cu.m) or P0.29 per cubic meter (cu.m) per year over the next five years.

After formally communicating its objection and initiating arbitration proceedings, Maynilad filed its Maynilad filed its Dispute Notice before the Appeals Panel on 4 October 2013.

On 21 April 2014, the Appeals Panel was deemed constituted and the formal arbitration process began, culminating in formal hearings that occurred last 24 August to 1 September 2014.

The closing memorials were submitted last 6 October, and the reply memorials on 31 October. On 5 January 2015, Maynilad officially received the Appeals Panel's award dated 29 December 2014 (the "Award").

The Award upheld Maynilad's alternative rebasing adjustment of 13.41% or an average increase of P4.06/cu.m. However, net of the of the P1.00 Currency Exchange Rate Adjustment which the MWSS has now incorporated into the basic charge, the actual increase is only 9.8% of the 2013 basic water charge of P31.28/cu.m., or an average increase of P3.06/cu.m.

Despite the two (2)-year delay in implementing an adjustment in the average basic water charge, Maynilad expressed its willingness to implement the increase on a staggered basis in order to mitigate the impact of the Award on its customers in the West Zone of Metro Manila.

This staggered implementation plan and corresponding tariff table was submitted to MWSS last 8 January 2015, and is currently being reviewed by MWSS.

Maynilad is awaiting the MWSS Board of Trustees to approve the 2015 Tariff Table showing the adjusted rates, following which it will cause the 2015 Tariff Table's publication in newspapers of general circulation. Maynilad should be able to implement the adjusted rates 15 days after such publication.

CONSTRUCTION

D.M Consunji, Inc. posted P479 million net income in 2014, a drop of 62% year-on-year. Operating results were dragged down by cost overruns in its engineering, procurement and construction (EPC) contract for a power plant, and the delayed implementation of major public infrastructure projects due to right-of-way and utility relocation issues for most of its road infrastructure projects.

The cost overruns were specifically due to the inaccurate steel and concrete material estimates of the foreign power plant designers. Likewise, revenues in 2014 declined by 15% to P12.1 billion due to said delay in implementation.

The company reported a total orderbook (balance of work) of P18.5 billion at the close of 2014, from P21.1 billion at the close of 2013. Contract adjustments and awarded projects in 2014 totaled P11.6 billion.

Ongoing and new projects in the orderbook include among others, the NAIA Expressway of San Miguel, SLEX-NLEX Connector Road (Skyway Stage 3) advance works of San Miguel, TPLEX Section 2 of San Miguel, the NAIA Terminal 1 rehabilitation, The Viridian and The Royalton of Ortigas & Company, 2x135MW coal-fired power units of South Luzon Thermal Energy Corp., 2x150MW coal-fired power units of Southwest Luzon Power Generation Corp. and the Paranaque Sewer Network of Maynilad. Notable projects that were completed in 2014 include TPLEX Section 1 and Marco Polo Hotel.

In January 2015, new projects which amounted to P18 billion were awarded to the company. This includes the civil works of LRT 2 East Extension and half of the Skyway Stage 3. These projects are expected to boost the orderbook and revenues of the company in the next few years.

SEMIRARA MINING AND POWER CORPORATION

Full Years 2013-2014

I. PRODUCTION – COMPARATIVE REPORT 2014 vs 2013

Coal

Coal mining operations recorded a historical high production in 2014. The company took advantage of good weather conditions to ramp up coal extraction, as well as waste stripping.

Total materials moved increased 26% to 103.30 million bank cubic meters (bcm) from 82.15 million bcm last year.

Strip ratio increased 14% at 11.47:1 from 9.73:1 last year as a result of pre-stripping at Bobog pit. However, strip ratio in Panian remained at a normal level of 9.44:1 this year.

Gross product coal production increased by 5% to 7.96 million metric tons (MTs) from 7.57 million MTs in 2013.

Meanwhile, net product coal, after accounting for survey adjustments, increased 6% to 8.08 million MTs from 7.62 million MTs the previous year.

Coal sales volume expanded 16% to a record high of 8.89 million MTs compared to 7.63 million MTs in 2013. Higher sales resulted to lower ending inventory at 386 thousand MTs, a 70% reduction from 1.28 million MTs last year.

The table below shows the comparative production data for FY 2014 and 2013.

COMPARATIVE PRODUCTION DATA (in '000, except Strip Ratio)											
	Q1 '14	Q2 '14	Q3 '14	Q4 '14	FY '14	Q1 '13*	Q2 '13	Q3 '13	Q4 '13	FY '13	%Inc (Dec)
Total Materials (bcm)	28,135	26,385	22,745	26,032	103,297	16,001	23,575	18,081	24,492	82,149	26%
Gross Product Coal (MT)	2,353	2,513	2,145	950	7,961	787	2,301	1,780	2,701	7,570	5%
Strip Ratio	10.69:1	9.20:1	9.09:1	24.60:1	11.47:1	18.79:1	9.10:1	9.02:1	8.09:1	9.73:1	-14%
Net TPC (MT)	2,329	2,488	2,123	1,144	8,084	900	2,278	1,762	2,674	7,615	6%
Beg. Inventory (MTs)	1,277	1,279	1,623	1,966	1,277	1,383	460	1,137	1,311	1,383	-8%
End Inventory (MTs)	1,279	1,623	1,966	386	386	460	1,137	1,311	1,277	1,277	-70%

* Survey adjustment resulted to higher TPC vs ROM in Q1 2013

SCPC

Total gross generation dropped 22% to 2,840 GWh from 3,638 GWh last year, as a result of the prolonged shutdown of Unit 2 in the first half of 2014. The plant was placed on shutdown at the end of December 2013 for planned maintenance and to install the new Distribution Control System (DCS).

Unit One

Average capacity slightly increased to 230 MW from 229 MW last year. Plant performance is almost the same in all aspects, but with 2014 slightly higher against 2013.

The unit started slow in the first half of the year but was able to recover in the second half. Forced outage is at the rate of 15.2% compared to 16.8% registered last year, showing a 10% improvement in Unit forced outages.

Almost 69% of the forced outages occurring in Q2 and Q3 were due to tube leaks, while slagging accounted for 19% of the total forced outage.

As a result, the unit showed 2% improvement on gross generation at 1,698GWh from 1,667Gwh last year, and capacity factor at 65% from 63%. Availability slightly increased by 1% as against the previous year.

Unit Two

The plant was shut down on 31 December 2013 for maintenance and upgrade of the DCS. The target was to finish both activities in 90 days, however, problems on the installation and fine tuning of the DCS were encountered, and the plant was only re-synchronized to the grid on 13 June.

Power generation only stabilized in the third quarter until the end of 2014, when its dependable capacity was restored to its rated capacity.

Due to the prolonged shutdown, average capacity dropped 4% to 259 MW from 272 MW in 2013. Capacity factor dropped 42% (43% from 75%) while gross generation fell 42% (1,141 GWh from 1,971 GWh) last year.

The table below shows the comparative production data for 2014 and 2013.

COMPARATIVE PLANT PERFORMANCE DATA											
CUSTOMER	Q1 '14	Q2 '14	Q3 '14	Q4 '14	FY '14	Q1 '13	Q2 '13	Q3 '13	Q4 '13	FY '13	%Inc (Dec)
Gross Generation, GWh											
Unit 1	455	327	428	489	1,698	466	358	520	323	1,667	2%
Unit 2	33	77	428	603	1,141	351	525	512	584	1,972	-42%
Total Plant	489	404	855	1,092	2,840	816	884	1,032	907	3,638	-22%
% Availability											
Unit 1	89%	63%	85%	100%	84%	95%	70%	98%	70%	83%	1%
Unit 2	6%	20%	76%	98%	50%	63%	86%	84%	97%	83%	-39%
Total Plant	48%	41%	81%	99%	67%	79%	78%	91%	84%	83%	-19%
Capacity Factor											
Unit 1	70%	49%	65%	75%	65%	72%	54%	78%	49%	63%	2%
Unit 2	5%	12%	65%	92%	43%	54%	79%	77%	89%	75%	-42%
Total Plant	38%	30%	65%	83%	54%	63%	67%	78%	69%	69%	-22%

II. MARKETING – COMPARATIVE REPORT YTD 2014 vs. YTD 2013

Coal

Export sales accounted for majority (59% or 5.25 million MTs) of total coal sales in 2014. The 54% increase in export sales from 3.40 million MTs in 2013 is a result of lower demand from power customers as the company's power Unit 2 experienced extended downtime after encountering commissioning problems of the newly installed Distribution Control System (DCS).

It is worth noting, however, that despite the decline in global coal prices, higher BTU Semirara coal added premium on export price, which slightly increased (1%) to P2,164/MT from P2,142 last year.

Conversely, local sales dropped 14% to 3.64 million MTs from 4.23 million MTs last year. This is mainly due to the decrease in off-take by power plants and cement customers.

Sales to power plants contracted by 22% to 2.27 million MTs from 2.92 million MTs last year. SCPC reduced its purchases by 29% to 1.51 million MTs from 2.13 million MTs last year, with only one unit operational until 13 June. Other customers also reduced their coal liftings as they needed to fulfill their existing commitment on their freight contracts for imported coal.

Sales to cement plants likewise decreased 11% to 875 thousand MTs from 980 thousand MTs last year. One customer slowed down its offtake this year because one of its plants was under maintenance.

Meanwhile, sales to other industrial plants surged 53% to 501 thousand MTs from 328 thousand MTs last year. Two customers significantly increased their off-take this year.

Composite average FOB price per MT dropped 3% to P2,127 from P2,185 with the continuous softening of global coal prices.

The table below shows the comparative sales volume data for 2014 and 2013.

COMPARATIVE SALES VOLUME DATA (in '000 MTs)													
CUSTOMER	Q1 '14	Q2 '14	Q3 '14	Q4 '14	FY '14	%	Q1 '13	Q2 '13	Q3 '13	Q4 '13	FY '13	%	%Inc (Dec)
Power Plants													
Calaca	334	238	377	562	1,510	17%	608	523	582	420	2,132	28%	-29%
Other PPs	115	165	243	234	757	9%	256	216	159	159	790	10%	-4%
TOTAL PPs	448	403	620	796	2,267	62%	864	739	740	578	2,922	69%	-22%
Other Industries													
Cement	242	219	178	236	875	10%	361	196	261	161	980	13%	-11%
Others	157	95	114	135	501	6%	92	89	68	79	328	4%	53%
Total Others	399	314	292	371	1,376	15%	454	285	329	240	1,308	17%	5%
TOTAL LOCAL	847	716	912	1,167	3,643	41%	1,318	1,024	1,070	818	4,230	55%	-14%
EXPORT	1,462	1,407	846	1,531	5,246	59%	461	556	497	1,887	3,401	45%	54%
GRAND TOTAL	2,309	2,124	1,758	2,698	8,889	100%	1,778	1,581	1,567	2,705	7,631	100%	16%

POWER

SCPC's sales dipped 2% to 3,383 GWh from 3,460 GWh last year due to lower energy generation of the power plants, resulting from the prolonged testing and commissioning of the DCS for Unit 2 and high forced outage of Unit 1.

Of the total energy sold, 98% or 3,330 GWh were sold to bilateral contracts and the remaining 2% to the spot market.

MERALCO remained as the single biggest customer, accounting for 88% of the total energy sold or 90% of the total energy sales to the bilateral contracts. BATELEC I and Trans-Asia accounted for 4% and 5%, respectively.

Spot market sales also plunged by 64% to 53 GWh compared to 148 GWh last year.

Of the total energy sold, 78% was sourced from own generation and 22% was purchased from the spot market. SCPC procured power from the spot market during hour intervals when power units were down, or when the plants were running at a de-rated capacity, in order to be able to supply committed capacity to some of its customers. Some contracts still cover the supply of replacement power under a "pass-thru" cost arrangement.

Average price for bilateral contracts dropped 6% to P3.55/KWh from P3.79/KWh in 2013. The contracts index Newcastle prices has been declining this year.

The table below shows the comparative marketing data for 2014 and 2013.

COMPARATIVE PLANT PERFORMANCE DATA (in GWh ; PHP)											
CUSTOMER	Q1 '14	Q2 '14	Q3 '14	Q4 '14	FY '14	Q1 '13	Q2 '13	Q3 '13	Q4 '13	FY '13	%Inc (Dec)
Bilateral Contracts	413	886	966	1,065	3,330	751	838	966	757	3,313	1%
Spot Sales	11	-	15	27	53	20	10	17	100	148	-64%
Grand Total	425	886	981	1,091	3,383	771	849	983	858	3,460	-2%
Composite Ave. Price	4.40	3.73	3.50	3.40	3.64	3.89	3.91	3.66	5.65	4.26	-15%

III. FINANCIAL RESULTS

Consolidated Revenues, net of eliminating entries, increased 5% to P28.59 billion in 2014 from P27.33 billion the previous year.

Before elimination, Coal Revenues grew 13% to P18.91 billion from P16.68 billion last year, mainly due to higher sales volume.

SCPC Revenues declined 17% to P12.31 billion from P14.76 billion, due to a slight drop in energy sales volume and lower average price per KWh of P3.64/KWh in 2014 compared to P4.26/KWh the previous year.

Consolidated Cost of Sales increased 35% to P18.93 billion from P14.11 billion last year. Depreciation dropped 28% to P1.93 billion from P2.69 billion last year.

Despite higher volume sold, increase in Coal Cost of Sales before elimination was minimal at 4% (P12.23 billion from P11.73 billion), due to the significant drop in oil prices and implementation of cost-cutting measures (i.e. more efficient mine planning and equipment maintenance), to counter declining global coal prices.

High production also contributed to the decline in cost of coal sold per MT at P1,375 from P1,537 in 2013. Coal depreciation decreased 38% to P1.00 billion from P1.62 billion last year.

SCPC Cost of Sales before elimination rose 44% to P9.35 billion from P6.51 billion; and 59% (P7.02 billion from P4.42 billion) after elimination last year.

Unit 2 was down for scheduled maintenance and for the replacement and upgrading of the DCS since the start of 2014. It remained down most of Q2, compounded by occasional forced outage during fine-tuning, thus exposing the power segment to high WESM prices for its replacement power to MERALCO and BATELEC I after all the outage allowances for the year were consumed.

Power incurred net loss of PHP 2.1 billion from its replacement power purchases from the spot market. As a result, Cost of Sales per KWh increased 47% to P2.76 from P1.88 last year. SCPC depreciation decreased 15% to P861.79 million from P1,015.84 million last year.

The resulting consolidated Gross Profit decreased 27% to P9.66 billion, with the coal and power segments each contributing P6.05 billion and P3.61 billion, respectively.

Last year's consolidated Gross Profit stood at P13.22 billion; P3.91 billion from coal and P9.31 billion from SCPC. Consolidated Gross profit margin dropped to 34% from 48% last year.

Consolidated Operating Expenses (OPEX) decreased 39% to P3.22 billion from P5.26 billion. Net of eliminating entries, the coal segment's OPEX increased 32% to P2.25 billion from P1.71 billion last year since higher coal Revenues correspondingly increased Government Share by 42% to P1.86 billion from P1.30 billion last year.

Meanwhile, SCPC's General and Administrative Expense, accounted under OPEX after elimination, contracted 74% to P926.36 million from P3.51 billion last year. The decrease was due to last year's accelerated depreciation of the plant utility of P1.13 billion, prolonged maintenance costs of P643.97 million, P447.81 write-down on plant equipment and provision for impairment losses of P413.91 million.

The pre-operating Southwest Luzon Power Generation Corp. (SLPGC), a wholly-owned subsidiary of the company incorporated to expand its power capacity with the construction of 2x150 MW power plants, incurred P39.33 million OPEX, representing non-capitalizable expenses incurred during the period. Other pre-operating subsidiaries incurred combined OPEX of P2.33 million.

The US Dollar continuously strengthened against the Philippine Peso, resulting in the booking of P52.14 million consolidated Forex Losses for this period.

Last year, the company recognized consolidated forex losses of P481.18 million. The bulk of this year's Forex Losses was incurred by the coal segment as most of its loans are US Dollar-denominated, accounting for P61.8 million versus last year's losses of P373.4 million.

The unrealized forex losses recognized during the current year stood at P55.47 million, while the amount recorded last year is at P309.12 million.

Meanwhile, with minimal Forex exposure, SCPC recorded losses of P14.4 million as against P6.19 million last year on its foreign currency denominated transactions. SLPGC, on the other hand, recorded Forex Gains of P24.15 million in 2014.

Higher investible funds, partially offset by lower placement interest rates, pushed consolidated financial income to increase by 55% from P26.80 million in 2013 to P41.45 million the following year.

Coal and SCPC earned P15.46 million and P19.17 million Finance Income, respectively. SLPGC also earned P6.62 million from placements of undisbursed funds.

Consolidated Finance Costs decreased 15% to P323.23 million from P381.23 million. The coal segment's interest-bearing loans dropped 16% from P6.63 billion in 2013 to P5.59 billion the following year, resulting in an 11% drop in coal Finance Costs (P119.94 million from P221.61).

Likewise, SCPC's ending interest-bearing loans decreased 28% to P3.82 billion from P5.34 billion last year, after four long-term debt amortizations totaling to P1.54 billion in 2014. With lower borrowing rates applied to lower principal, SCPC Finance Cost dropped 10% to P197.67 million from P221.32 million last year.

SLPGC recorded uncapitalizable Finance charges of P5.57 million from P668 thousand last year.

Consolidated Other Income decreased 27% to P205.49 million from P281.21 million last year. The coal segment's Other Income in the current period of P92.01 million mainly accounts for insurance recoveries. SCPC's Other Income decreased 44% to P113.48 million from P203.18 million last year, as lower fly ash was produced because only one plant was running during most of H1 2014.

The resulting consolidated Net Income Before Tax (NIBT) decreased 15% to P6.31 billion from P7.40 billion last year.

Both operating business units enjoy Income Tax Holidays (ITH) as Board of Investments-registered companies. Moreover, SCPC recorded Net Operating Loss Carry Over (NOLCO) for losses incurred in purchase of replacement power to service bilateral power supply contracts amounting to P2.125 billion million.

As a result, the company recorded consolidated Benefit from Income Tax of PHP552.87 million as against last year's deferred tax benefit of P117.84 million. Coal and SLPGC recorded minimal Income Taxes of P81.51 million and P1.32 million, respectively.

The resulting consolidated Net Income After Tax (NIAT) dropped by 9% to P6.86 billion from P7.52 billion last year. This is before Other Comprehensive Income/Loss of P7.59 million and P12.59 million, respectively.

Net of eliminations, coal generated net income of P3.64 billion, while SCPC generated P3.24 billion. Pre-operating SLPGC incurred non-capitalizable project expenses, thus recording losses amounting to P15.44 million. Before eliminations, coal and power recorded NIAT of P7.77 billion and P2.59 billion, respectively. With higher outstanding shares after stock dividend declaration, Earnings per Share (EPS) stood at P6.42, 9% lower than same period last year's adjusted EPS of P7.05.

SPUG POWER

An added growth area of the power segment is under DMCI Power Corporation, a wholly-owned subsidiary of DMCI Holdings, Inc. DMCI Power is focused on getting power supply contracts with the electric cooperatives situated in the off-grid areas.

As of 31 December 2014, the total installed rated capacity of the power generating units in Masbate and Palawan are 24.4MW (12.4 MW bunker-fired and 12 MW diesel) and 33.10 MW (diesel), respectively. In addition, a 4x3.89 MW bunker-fired plant in Mindoro Oriental started commercial operations in February 2015.

Due to the increase in electricity demand in Masbate coupled with the full-year operation of the 25MW Guaranteed Dependable Capacity (GDC) generators and operation in new areas in Palawan namely the municipalities of Roxas and Quezon, sales volume reported in Masbate (79.15MW) and Palawan (53.22MW) rose by 8% and 78%, respectively, year-on-year. Average price/kwh in Masbate is P14.31/kwh and P12.37/kwh in Palawan.

Consequently, the total off-grid generation revenue went up by 31% to P1.8 billion in 2014 compared to P1.4 billion in 2013. Excluding one-time recovery adjustment of P72 million in 2013, net income rose by 37% to P243 million in 2014.

NICKEL

The nickel and metals (non-coal) mining business is reported under DMCI Mining Corporation, a wholly-owned subsidiary of DMCI Holdings, Inc.

DMCI Mining posted a net income of P362 million in 2014, an upsurge of 114% compared to P169 million reported in 2013.

The robust improvement is a result of higher average prices in 2014 and the ramping up of production and shipments beginning in the second quarter.

In addition to better operating performance, the consolidation of equity interest in both ENK and TMC accelerated the growth in net income. Revenues grew 4.7 times to P1.5 billion from P265 million, as nickel ore shipments increased to 1.21 million wet metric tons (WMT) in 2014 from 316 thousand WMT in 2013. Of the total shipments, one million WMT came from Berong and 205 thousand WMT from Acoje at a composite average price of \$48 per ton compared to \$20 per ton last year. Ore grades shipped ranges from 1.09% to 1.83%.

Consolidation of equity interest

On 25 March 2014, the Company acquired from D&A Income Ltd. the remaining 40% interest in ENK Plc for P3.1 billion. Upon completion of the acquisition, ENK became a wholly-owned subsidiary of DMCI Holdings, Inc. ENK owns the Acoje mine in Zambales.

In addition, DMCI Mining acquired the remaining 1.91% public ownership in Toledo Mining Corporation (TMC) in 2014, making it a wholly-owned subsidiary. TMC owns majority interest in Berong Nickel Corporation which has mining operations in Palawan. After company restructuring in late 2014, DMCI Mining now holds direct interest in Berong.

Explanation of movement in consolidated income statement accounts:

Cost of sales and services

It increased by 11% mainly due to higher sales volume in coal and nickel segments and the cost of replacement power purchases.

Operating Expenses

It decreased by 11% primarily due to repairs and additional depreciation charges in Calaca power units in 2013 and Calaca receivable provision recognized also in 2013.

Equity in Net Earnings

It increased by 14% mainly caused by higher profits of Maynilad.

Finance Income

Consolidated finance income decreased by 33% mainly due to lower interest rates for short-term placements and more real estate customers availing of bank financing due to lower interest rates compared to in-house financing.

Finance Costs

Consolidated interest expense decreased by 50% mainly due to lower borrowing rates and required capitalization of interest costs during asset construction period.

Net Gain on Business Combinations

Purchase price allocation for the acquisitions of ENK Plc. and Toledo Mining Corporation (TMC) resulted to a net gain of P519 million in 2014.

Other Income-net

It increased by 11% mainly due to net proceeds from sale of undeveloped lot. It also includes other income such as income from cancellation of real estate sales and other charges incurred during the period.

Provision for Income Tax

It decreased by 48% because of the one-time payment of capital gains tax on the Maynilad sale.

II. CONSOLIDATED FINANCIAL CONDITION

December 31, 2014 (Audited) vs December 31, 2013 (Audited)

The Company's financial condition for the period improved as consolidated total assets and total equity amounted to P137 billion and P67 billion, respectively as of 31 December 2014. Both numbers increased by 11%.

Consolidated cash decreased by 39% from P24.8 billion in 31 December 2013 to P15.2 billion in 31 December 2014 due mainly to capital expenditures for power expansion, payment of cash dividends, and acquisition of the remaining ENK Plc shares.

Available for sale financial assets increased by 14% from P60 million to P68 million due to mark-to-market gain recognized in equity.

Total receivables (current and non-current) went down by 21% from P20.2 billion to P15.8 billion mainly due to lower real estate receivables since more real estate customers have availed of bank financing.

Consolidated inventories grew by 24% from P23.2 billion to P28.6 billion coming mainly from land acquisition and continuing work in progress in the real estate segment.

Other current assets increased by 24% from P7.1 billion to P8.9 billion mainly due to higher net input VAT and unapplied creditable taxes.

Investments decreased by 6% as a result of transfer to full consolidation accounting of the associates (TMC associates) and joint venture (ENK Plc and subsidiaries) upon acquisition of control in 2014.

Property plant & equipment grew by 50% from P31.3 billion to P46.9 billion coming from the ongoing construction of 2x150MW Calaca power units and normal equipment acquisitions across the different business segment which is partially offset by depreciation.

Exploration and evaluation assets surged up 6 times due to first year consolidation of mine assets.

Goodwill surged up 9 times due to the purchase price allocation accounting of ENK Plc. and TMC.

Other noncurrent assets grew by 1% mainly due to increases in deferred input VAT, refundable deposits, other advances and development costs in the mining segments.

Accounts & other payables increased by 23% mainly attributed to normal trade transactions with suppliers and subcontractors in the construction and coal segments.

Customers' advances and deposits increased by 14% due to payments received from real estate customers the corresponding revenue of which has yet to be realized under full completion method of accounting.

Income tax payable increased by 23% due to higher taxable income in the fourth quarter of 2014 compared to last year.

Liabilities for purchased land increased by 59% mainly due to the acquisition of land for real estate development.

Short-term debt decreased slightly by 4% due to short-term debt repayment.

Long term debt increased slightly by 2% due mainly to drawdowns in the power business to finance expansion.

Deferred tax liabilities increased by 162% mainly due to the excess of book over tax income in real estate sales and full consolidation of the nickel mining companies starting in 2014.

Other noncurrent liabilities increased by 37% due mainly to deposit received for future sale of PIDC investment.

Paid-up capital increase by 140% due to increase in paid-up capital by way of stock dividends declaration.

Consolidated retained earnings decreased by 14% primarily due to Parent Company's stock dividends and cash dividends declaration amounting to P10.6 billion and P6.4 billion, respectively.

Non-controlling interest increased by 17% as a result of its share in the consolidated net income of Semirara.

III. KEY PERFORMANCE INDICATORS

The Company and its Subsidiaries (the "Group") has the following as its key performance indicators:

- f) Segment Revenues
- g) Segment Net Income (after Non-controlling Interests)
- h) Earnings Per Share
- i) Current Ratio
- j) Debt to Equity Ratio

SEGMENT REVENUES

(in Php Millions)	Audited		Variance	%
	2014	2013		
COAL MINING	P16,277	P12,573	P3,704	29%
NICKEL MINING	1,516	265	1,251	472%
CONSTRUCTION*	12,137	14,360	(2,223)	-15%
REAL ESTATE	12,494	12,166	328	3%
POWER	14,137	16,607	(2,470)	-15%
TOTAL	P56,561	P55,971	P590	1%

*Includes sales revenue from Wire Rope

The initial indicator of the Company's gross business results are seen in the movements in the different business segment revenues. As illustrated above the significant main drivers for revenue growth are the mining

businesses. Revenue from the power segment was down due to extended plant outage in Calaca (see Part I. Results of Operations – different segments for a detailed discussion per business).

NET INCOME AFTER NON-CONTROLLING INTERESTS

(in Php Millions)	Audited		Variance	
	2014	2013	Amount	%
COAL MINING	P2,299	P1,022	P1,277	125%
NICKEL MINING	362	169	193	114%
CONSTRUCTION	479	1,275	(796)	-62%
REAL ESTATE	3,241	2,655	586	22%
POWER	2,011	3,478	(1,467)	-42%
WATER	2,037	1,915	122	6%
PARENT COMPANY	(173)	65	(238)	-366%
CORE NET INCOME	10,256	10,579	(323)	-3%
ONE-TIME GAIN	519	8,358	(7,839)	-94%
TOTAL	10,775	P18,937	(P8,162)	-43%

The net income (after non-controlling interest) or bottom line results from operations of the Company have multiple drivers for growth from different business segments. For the period, coal, nickel, real estate, and water posted strong growth in earnings while power and construction businesses declined (see Part I. Results of Operations – different segments for a detailed discussion per business).

EARNINGS PER SHARE

The Company's consolidated basic and diluted earnings per share (EPS) for the period was P0.81/share accounting for a 43% decrease from the P1.42/share EPS last year mainly affected by the one-time gain on sale of 16% Maynilad interest recognized in the previous year. The previous year figure is adjusted for the effect of the 400% stock dividend paid in 2014 to make it comparable. (see Part I. Results of Operations – different segments for a detailed discussion per business).

CURRENT RATIO

Liquidity is an essential character of any organization, and the Company, including the Group as a whole, should indicate acceptable levels of liquidity. The initial test of liquidity is the current ratio, which will display a company's ability to satisfy current obligations with current resources. Current ratio is arrived at by dividing the current assets over the current liabilities. The Company uses this test and compares it with industry balances to determine its ability to satisfy current obligations with respect to its competitors (see Part II. Financial Condition for a detailed discussion).

DEBT TO EQUITY RATIO

As a stockholder/investor, financial position and stability would be an important aspect. The Company tests its financial position through the debt to equity ratio. This test indicates the Company's ownership of creditors vs. owners/investors. In addition, debt to equity ratio maintenance is a requirement set by creditors as a standard for extending credit. Debt to equity ratio is computed by dividing the interest-bearing loans over total equity (see Part II. Financial Condition for a detailed discussion).

OTHER RELEVANT FINANCIAL SOUNDNESS RATIOS

	Dec. 31 2014	Dec. 31 2013
Current Ratio	212%	246%
Debt to Equity Ratio	56%	61%

Asset to Equity Ratio	206%	206%
Return on Assets Ratio	10%**	13%*
	11%	20%
Return on Equity Ratio	21%**	25%*
	22%	41%
Interest Coverage Ratio	8.7 times**	9.9 times*
	9.0 times	14.8 times
Gross Margin Ratio	33%	39%
Net Profit Margin Ratio	23%**	25%*
	24%	40%

*Excluding one-time gain of P8.36 billion in 2013

**Excluding one-time gain of P519 million in 2014

PART II--OTHER INFORMATION

1. The Company's operation is a continuous process. It is not dependent on any cycle or season;
11. Economic and infrastructure developments in the country may affect construction business; Interest rate movements may affect the performance of the real estate industry; Mining activities are generally hinged on the commodities market.
12. On 15 May 2014, the Board of Directors of the Parent Company declared cash dividends amounting P1.20 regular dividends and P1.20 special cash dividends in favor of the stockholders of record as of 30 May 2014. It was paid on 13 June 2014 with a total amount of P6.37 billion
13. The Board approved the declaration of stock dividends amounting to P10,621,976,000.00 billion, divided into 10,621,976,000 common shares at the par value of P1.00 per share, or 4 common shares for every one common share held, from the unrestricted retained earnings of the Corporation as of 31 December 2013, and to be issued from the increase in the authorized capital stock of the Corporation. It was approved and ratified by the stockholders at the annual meeting on 5 August 2014.
14. The Board approved the increase in the authorized capital stock of the Corporation from P6,000,000,000.00, divided into 5,900,000,000 common shares and 100,000,000 preferred shares, both with a par value of P1.00 per share, to P20,000,000,000.00, divided into 19,900,000,000 common shares and 100,000,000 preferred shares, both with a par value of P1.00 per share, by way of stock dividend declaration; It was approved and ratified by the stockholders at the annual meeting on 5 August 2014. SEC approved the increase in the authorized capital stock via stock dividend on 18 September 2014. It was paid on 7 November 2014 in favor of the stockholders of record as of 17 October 2014.
15. There were no undisclosed material subsequent events and transferring of assets not in the normal course of business that have not been disclosed for the period that the company have knowledge of;
16. There are no material contingencies during the interim period; events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation that has been disclosed in the notes to financial statements.
17. There are no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons created during the reporting period

18. Except for interest payments on loans, which the Company can fully service, the only significant commitment that would have a material impact on liquidity are construction guarantees. These are usually required from contractors in case of any damage / destruction to a completed project.
19. There are no known trends or known demands, commitments, events or uncertainties that will result in or that will have a material impact on Company's liquidity.
20. The Group does not have any offering of rights, granting of stock options and corresponding plans therefore.
21. All necessary disclosures were made under SEC Form 17-C

C. FINANCIAL STATEMENTS

The Financial Statements incorporated herein by reference to the attached audited financial statements.

D. INFORMATION ON INDEPENDENT ACCOUNTANT AND OTHER RELATED MATTERS

The principal accountants and external auditors of the Company and its subsidiaries is the accounting firm Sycip, Gorres, Velayo and Co. (SGV & Co.). Pursuant to the General Requirements of SRC Rule 68, paragraph 3 (Qualifications and Reports of Independent Auditors), the Company and its subsidiaries has engaged the services of SGV & Co. as external auditor and Ms. Cyril Jasmine B. Valencia is the Partner-in-Charge starting 2013 audit period or less than five years following the regulatory policy of audit partner rotation every five years.

I. External Audit Fees and Services

- a. Audit and Audit Related Fees – The Company and its Subsidiaries paid its external auditors the following fees in the past two (2) years:

	2015	2014
	Fee	Fee
Beta Electric Corporation	463,108.80	441,056.00
D. M. Consunji, Inc.	1,378,125.00	1,312,500.00
DMCI Holdings, Inc.	3,583,272.00	3,583,272.00
DMCI Homes Inc.	490,876	471,995.00
DMCI Homes Property Management Corporation	92,400	73,920.00
DMCI Masbate Power Corporation	387,156.00	368,676.00
DMCI Mining Corporation	409,948.00	372,680.00
DMCI Palawan Power Corporation	12,320	12,320.00
DMCI Power Corporation	288,904	250,958.00
DMCI Project Developers Inc.	2,850,245	2,740,621.00

Enickel Berhold	102,499.64	102,499.64
Enickel Holdings	101,778.89	92,281.34
European Nickel PLC-ROHQ (Enickel Services Philippines)	102,499.64	94,558.60
Fil-Asian Strategic Resources & Prop. Corp.	178,825.16	184,671.07
Fil-Euro Asia Nickel Corp*	135,507.31	129,298.60
Hampstead Gardens Corporation	-	60,000.00
Heraan Holdings	102,499.64	92,349.20
Montague Resources Phil. Corp	101,778.89	92,281.34
Montemina Resources Corp*	129,347.89	123,052.03
Mt. Lanat Metals Corp.	98,550.77	92,369.75
PDI Hotels, Inc.	174,181	167,482.00
Riviera Land Corporation	61,600	61,600
Sem Balayan Power Generation Corp.	30,800.00	30,800.00
Sem Calaca RES Corporation	36,960.00	36,960.00
Sem-Cal Industrial Park Developers, Inc.	36,960.00	36,960.00
Sem-Calaca Power Corporation	2,137,520.00	2,032,800.00
Semirara Claystone Inc.	49,280.00	49,280.00
Semirara Energy Utilities , Inc.	30,800.00	30,800.00
Semirara Mining and Power Corporation	2,445,520.00	2,328,480.00
Southwest Luzon Power Corporation	554,400.00	338,800.00
St. Raphael Power Power Generation Corp.	30,800.00	30,800.00
TMM Management Inc.	101,137.00	206,080.00
Ulugan Nickel Corporation	108,831.00	109,480.00
Wire Rope Corporation of the Philippines	516,208.00	491,568.00
Zambales Chromite Mining Company, Inc.	185,226.91	186,091.05
Zambales Diversified Metals Corp.	757,429.41	695,041.85
Zambales Nickel Processing Corp.	98,550.77	92,268.75
ZamNorth Holdings Corp.	98,550.77	92,354.41
ZDMC Holdings*	101,778.89	92,281.34
Zenith Mobility Solutions Services, Inc	61,600.00	-
Berong Nickel Corporation*		1,054,500.00
Nickeline Resources Holdings, Inc. *	1,413,087.54	109,480.00
Ulugan Resources Holdings, Inc. *		109,480.01
Total	20,040,864	19,074,747

*Group fees

- b. Tax Fees - **NONE**
- c. All other fees – **Php488,320.00 (non-audit fees)**
- d. Changes In And Disagreements With Accountants On Accounting And Financial Disclosure -
There has been no change or disagreements with certifying accountants.

- e. The Company's Audit Committee reviews and discusses with management and the external auditor the annual audited financial statements, including discussion of material transactions with related parties, accounting policies, as well as the external auditor's written communications to the Committee and to management. It also reviews the external auditor's audit plans that increase the credibility and objectivity of the Company's financial reports and public disclosure.

PART III - CONTROL AND COMPENSATION INFORMATION

A. DIRECTORS AND EXECUTIVE OFFICERS OF THE ISSUER

(1) Identify Directors, Including Independent Directors, and Executive Officer.

<u>Name</u>	<u>Position</u>	<u>Age</u>
ISIDRO A. CONSUNJI	Chairman and President	67
CESAR A. BUENAVENTURA	Vice-Chairman of the Board	86
HERBERT M. CONSUNJI	Director/Vice President & CFO	63
JORGE A. CONSUNJI	Director	64
VICTOR A. CONSUNJI	Director	65
MA. EDWINA C. LAPERAL	Director/Treasurer	54
LUZ CONSUELO A. CONSUNJI	Director	62
HONORIO O. REYES-LAO	Independent Director	71
ANTONIO JOSE U. PERIQUET	Independent Director	54
NOEL A. LAMAN	Corporate Secretary	75
VICTOR S. LIMLINGAN	Managing Director	72
MA. CRISTINA C. GOTIANUN	Asst. Treasurer	61
MA. PILAR P. GUTIERREZ	Asst. Corporate Secretary	39

A. REGULAR DIRECTORS

Isidro A. Consunji – is 67 years old; has served the Corporation as a regular director for twenty one (21) years since March 1995; is a regular Director of the following: **(Listed)** Semirara Mining and Power Corp. and Atlas Consolidated Mining and Development Corp.; **(Non-listed)** D. M. Consunji, Inc., DMCI Project Developers, Inc., DMCI Mining Corp., DMCI Power Corp., DMCI Masbate Corp., Maynilad Water Holdings, Co. Inc., Maynilad Water Services, Inc., Sem-Calaca Power Corp., Southwest Luzon Power Generation Corp., Sem-Calaca Res Corp., Sem-Cal Industrial Park Developers, Inc., Dacon Corp., DFC Holdings, Inc., Beta Electric Corp. and Crown Equities, Inc. **Education.** Bachelor of Science in Engineering (University of the Philippines), Master of Business Economics (Center for Research and Communication), Master of Business Management (Asian Institute of Management), Advanced Management (IESE School, Barcelona, Spain). **Civic Affiliations.** Philippine Overseas Construction Board, *Chairman*, Construction Industry Authority of the Philippines, *Board Member*, Philippine Constructors Association, *Past President*, Philippine Chamber of Coal Mines, *Past President*, Asian Institute of Management Alumni Association, *Member*, UP Alumni Engineers, *Member*, UP Aces Alumni Association, *Member*.

Cesar A. Buenaventura – is 86 years old; has served the Corporation as a regular director for twenty one (21) years since March 1995; is a regular Director of the following: **(Listed)** Semirara Mining and Power Corp., iPeople Inc., Petroenergy Resources Corp., Concepcion Industrial Corp; **(Non-listed)** D.M. Consunji, Inc., Pilipinas Shell Petroleum Corp., Manila International Airport Authority, Mitsubishi-Hitachi Phils,

Inc. **Education.** Bachelor of Science in Civil Engineering (University of the Philippines), Masters Degree in Civil Engineering, Major in Structures (Lehigh University, Bethlehem, Pennsylvania). **Civic Affiliations.** Pilipinas Shell Foundation, *Founding Member*, Makati Business Club, *Board of Trustee* University of the Philippines, *Former Board of Regents*, Asian Institute of Management, *Former Board of Trustee*, Benigno Aquino Foundation, *Past President*, Honorary Officer, Order of the British Empire (OBE) by Her Majesty Queen Elizabeth II.

Herbert M. Consunji – is 63 years old; has served the Corporation as a regular director for twenty one (21) years since March 1995; is a regular Director of the following: **(Listed)** Semirara Mining and Power Corporation; **(Non-listed)** Subic Water and Sewerage Company, Inc., Philippines Hydro, Inc. , DMCI Mining Corp., Sem-Calaca Res Corporation, DMCI Power Corp., Sem-Calaca Power Corp., Southwest Luzon Power Generation Corp., Sem-Cal Industrial Park Developers, Inc. **Education.** Bachelor of Science in Commerce, Major in Accounting (De La Salle University), Certified Public Accountant (CPA). **Civic Affiliations.** Philippine Institute of Certified Public Accountants, *Member*.

Jorge A. Consunji – is 64 years old; has served the Corporation as a regular director for twenty one (21) years since March 1995; is a regular Director of the following: **(Listed)** Semirara Mining and Power Corp.; **(Non-listed)** D.M. Consunji Inc., DMCI Project Developers, Inc., DMCI Mining Corp., DMCI Power Corp., DMCI Masbate Corp., Sem-Calaca Power Corp., Southwest Luzon Power Generation Corp., DMCI Concepcion Power Corp., Maynilad Water Holdings, Co. Inc., Maynilad Water Services, Inc., Dacon Corp., DFC Holdings, Inc., Beta Electric Corporation, Wire Rope Corporation, Private Infra Dev Corp., Manila Herbal Corporation, Sirawai Plywood & Lumber Co., M&S Company, Inc. **Education.** Bachelor of Science in Industrial Engineering (De La Salle University); Attended the Advanced Management Program Seminar at the University of Asia and the Pacific and Top Management Program at the Asian Institute of Management. **Civic Affiliations.** Construction Industry Authority of the Phils, *Board Member*, Asean Constructors Federation, *Former Chairman*, Phil. Constructors Association, *Past President/Chairman*, Phil. Contractors Accreditation Board, *Former Chairman*, Association of Carriers & Equipment Lessors, *Past President*.

Victor A. Consunji - is 65 years old; has served the Corporation as a regular director for twenty one (21) years since March 1995; is a regular Director of the following: **(Listed)** Semirara Mining and Power Corp.; **(Non-listed)** DMCI Power Corp., Sem-Calaca Power Corp., Southwest Luzon Power Generation Corp., Sem Calaca Res Corporation, Dacon Corp., DMCI Masbate Corp., DMCI Mining Corp. , D.M. Consunji Inc. , DFC Holdings, Inc., M&S Company, Inc., Sodaco Agricultural Corporation, Ecoland Properties Development Corporation., DMC Urban Properties Development Inc., Sirawai Plywood & Lumber Corp., Royal Star Aviation, Inc., Zanorte Palm-Rubber Plantation, Inc. **Education.** AB Political Science (Ateneo de Manila and Ateneo de Davao); Chevalier College, Australia (secondary); San Beda College, Manila (elementary).

Ma. Edwina C. Laperal - is 54 years old; has served the Corporation as a regular director from March 1995 to July 2006 (11years and 4 months) and from July 2008 to present (7 years and 2 months); is a regular Director of the following: **(Listed)** Semirara Mining and Power Corporation; **(Non-listed)** D.M. Consunji, Inc., DMCI Project Developers, Inc., Dacon Corporation, DMCI Urban Property Developers, Inc, Sem-Calaca Power Corp., DFC Holdings, Inc. **Education.** BS Architecture (University of the Philippines), Masters in Business Administration (University of the Philippines). **Civic Affiliations.** UP College of Architecture Alumni Foundation Inc., *Member*; United Architects of the Philippines, *Member*; Guild of Real Estate Entrepreneurs And Professionals (GREENPRO) formerly Society of Industrial-Residential-Commercial Realty Organizations, *Member*; Institute of Corporate Directors, *Fellow*.

Luz Consuelo A. Consunji – is 62 years old; a regular director of the following: **(Non-listed)** South Davao Development Corp., Dacon Corp. and Zanorte Palm-Rubber Plantation, Inc.; **Education.** Bachelor's Degree in Commerce, Major in Management (Assumption College), Master's in Business Economics (University of Asia and the Pacific). **Civic Affiliations.** Mary Mother of the Poor Foundation, *Treasurer* (May 2012-July 2014), Missionaries of Mary Mother of the Poor, *Treasurer* (May 2012 – present).

B. INDEPENDENT DIRECTORS

Honorio O. Reyes-Lao - is 71 years old; has served the Corporation as an Independent Director for six (6) years and eight (8) months since July 2009; is director of Philippine Business Bank **(Listed)**; **Non-Listed (Past Positions)** Gold Venture Lease and Management Services Inc. (2008-2009), First Sovereign Asset Management Corporation (2004-2006, CBC Forex Corporation (1998-2002) , CBC Insurance Brokers, Inc. (1998-2004), CBC Properties and Computers Center, Inc. (1993-2006); **Education.** Bachelor of Arts, Major in Economics (De La Salle University), Bachelor of Science in Commerce, Major in Accounting (De La Salle University), Masters Degree in Business Management (Asian Institute of Management); **Civic Affiliations.** Institute of Corporate Directors, *Fellow*, Rotary Club of Makati West, *Member/Treasurer*, Makati Chamber of Commerce and Industries, *Past President*.

Antonio Jose U. Periquet is 54 years old; has served the Corporation as an Independent Director for five (5) years and 7 months since August 2010; he is director of the following: **(Listed)** ABS-CBN Corporation, ABS-CBN Holdings Corp., Ayala Corporation , Bank of the Philippine Islands , Max's Group of Companies, Philippine Seven Corporation, Inc.; **(Non-listed)** Albizia ASEAN Tenggara Fund, Campden Hill Group, Inc., Campden Hill Advisors, Inc., Pacific Main Holdings, Lyceum of the Philippines University, The Straits Wine Company, Inc., BPI Capital Corporation, BPI Family Savings Bank, Inc.; **Education.** MBA, Darden Graduate School of Business Administration, University of Virginia, USA (1990); Master of Science (Econ), Oxford University, UK (1988); Bachelor of Arts (Econ), Ateneo de Manila University (1982); **Civic Affiliations.** Global Advisory Council, Darden Graduate School of Business Administration, University of Virginia, *Member*; Finance and Budget Committee of the Board, Ateneo de Manila University, *Member*; Finance Committee, Philippine Jesuit Provincial, *Member*.

C. KEY OFFICERS

Noel A. Laman is 75 years old; has served the Corporation as Corporate Secretary for twenty one (21) years since March 1995; he holds the following positions: **(Non-listed)** Castillo Laman Tan Pantaleon & San Jose Law Offices, Founder/Senior Partner; DCL Group of Companies, *Treasurer*; Boehringer Ingelheim (Phils.), Inc., Non-executive Director; Merck, Inc, Non-executive Director. **Education.** Bachelor of Science, Jurisprudence (University of the Philippines); Bachelor of Laws (University of the Philippines); Master of Laws (University of Michigan Law School); **Civic Affiliations.** Integrated Bar of the Philippines, *Past Secretary, Treasurer, Vice President, Makati Chapter*; Rotary Club Makati West, *Past President*; Intellectual Property Association of the Philippines (IPAP), *Past President*; Asian Patent Attorneys Association (APAA), *Past Council Member*; Firm Representative to the German Philippine Chamber of Commerce, Inc., *Member*.

Ma. Pilar P. Gutierrez is 39 years old; has served the Corporation as Assistant Corporate Secretary for six (6) years since July 2010; she holds the following positions: **(Listed)** National Reinsurance Corporation of the Philippines, Assistant Corporate Secretary; **(Non-listed)** Castillo Laman Tan Pantaleon & San Jose Law Firm, Partner; Pricon Microelectronics, Inc., Corporate Secretary; Test Solution Services, Inc., Corporate Secretary; Manpower Resources of Asia, Inc., Corporate Secretary; Sealanes Marine Services, Inc., Corporate Secretary; Software AG Philippines, Inc., Corporate Secretary; Oncho Philippines, Inc., Corporate Secretary; Mercury

Battery Industries, Inc., Corporate Secretary; Philippine Advanced Processing Technology, Inc., Corporate Secretary; Rentokil Initial Philippines, Inc., Corporate Secretary; Jacobs Projects Philippines, Inc., Corporate Secretary; Successfactors Philippines, Inc., Corporate Secretary; D.M. Consunji, Inc., Asst. Corporate Secretary; DMCI Project Developers, Inc., Asst. Corporate Secretary; Dacon Insurance Brokers, Inc., Asst. Corporate Secretary; Wire Rope Corporation of the Philippines, Asst. Corporate Secretary; Honeywell CEASA (Subic Bay) Company, Inc., Asst. Corporate Secretary; IMS Health Philippines, Inc., Asst. Corporate Secretary; SingTel Philippines, Inc., Asst. Corporate Secretary; Koyo Manufacturing Philippines Corporation, Asst. Corporate Secretary. **Education.** Bachelor of Laws, University of the Philippines; Bachelor of Science in Management, Major in Legal Management (B.S.L.M.), Ateneo de Manila University.

Victor S. Limlingan is 72 years old; has served the Corporation as Managing Director for seven (7) years since February 2009; he holds the following positions: **(Non-Listed)** DMCI Project Developers, Inc., Non-executive Director; D.M. Consunji, Inc., Non-executive Director; Berong Nickel Corporation, Non-executive Director; Regina Capital Development Corporation, Chairman; Cristina Travel Corporation, Chairman; Vita Development Corporation, Chairman; Guagua National Colleges, Chairman. **Past Positions.** DMCI Holdings, Inc., Independent Director (2006-2009); Asian Institute of Management, Professor (1973-2008); Civil Aeronautics Board, Member (1992-1997); Asian Development Bank, Deputy to the Philippine Executive Director (1986-1990); **Education.** Bachelor of Arts, Major in Engineering, Ateneo De Manila University; Master in Business Management, Ateneo De Manila University; Doctor of Business Administration, Harvard University. **Civic Affiliations.** Management Association of the Philippines, *Member*.

Cristina C. Gotianun is 61 years old; has served the Corporation as Assistant Treasurer for twenty one (21) years; she is a regular director the following positions: **(Listed)** Semirara Mining and Power Corporation; **(Non-listed)** Dacon Corporation, D.M. Consunji, Inc., DMCI Power Corporation, Sem-Calaca Power Corp., Southwest Luzon Power Generation Corp., Sirawan Food Corporation, Sem-Cal Industrial Park Development Corp., St. Raphael Power Generation Corp., Semirara-Energy Utilities, Inc., Semirara Claystone, Inc., Sem Calaca Res Corp. **Education.** Bachelor of Science in Business Economics (University of the Philippines), Major in Spanish - Instituto de Cultura Hispanica, Madrid, Spain; Special Studies in Top Management Program, AIM ACCEED; and Strategic Business Economics Program, University of Asia & the Pacific. **Civic Affiliations.** Institute of Corporate Directors, *Fellow*.

Currently, there are no director or executive officer share options relating to the capital of the Company.

(2) Identify Significant Employees –

- (a) The following are the significant employees of the Registrant who are not executive officers but who are expected by Registrant to make a significant contribution to the business:

Significant Employees	Position held in Registrant	Age
Ma. Luisa C. Austria	Administrative / Accounting Officer	64
Brian T. Lim	Finance Officer	30
Tara Ann C. Reyes	Investor Relations Officer	38
Cherubim O. Mojica	Corporate Communications Head	38

Ms. Ma. Luisa C. Austria, Mr. Aldric G. Borlaza, Mr. Brian T. Lim, Ms. Tara Ann C. Reyes and Ms. Cherubim O. Mojica will continue to hold their respective positions with the Registrant for the year 2016-2017.

(b) Brief descriptions of the business experience of the above significant employees of the Registrant:

Ma. Luisa C. Austria is a former Accounting Supervisor of D. M. Consunji, Inc. (1989 to 1996). She is now the Administrative/Accounting Officer of the Registrant and has been holding said position for twenty (20) years since 1996.

Brian T. Lim is the Finance Officer of the Company since August 15, 2012. He used to work with Sycip, Gorres, Velayo & Co. (SGV) for five years as assurance director/audit manager.

Tara Ann C. Reyes joined the Company in January 2013 as Investor Relations Officer. She trained under the Financial Planning and Forecasting department at Metro Pacific Investment Corp. for eight (8) months.

Cherubim O. Mojica worked as the Head of Corporate Communications Dept. of Maynilad from October 2008 to 2014; Corporate Communications Coordinator of First Philippine Corp. from December 2007 to July 2000; Deputy Supervisor of the US Embassy Manila from July 2000 to November 2007; and Political Affairs Officer VI of House of Representatives of the Philippines from March 1999 to February 2000. She joined the Company last September 2014 as Corp. Communications Officer.

Term of office. The term of office of Ms. Austria is approximately twenty (20) years. Mr. Lim has been with the Company for four years. Ms. Reyes has served as Investor Relations Officers for three (3) years since 2013. Ms. Mojica served as Head of Corp. Communications for one year and six months since October 2014.

(3) Family Relationships - Describe any family relationships up to the fourth civil degree either by consanguinity or affinity among directors, executive officers, or persons nominated or chosen by the registrant to become directors or executive officers. – **See below:**

<u>Name</u>	<u>Relationship</u>
David M. Consunji	Father of Isidro A. Consunji, Jorge A. Consunji, Victor A. Consunji, Cristina C. Gotianun. Ma. Edwina C. Laperal, and Luz Consuelo A. Consunji
Isidro A. Consunji, Jorge A. Consunji, Victor A. Consunji, Cristina Gotianun, Ma. Edwina C. Laperal and Luz Consuelo A. Consunji	Children of David M. Consunji
Herbert M. Consunji	Nephew of David M. Consunji and cousin of Isidro A. Consunji, Jorge A. Consunji, Victor A. Consunji, Cristina C. Gotianun, Ma. Edwina C. Laperal and Luz Consuelo A. Consunji

(4) Involvement in Certain Legal Proceedings - *None of the directors, executive officers and nominees for election is subject to any pending material legal proceedings*

(a) Any bankruptcy petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time - **NONE**

- ii. Any conviction by final judgment, including the nature of the offense, in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses - **NONE**
- iii. Being subject to any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities, commodities or banking activities - **NONE**
- iv. Being found by a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign Exchange or other organized trading market or self regulatory organization, to have violated a securities or commodities law or regulation, and the judgment has not been reversed, suspended, or vacated – **NONE**

B. EXECUTIVE COMPENSATION

ANNUAL COMPENSATION

Name	Principal Position	Salary	Bonus	Per Diem Allowance**	Other annual compensation
Isidro A. Consunji	Chairman of the Board of Directors/President				
Cesar A. Buenaventura	Vice – Chairman of the Board of Directors				
Herbert M. Consunji	Vice President & Chief Financial Officer				
Ma. Edwina C. Laperal	Treasurer				
	YEARS				
	2013	P 5,085,300.00		P 260,000.00	
	2014	P 5,086,924.00		P 270,000.00	
	2015	P 5,139,699.26		P 240,000.00	
	2016*	P 5,139,699.26		P 240,000.00	
	TOTAL:	P 20,451,622.52		P 1,010,000.00	
	YEARS				
All other directors and executive officers as a group unnamed	2013	P 6,499,831.24		P 300,000.00	
	2014	P 6,499,831.24		P 290,000.00	
	2015	P 8,700,634.44		P 340,000.00	
	2016*	P 8,700,634.44		P 340,000.00	
	TOTAL:	P 30,400,931.36		P 1,270,000.00	

*Approximate figures

** Each director receives Php 10,000.00 for every regular meeting of the Board and Committees.

There is no contract covering their employment with the Corporation and they hold office by virtue of their election to office. The Company has no agreements with its named executive officers regarding any bonus, profit sharing, pension or retirement plan.

There are no outstanding warrants, options, or right to repurchase any securities held by the directors or executive officers of the Company.

C. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

a. Beneficial Ownership of Directors of the Corporation as of December 31, 2015.

Title of Class	Name of Beneficial Owner	Amount and Nature of Beneficial Ownership	Percent of Class
Common	Isidro A. Consunji	65,000.00	0.0005%
Common	Cesar A. Buenaventura	900,000.00	0.0068%
Common	Victor A. Consunji	5,000.00	0.0000%
Common	Jorge A. Consunji	5,000.00	0.0000%
Common	Herbert M. Consunji	23,000.00	0.0002%
Common	Ma. Edwina C. Laperal	3,315,000.00	0.0249%
Common	Luz Consuelo A. Consunji	1,000.00	0.0000%
Common	Honorio O. Reyes-Lao	175,000.00	0.0013%
Common	Antonio Jose U. Periquet	125,000.00	0.0009%
AGGREGATE OWNERSHIP OF ALL DIRECTORS AS A GROUP		4,618,000.00	0.0348%

b. Owners owning 5% or more of the voting stocks of the Corporation as of December 31, 2015.

Title of Class	Name and Address of Beneficial Owner	Amount/Nature of Beneficial Ownership	Percent of Class
Common	Dacon Corporation (Fil) c/o Isidro A. Consunji 2281 Pasong Tamo Ext. Makati City	6,838,807,440	51.5069%
Common	DFC Holdings, Inc. (Fil) c/o Cristina C. Gotianun 2281 Pasong Tamo Ext. Makati City	2,380,442,010	17.9284%
Common	PCD Nominee Corp. (For) G/F Makati Stock	2,170,626,244	16.3482%

	Exchange Bldg., 6767 Ayala Avenue, Makati City		
Common	PCD Nominee Corp. (Fil) G/F Makati Stock Exchange Bldg., 6767 Ayala Ave., Makati City	1,463,786,636	11.0245%

Below is the list of the individual beneficial owners under PCD account who holds more than 5% of the voting securities of Registrant.-

Common	Deutsche Bank 26/F Ayala Tower One Ayala Avenue, Makati City	1,009,016,855.00	7.5994%

c. Changes in Control – NONE

d. Certain Relationships and Related Transactions

2015 Third Quarter Financial Statements

Related parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making the financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence. Related parties may be individuals or corporate entities.

Transactions entered into by the Group with related parties are at arm's length and have terms similar to the transactions entered into with third parties. In the regular course of business, the Group's significant transactions with related parties include the following:

- a. Comprehensive surety, corporate and letters of guarantee issued by the Group for various credit facilities granted to and for full performance of certain obligations by certain related parties.
- b. Certain assets of the Group, associates and other related parties were placed under accommodation mortgages to secure the indebtedness of the Group, its associates and other related parties.
- c. Engineering and construction works of the water business is contracted to the construction segment of the Group. These projects are bid out to various contractors and are awarded on arms length transactions. The interrelated contracts amounted to ₱3,253.3 million and ₱988.37 million as of September 30, 2015 and 2014 respectively, where ₱281.99 million and ₱216.64 million were booked for the period ended September 30, 2015 and 2014, respectively.
- d. Services rendered by DMC-CERI, an affiliate under common stockholder, relating to coal operations. These services are for the confirmatory drilling for coal reserve evaluation of identified potential areas, exploratory drilling of other minerals within Semirara Island, dewatering well drilling along cut-off wall of Panian mine and fresh water well drilling for industrial and domestic supply under an agreement.

AUDITED FINANCIAL STATEMENTS 2015

Related Party Transactions

Related parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making the financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence. Related parties may be individuals or corporate entities.

Transactions entered into by the Group with related parties are at arm's length and have terms similar to the transactions entered into with third parties. In the regular course of business, the Group's significant transactions with related parties include the following:

	2015			
	Due from (Due to)	Amount / Volume*	Term	Conditions
Affiliates				
<i>Receivable from related parties</i> (Note 7)				
b. Construction contracts	₱29,795	₱21,512	Payable on demand, noninterest-bearing	Unsecured
c. Receivable from affiliates	57,217	—	Payable on demand, noninterest-bearing	Unsecured
d. Equipment rentals	15,168	15,168	Payable on demand, noninterest-bearing	Unsecured
e. Payroll processing	15,243	2,274	Payable on demand, noninterest-bearing	Unsecured
f. Transfer of materials and reimbursement of shared and operating expenses	26,219	27,172	Payable on demand, noninterest-bearing	Unsecured
<i>Payable to related parties</i>				
g. Payable to affiliates	(32,742)	31,039	Payable on demand, noninterest-bearing	Unsecured
h. Mine exploration, coal handling and hauling services	(98,331)	370,325	Payable on demand, noninterest-bearing	Unsecured
i. Equipment rental expenses	(55,539)	55,539	Payable on demand, noninterest-bearing	Unsecured
j. Other general and administrative expense	(6,891)	5,104	Payable on demand, noninterest-bearing	Unsecured
k. Aviation services	(12,725)	247	Payable on demand, noninterest-bearing	Unsecured
l. Office and parking rental	(9,926)	7,991	Payable on demand, noninterest-bearing	Unsecured
m. Arrastre and Cargo Services	(774)	774	Payable on demand, noninterest-bearing	Unsecured
n. Purchases of office supplies and refreshments	(700)	700	Payable on demand, noninterest-bearing	Unsecured
<i>Others</i>				
b. Construction contracts	(1,218)	1,218	Payable on demand, noninterest-bearing	Unsecured
o. Nickel Delivery	(3,140)	164	Payable on demand, noninterest-bearing	Unsecured
p. Labor charges	(2,628)	—	Payable on demand, noninterest-bearing	Unsecured

**Balances presented pertain to transactions between related parties during the year. Amounts are not reduced by subsequent collections/payments during the year.*

	2014			
	Due from (Due to)	Amount / Volume*	Term	Conditions
Associates				
Receivable from related parties				
a. Construction contracts	₱532,548	₱1,846,854	1-30 days	Unsecured, no impairment
Payable to related parties				
a. Advances from contract owners	(74,042)	—	Noninterest-bearing	Unsecured, no impairment
Others				
a. Retention Receivables	123,536	—	Noninterest-bearing	Unsecured, no impairment
a. Advances to subcontractors, suppliers and contract owners	2,025	—	Noninterest-bearing	Unsecured, no impairment
Affiliates				
Receivable from related parties				
b. Construction contracts	8,283	—	Payable on demand, noninterest-bearing	Unsecured
c. Receivable from affiliates	11,515	11,515	1-30 days	Unsecured, no impairment
d. Equipment rentals	26,157	26,157	1-30 days	Unsecured, no impairment
e. Payroll processing	16,584	15,962	Payable on demand, noninterest-bearing	Unsecured
Payable to related parties				
g. Payable to affiliates	(1,703)	1,112	Payable on demand, noninterest-bearing	Unsecured
h. Mine exploration, coal handling and hauling services	(169,545)	157,477	Payable on demand, noninterest-bearing	Unsecured
j. Other general and administrative expense	(1,787)	325	Payable on demand, noninterest-bearing	Unsecured
k. Aviation services	(12,722)	7,037	Payable on demand, noninterest-bearing	Unsecured
l. Office and parking rental	(1,991)	5,159	Payable on demand, noninterest-bearing	Unsecured
Others				
j. Other general and administrative expense	(331)	331	Payable on demand, noninterest-bearing	Unsecured
o. Nickel delivery	(54,639)	20,461	Payable on demand, noninterest-bearing	Unsecured
p. Labor charges	(2,628)	—	Payable on demand, noninterest-bearing	Unsecured

**Balances presented pertain to transactions between related parties during the year. Amounts are not reduced by subsequent collections/payments during the year.*

(a) In 2014, the Group is engaged in the construction of TPLEX with PIDC. Related contract revenue recorded by the Group on the associate amounted to ₱1,846.85 million in 2014. As of December 31, 2014, the outstanding trade receivables from the associate lodged in “Receivables from related parties” amounted to ₱532.55 million.

Unliquidated advances from contract owners lodged under “Payable to related parties” amounted to ₱74.04 million as of December 31, 2014. Retention receivable and advances to subcontractors, suppliers, and contract owners lodged in “Trade receivables - General Construction” amounted to ₱

123.54 million and ₱2.03 million, respectively, as of December 31, 2014.

The Group sold its investment in PIDC in 2015 as previously discussed (Note 11).

- (b) The Group provides services to its other affiliates in relation to its construction projects. Outstanding receivables lodged in "Receivables from related parties" amounted to ₱29.80 million and ₱8.28 million as of December 31, 2015 and 2014, respectively.

In addition, receivables of the Group from its affiliate amounting to ₱1.22 million is lodged in "Costs in excess of estimates and billings".

- (c) The Group has outstanding receivable from its affiliates amounting to ₱57.22 million and ₱11.52 million as at December 31, 2015 and 2014, respectively. This mainly pertains to the sale of a previous investment in 2014.
- (d) The Group rents out its equipment to its affiliates for their construction projects. Outstanding receivables from equipment rentals amounted to ₱15.17 million and ₱26.16 million as of December 31, 2015 and 2014, respectively.
- (e) The Group processes the payroll of its affiliates and charges Electronic Data Processing (EDP) expenses. Total outstanding EDP charges to the related parties under common control amounted to ₱15.24 million and ₱16.58 million as of December 31, 2015 and 2014, respectively.
- (f) The Group paid for the contracted services, material issuances, rental expenses and other supplies of its affiliates. The outstanding balance from its affiliates included under "Receivable from related parties" amounted to ₱26.22 million in 2015.
- (g) The Group has outstanding payable to affiliates amounting to ₱32.74 million and ₱1.70 million as at December 31, 2015 and 2014, respectively. This mainly pertains to receivables collected by the Group in behalf of the affiliate.
- (h) An affiliate had transactions with the Group for services rendered relating to the Group's coal operations. These include services for the confirmatory drilling for coal reserve and evaluation of identified potential areas, exploratory drilling of other minerals within the Island, dewatering well drilling along cut-off wall of Panian mine and fresh water well drilling for industrial and domestic supply under an agreement.

The affiliate also provides to the group marine vessels for use in the delivery of coal to its various customers. The coal freight billing is on a per metric ton basis plus demurrage charges when delay will be incurred in the loading and unloading of coal cargoes. The outstanding payable of the Group amounted to ₱98.33 million and ₱169.55 million as of December 31, 2015 and 2014, respectively.

- (i) The Group rents from its affiliate construction equipment for use in the Group's construction projects. The outstanding payable lodged under "Payable to related parties" amounted to ₱55.54 million as at December 31, 2015.
- (j) A shareholder of the Group, provided maintenance of the Group's accounting system, Navision, which is used by some of the Group's subsidiaries to which related expenses are included under "Others" of "Operating expenses". Outstanding payable of the Group recorded under "Payable to related parties" amounted to ₱6.89 million and ₱1.79 million as of December 31, 2015 and 2014, respectively.

The Group recorded the outstanding payable to an affiliate arising from the maintenance of the accounting system under "Others" of "Accounts payable". The related payable amounted to ₱0.33 million as of December 31, 2014.

- (k) An affiliate of the Group transports visitors and employees from point to point in relation to the Group's ordinary course of business and vice versa and bills the related party for the utilization costs of the aircrafts. The related expenses are included in "Cost of sales and services". The outstanding balance to the affiliate amounted to ₱12.73 million and ₱12.72 million as at December 31, 2015 and 2014, respectively.
- (l) An affiliate had transactions with the Group for rental of parking space to which related expenses are included in operating expenses under "Operating expenses" in the consolidated statements of income (see Notes 25 and 37). Outstanding payable amounted to ₱9.93 million and ₱1.99 million as at December 31, 2015 and 2014, respectively.
- (m) In 2015, an affiliate had transactions with the Group for shipsiding services. The outstanding balance to the affiliate amounting to ₱0.77 million is lodged under "Payable to related parties" in the consolidated statements of financial position.
- (n) In 2015, the Group engaged its affiliates to supply various raw materials, office supplies and refreshments. The outstanding balance to its affiliates amounting to ₱0.70 million for aforementioned transactions is lodged in the "Payable to related parties".
- (o) An affiliate provides the Group various barges and tugboats for use in the delivery of nickel ore to its various customers. The Group has outstanding payable to the affiliate amounting to ₱3.14 million and ₱54.64 million as of December 2015 and 2014, respectively.
- (p) Payable to affiliate pertains to labor charges incurred by the Group, which are initially paid by the affiliate in behalf of the Group. The outstanding payable to the affiliate is recorded in "Other accounts payable" amounted to ₱2.63 million as of December 2015 and 2014.

Terms and conditions of transactions with related parties

Outstanding balances as of December 31, 2015 and 2014, which are unsecured and interest free, are all due within one year. As of December 31, 2015 and 2014, the Parent Company has not made any provision for impairment loss relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

PART IV – CORPORATE GOVERNANCE

Item 13. Corporate Governance

Please refer to the attached ACGR 2015 and updates as of March 31, 2016.

PART V - EXHIBITS AND SCHEDULES

Item 14. Exhibits and Reports on SEC Form 17-C

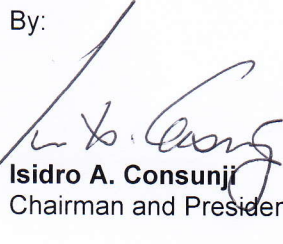
(a) Exhibits - See accompanying index to exhibits

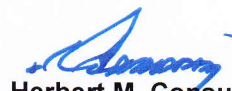
(b) Reports on SEC Form 17-C - The list of the reports from the preceding period December 31, 2015 is herein incorporated by reference.

SIGNATURES

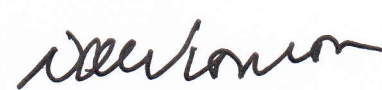
Pursuant to the requirements of Section 17 of the Code and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, in the City of Makati on APR 13 2016.

By:


Isidro A. Consunji
Chairman and President


Herbert M. Consunji
Vice President & Chief Finance Officer

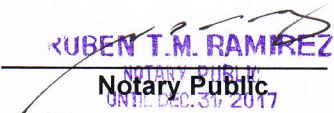

Brian T. Lim
Finance Officer


Atty. Noel A. Laman
Corporate Secretary

SUBSCRIBED AND SWORN to before me this APR 13 2016 day of 2016 2016 affiants exhibiting to me his/their Passport details, as follows:

NAMES	Passport No.	DATE OF ISSUE	PLACE OF ISSUE
Isidro A. Consunji	EC4977907	08-11-15	DFA Manila
Herbert M. Consunji	EC1759533	07-30-14	DFA Manila
Brian T. Lim	EC3191991	01-15-15	DFA Manila
Atty. Noel A. Laman	EC1231940	05-27-14	DFA Manila

Doc. No. 271
Page No. 16
Book No. 371
Series of 2016


RUBEN T.M. RAMIREZ
Notary Public
2734 M AURORA ST. MAKATI CITY
APPT. NO. M23 (2016-2017)
IBP NO. 1009530/CY-2016/9-24-15
ROLL NO. 28947/MCLE-4 NO. 0006324/6-19-12
PTR NO. MKT. 5323578/ 1-4-16 MAKATI CITY

PART V – EXHIBITS AND SCHEDULES

INDEX TO EXHIBITS FORM 17-A

Number	Particulars
1	List of the Top 20 shareholders of the Company
2	List of reports filed under SEC Form 17-C

**LIST OF TOP 20 STOCKHOLDERS
AS OF DECEMBER 31, 2015**

	NAME	No. Of Shares	PERCENTAGE
1.	DACON CORPORATION	6,838,807,440	51.507%
2.	DFC HOLDINGS, INC.	2,380,442,010	17.915%
3.	PCD NOMINEE CORPORATION (FOREIGN)	2,170,626,244	16.348%
4.	PCD NOMINEE CORPORATION (FILIPINO)	1,463,786,636	11.020%
5.	DMCI RETIREMENT PLAN	99,900,000	0.752%
6.	BERIT HOLDINGS CORPORATION	99,694,000	0.460%
7.	FERNWOOD INVESTMENT, INC.	71,316,880	0.537%
8.	GUADALUPE HOLDINGS CORPORATION	54,588,045	0.386%
9.	AUGUSTA HOLDINGS, INC.	19,001,670	0.143%
10.	DOUBLE SPRING INVESTMENTS CORPORATION	17,738,745	0.133%
11.	DMCI RETIREMENT FUND	13,000,000	0.098%
12.	MA. EDWINA/MIGUEL DAVID C. LAPERAL	2,750,000	0.021%
13.	YNTALCO REALTY DEVT. CORPORATION	2,500,000	0.019%
14.	BENIGNO DELA VEGA	2,050,000	0.015%
15.	AO ZHENG	1,840,000	0.014%
16.	XIUFEN LI	1,830,000	0.014%
17.	MAKATI SUPERMARKET CORP.	1,727,500	0.013%
18.	ENRIQUE G. FILAMOR	1,570,000	0.012%
19.	WINDERMERE HOLDINGS, INC.	1,210,875	0.010%
20.	ANTONIO L. GO	1,100,000	0.008%
	TOTAL	13,245,480,045	99.759%

Summary of Submittals of SEC Form 17-C For the Year 2015

Date	Nature of Report
January 5, 2015	Redemption of Preferred Shares for the month of December 2014
January 5, 2015	Decisions on Maynilad-MWSS rate rebasing
February 2, 2015	Changes in Shareholdings of an Officer
February 2, 2015	Redemption of Preferred Shares for the month of January 2015
February 2, 2015	Amended Changes in Shareholdings of an Officer
February 20, 2015	Maynilad call on ROP Undertaking
March 2, 2015	Redemption of Preferred Shares for the month of February 2015
March 30, 2015	Notice of Arbitration and Claim (Maynilad)
April 1, 2015	Redemption of Preferred Shares for the month of March 2015
April 20, 2015	Board Meeting Results
April 23, 2015	MWSS Partial Implementation of Final Award
May 4, 2015	Redemption of Preferred Shares for the month of April 2015
May 11, 2015	Notice of Analysts/Media Briefings
May 11, 2015	DMCI bags EPC of Skyway Stage 3
May 14, 2015	Board Meeting Results
May 25, 2015	Changes in Shareholdings of an Officer
May 25, 2015	PDI filed fixed rate retail bonds to SEC
June 1, 2015	Redemption of Preferred Shares for the month of May 2015
June 2, 2015	Changes in Shareholdings of an Officer/Director
June 2, 2015	Notice of Meeting
June 5, 2015	Company Policies
July 6, 2015	Redemption of Preferred Shares for the month of June 2015
July 29, 2015	Annual Stockholders' Meeting Results
July 30, 2015	Organizational Meeting
August 3, 2015	Redemption of Preferred Shares for the month of July 2015
August 4, 2015	Certification of Independent Directors
August 12, 2015	Notice of Media Briefing
August 13, 2015	Board Meeting Results
August 18, 2015	Notice of Analysts Briefing
August 26, 2015	Changes in Shareholdings of an Officer/Director

August 27, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 1, 2015	Redemption of Preferred Shares for the month of August 2015
September 1, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 2, 2015	Changes in Shareholdings of an Officer
September 2, 2015	Changes in Shareholdings of a Director
September 2, 2015	Changes in Shareholdings of the Chairman/President
September 2, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 3, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 3, 2015	Changes in Shareholdings of a Director/Officer
September 4, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 7, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 8, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 9, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 11, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 14, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 15, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 16, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 17, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 18, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 21, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 22, 2015	Changes in Shareholdings of DFC Holdings, Inc.
September 22, 2015	Sale of PIDC Shares
September 28, 2015	SEC approves DMCI Homes Saver Bonds
September 28, 2015	Attendance in Corporate Governance Seminar
October 2, 2015	Redemption of Preferred Shares for the month of September 2015
October 7, 2015	Changes in Shareholdings of DFC Holdings, Inc.
October 7, 2015	Changes in Shareholdings of an Officer
October 9, 2015	Changes in Shareholdings of DFC Holdings, Inc.
October 13, 2015	Changes in Shareholdings of DFC Holdings, Inc.
October 16, 2015	Changes in Shareholdings of DFC Holdings, Inc.
October 20, 2015	Changes in Shareholdings of DFC Holdings, Inc.
October 26, 2015	SEC approves Amendments to By-Laws
November 3, 2015	Redemption of Preferred Shares for the month of October 2015
November 6, 2015	Notice of Media Briefing
November 12, 2015	Board Meeting Results

November 17, 2015	Notice of Analysts Briefing
December 2, 2015	Redemption of Preferred Shares for the month of November 2015
December 8, 2015	DMCI PDI signs P10billion corporate notes facility

COVER SHEET

A S O 9 5 0 0 2 2 8 3

SEC Registration Number

D M C I H O L D I N G S , I N C .

(Company's Full Name)

3 R D F L R . D A C O N B L D G . 2 2 8 1
P A S O N G T A M O E X T . M A K A T I C I T Y

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

HERBERT M. CONSUNJI

Contact Person

888-3000

Company Telephone Number

(Last Wednesday of July)

1 2

Month

Fiscal Year

3 1

Day

Consolidated Changes in the
ACGR for the year 2015

FORM TYPE

0 7

Month

Annual Meeting

2 9

Day

N.A.

Secondary License Type, If Applicable

C F D

Dept Requiring this Doc

Amended Articles Number / Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes

REPUBLIC OF THE PHILIPPINES)
Makati City) S.S.

SECRETARY'S CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS:

I, **NOEL A. LAMAN**, of legal age, Filipino with address at the 5th Floor, The Valero Tower, 122 Valero Street, Salcedo Village, Makati City, do hereby depose and state that:

1. I am the duly elected Corporate Secretary of **DMCI HOLDINGS, INC.** (the "Corporation"), a corporation organized and existing under the laws of the Republic of the Philippines;

2. In connection with the Corporation's consolidated changes to the annual corporate governance report ("ACGR") for the year 2015, I hereby certify as follows:

(a) *Composition of the Board* - The incumbent directors of the Corporation were all elected during the annual stockholders' meeting of the Corporation held on July 29, 2015. Ms. Luz Consuelo A. Consunji was elected for the first time as a regular director of the Corporation during the said annual stockholders' meeting on July 29, 2015.

On May 14, 2015, the Board of Directors of the Corporation approved the Board Charter which provided, among others, for a review of the vision and mission of the Corporation. At the same Board meeting held on May 14, 2015, the Board of Directors of the Corporation likewise reviewed the Corporation's vision, mission, corporate values, corporate objectives and corporate strategies.

(b) *Shareholding in the Company* - The changes in shareholding reported in the ACGR pertain to changes arising from transactions of directors which have been previously disclosed to the SEC and the PSE.

(c) *Succession Policy* - On May 14, 2015, the Board of Directors of the Corporation approved the Executive Succession Policy. A copy of the policy was previously disclosed and submitted to the SEC and the PSE.

(d) *Diversity of Experience of Directors* - On May 14, 2015, the Board of Directors of the Corporation approved the Board Diversity Policy. A copy of the policy was previously disclosed and submitted to the SEC and the PSE.

(e) *Definition of Independence* - The Corporation amended its by-laws to indicate that to be an independent director, one must also be independent of the substantial shareholders of the Corporation. The amendment was approved by the Board at its meeting held on May 14, 2015, by the stockholders on July 29, 2015, and by the SEC on October 23, 2015. A copy of the amended by-laws was previously disclosed to the PSE.

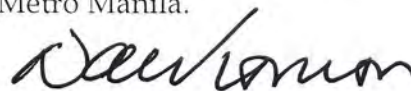
- (f) *Voting Result of the Last Annual General Meeting* – The number of votes received by each director as indicated in the consolidated changes to the ACGR is based on the votes indicated in the proxies submitted to the Corporation.
- (g) *In-house Training; Continuing Education Programs* – The changes in the ACGR pertain to the actual training/ seminars attended by the directors and key officers of the Corporation during the year 2015.
- (h) *Company Policies on Business Conduct or Ethics* – During the Board meeting on May 14, 2015, the Corporation's Board of Directors approved the Amended Code of Business Conduct and Ethics. A copy thereof was previously disclosed and submitted to the SEC and the PSE. Likewise at the said Board meeting on May 14, 2015, the Board of Directors approved the following policies/ charters:
 - (i) Risk Oversight Charter;
 - (ii) Health, Safety and General Welfare of the Employees Policy;
 - (iii) Creditors' Rights Policy;
 - (iv) Amended Audit Committee Charter;
 - (v) Amended Nomination and Election Committee Charter; and
 - (vi) Amended Policy on Related Party Transactions.

Copies of the above policies / charters were previously disclosed and submitted to the SEC and the PSE.

- (i) *Related Party Transactions* – As discussed above, the Board approved the Corporation's Amended Policy on Related Party Transactions on May 14, 2015.
- (j) *Board Meetings and Attendance* – The ACGR changes are based on the Corporation's record of attendance of directors in 2015 meetings. The Corporation submitted an advisement letter to the SEC to report the said attendance on January 4, 2016.
- (k) *Quorum Requirement for Board Decisions* – The Corporation amended its by-laws to indicate that quorum for board meetings and for board decisions shall consist of at least 2/3 of the members of the board. The amendment was approved by the Board at its meeting held on May 14, 2015, by the stockholders on July 29, 2015, and by the SEC on October 23, 2015. A copy of the amended by-laws was previously disclosed to the PSE.
- (l) *Aggregate Remuneration* – The changes pertain to actual changes in remuneration of the identified officers of the Corporation.
- (m) *Audit Committee; Nomination Committee; Remuneration Committee and Risk Oversight Committee*– The members of the committees were appointed by the Board during its regular meeting held on May 14, 2015. As regards the Audit Committee, the updates on the committee's responsibility relative to the external auditors are based on the Amended Audit Committee Charter that was approved by the Board during its meeting held on May 14, 2015.
- (n) *External Auditor's Fee* – The changes pertain to the amount of audit fees and non-audit fees and the date of release of the 2014 audited financial statements.

- (o) *Dividends* - The ACGR changes are based on the actual declarations of dividends for the year 2015. In sum, the Corporation declared regular cash dividends of Php0.24/ outstanding common share and special cash dividends of Php0.24/ outstanding common share on May 14, 2015.
- (p) *Questions During the Annual Stockholders' Meeting; Result of Annual Meeting; Attendance* - The changes pertain to the actual events that transpired during the annual stockholders' meeting held on July 29, 2015, as contained in the minutes of the annual stockholders' meeting posted in the Corporation's website and in the disclosures submitted to the SEC and the PSE.
- (q) *Definitive Information Statement (DIS) and Management Report* - The changes pertain to the date of actual distribution of the DIS and management report.
- (r) *Internal Audit and Control* - The changes in the ACGR pertain to the Corporation's adoption of the internal audit charter and the appointment of Punongbayan & Araullo as internal auditor which were both approved by the Board during its meeting held on August 13, 2015.
- (s) *Role of Stakeholders* - The changes pertain to the following: (i) Company Policies - the Board approved the company policies on May 14, 2015 and disclosed the same to the SEC and PSE; (ii) Separate CSR section in the Annual Report brochure and in the company website; (iii) Policy on Safety, Health and Welfare of employees as approved by the Board on May 14, 2015, disclosed to the PSE and SEC and posted in the website; (iv) Activities relating to safety, health and welfare were updated; (v) enumerated the training and development programs for employees; and (vi) procedures for handling complaints by employees were updated.
- (t) *Corporate Social Responsibility Initiatives* - The changes pertain to actual programs and activities implemented by the Company's subsidiaries. This has been included in the Annual Report 2014 brochure and posted in the company's website.
- (u) *Board and CEO Appraisal* - The changes pertain to the fact that the Corporation conducted this performance appraisal review in 2015 and that the directors submitted their assessments on May 29, 2015.

IN WITNESS WHEREOF, I have signed this Secretary's Certificate this
JAN 07 2016 _____ at Makati City, Metro Manila.

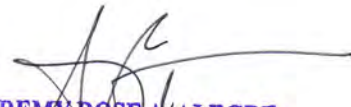


NOEL A. LAMAN
Corporate Secretary

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and in the City of Makati, Philippines, this IAN 07 2016, by the affiant, whose identity I have confirmed through his Passport No. EC 1231940 issued on May 27, 2014 at DFA-Manila, bearing the affiant's photograph and signature, and who showed to me his Community Tax Certificate No. 04922801 issued at Makati City on February 4, 2015.

Doc. No. 269;
Page No. 55;
Book No. 1;
Series of 2016.




REMY ROSE A. ALEGRE
Appointment No. M-457
Notary Public - City of Makati
Until 31 December 2016
Castillo Laman Tan Pantaleon
& San Jose Law Firm
The Valero Tower, 122 Valero Street
Salcedo Village, Makati City
PTR No. 4893767;05-06-2015;Makati City
IBP No. 1007329;04-17-2015;Makati City Chapter
Roll No. 64934

SECURITIES AND EXCHANGE COMMISSION

SEC FORM – ACGR

ANNUAL CORPORATE GOVERNANCE REPORT

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A. BOARD MATTERS

1) Board of Directors

Number of Directors per Articles of Incorporation	Nine (9)

Actual number of Directors for the year	Nine (9)

(a) Composition of the Board

Complete the table with information on the Board of Directors:

Director's Name	Type [Executive (ED), Non-Executive (NED) or Independent Director (ID)]	If nominee, identify the principal	Nominator in the last election (if ID, state the relationship with the nominator)	Date first elected	Date last elected (if ID, state the number of years served as ID) ¹	Elected when (Annual /Special Meeting)	No. of years served as director
Isidro A. Consunji	ED		Dacon Corp.	March 1995	July 29, 2015	Annual Meeting	20 yrs.
Cesar A. Buenaventura	NED		Dacon Corp.	March 1995	July 29, 2015	Annual Meeting	20 yrs.
Herbert M. Consunji	ED		Dacon Corp.	March 1995	July 29, 2015	Annual Meeting	20 yrs.
Ma. Edwina C. Laperal	ED		Dacon Corp	March 1995	July 29, 2015	Annual Meeting	20 yrs.
Victor A. Consunji	NED		Dacon Corp	March 1995	July 29, 2015	Annual Meeting	20 yrs.
Jorge A. Consunji	NED		Dacon Corp	March 1995	July 29, 2015	Annual Meeting	20 yrs.
Luz Consuelo A. Consunji	NED		Dacon Corp.	July 29, 2015	July 29, 2015	Annual Meeting	Five (5) months
Honorio O. Reyes-Lao	ID		Jose L. Merin – no family/business relationship	July 29, 2009	July 29, 2015	Annual Meeting	5 yrs. (based on SEC Circular No.9-2011 which took effect on Jan. 2, 2012)
Antonio Jose U. Periquet	ID		Jose L. Merin – no family/business relationship	July 28, 2010	July 29, 2015 Five (5) years	Annual Meeting	5 yrs. (based on SEC Circular No.9-2011 which took effect on Jan. 2, 2012)

- (i) Provide a brief summary of the corporate governance policy that the board of directors has adopted. Please emphasis the policy/ies relative to the treatment of all shareholders, respect for the rights of minority shareholders and of other stakeholders, disclosure duties, and board responsibilities.

The Board of Directors have adopted the Company's Manual on Corporate Governance to provide a framework for the effective governance of the Company. The Board recognizes that its primary responsibility is to foster the long-term success of the Company and to build long-term value for

¹ Reckoned from the election immediately following January 2, 2012.

the Company's shareholders, consistent with the Board's fiduciary duties. The Company has only one class of share, with one-share-one-vote policy. It gives minority stockholders the right to propose the holding of meetings and the items for discussion in the agenda that relate directly to the business of the corporation. The Company is committed at all times to fully disclose material information dealings for the interest of the stakeholders.

- (ii) How often does the Board review and approve the vision and mission? – **The Board reviews the vision and mission of the Company every five (5) years or as often as deemed necessary as provided in the Board Charter.**

(b) Directorship in Other Companies

(i) Directorship in the Company's Group²

Identify, as and if applicable, the members of the company's Board of Directors who hold the office of director in other companies within its Group:

Director's Name	Corporate Name of the Group Company	Type of Directorship (Executive, Non-Executive, Independent). Indicate if director is also the Chairman.
Isidro A. Consunji	D.M. Consunji, Inc. Semirara Mining and Power Corp. DMCI Project Developers, Inc. DMCI Mining Corp. DMCI Power Corp. DMCI Masbate Corp. DMCI-MPIC Water Company Inc. Maynilad Water Services, Inc. Sem-Calaca Power Corp. Southwest Luzon Power Generation Corp. Sem Calaca Res Corporation (formerly DMCI Calaca Corp.) Semirara Claystone, Inc. Dacon Corporation DFC Holdings, Inc.	Non-Executive Executive/Chairman Executive/Chairman Executive/Chairman Executive/Chairman Executive Non-Executive Non-Executive Executive/Chairman Executive/Chairman Executive/Chairman Executive/Chairman Executive Executive
Cesar A. Buenaventura	D.M. Consunji, Inc. Semirara Mining and Power Corp.	Non-Executive Non-Executive
Herbert M. Consunji	Semirara Mining and Power Corp. D.M. Consunji, Inc. DMCI Mining Corp. DMCI Power Corp. DMCI-MPIC Water Company Inc. Sem-Calaca Power Corp. Southwest Luzon Power Generation Corp. Sem Calaca Res Corporation (formerly DMCI Calaca Corp.) Subic Water & Sewerage Co. Inc.	Non-Executive Non-Executive Executive Non-Executive Non-Executive Non-Executive Non-Executive Non-Executive Non-Executive Non-Executive/Chairman
Ma. Edwina C. Laperal	Semirara Mining and Power Corp. DMCI Project Developers, Inc. D.M. Consunji, Inc. Sem-Calaca Power Corp.	Non-Executive Executive Executive Non-Executive

² The Group is composed of the parent, subsidiaries, associates and joint ventures of the company.

	Dacon Corp. DFC Holdings, Inc.	Non-Executive Non-Executive
Victor A. Consunji	D.M. Consunji, Inc. Semirara Mining and Power Corp. DMCI Mining Corp. DMCI Power Corp. DMCI Masbate Corp. Sem-Calaca Power Corp. Southwest Luzon Power Generation Corp. Sem Calaca Res Corporation (formerly DMCI Calaca Corp.) Dacon Corp. DFC Holdings, Inc.	Non-Executive Executive Non-Executive Executive Non-Executive Executive Executive Executive Executive/Chairman Non-Executive
Jorge A. Consunji	D.M. Consunji, Inc. Semirara Mining and Power Corp. DMCI Project Developers, Inc. DMCI Mining Corp. DMCI Power Corp. DMCI Masbate Corp. Sem-Calaca Power Corp. Southwest Luzon Power Generation Corp. DMCI-MPIC Water Company Inc. Maynilad Water Services, Inc. Dacon Corp. DFC Holdings, Inc.	Executive Non-Executive Non-Executive Non-Executive Non-Executive Non-Executive Non-Executive Non-Executive Non-Executive Non-Executive Non-Executive Non-Executive
Honorio O. Reyes-Lao	None	Not applicable
Antonio Jose U. Periquet	None	Not applicable

**Change in corporate name*

(ii) Directorship in Other Listed Companies

Identify, as and if applicable, the members of the company's Board of Directors who are also directors of publicly-listed companies outside of its Group:

Director's Name	Name of Listed Company	Type of Directorship (Executive, Non-Executive, Independent). Indicate if director is also the Chairman.
David M. Consunji	None	
Cesar A. Buenaventura	iPeople Inc. Petroenergy Resources Corp. Concepcion Industrial Corp.	
Isidro A. Consunji	Atlas Consolidated Mining and Development Corp. Crown Equities, Inc.	Non-Executive Non-Executive
Herbert M. Consunji	None	
Ma. Edwina C. Laperal	None	
Victor A. Consunji	None	
Jorge A. Consunji	None	
Honorio O. Reyes-Lao	Philippine Business Bank	Non-Executive
Antonio Jose U. Periquet	ABS-CBN Holdings Corp. ABS-CBN Corp. Ayala Corporation Bank of the Philippine Islands Max's Group, Inc.	Independent Director Independent Director Independent Director Independent Director Independent Director

	Philippine Seven Corp.	Independent Director

(iii) Relationship within the Company and its Group

Provide details, as and if applicable, of any relation among the members of the Board of Directors, which links them to significant shareholders in the company and/or in its group:

Director's Name	Name of the Significant Shareholder	Description of the relationship
Isidro A. Consunji	Dacon Corp./DFC Holdings, Inc.	Director of the corporation
Cesar A. Buenaventura	None	None
Herbert M. Consunji	None	None
Ma. Edwina C. Laperal	Dacon Corp./DFC Holdings, Inc.	Director of the corporation
Victor A. Consunj	Dacon Corp./DFC Holdings, Inc.	Director of the corporation
Jorge A. Consunji	Dacon Corp./DFC Holdings, Inc.	Director of the corporation
Luz Consuelo A. Consunji	None	None
Honorio O. Reyes-Lao	None	None
Antonio Jose U. Periquet	None	None

- (iv) Has the company set a limit on the number of board seats in other companies (publicly listed, ordinary and companies with secondary license) that an individual director or CEO may hold simultaneously? In particular, is the limit of five board seats in other publicly listed companies imposed and observed? If yes, briefly describe other guidelines:

The Company takes note of the guidelines on the number of board seats in other listed companies, but it is not strictly implementing such policy. Likewise, the company sees to it that the members of the board are committed to exercise their roles and responsibilities as directors regardless of the number of board seats they have in other companies.

Based on the 2015 Board Attendance which the Company filed to the SEC and PSE, none of the incumbent Directors has absented for more than 50% from all meetings of the Board of Directors, both regular and special, in any twelve month period during their incumbency.

	Guidelines	Maximum Number of Directorships in other companies
Executive Director	The Nomination Committee shall consider the following guidelines in determining the number of directorships for the members of the Board: • The nature of the business of the Corporation which he is a director; • Age of the director; • Number of directorships/active memberships and officerships in other corporations or organizations; and • Possible conflict of interest. • Diversity Policy of the Board The optimum number shall be	The CEO and other executive directors shall submit themselves to a low indicative limit on membership in other corporate Boards. The same low limit shall apply to independent, non-executive directors who serve as fulltime executives in other corporations. In any case, the capacity of directors to serve with diligence shall not be compromised.
Non-Executive Director		
CEO		

	related to the capacity of a director to perform his duties diligently in general.	

(c) Shareholding in the Company

Complete the following table on the members of the company's Board of Directors who directly and indirectly own shares in the company:

Name of Director	Number of Direct shares	Number of Indirect shares / Through (name of record owner)	% of Capital Stock
Isidro A. Consunji	65,000.00	21,046,690	0.1590%
Cesar A. Buenaventura	900,000.00	5,700,000	0.0497%
Herbert M. Consunji	23,000.00	0	0.0000%
Ma. Edwina C. Laperal	3,315,000.00	83,134,335	0.6511%
Victor A. Consunji	5,000.00	54,588,045	0.4112%
Jorge A. Consunji	5,000.00	589,565	0.0045%
Luz Consuelo A. Consunji	1,000	250,000	0.0019%
Honorio O. Reyes-Lao	175,000.00	0	0.0000%
Antonio Jose U. Periquet	125,000.00	3,251,850	0.0245%
TOTAL	4,618,000.00	168,560,485	1.3019%

As of December 31, 2015

2) Chairman and CEO

- (a) Do different persons assume the role of Chairman of the Board of Directors and CEO? If no, describe the checks and balances laid down to ensure that the Board gets the benefit of independent views.

Yes ☐

No ☒

The following are the check and balances laid down to ensure independent views:

- The duties and responsibilities of the Chairman and President are separately identified in the Board Charter, Manual on Corporate Governance and By-Laws.
- The Board sees to it that major decisions are made by at least 75% of the board member. Policies are created to ensure the effectiveness of the business operations of the company and the performance of the each board director. Such policies and regulatory procedures are: Articles of Incorporation, Amended By-Laws, Insider Trading, Board Diversity, Board Charter, Code of Business Conduct and Ethics, among others – to ensure that decisions and events are not solely controlled by the Chairman and President.
- The Chairman and President is not a member of any Board Committee to ensure independent decisions. The Board Committees are mainly composed of independent and non-executive directors and are tasked to recommend and report to the Board any major business decisions.

Identify the Chair and CEO:

Chairman of the Board	Isidro A. Consunji
CEO/President	Isidro A. Consunji

On November 18, 2014, Mr. David M. Consunji resigned as Chairman and Member of the Board of Directors. The Board likewise appointed Mr. Isidro A. Consunji as Chairman and CEO while Mr.

David A. Consunji was appointed as Chairman Emeritus.

(b) Roles, Accountabilities and Deliverables

Define and clarify the roles, accountabilities and deliverables of the Chairman and CEO.

	Chairman	Chief Executive Officer
Role	Ensure that the meetings of the Board are held in accordance with the by-laws or as the Chair may deem necessary; Supervise the preparation of the agenda of the meeting in coordination with the Corporate Secretary, taking into consideration the suggestions of the President/CEO, Management and the directors Maintain qualitative and timely lines of communication and information between the Board and Management.	Develop strategy proposals for recommendation to the Board and ensure that agreed strategies are reflected in the business; Develop annual plans, consistent with agreed strategies, for presentation to the Board for support.
Accountabilities	Ensure effective operation of the Board and its committees in conformity with the highest standards of corporate governance; Ensure effective communication with shareholders, host governments and other relevant constituencies and that the views of these groups are understood by the Board	Be responsible to the Board for the performance of the business consistent with agreed plans, strategies and policies; Develop an organizational structure and establish processes and systems to ensure the efficient organization of resources.
Deliverables	To initiate the development of corporate objectives and policies and formulate long range project, plans and programs for the approval of the Board of Directors, including those for executive training, development and compensation; To suggest additional functions or duties to any of the officers of the Corporation Preside over all the meetings of the Board of Directors and the stockholders Promote effective relationships and communications between non-executive directors and members of the Group Executive Committee; Promote effective relationships and communications between non-executive directors and members of the Group	To preside at the meetings of the Board of Directors and of the stockholders in the absence of the Chairman or the Vice-Chairman; To have general management and supervision of the business affairs and property of the Corporation; To ensure that the administrative and operational policies of the Corporation are carried out under his/her supervision and control; Subject to guidelines prescribed by law, to appoint, remove, suspend or discipline employees of the Corporation, prescribe their duties, and determine their salaries; To oversee the preparation of the budgets and the statements of

	Executive Committee; Establish a harmonious and open relationship with the Chief Executive.	accounts of the Corporation; To prepare such statements and reports of the Corporation as may be required of him/her by law; To represent the Corporation at all functions and proceedings, when authorized by the Chairman of the Board or the majority of the Board of Directors; To render annual reports to the Board of Directors and to the stockholders; To perform such duties as incident to his/her office or as entrusted to him/her by the Chairman of the Board, or Board of Directors; To sign certificates of stock along with the Corporate Secretary

- 3) Explain how the board of directors plan for the succession of the CEO/Managing Director/President and the top key management positions?

The Board of Directors recently adapted the Executive Succession Policy. In the policy, the Board will assess the permanent leadership needs of the Company to help insure the selection of a qualified and capable leader who is a good fit for the Company's mission, vision, values, goals and objectives, and who has the necessary skills for the Company.

To ensure the Company's operations are not interrupted while the Board of Directors assesses the leadership needs and recruits a permanent executive officer, the Board will appoint interim executive leadership as described below.

The interim Chief Executive Officer (CEO) shall ensure that the Company continues to operate without disruption and that all Company commitments previously made are adequately executed, including but not limited to, loans approved, reports due, contracts, licenses, certifications, obligations to lenders or investors of the Company and others.

It is also the policy of the Company to develop a pool of candidates and consider at least three finalist candidates for its permanent CEO position.

The Company shall consider an external recruitment and selection process, while at the same time encouraging the professional development and advancement of current employees.

The interim CEO and any other interested internal candidates are encouraged to submit their qualifications for review and consideration by the Transition Committee for recommendation to the Nomination and Election Committee according to the guidelines established for the search and recruitment process.

4) Other Executive, Non-Executive and Independent Directors

Does the company have a policy of ensuring diversity of experience and background of directors in the board? Please explain. - **The Board adapted a Diversity Policy which states:**

The Company recognizes the value of a diverse Board and is committed to creating and maintaining an inclusive and collaborative governance culture that will provide sustainability for the organization into the future. We are committed to leveraging the diverse backgrounds, experiences and perspectives of our Board members to provide excellent leadership and governance to an equally diverse organization.

A truly diverse Board will include and make good use of differences in the skills, regional and industry experience, background, race, gender and other distinctions between Directors. These differences will be considered in determining the optimum composition of the Board and when possible should be balanced appropriately. All Board appointments are made on merit, in the context of the skills, experience, independence and knowledge which the Board as a whole requires to be effective.

The Nomination Committee ('the Committee') reviews and assesses Board composition on behalf of the Board and recommends the appointment of new Directors.

- **In reviewing Board composition, the Committee will consider the benefits of all aspects of diversity including, but not limited to, those described above, in order to enable it to discharge its duties and responsibilities effectively.**
- **In identifying suitable candidates for appointment to the Board, the Committee will consider candidates on merit against objective criteria and with due regard for the benefits of diversity on the Board.**

Does it ensure that at least one non-executive director has an experience in the sector or industry the company belongs to? Please explain. - **The non-executive directors should possess such qualifications and stature that would enable them to effectively participate in the deliberations of the Board. All incumbent NEDs have experiences in industries the company they belong to, whom they serve as current and/or past key officers and Directors of the Company's major businesses.**

Define and clarify the roles, accountabilities and deliverables of the Executive, Non-Executive and Independent Directors:

	Executive	Non-Executive	Independent Director
Role	Manage the conflict between their management responsibilities and their fiduciary duties as a director in the best interests of the company.	Ensure that the CEO and the Board as a whole concentrate on maximizing long-term shareholder value. Work cooperatively with their executive colleagues and demonstrate objectivity and robust independence of judgment in their decision making.	Oversight of company financial reporting process and disclosure of its financial information. Recommending to Board on the appointment, re-appointment and if required replacement or removal of statutory auditor and recommend amount of audit fees.
Accountabilities	Accountable to the shareholders of the	Accountable on strategic function, expertise and	Review with management, the

	company as they are involved in the day to day activities of the company and are responsible for execution of business strategies and plans.	the governance function	annual financial statements before approval by the board with particular reference to Directors Responsibility Statement, changes in accounting policy, major accounting estimates, audit findings adjustments, compliance with listing and other legal requirements, disclosure of related party transactions and qualification in the draft audit report. Review of quarterly financial statements. Review with management, performance of statutory and internal auditors, adequacy of internal control systems, adequacy of internal audit function including their structure, frequency, reporting.
Deliverables	Develop business plans in collaboration with the board for the future of the organization; Manage committees and staff Lead the organization and develops its organizational culture	Providing independent judgment in all circumstances.	Furnish information in the prescribed form to the company about disclosure of General Notice of directorship, membership of body corporate and other entities. Shall have fiduciary duty to act in good faith and in the interest of the company. Act only within the powers laid down by the Articles of Incorporation and by applicable law and regulations.

Provide the company's definition of "independence" and describe the company's compliance to the definition.

Independence - a person who apart from his fees and shareholdings, is independent of management and substantial shareholders free from any business or other relationship which could, or could reasonably be perceived to, materially interfere with his exercise of independent judgment in carrying out his responsibilities as a director of the Corporation.

Does the company have a term limit of five consecutive years for independent directors? If after two years, the company wishes to bring back an independent director who had served for five years, does it limit the term for no more than four additional years? Please explain. – **The Company has set a limit for Independent Directors in accordance with the provisions in the Board Charter and with the SEC Memo Circular No. 9 Series of 2011, which states:**

Term limits for Independent Directors – The Independent Directors can serve as such for five (5) consecutive years, provided that service for a period of at least six (6) months shall be equivalent to one (1) year, regardless of the manner by which the Independent Director position was relinquished or terminated.

Re-election of Independent Directors – After completion of the five-year service period, an Independent Director shall be ineligible for election as such in the same company unless the Independent Director has undergone a “cooling off” period of two (2) years, provided that during such period, the Independent Director concerned has not engaged in any activity that under existing rules disqualifies a person from being elected as Independent Director in the same company.³

An Independent Director re-elected as such in the same company after the “cooling off” period can serve for another four (4) consecutive years⁴

After serving as Independent Director for nine (9) years⁵, the Independent Director shall be perpetually barred from being elected as such in the same company without prejudice to being elected as Independent Director in other companies outside of the business conglomerate, where applicable, under the same conditions provided for in the rules and regulations of the Securities and Exchange Commission (SEC).

5) Changes in the Board of Directors (Executive, Non-Executive and Independent Directors)

(a) Resignation/Death/Removal - **NONE**

Indicate any changes in the composition of the Board of Directors that happened during the period:

Name	Position	Date of Resignation	Reason
NONE			

(b) Selection/Appointment, Re-election, Disqualification, Removal, Reinstatement and Suspension

³ SEC Memo Circular No.9

⁴ ACGS E.2.6

⁵ ACGS E.2.6

Describe the procedures for the selection/appointment, re-election, disqualification, removal, reinstatement and suspension of the members of the Board of Directors. Provide details of the processes adopted (including the frequency of election) and the criteria employed in each procedure:

Procedure	Process Adopted	Criteria
a. Selection/Appointment		
(i) Executive Directors	It shall pre-screen and shortlist all candidates nominated to become a member of the Board of Directors in accordance with the qualifications and disqualifications set in the Manual of Corporate Governance of the Company	Any stockholder who is a holder of at least one (1) common share of stock standing in his name in the books of the Corporation, may be elected Director. The Board may provide additional qualifications of a director such as, but not limited to the following: (a) educational attainment; (b) adequate competency and understanding of business; (c) age requirement; (d) integrity/probity; (e) assiduousness or diligence; and (f) such other qualifications is provided for in the Corporation's Manual on Corporate Governance.
(ii) Non-Executive Directors		
(iii) Independent Directors		
b. Re-appointment		
(i) Executive Directors	Same process as appointment/selection	
(ii) Non-Executive Directors		
(iii) Independent Directors		
c. Permanent Disqualification		
(i) Executive Directors	Provisions set in the Company's Manual on Corporate Governance and By-Laws	Any person finally convicted judicially of an offense involving moral turpitude or fraudulent act or transgressions; - Any person finally found by SEC or a court or other administrative body to have wilfully violated, or wilfully aided, abetted, counseled, induced or procured the violation of, any provision of the Code, the Corporation Code, or any other law, rules, regulations or order administered by the SEC or Bangko Sentral ng Pilipinas; - Any person judicially declared to be insolvent or bankrupt;
(ii) Non-Executive Directors		

		- Any person finally found guilty by a foreign court or equivalent financial regulatory authority of acts, violations or misconduct similar to any of the acts, violations or misconduct listed in the foregoing paragraphs; and - Any person convicted by an offense punishable by imprisonment for a period exceeding six (6) years, or a violation of the Code, committed within five (5) years prior to the date of his election or appointment. - Any person treated for mental disorder, drug or alcohol addiction or confined in a mental institution; Any person owning directly or indirectly more than ten (10%) percent equity in any similar nature of business other than the Corporation's affiliates or subsidiaries.
(iii) Independent Directors	Provisions set in the Company's Manual on Corporate Governance and By-Laws	a. When he becomes an officer or employee of the Corporation where he is a member of the board of directors, or becomes any of the persons enumerated under Section II (5) of the SEC Code of Corporate Governance; b. His beneficial security ownership exceeds two percent (2%) of the outstanding capital stock of the Corporation where he is a director; c. Fails, without justifiable cause, to attend at least fifty (50%) of the total number of board meetings during his incumbency unless such absences are due to grave illness or death of an immediate family; Such other disqualifications which Corporation's Manual on Corporate Governance provides.
d. Temporary Disqualification		

(i) Executive Directors	Provisions set in the Company's Manual on Corporate Governance	Any of the following shall be a ground for the temporary disqualification of a director: • Refusal to fully disclose the extent of his business interest as required under the Code and its implementing Rules and Regulations. This disqualification shall be in effect as long as his refusal persists; • Absence or non-participation for whatever reason/s for more than fifty percent (50%) of all meetings, both regular and special, of the Board during his incumbency or any twelve-(12) month period during said incumbency. This disqualification applies for purposes of the succeeding election; • Dismissal/termination from directorship in another listed corporation for cause. This disqualification shall be in effect until he has cleared himself of any involvement in the alleged irregularity; • Being under preventive suspension by the Corporation; • If the independent director becomes an officer or employee of the same corporation he shall be automatically disqualified from being an independent director; • If the beneficial equity ownership in the Corporation or its subsidiaries and affiliates exceeds two (2) percent of its subscribed capital stock. The disqualification shall be lifted if the limit is later complied with. • Conviction that has not yet become final referred to in the grounds for the disqualification of directors.
(ii) Non-Executive Directors		
(iii) Independent Directors		
e. Removal		

(i) Executive Directors	Provisions set by the Company's Manual on Corporate Governance and By-Laws	Same criteria with the permanent disqualification of ED, NED, and ID
(ii) Non-Executive Directors		
(iii) Independent Directors		
f. Re-instatement		
(i) Executive Directors	Provisions set by the Company's Manual on Corporate Governance and By-Laws	Same criteria with the permanent disqualification of ED, NED, and ID
(ii) Non-Executive Directors		
(iii) Independent Directors		
g. Suspension		
(i) Executive Directors	Provisions set by the Company's Manual on Corporate Governance and By-Laws	Same criteria with the permanent disqualification of ED, NED, and ID
(ii) Non-Executive Directors		
(iii) Independent Directors		

(c) Voting Result of the last Annual General Meeting

Name of Director	Votes Received
Isidro A. Consunji	10,997,619,490
Cesar A. Buenaventura	11,000,372,830
Herbert M. Consunji	11,051,681,755
Ma. Edwina C. Laperal	10,461,155,134
Victor A. Consunji	11,048,956,930
Jorge A. Consunji	11,017,133,788
Luz Consuelo A. Consunji	11,040,232,591
Honorio O. Reyes-Lao	10,962,057,738
Antonio Jose U. Periquet	10,932,258,947

Annual Stockholders' Meeting – July 29, 2015

6) Orientation and Education Program

- (a) Disclose details of the company's orientation program for new directors, if any.

Board Charter, Section 10 – Directors' Training and Development Programs

- 1. Induction Program - Upon his or her election, each board member shall participate in an induction program that covers the company's strategy, general financial and legal affairs, financial reporting by the company, its compliance programs, the Code of Business Conduct and Ethics, any specific aspects unique to the company and its business activities, and the responsibilities as a board member.**
- 2. Continuing Education Program - In order to facilitate the Directors' fulfillment of their responsibilities, the management must provide the following:**
 - a. Annual review to identify areas where the board members require further training or education**
 - b. Educational programs supplemental to the initial orientation to explain the Company's business operations**
 - c. Access to, or notice of, continuing educational programs that are designed to keep Directors abreast of the latest developments in corporate governance matters and critical issues relating to the operation of public company boards.**
 - d. Periodic visits to operating units, plants and mine sites.**

3. Costs - The costs of the induction course and any training or education shall be paid for by the company.

(b) State any in-house training and external courses attended by Directors and Senior Management⁶ for the past three (3) years:

7)

Date	Seminars Attended
September 24, 2015	Creating Advantage Through Governance
April 21, 2015	Corporate Governance Seminar
February 18, 2015	Orientation Course for Corporate Governance
October 21, 2014	Corporate Governance Forum
September 2-3, 2014	Asian Forum on Corporate Social Responsibility
July 21, 2014	Seminar on Corporate Governance
June 9, 2014	Distinguished Corporate Governance Seminar Series
April 29, 2014	Distinguished Corporate Governance Seminar Series
February 5, 2014	Distinguished Corporate Governance Seminar Series
November 15, 2013	ICD Annual Workshop Session on Asean Corporate Governance Scorecard
October 25, 2013	Corporate Governance Orientation by ICD
September 10, 2013	11 th MAP CEO Conference

(a) Continuing education programs for directors: programs and seminars and roundtables attended during the year.

NAMES	Position	Training Provider/Date of Seminar
Isidro A. Consunji	Chairman and President	Risk, Opportunities, Assessment and Management, Inc./April 21, 2015
Cesar A. Buenaventura	Vice Chairman of the Board	SGV & Co./September 24, 2015
Jorge A. Consunji	Director	SGV & Co./September 24, 2015
Victor A. Consunji	Director	SGV & Co./September 24, 2015
Herbert M. Consunji	Director/Vice President/CFO/Chief Compliance Officer	SGV & Co./September 24, 2015
Ma. Edwina C. Laperal	Director/Treasurer	SGV & Co./September 24, 2015
Luz Consuelo A. Consunji	Director	SGV & Co./September 24, 2015
Honorio O. Reyes-Lao	Independent Director	SGV & Co./September 24, 2015
Antonio Jose U. Periquet	Independent Director	The Institute of Corporate Directors/February 18, 2015

B. CODE OF BUSINESS CONDUCT & ETHICS

⁶ Senior Management refers to the CEO and other persons having authority and responsibility for planning, directing and controlling the activities of the company.

- 1) Discuss briefly the company's policies on the following business conduct or ethics affecting directors, senior management and employees:

Business Conduct & Ethics	Directors	Senior Management	Employees
(a) Conflict of Interest	Directors, Executive Officers and Employees owe a fiduciary duty to the Company that requires them to act in the best interest of the Company. Actual and potential conflicts of interest should be avoided or otherwise identified, disclosed, and explained in sufficient detail to enable valid judgments to be made on their adverse impact. The persons who are conflicted should not participate in the discussion and decision on the issue in question, nor be entitled to vote on any resolution where they are conflicted. Related party contracts should be disclosed in the annual report.		
(b) Conduct of Business and Fair Dealings	The Company does not seek competitive advantages through illegal or unethical business practices. Each Director, Executive Officer and Employee should endeavor to deal fairly with the Company's customers, service providers, suppliers, and competitors. No Director, Executive Officer or Employee should take unfair advantage of anyone through manipulation, concealment, abuse of privilege information, misrepresentation of material facts, or any unfair dealing practices.		
(c) Receipt of gifts from third parties	All Directors, Executive Officers and Employees should not be receiving from, or giving to, a supplier, customer or competitor, gifts, gratuities, special allowances, discounts or other benefits not generally available of more than nominal value.		
(d) Compliance with Laws & Regulations	Directors, Executive Officers and Employees must carry out their duties with professionalism and in accordance with ethical standards. They must conduct business in accordance with the law, the charter of the Company, and a high standard of commercial morality. They shall at all times act with loyalty to the Company, ensuring that its goals, strategies, policies and practices are moral, proper, and legal. They must be prepared to dissociate themselves from the Company in the event that despite their efforts, ethical and legal standards are being seriously compromised. They should refer to the Company's statements of best practice as part of their decision-making process.		
(e) Respect for Trade Secrets/Use of Non-public Information	Directors, Executive Officers, and Employees must observe the confidentiality of non-public information and not disclose it to any other person without the authority of the Board. A Director, Executive Officer or Employee who has a special allegiance to a particular shareholder may not disclose confidential information to that particular shareholder without the authority of the Board.		
(f) Use of Company Funds, Assets and Information	Each Director, Executive Officer and Employee owes a duty to advance the Company's legitimate interests when the opportunity to do so arises. He may not: (a) receive or seek to receive a benefit from opportunities that are discovered through his involvement with the Company (including, without limitation, his use of the Company's property, information, or his position); or (b) compete with the Company, directly or indirectly, for business opportunities in the areas (or lines) of business in which the Company is engaged or in new areas (or lines) of business in which the Company has disclosed its intent or plans to engage.		
(g) Employment & Labor Laws & Policies	Policies are in accordance with the Philippine Labor Code, Employees' Welfare, Health and Safety Policy (item m)		
(h) Disciplinary action	All Directors, Executive Officers and Employees should strive to identify and raise potential issues before they become problems and should ask about the application of this Code whenever in doubt. Any Director, Executive Officer or Employee who becomes aware of any existing or potential violation of this Code shall promptly notify the Company's Compliance Officer. The Company will take such disciplinary or preventive action as it deems appropriate to address any existing or potential violation of this Code brought to its attention. The Company will not tolerate retaliation for reports of violations of this Code made in good faith.		
(i) Whistle Blower	The Whistleblower Policy (the "Policy") is hereby promulgated to encourage all its stakeholders, including the directors, officers and employees, all suppliers, business		

	partners, contractors and subcontractors, to come forward and voice serious concerns about a perceived wrongdoing or malpractice involving the Company. The Policy aims to provide avenues for stakeholders to raise serious concerns and receive feedback on any action taken in respect of such concerns raised. It sets out a method for properly addressing <i>bona fide</i> concerns that stakeholders might have, while also offering whistleblowers protection from victimization, harassment or disciplinary proceedings. All whistleblowing disclosures made to the proper Reporting Channel will be treated as confidential. The whistleblower should make it clear that he/she is making the disclosure within the terms of the Company's whistleblowing policy. This will ensure that the recipient of the disclosure realizes this and takes the necessary action to investigate the disclosure and to protect the whistleblower's identity.
(j) Conflict Resolution	Directors, Executive Officers and Employees owe a fiduciary duty to the Company that requires them to act in the best interest of the Company. Actual and potential conflicts of interest should be avoided or otherwise identified, disclosed, and explained in sufficient detail to enable valid judgments to be made on their adverse impact. The persons who are conflicted should not participate in the discussion and decision on the issue in question, nor be entitled to vote on any resolution where they are conflicted. Related party contracts should be disclosed in the annual report.
(k) Insider Trading	This Policy on Insider Trading ("the Policy") sets out the implementing rules and guidelines for Directors, Officers and all other employees of DMCI Holdings, Inc. (the "Company") and its subsidiaries, whether owned directly or indirectly, whenever they are conducting securities transactions (buying and/or selling) of the Company's shares of stock in the market. The Policy requires that Covered Persons as defined in Section 3, who have knowledge, from time to time, of material information concerning the Company, which have not been disclosed to the public, including any information likely to affect the market price of the Company's shares of stock, cannot buy or sell either personally or on behalf of others while in possession of such material nonpublic information. Covered persons must not disclose or disseminate material, nonpublic information about the Company to other persons, either within or outside the Company, except on a reasonable need to know basis that furthers a legitimate business purpose of the Company. Covered Persons For the purpose of this Policy, an "insider" will be defined as follows: ▪ Members of the Board of Directors and the Corporate Secretary of the Company and its subsidiaries; ▪ Key Officers as defined in the by-laws of the Company and its subsidiaries, whether owned directly or indirectly, who are or may be in possession of material non-public information about the Company because of their responsibilities. ▪ Consultants and Advisers of the Company; ▪ Any person who possesses material non-public information regarding the Company is an Insider for so long as the information is not publicly known. Any employees can be an Insider from time to time, and would at those times be subject to this Policy. ▪ Members of the immediate families of Directors, Key Officers and all other Covered Persons who are living in the same household as the abovementioned Covered Persons. Material Information

	4.1 Information, whether positive or negative, is deemed to be material if there is a reasonable likelihood that it would be considered important to an investor in making a decision regarding the purchase or sale of shares of stock of the Company and/or if the information is price sensitive. Such material information includes, but is not limited to: ▪ Financial results ▪ Adjustments of reported earnings ▪ Projections of future earnings or losses ▪ News of a pending or proposed merger ▪ Change in the corporate structure such as a re-organization ▪ Acquisition/Divestitures/Joint Ventures ▪ Dividend declaration and changes in dividend policy ▪ Stock splits ▪ New significant equity investments or debt offerings ▪ Significant litigation exposure ▪ Solvency problems which may arise from litigation, final judgments, loan defaults and losses of major clients or contracts ▪ Major changes in key senior management positions ▪ Public or private sale of Company shares ▪ Plans to repurchase securities or go to the public with a new issue Other significant developments or changes in the Company which may affect the share market price RESTRICTION PERIODS Directors, Key Officers and all Covered Persons are strictly prohibited from trading during the following periods: ▪ Structured Disclosures – Within Five (5) trading days before and within Three (3) trading days after the disclosure of quarterly (SEC17Q) and annual (SEC 17A) financial results; ▪ Non-Structured Disclosures – within Three (3) trading days after the disclosure of any material information other than the abovementioned structured disclosure; In both instances of disclosures, office bulletins for Restriction Periods pertaining to the above will be issued by the Office of the Compliance Officer.
(l) Dividend Policy	As approved by its Board of Directors, DMCI Holdings, Inc. (“the Company”) is committed to provide reasonable economic returns to its shareholders with a dividend payout ratio of at least 25% of the preceding year’s Consolidated Core Net Income. Consolidated Core Net Income is currently defined as reported net income excluding all foreign exchange, mark-to-market gains and losses and non-recurring items. The Company may, from time to time, pay special dividends as a return of excess funds to shareholders as determined by the Board of Directors upon considering the investing and operating needs of the Company. This policy is subject to the availability of unrestricted retained earnings, and subject further to compliance with applicable laws, rules and regulations on dividend declarations.
(m) Health and Safety and General Welfare Policy	The Company is committed to improving the health and safety performance of the Group, including the employees of its subsidiaries. The Company recognizes the benefits of health and safety to the organization and that committed to a high level of safety makes good business sense.

	Therefore the Company has adopted the following programs for health and safety, and general welfare of the employees: Health and Safety Policy Statement Coverage under a health care maintenance program/insurance Coverage under a group term life and accident insurance Provide annual physical examinations, free medical consultations and health facilities such Wellness facilities such as gym, basketball and badminton courts Engage employees to participate in sports and recreation programs General Welfare Policy Annual team building and socialization events to promote camaraderie and positive interaction among employees and subsidiaries Support employees to their participation on clubs and organizations outside the Company to be able to further develop their skills and maintain contacts with colleagues in the industry. Provide in-house and outsourced trainings and seminars All managers are expected to actively support the board in the development and proper implementation of the company's above Policy. The Management must ensure that the necessary resources of staff, facilities and finance are provided to implement the Policy. Each subsidiary must set to seek the highest standard of safe working environment for their respective employees. A measuring program of the results and performance for health and safety must be established and implemented to monitor the effectiveness of each programs.

- 2) Has the code of ethics or conduct been disseminated to all directors, senior management and employees?

Yes

- 3) Discuss how the company implements and monitors compliance with the code of ethics or conduct.

All Directors, Officers and employees are required at the end of each year to fill out and sign a compliance checklist of the Code and all Company Policies and submit it to the Chief Compliance Officer. The Chief Compliance Officer issues a certificate of compliance with the Code and Company Policies.

The Company has established a designated helpdesk hotline to answer queries of directors, officers and employees on the application of the Code.

Compliance Helpdesk Hotline:

Chief Compliance Officer

Tel (632) 888 3000

Fax (632) 816 7362

The Internal Audit team is tasked to evaluate the systems established to ensure compliance with the Code and governance processes.

Any violation of the code and policies by directors, officers and employees can also be reported under the

Company's Whistleblower Policy Reporting Channel.

4) Related Party Transactions

(a) Policies and Procedures

Describe the company's policies and procedures for the review, approval or ratification, monitoring and recording of related party transactions between and among the company and its parent, joint ventures, subsidiaries, associates, affiliates, substantial stockholders, officers and directors, including their spouses, children and dependent siblings and parents and of interlocking director relationships of members of the Board.

Related Party Transactions	Policies and Procedures
(1) Parent Company	The Related Party Transactions (RPT) Policy requires that any transactions with related parties are made on terms equivalent to those that prevail in an arm's length transactions. The Audit Committee as per its Board-approved Charter shall be responsible to oversee and review the propriety of RPTs and their required reporting disclosures. In its review, it shall take into account, among other factors it deems appropriate, whether the Related Party Transaction is entered into on terms no less favorable to the concerned company than terms generally available to an unaffiliated third-party under the same or similar circumstances; and the extent of the Related Parties' interest in the transaction. This Policy refers to the expanded definition of Philippine Accounting Standards (PAS) 24 on Related Parties. The Standard emphasizes the substance of the relationship and not merely the legal form. The term Related Parties shall include: a. Parties that are members of the same group, i.e. each parent, subsidiary and fellow subsidiary is related to the others; b. All Directors, Officers, Managers and Key Management Personnel having authority and responsibility for planning, directing and controlling the activities of the Company or <i>its Subsidiary or its Parent, directly or indirectly</i>; including companies they have control or joint control or significant influence in; • Control - the power to govern the financial and operating policies of the Company or <i>its Subsidiary</i>. • Significant influence - the power to participate in the financial and operating policy decisions of the Company or <i>its Subsidiary</i>, but is not control over those policies. This may be gained by share ownership, statute or agreement. c. Close family members of an individual referred to in (b) above, who may be expected to influence, or be influenced by, that individual in their dealings with the Company or <i>its Subsidiary</i>; • Close family member - the individual's spouse or domestic partner and children (whether legitimate or illegitimate), stepchildren, and dependents of the individual or that

	individual's spouse or domestic partner. d. Party is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member); Party is a joint venture or associate of a third entity; and e. Post-employment benefit plan, and sponsoring employers of such a plan, of either the Company or an entity that is a related party of the Company. Related Party Transaction is a transfer of resources, services or obligations between the Company & its Subsidiaries, and a related party, regardless of whether a price is charged. Examples of RPTs are: • Guarantees or commitments to do something if a particular event occurs or does not occur in the future, including executory contracts (i.e. neither party has performed any obligation or both parties have partially performed their obligations to an equal extent) • Loans to directors • Sale or purchase of goods • Sale, purchase or lease of property and/or assets • Provision or receipt of services or leases • Assumption of financial/operating obligations • Subscription for debt or equity issuances • Establishment of joint venture entities • Settlement of liabilities on behalf of the Company or its Subsidiary or by the Company or its Subsidiary on behalf of a related party • Compensation, benefits (monetary and non-monetary), postemployment benefits, termination benefits and share-based payment of current employees Identification, Review and Approval of Related Party Transactions 1. Generally, Management promptly reports to the Board of Directors (Board) on the terms, business purpose, benefits and other details of each new, existing or proposed RPT for review and approval. The Board shall approve any RPT before its commencement. However, if the same is not identified beforehand, it must be subsequently reviewed and ratified by the Board. 2. The Audit Committee shall assist the Board in its review of RPT. The Board shall consider whether the terms of the RPT are on arms' length and fair to the Company and such factors as the following: • Materiality • The purpose and timing of the transactions • Extent of the Related Party's interest in the RPT; and • Conflict of interest, actual or apparent, of the Related Party participating in the transaction. • Any other relevant information regarding the transaction 3. The Audit Committee may establish guidelines to manage and monitor conflicts of interest of

	Management, Board Directors and shareholders, including misuse of corporate assets and abuse in RPTs. 4. A Director, officer or key management personnel shall promptly notify the Audit Committee or the Company's Officer of the Compliance Officer of any interest he or his immediate family member had, has or may have in a RPT. He shall disclose all material information concerning the RPT. Pre-Approved RPTs 5.1The following shall be deemed to be pre-approved by the Board in accordance with the Company's Table of Authorities: - Compensation and employment of executive officers and directors approved by the Compensation & Remuneration Committee; - Transactions with similar terms available to all employees generally; - Charitable contributions by the Company where the Related Party is an employee or director, if the aggregate amount involved does not exceed P5M; - Banking-related services and transactions with a Related Party, if the terms are generally the same as or similar to offers of other banks in the ordinary course of business; - Share transactions such as dividends, repurchase, rights offerings, available to all shareholders on a pro-rata ownership basis. - Any transaction with a Related Party involving the rendering of services as a common or contract carrier, or public utility, at rates or charges fixed in conformity with law or governmental authority. Threshold The Parent Company and its subsidiaries, whether owned directly or indirectly, shall set thresholds and categories for Disclosure and Approval of RPTs. The amount of each RPT shall be considered for purposes of applying these thresholds. Related Party Transaction - Less than three percent (3%) of Total Assets of the Audited Financial Statements of the previous year of Parent or Subsidiary requires approval of the concerned entity's CEO or President; - Three percent (3%) and above of Total Assets of the Audited Financial Statements of the previous year of Parent or Subsidiary requires approval of concerned entity's Board of Directors. - Twenty percent (20%) and above of Total Assets Assets of the Audited Financial Statements of the previous year of Parent or Subsidiary requires approval of concerned entity's Shareholders. Disclosure - Ten percent (10%) and above of Total Assets of the Audited Financial Statements of the previous year of Parent

	Exception: • Sale or purchase of goods and services in the ordinary course of business amongst Parent Company and its Subsidiaries at arm's length terms. To ensure fairness and transparency, this exception is still subject to compliance with applicable SEC disclosure requirements and the Transfer Pricing guidelines issued by BIR (RR 02-2013). • Transactions of Parent Company and its Subsidiaries involving the exercise of corporate powers such as investments, subscriptions, equity restructuring, dividend declarations, and corporate guarantees to subsidiaries. Disclosure RPTs that are required to be disclosed and reported in the Company's filings with the Securities and Exchange Commission (SEC) shall be disclosed in accordance with laws, rules, regulations, Philippine Financial Reporting & Accounting Standards. The Company shall comply with PAS 24's required disclosures of relationships between the Company & its Subsidiaries irrespective of whether there have been transactions between them, transactions and outstanding balances, <i>including commitments</i>, in the consolidated and separate individual financial statements. It shall disclose the name of its parent, the ultimate controlling party and/or the most senior parent (defined as the first parent above the immediate parent) that produces consolidated financial statements available for public use. All RPTs shall be disclosed to the Audit Committee and any material RPT shall be disclosed to the Board. Review 8.1 The Related Party Policy may be amended at any time and is subject to further guidance from the SEC and/or actions taken by the Parent Company's Board of Directors or Shareholders.

(b) Conflict of Interest

(i) Directors/Officers and 5% or more Shareholders

Identify any actual or probable conflict of interest to which directors/officers/5% or more shareholders may be involved.

Details of Conflict of Interest (Actual or Probable)	
Name of Director/s	Aside from the family relations among and between certain directors and officers, the Company is not aware of any actual or probable conflict.
Name of Officer/s	
Name of Significant Shareholders	

	related party transactions

(ii) Mechanism

Describe the mechanism laid down to detect, determine and resolve any possible conflict of interest between the company and/or its group and their directors, officers and significant shareholders.

	Directors/Officers/Significant Shareholders
Company	Policies requiring disclosures on direct and indirect beneficial ownership in accordance with the SEC and PSE rules and the Company's Board Charter
Group	Policies requiring disclosures on direct and indirect beneficial ownership in accordance with the SEC and PSE rules and the Company's Board Charter

5) Other Policies – Insider Trading, Dividend Policy, Related Party Transactions Policy

6) Family, Commercial and Contractual Relations

- (a) Indicate, if applicable, any relation of a family,⁷ commercial, contractual or business nature that exists between the holders of significant equity (5% or more), to the extent that they are known to the company:

Names of Related Significant Shareholders	Type of Relationship	Brief Description of the Relationship
Dacon Corp.	Interlocking Directors	Interlocking Directors
DFC Holdings, Inc.	Interlocking Directors	Interlocking Directors

- (b) Indicate, if applicable, any relation of a commercial, contractual or business nature that exists between the holders of significant equity (5% or more) and the company:

Names of Related Significant Shareholders	Type of Relationship	Brief Description
Dacon Corp.	Shareholder owning more than 5%	Some Directors of Dacon Corp. are also Directors of the Company
DFC Holdings, Inc.	Shareholder owning more than 5%	Some Directors of DFC Holdings, Inc. are also Directors of the Company

- (c) Indicate any shareholder agreements that may impact on the control, ownership and strategic direction of the company:

Name of Shareholders	% of Capital Stock affected (Parties)	Brief Description of the Transaction
None	None	None

⁷ Family relationship up to the fourth civil degree either by consanguinity or affinity.

7) Alternative Dispute Resolution

Describe the alternative dispute resolution system adopted by the company for the last three (3) years in amicably settling conflicts or differences between the corporation and its stockholders, and the corporation and third parties, including regulatory authorities.

Alternative Dispute Resolution System	
Corporation & Stockholders	No conflict arose from the last three (3) years
Corporation & Third Parties	
Corporation & Regulatory Authorities	

C. BOARD MEETINGS & ATTENDANCE

1) Are Board of Directors' meetings scheduled before or at the beginning of the year?

Board and committee meetings are scheduled before the end of the year. The Company notified the Board of Directors and Committees on December 11, 2015, the schedules of these meetings for the year 2016.

2) Attendance of Directors

3) Board	Name	Date of Election	No. of Meetings Held during the year*	No. of Meetings Attended	%
Member	Isidro A. Consunji	July 29, 2015	8	8	100%
Member	Cesar A. Buenaventura	July 29, 2015	8	7	87.5%
Member	Herbert M. Consunji	July 29, 2015	8	8	100%
Member	Ma. Edwina C. Laperal	July 29, 2015	8	8	100%
Member	Victor A. Consunji	July 29, 2015	8	8	100%
Member	Jorge A. Consunji	July 29, 2015	8	8	100%
Member	Luz Consuelo A. Consunji**	July 29, 2015	3	3	100%
Independent	Honorio O. Reyes-Lao	July 29, 2015	8	8	100%
Independent	Antonio Jose U. Periquet	July 29, 2015	8	8	100%

*January-December 2015

**First elected as Director on July 29, 2015

3) Do non-executive directors have a separate meeting during the year without the presence of any executive? If yes, how many times? - **Yes. The non-executive directors met once in 2015.**

4) Is the minimum quorum requirement for Board decisions set at two-thirds of board members? Please explain.

Yes. The Company's Board Charter sets a minimum of two-thirds (2/3) of the board members as a quorum requirement for Board decisions.

5) Access to Information

(a) How many days in advance are board papers⁸ for board of directors meetings provided to the board?

⁸ Board papers consist of complete and adequate information about the matters to be taken in the board meeting. Information includes the background or explanation on matters brought before the Board, disclosures, budgets, forecasts and internal financial documents.

The board materials for discussion are distributed at least five (5) business days before the scheduled board meeting.

(b) Do board members have independent access to Management and the Corporate Secretary?

Yes. The board members have independent access to Management and the Corporate Secretary

(c) State the policy of the role of the company secretary. Does such role include assisting the Chairman in preparing the board agenda, facilitating training of directors, keeping directors updated regarding any relevant statutory and regulatory changes, etc?

The Corporate Secretary sees to it that the board follows correct procedures and that the board complies with its obligations under law and the company's articles of incorporation. The following are the responsibilities of the Corporate Secretary under the provisions of the Corporation's By-Laws and Manual on Corporate Governance:

- The Corporate Secretary shall record all the votes and proceedings of the meeting of Stockholders and of the Board of Directors in a book kept for that purpose.
- He/she shall have charge of the corporate seal of the Corporation. He/she shall keep at the principal office of the Corporation the stock and transfer book and therein keep a record of all the stock, the names of stockholders alphabetically arranged with the addresses to which notices may be sent, the installments paid and unpaid on all stock for which subscription has been made and the date of payment of any installment, a statement of every alienation, sale or transfer of stock made, the date thereof and by and to whom made.
- Be responsible for the safekeeping and preservation of the integrity of the minutes of the meetings of the Board and its committees, as well as the other official records of the corporation.
- He/she should attend all stockholders and board meetings.
- The company secretary shall assist the Chairman of the board in organizing the board's activities including providing information, preparing an agenda, reporting of meetings, evaluations and training programs.
- He/she shall perform such other duties as may be properly delegated to him/her

(d) Is the company secretary trained in legal, accountancy or company secretarial practices? Please explain should the answer be in the negative. – **Yes, the Company has a Corporate Secretary who has vast experience in legal, accountancy and company secretarial practices. Below is the profile of the Company's Corporate Secretary disclosed in the Information Statement and posted in the website:**

Atty. Noel A. Laman - Corporate Secretary

Profile

Age	First Appointment	Years of Service
75	Corporate Secretary - March 1995	20 years

Directorship and Other Positions

Company	Type of Directorship/Position
Listed	

National Reinsurance Corporation of the Philippines	Corporate Secretary
Non-listed	
Castillo Laman Tan Pantaleon & San Jose Law Offices	Founder / Senior Partner
DCL Group of Companies	Treasurer
Boehringer Ingelheim (Phils.), Inc.	Non-executive/Director
Merck, Inc	Non-executive/Director

Education	Bachelor of Science, Jurisprudence (University of the Philippines) Bachelor of Laws (University of the Philippines) Master of Laws (University of Michigan Law School)
Civic Affiliations	Integrated Bar of the Philippines, <i>Past Secretary, Treasurer, Vice President, Makati Chapter</i> Rotary Club Makati West, <i>Past President</i> Intellectual Property Association of the Philippines (IPAP), <i>Past President</i> Asian Patent Attorneys Association (APAA), <i>Past Council Member</i> Licensing Executives Society of the Philippines (LES Philippines), <i>Member</i> Firm Representative to the European Chamber of Commerce, <i>Member</i> Firm Representative to the German Philippine Chamber of Commerce, Inc., <i>Member</i> Rear Admiral, Philippine Coast Guard Auxiliary, (Legal Counsel, Head, Board of Discipline), <i>Member</i>

(e) Committee Procedures

Disclose whether there is a procedure that Directors can avail of to enable them to get information necessary to be able to prepare in advance for the meetings of different committees:

Yes ☒

No ☐

Committee	Details of the procedures
Executive – N/A	Notice and Agenda are given at least five (5) days before the meeting; The Committees have free access to the management and staff for any queries prior to the meeting
Audit	
Nomination	
Remuneration	
Others (specify) – Risk Oversight	

6) External Advice

Indicate whether or not a procedure exists whereby directors can receive external advice and, if so, provide details:

Procedures	Details
The external legal counsel and the Corporate Secretary attend to the Board of Directors' concerns. When necessary, they may coordinate meetings with external parties upon request of the Directors. As such, the Directors may also initiate to call for a meeting with consultants to seek external advice.	

7) Change/s in existing policies

Indicate, if applicable, any change/s introduced by the Board of Directors (during its most recent term) on existing policies that may have an effect on the business of the company and the reason/s

for the change:

Existing Policies	Changes	Reason
No changes in existing policies		

D. REMUNERATION MATTERS

1) Remuneration Process

Disclose the process used for determining the remuneration of the CEO and the four (4) most highly compensated management officers:

Process	CEO	Top 4 Highest Paid Management Officers
(1) Fixed remuneration	Establish a formal and transparent procedure for developing a policy on executive remuneration and for fixing the remuneration packages of corporate officers and directors, and provide oversight over remuneration of senior management and other key personnel ensuring that compensation is consistent with the Corporation's culture, strategy and control environment.	Establish a formal and transparent procedure for developing a policy on executive remuneration and for fixing the remuneration packages of corporate officers and directors, and provide oversight over remuneration of senior management and other key personnel ensuring that compensation is consistent with the Corporation's culture, strategy and control environment.
(2) Variable remuneration	The Company has performance-based profit sharing mechanisms that directly align rewards and incentives to employees with the financial results of the company. Also, a part of our performance-enhancing incentive is to ensure that deserving and senior professional employees are allotted representation in the board of directors of our major operating subsidiaries.	
(3) Per diem allowance	Each director shall receive a reasonable per diem for his attendance at every meeting of the Board. Subject to the approval of the stockholders owning at least a majority of the outstanding capital stock, directors may also be granted such compensation (other than per diems) provided however, that the total yearly compensation of directors, as such directors, shall not exceed ten (10%) percent of the net income before income tax of the Corporation during the preceding year.	
(4) Bonus	The Company has performance-based profit sharing mechanisms that directly align rewards and incentives to employees with the financial results of the company. Also, a part of our performance-enhancing incentive is to ensure that deserving and senior professional employees are allotted representation in the board of directors of our major operating subsidiaries.	
(5) Stock Options and other financial instruments	None	None
(6) Others (specify)	None	None

2) Remuneration Policy and Structure for Executive and Non-Executive Directors

Disclose the company's policy on remuneration and the structure of its compensation package. Explain how the compensation of Executive and Non-Executive Directors is calculated.

	Remuneration Policy	Structure of Compensation Packages	How Compensation is Calculated
Executive Directors	Salary structure as approved by the Compensation Committee and the Board of Directors	Basic monthly pay plus other benefits mandated by law	Compensation package as agreed by management and the employee
Non-Executive Directors	There is no compensation given by the Company. The per diem allowance of P10,000 is given per meeting attended for board and committee meetings		

Do stockholders have the opportunity to approve the decision on total remuneration (fees, allowances, benefits-in-kind and other emoluments) of board of directors? Provide details for the last three (3) years.

Remuneration Scheme	Date of Stockholders' Approval
Not applicable	

3) Aggregate Remuneration

Complete the following table on the aggregate remuneration accrued during the most recent year:

Remuneration Item	Executive Directors	Non-Executive Directors (other than independent directors)	Independent Directors
(a) Fixed Remuneration	P5,086,924.40	-	-
(b) Variable Remuneration	-	-	-
(c) Per diem Allowance	P160,000.00	P220,000.00	P160,000.00
(d) Bonuses	-	-	-
(e) Stock Options and/or other financial instruments	-	-	-
(f) Others (Specify)	-	-	-
Total	P5,246,924.40	P220,000.00	P160,000.00

For the year 2014

Other Benefits	Executive Directors	Non-Executive Director (other than independent directors)	Independent Directors
1) Advances	None	None	None
2) Credit granted	None	None	None
3) Pension Plan/s Contributions	None	None	None
(d) Pension Plans, Obligations incurred	None	None	None
(e) Life Insurance Premium	None	None	None
(f) Hospitalization Plan	P150,000.00*	-	-
(g) Car Plan	-	-	-
(h) Others (Specify)	-	-	-
Total	P150,000.00		

*The Company provides health insurance under Health Maintenance Organization (HMOs), which has a maximum limit of P150,000.00 per executive officer.

4) Stock Rights, Options and Warrants

(a) Board of Directors

Complete the following table, on the members of the company's Board of Directors who own or are entitled to stock rights, options or warrants over the company's shares:

Director's Name	Number of Direct Option/Rights/ Warrants	Number of Indirect Option/Rights/ Warrants	Number of Equivalent Shares	Total % from Capital Stock
None				

(b) Amendments of Incentive Programs

Indicate any amendments and discontinuation of any incentive programs introduced, including the criteria used in the creation of the program. Disclose whether these are subject to approval during the Annual Stockholders' Meeting:

Incentive Program	Amendments	Date of Stockholders' Approval
None		

5) Remuneration of Management

Identify the six (6) members of management who are not at the same time executive directors and indicate the total remuneration received during the financial year:

Name of Officer/Position	Total Remuneration

Victor S. Limlingan – Managing Director	P7,489,227.70
Aldric G. Borlaza – Senior Finance Officer	
Brian T. Lim- Finance Officer	
Ma. Luisa C. Austria – Admin/Accounting Officer	
Tara Ann C. Reyes – Investor Relations Officer	
Cherubim O. Mojica – Corp. Communications Head	

E. BOARD COMMITTEES

1) Number of Members, Functions and Responsibilities

Provide details on the number of members of each committee, its functions, key responsibilities and the power/authority delegated to it by the Board:

Committee	No. of Members			Committee Charter	Functions	Key Responsibilities	Power
	Executive Director (ED)	Non-executive Director (NED)	Independent Director (ID)				
Executive	Not applicable						
Audit	0	1	2	Ultimately responsible for the policies and practices relating to integrity of financial and regulatory reporting	Reviews the external auditor's audit plan; increases the credibility and objectivity of the Company's financial reports and public disclosure	Review and discuss with management and the external auditor the annual audited financial statements, including discussion of material transactions with related parties, accounting policies, as well as the external auditor's written communications to the Committee and to management;	Oversee the adequacy of the Company's system of internal accounting controls and internal audit process and obtaining from the external auditor summaries and recommendations for improvement of such internal controls and processes
Nomination	0	1	2	Responsible for the review and screening of candidates for	Pre-screen and shortlist all candidates nominated to become a member of the	Review and consider the guidelines on determining the number of directorship	Review the roles and duties of the CEO by integrating the dynamic

				directorship	Board of Directors		requirements of the business as a going concern and future expansionary prospects within the realm of good corporate governance at all times.
Remuneration	1	0	2	Establish a formal and transparent procedure for developing a policy on executive remuneration and for fixing the remuneration packages of corporate officers and directors	Designate amount of remunerations in a sufficient level to attract and retain directors and officers	Establish a formal and transparent procedure for developing a policy on executive remuneration and for fixing the remuneration packages of individual directors, if any, and officers	Develop a form on Full Business Interest Disclosure as part of the pre-employment requirements for all incoming officers, which among others compel all officers to declare under the penalty of perjury all their existing business interests or shareholdings that may directly or indirectly conflict in their performance of duties once hired.
Risk Oversight	1	0	2	Establish to provide adequate support in fulfilling the Board's oversight function in relation to risk governance in the Company. The assistance includes	Promote an open discussion regarding risks faced by the Company, as well as risks faced by its subsidiaries that may have potential impact on the Company's operations,	Review the Company's risk management function, such that senior management is properly positioned, staffed and resourced, and that senior management carries out its risk	Oversee and work with the Company's Chief Risk Officer, the Company's General Counsel or his or her designee, the Company's Chief Compliance Officer, when

				ensuring that internal control procedures and risk management systems are in place and are operative as well as effective.	and ensure that risk awareness culture is pervasive throughout the Company.	management responsibilities effectively.	designated and outside legal counsel and regulatory consultants as needed, to recommend a risk profile of the Company to the Board for its approval. In defining the Company's risk profile, the Committee shall consider with senior management the Company's risk capacity, risk appetite, risk limits, current risk profile, risk exceptions and remediation protocols.

2) Committee Members

(a) Executive Committee – The Company has no Executive Committee

Office	Name	Date of Appointment	No. of Meetings Held	No. of Meetings Attended	%	Length of Service in the Committee
Chairman	Not Applicable					
Member (ED)						
Member (NED)						
Member (ID)						
Member						

(b) Audit Committee

Office	Name	Date of	No. of	No. of	%	Length of

		Appointment	Meetings Held*	Meetings Attended		Service in the Committee
Chairman (ID)	Honorio O. Reyes-Lao (Independent Director)	May 14, 2015	5	5	100	One year
Member (ED)	None	-	-	-	-	-
Member (NED)	Cesar A. Buenaventura	May 14, 2015**	3	2	67	Eight (8) mos.
Member (ID)	Antonio Jose U. Periquet (Independent Director)	May 14, 2015	5	5	100	One year

**From January-December 2015*

*** Appointed first time as member of the audit committee, all other members are incumbent committee members*

Disclose the profile or qualifications of the Audit Committee members.

In the Company's Manual on Corporate Governance, the audit committee shall be composed of at least three (3) Members of the Board, at least two (2) of whom must be independent and one (1) of whom shall be its head or chairman. Each member shall have adequate understanding at least or competence at most of the company's financial management systems and environment. The following are the detailed profile of the Audit Committee Members:

Honorio O. Reyes-Lao - is 70 years old; has served the Corporation as an Independent Director for six (6) years since July 2009; is director of Philippine Business Bank (**Listed**); **Non-Listed (Past Positions)** Gold Venture Lease and Management Services Inc (2008-2009), First Sovereign Asset Management Corporation (2004-2006, CBC Forex Corporation (1998-2002) , CBC Insurance Brokers, Inc. (1998-2004), CBC Properties and Computers Center, Inc. (1993-2006); **Education.** Bachelor of Arts, Major in Economics (De La Salle University), Bachelor of Science in Commerce, Major in Accounting (De La Salle University), Masters Degree in Business Management (Asian Institute of Management); **Civic Affiliations.** Institute of Corporate Directors, Fellow, Rotary Club of Makati West, Member/Treasurer, Makati Chamber of Commerce and Industries, Past President.

Antonio Jose U. Periquet is 53 years old; has served the Corporation as an Independent Director for four (4) years and 9 months since August 2010; he is director of the following: (**Listed**) ABS-CBN Holdings Corp., ABS-CBN Corporation , Ayala Corporation , Bank of the Philippine Islands , Max's Group Inc., Philippine Seven Corporation; (**Non-listed**) Campden Hill Group, Inc., Campden Hill Advisors, Inc., Pacific Main Holdings, Lyceum of the Philippines University, The Straits Wine Company, Inc., BPI Capital Corporation, BPI Family Savings Bank, Inc.; **Education.** MBA, Darden Graduate School of Business Administration, University of Virginia, USA (1990), Master of Science (Econ), Oxford University, UK (1988), Bachelor of Arts (Econ), Ateneo de Manila University (1982); **Civic Affiliations.** Global Advisory Council, Darden Graduate School of Business Administration, University of Virginia, Member, Finance and Budget Committee of the Board, Ateneo de Manila University, Member, Finance Committee, Philippine Jesuit Provincial, Member.

Cesar A. Buenaventura – is 85 years old; has served the Corporation as a regular director for twenty (20) years since March 1995; is a regular Director of the following: (**Listed**) Semirara Mining and Power Corp., iPeople Inc., Petroenergy Resources Corp., Concepcion Industrial Corp; (**Non-listed**) D.M. Consunji, Inc., AG&P Company of Manila, Inc., Pilipinas Shell Petroleum Corp., Montecito Properties, Inc., Phil. American Life Insurance Co., Manila International Airport Authority, Babcock Hitachi Phils, Inc. **Education.** Bachelor of Science in Civil Engineering (University of the Philippines), Masters Degree in Civil Engineering, Major in Structures (Lehigh University, Bethlehem, Pennsylvania). **Civic Affiliations.** Pilipinas Shell Foundation, Founding Member, Makati Business Club, Board of Trustee University of the Philippines, Former Board of Regents, Asian Institute of Management, Former Board of Trustee, Benigno Aquino Foundation, Past President,

Honorary Officer, Order of the British Empire (OBE) by Her Majesty Queen Elizabeth II.

Describe the Audit Committee's responsibility relative to the external auditor.

- recommending to the Board of Directors the external auditor to be nominated by the Board of Directors;
- recommending to the Board of Directors the compensation of the external auditor;
- reviewing the external auditor's audit plan, fee schedule and any related services proposals;
- overseeing the work of the external auditor;
- ensuring that the external auditor meets the rotation requirements for partners and staff on the Company's audits;
- reviewing and discussing with management and the external auditor the annual audited financial statements, including discussion of material transactions with related parties, accounting policies, as well as the external auditor's written communications to the Committee and to management;
- reviewing the external auditor's report, audit results and financial statements prior to approval by the Board of Directors;
- reporting on and recommending to the Board of Directors the annual financial statements and the external auditor's report on those financial statements, prior to Board approval and dissemination of financial statements to shareholders and the public;
- resolving disputes between management and the external auditor regarding financial reporting;

(c) Nomination Committee

Office	Name	Date of Appointment	No. of Meetings Held*	No. of Meetings Attended	%	Length of Service in the Committee*
Chairman	Honorio O. Reyes-Lao (Independent Director)	May 14, 2015	2	2	100	One year
Member (ED)	None	-	-	-	-	-
Member (NED)	Jorge A. Consunji	May 14, 2015**	2	2	100	Eight (8) mos
Member (ID)	Antonio Jose U. Periquet (Independent Director)	May 14, 2015	2	2	100	One year

**From January-December 2015*

***Appointed first time as member of the Nomination Committee, all other members are incumbent committee members*

(d) Remuneration Committee

Office	Name	Date of Appointment	No. of Meetings Held*	No. of Meetings Attended	%	Length of Service in the Committee*
Chairman	Antonio Jose U. Periquet (Independent Director)	May 14, 2015	2	2	100	One year
Member (ED)	Ma. Edwina C. Laperal	May 14, 2015**	2	2	100	Eight (8) mos
Member (NED)	None	-	-	-	-	-
Member (ID)	Honorio O. Reyes-Lao (Independent Director)	May 14, 2015	2	2	100	One year

**From January-December 2015*

***Appointed first time as member of the Remuneration Committee, all other members are incumbent committee members*

(e) Others (Specify)

Provide the same information on all other committees constituted by the Board of Directors:

Risk Oversight Committee

This committee was established on May 14, 2015. The charter has been approved by the Board of Directors and has been included in the Manual of Corp. Governance and Amended By-Laws.

Office	Name	Date of Appointment	No. of Meetings Held	No. of Meetings Attended	%	Length of Service in the Committee
Chairman	Antonio Jose U. Periquet (Independent Director)	May 14, 2015	1	1	100	Eight mos.
Member (ED)	Herbert M. Consunji	May 14, 2015	1	1	100	Eight mos.
Member (NED)	None	-	-	-	-	-
Member (ID)	Honorio O. Reyes-Lao (Independent Director)	May 14, 2015	1	1	100	Eight mos.

3) Changes in Committee Members -

Indicate any changes in committee membership that occurred during the year and the reason for the changes:

Name of Committee	Name	Reason
Executive	N/A	N/A
Audit	Cesar A. Buenaventura	To include the non-executive director as member of the committee
Nomination	None	
Remuneration		
Others (specify)		

4) Work Done and Issues Addressed

Describe the work done by each committee and the significant issues addressed during the year.

Name of Committee	Work Done	Issues Addressed
Executive	Not applicable	
Audit	Report on and recommend to the Board of Directors the annual and quarterly financial statements and the external auditor's report on the annual financial statements, prior to	Review and approve the annual and quarterly financial statements. Ensure the integrity of disclosure controls and internal controls over

	Board approval and dissemination of annual and financial statements to shareholders and the public. Oversee the work of external and internal auditor. Review the performance of each business subsidiaries. Oversee the adequacy of the Company's system of internal accounting controls and internal audit process and obtaining from the external auditor summaries and recommendations for improvement of such internal controls and processes	financial reporting
Nomination	identify and recommend candidates for election or appointment as directors,	Assess whether candidates have the qualities expected of all directors, including integrity, sound judgment, business acumen, and the time, ability, and commitment to make a constructive and meaningful contribution to the Board
Remuneration	Review the compensation of directors and executives of the Company. Discuss other possible long-term incentive plans.	Make recommendation to the Board for approval of compensation
Risk Oversight	Implemented the 2015 Risk Assessment Survey. Assessed the Top Risk Drivers and discussed actions plans. Reviewed governance, risk and compliance structure	Oversees the risk management function, including reviewing with management the guidelines and policies that govern the process by which risk assessment and risk management is undertaken

5) Committee Program

Provide a list of programs that each committee plans to undertake to address relevant issues in the improvement or enforcement of effective governance for the coming year.

Name of Committee	Planned Programs	Issues to be Addressed
Executive	N/A	
Audit	Conduct more meetings to give ample time to discuss and assess significant business issues that have a material financial effect	Better oversight of management action plans
Nomination	Continued evaluation of the selection process and evaluation of candidates in accordance with the SEC Regulations and Company's Manual on Corporate Governance	
Remuneration	Review of the compensation and reward scheme to enhance incentives for employee retention and career development.	
Risk Oversight	Review governance, risk and compliance structure to address current business environment	

F. RISK MANAGEMENT SYSTEM

1) Disclose the following:

- (a) Overall risk management philosophy of the company;
- (b) A statement that the directors have reviewed the effectiveness of the risk management system and commenting on the adequacy thereof;
- (c) Period covered by the review;
- (d) How often the risk management system is reviewed and the directors' criteria for assessing its effectiveness; and
- (e) Where no review was conducted during the year, an explanation why not.

A. Enterprise Risk Management (ERM)

This Enterprise Risk Management Policy ("the ERM Policy") provides the framework for managing risks across DMCI Holdings, Inc. ("DMCIHI" or "the Company"). It contains the fundamental policies to guide all DMCIHI personnel, including senior executive management and the Board of Directors, who are directly or indirectly involved in the strategic, operations, compliance and financial activities of the Company. This will serve as the guide to enable the concerned Company personnel to make appropriate actions and decisions pertaining to the management of the Company's portfolio of risks.

Purpose

This ERM Policy forms part of DMCIHI's Corporate Governance Manual and shall:

- 1. Establish the risk management vision, goals and objectives of the Company;
- 2. Provide an enterprise-wide risk management framework, structure, and organization that support the achievement of the Company's risk management vision, goals, and objectives;
- 3. Define the roles and responsibilities of DMCIHI's Board of Directors ("BOD" or "the Board"), senior management, officers, and all employees with regards to the Company's risk management processes and activities;
- 4. Establish a common culture and language that promote consistent definition and understanding of risks and their related impact to the Company's business; and
- 5. Establish a consistent and enterprise-wide approach in identifying and prioritizing risks, analyzing inter-relationship among risks, identifying the drivers and sources of risks, development of strategies and action plans in managing risks, monitoring and reporting on the implementation of risk management strategies and action plans, and evaluating the effectiveness of the overall risk management process for continuous improvement.

Scope

This ERM Policy applies only to DMCIHI.

Enterprise Risk Management Vision

DMCIHI's enterprise risk management ("ERM") shall serve as one of the Company's key enablers for effective corporate governance and achievement of the Company's strategic objectives.

ERM Goals and Objectives

To effectively realize DMCIHI's risk management vision, ERM shall:

- 1. Establish a sustainable risk management process to enable DMCIHI to focus on and manage its key risks;
- 2. Embed risk management into the awareness and day-to-day activities of each DMCIHI officer and employee;
- 3. Integrate a rigorous risk management process into the strategic planning, budgeting and decision-making process; and

4. Provide a structured framework for enhancing DMCIHI's corporate governance

Risk Management Oversight Structure

To ensure the successful implementation of DMCIHI's ERM, it is important that a risk management structure is in place to have an integrated and independent view of the enterprise-wide risks across the different risks categories (e.g., strategic, operations, compliance and financial). This will allow the Company to reduce any gaps in risk coverage, risk management functional inefficiencies and overlaps, and confusion among concerned personnel due to lack of structured communication and reporting lines.

Develop Common Language

To enhance clarity of communication and action on risk-related matters, DMCIHI shall ensure that a common risk language as embodied in the Company's risk dictionary exists, is communicated, and understood by all employees at all levels of the organization. DMCIHI shall also ensure that the common risk language is continuously updated and modified to include new and emerging risks by considering factors that are both internal and external to the Company. This shall be done through the review of the risk dictionary at least annually or if there are any amendments made thereto.

Develop Risk Management Strategies

After identifying, prioritizing, and analyzing risks, DMCIHI shall develop strategies to manage risks consistent with the Company's strategic goals and objectives and risk appetite and tolerance levels. The strategy of DMCIHI' to (1) Accept - retain, reduce or exploit or (2) Reject – avoid or transfer, risks shall include cross-checking with other groups and stress-testing which involves developing conservative and aggressive assumptions and scenarios to test the effectiveness of the strategies.

Develop Risk Management Action Plans

Based on the approved risks management strategies, DMCIHI shall develop specific action plans to support the implementation of these strategies. DMCIHI shall ensure that appropriate communication protocols and channels exist to support the execution of action plans that require coordinated effort across business functions.

Monitor and Report on the ERM process

DMCIHI shall continuously monitor the risks and effectiveness of the implementation of the strategies/action plans. This shall be done by ensuring that risk management is a regular agenda item in BOD, ManCom, and functional level meetings. DMCIHI shall also ensure that all initiatives pertaining to the overall ERM process continuously monitored and regularly reported to the appropriate stakeholders in the Company. Monitoring of the ERM process shall be applied on: 1) existing priority risks; 2) new emerging risks; 3) risk management performance; and 4) specific measures, policies and procedures both at the enterprise-wide and business function levels.

Any material weaknesses or significant control deficiencies identified shall be reported and presented to the ManCom and BOD together with the actions being taken to resolve the issues or to follow up on the resolution of long-outstanding issues.

G. INTERNAL AUDIT AND CONTROL

1) Internal Control System

Disclose the following information pertaining to the internal control system of the company:

- (a) Explain how the internal control system is defined for the company;

The Company defines internal control as a process, effected by the board of directors, management and other personnel, designed to provide reasonable assurance regarding the achievement of objectives relating to operations, reporting and compliance.

The effective implementation of internal controls is the responsibility of everyone within the Company. The Board of Directors is responsible for the Company's governance and oversight function and holds management accountable for the internal control system. Management owns the internal control system and is responsible for instituting robust internal control policies and procedures.

The internal audit function independently evaluates the soundness of the Company's key risks and organizational and procedural controls, which assists the board of directors, through the audit committee, and management assess whether the internal control system is effectively designed and implemented.

- (b) A statement that the directors have reviewed the effectiveness of the internal control system and whether they consider them effective and adequate;

The audit committee has reviewed the effectiveness of the internal control system based on its assessment, from the reports provided by internal and external auditors, and from management's assessment of internal controls.

- (c) Period covered by the review

For the year ended December 31, 2015

- (d) How often internal controls are reviewed and the directors' criteria for assessing the effectiveness of the internal control system; and

The audit committee meets at least four times a year to review the financial results of the Company and the results of the internal audit activities within the Company. The audit committee also meets with the external auditor at least once a year to review the external auditor's examination and report.

As part of its day-to-day function, management continuously reviews the adequacy and effectiveness of internal controls.

The board of directors, through the audit committee, and management's criteria for evaluating the soundness of internal control include a review of its control environment, risk assessment, control activities, information and communication, and monitoring activities.

- (e) Where no review was conducted during the year, an explanation why not. -

Not applicable.

2) Internal Audit

- (a) Role, Scope and Internal Audit Function

Give a general description of the role, scope of internal audit work and other details of the internal

audit function.

Role	Scope	Indicate whether In-house or Outsource Internal Audit Function	Name of Chief Internal Auditor/Auditing Firm	Reporting process
In its internal audit charter (<i>Section 3.0 Purpose</i>), “the Internal Audit Department was established by the Audit Committee to assist the Company in evaluating and improving the effectiveness of its risk management, controls, and governance processes; and add value to the organization by helping it accelerate its business performance”	In its internal audit charter (<i>Section 8.0 Scope and Responsibilities</i>): “The Audit Universe includes all processes and departments of the Company. The scope of internal auditing encompasses, but is not limited to, the examination and evaluation of the adequacy and effectiveness of the organization’s governance, risk management and internal controls as well as the quality of performance in carrying out assigned responsibilities to achieve the Company’s goals and objectives.	Outsourced internal audit function	Punongbayan & Araullo, a member firm of Grant Thornton International, Ltd.	To maintain its independence, Internal Audit reports functionally to the Audit Committee and administratively to the President. Reports highlighting significant audit findings and recommendations are provided to and reported during audit committee meetings.

- (b) Do the appointment and/or removal of the Internal Auditor or the accounting /auditing firm or corporation to which the internal audit function is outsourced require the approval of the audit committee?

The audit committee is responsible for approving the appointment and removal of the internal auditor, and overseeing the work of the internal auditor.

- (c) Discuss the internal auditor’s reporting relationship with the audit committee. Does the internal auditor have direct and unfettered access to the board of directors and the audit committee and to all records, properties and personnel?

In its internal audit charter (*Section 5.0, Authority*), “the internal audit department, with strict accountability for confidentiality and safeguarding of records and information, is authorized full, free, and unrestricted access to any and all of the Company’s documents, records, information, systems and applications, physical properties, and personnel pertinent to carrying out any engagement. All employees are requested to assist the internal audit activity in fulfilling its roles and responsibilities. The internal audit department will also have free and unrestricted access to the audit committee.”

(d) Resignation, Re-assignment and Reasons

Disclose any resignation/s or re-assignment of the internal audit staff (including those employed by the third-party auditing firm) and the reason/s for them.

Name of Audit Staff	Reason
None	None

(e) Progress against Plans, Issues, Findings and Examination Trends

State the internal audit's progress against plans, significant issues, significant findings and examination trends.

Progress Against Plans	The plans and objectives for the year are generally completed at year end.
Issues⁹	Based on the results of our reviews, there are no significant issues.
Findings¹⁰	Based on the results of our reviews, there are no significant findings.
Examination Trends	High risk areas are reviewed at least annually. Based on our overall review, policies and procedures need to be updated, and applicable manuals need to be developed to reflect the changes and current processes implemented within the Company.

[The relationship among progress, plans, issues and findings should be viewed as an internal control review cycle which involves the following step-by-step activities:

- 1) Preparation of an audit plan inclusive of a timeline and milestones;
- 2) Conduct of examination based on the plan;
- 3) Evaluation of the progress in the implementation of the plan;
- 4) Documentation of issues and findings as a result of the examination;
- 5) Determination of the pervasive issues and findings ("examination trends") based on single year result and/or year-to-year results;
- 6) Conduct of the foregoing procedures on a regular basis.]

(f) Audit Control Policies and Procedures

Disclose all internal audit controls, policies and procedures that have been established by the company and the result of an assessment as to whether the established controls, policies and procedures have been implemented under the column "Implementation."

Policies & Procedures	Implementation
Corporate Governance Manual	Implemented
Code of Business Conduct and Ethics Manual	Implemented

(g) Mechanism and Safeguards

State the mechanism established by the company to safeguard the independence of the auditors, financial analysts, investment banks and rating agencies (example, restrictions on trading in the

⁹ "Issues" are compliance matters that arise from adopting different interpretations.

¹⁰ "Findings" are those with concrete basis under the company's policies and rules.

company's shares and imposition of internal approval procedures for these transactions, limitation on the non-audit services that an external auditor may provide to the company):

Auditors (Internal and External)	Financial Analysts	Investment Banks	Rating Agencies
Rotation of partner-in-charge every five years for external auditors	No dealings; No need for mechanisms since non-public matters are not disclosed.		
Engagement contract with internal and external auditors are approved by the audit committee			
Functional reporting to the audit committee by the internal auditor			
Compliance to Code of Ethics, Conflict of Interest, and Insider Trading Policy			

(h) State the officers (preferably the Chairman and the CEO) who will have to attest to the company's full compliance with the SEC Code of Corporate Governance. Such confirmation must state that all directors, officers and employees of the company have been given proper instruction on their respective duties as mandated by the Code and that internal mechanisms are in place to ensure that compliance.

The following officers will attest and sign the Company's ACGR:

Isidro A. Consunji

Chairman/President/CEO

Herbert M. Consunji

Vice-President/CFO/Compliance Officer

Honorio O. Reyes-Lao

Independent Director

Antonio Jose U. Periquet

Independent Director

H. ROLE OF STAKEHOLDERS

1) Disclose the company's policy and activities relative to the following:

	Policy	Activities
Customers' welfare	The Company is committed to meeting client requirements in a mutually fair and satisfactory manner. Through our subsidiaries, we aim to provide construction, real estate, power, mining and water clients/consumers with superior quality products and services at a reasonable price. To protect customer safety and welfare, we abide by the relevant laws, rules and regulations set by the Philippine government, which include, but are not limited to, the Condominium Act (RA 4726), Electric Power Industry Reform Act (RA	Through our subsidiaries and affiliates, we implement mechanisms, programs and activities that further promote customer welfare and engagement. These efforts include, but are not limited to, customer hotlines, site and home visits, appreciation events, client consultations and customer surveys.

	9136), Mining Act (RA 7942), National Water Crisis Act (RA 8041). At the Parent level, our directors, officers and employees are mandated to: • Treat customers and other stakeholders with respect, integrity and professionalism at all times; • Deal with customers, suppliers, business partners, creditors and government representatives in a fair and reasonable manner; • Refer complaints of unfair, deceptive and fraudulent business practices of subsidiaries and affiliates to the Chief Compliance Officer.	
Supplier/contractor selection practice	We shall assess and select our suppliers and contractors based on the following standards: quality, expertise, track record, competitive pricing, delivery timeframe and customer service. This Supplier/Contractor Relations Policy outlines the practices that shall guide and govern all business relationships of the Company, its directors, officers and employees, including their decisions and actions when dealing with the suppliers and contractors of the Company.	We shall assess and select our suppliers and contractors based on the following standards: • Companies which are duly registered in the Securities and Exchange Commission (SEC), Bureau of Internal Revenue (BIR) and other appropriate regulatory bodies • With at least three years in business operations • Compliant with government rules and regulations and other mandated quality system requirements, if applicable • With good track record for business performance
Environmentally friendly value-chain	Sustainability is embedded in the way we conduct our business. In generating positive social and economic value for our stakeholders, we make sure that our procedures and practices are environmental-friendly. To contribute to the overall sustainability of the physical environment where we operate, we comply with all applicable environmental laws and regulations. We also reduce our environmental footprint through energy conservation, responsible water use, recycling, among others.	Our engagement in support to environmentally friendly value chain is done through: • Environment preservation and rehabilitation such as: ○ reforestation and afforestation in the areas where our mining businesses operate ○ tree-planting programs in the areas of our relevant stakeholders ○ marine rehabilitation ○ protecting the watershed and coastal areas ○ participating in government's greening programs

		○ educating stakeholders in environmental responsibilities and sustainability developments • Energy and water conservation • Recycling • Health and sanitation programs • Compliance with applicable environmental laws and regulations • Promotion of environmental awareness • Partnerships with non-government organizations in implementing the environmental protection and sustainable development programs of the Company.
Community interaction	We consider our host community as our growth partner, and contribute to its social development agenda by paying appropriate taxes and complying with relevant laws, regulations, resolutions and ordinances. Through our subsidiaries, we also empower the local communities where they operate by providing employment, livelihood opportunities and basic services that will help improve their quality of life.	Our Community Approach Our approach to our stakeholders is guided by the following: • Building positive community relations by being an active player in the society • Identifying opportunities for partnership with the communities to create shared values • Investing in community developments that will benefit the community and be sustainable in the long-term • Valuing the diversity of the stakeholders, respecting their culture and aspirations as we strive for long-term outcomes. • Sharing the economic benefits with local communities by maximizing opportunities for local procurement and local employment. • Encouraging community led initiatives in the areas of economic and social development, environmental protection, and community involvement in decision making. Our Focus AREAS:

		We focus our social contributions on five key areas, which we believe are crucial to creating long-term value for our stakeholders - <i>Infrastructure, Education and Training, Welfare and Livelihood, Environmental Stewardship and Emergency Preparedness and Disaster Relief.</i>
Anti-corruption programmes and procedures?	The Company believes that bribery and corruption are unethical, unacceptable and inconsistent with our founding principles. We are committed to maintaining the highest possible ethical standards and complying with all applicable laws. In our operations, we seek to avoid even the appearance of impropriety with respect to the actions of our directors, officers and employees. This policy prohibits corrupt payments in all circumstances when dealing with government officials or private sector individuals	The Policy provides the following guidelines for strict observance by our directors, officers and employees: • Act lawfully, ethically and in the public interest • Prohibit bribery and corruption in our corporate dealings • Deter illegal or unethical behavior by clients, suppliers or government officials • Report any such violations based on the existing Whistleblowing Policy of the Company.
Safeguarding creditors' rights	The Company seeks to manage its liquidity profile to be able to service its maturing debts and to finance capital requirements. The Company maintains a level of cash and cash equivalents deemed sufficient to finance operations. A significant part of the Company's financial assets that are held to meet the cash outflows include cash equivalents and accounts receivables. Although accounts receivables are contractually collectible on a short-term basis, the Company expects continuous cash inflows. In addition, although the Company's short-term deposits are collectible at a short notice, the deposit base is stable over the long term as deposit rollovers and new deposits can offset cash outflows.	The Company's capital management strategy is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value. The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders or issue new shares. The Company is not subject to any externally imposed capital requirements. It is the Company's policy to disclose information on whether it has complied with the loan covenants it has entered into with its lenders and all collaterals and guarantees of the loans. Such information is part of the audited financial statements attested by an independent external auditor. The Company regularly monitors and discloses in its annual and quarterly reports the relevant financial ratios that report the

	soundness of the Company's ability to service its debt and maintain a healthy financial position. The ratios which the Company monitors closely include among others, current ratio, debt to equity ratio and interest coverage ratio.

2) Does the company have a separate corporate responsibility (CR) report/section or sustainability report/section? **Yes. The Company includes the CSR report in its Annual Report brochures which showcased the different programs and activities on the following focus areas:**

- **Infrastructure**
- **Education and Training**
- **Welfare and Livelihood**
- **Environmental Stewardship and**
- **Emergency Preparedness and Disaster Relief.**

3) Performance-enhancing mechanisms for employee participation.

(a) What are the company's policy for its employees' safety, health, and welfare?

The Company is committed to improving the health and safety performance of the Group, including the employees of its subsidiaries. The Company recognizes the benefits of health and safety to the organization and that committed to a high level of safety makes good business sense.

The Board shall periodically review the policies, requiring each subsidiary board to formulate its respective policies relating to health, safety and welfare of its employees.

The Company is committed to continually improving the health and safety of its employees. Therefore, the Company endeavors to ensure that all regulations and codes of practice relative to health and safety are being complied with.

The Board has full responsibility in the implementation of this Policy. The development of the appropriate policy systems are the responsibility of the board and management teams of its subsidiaries.

Health and Safety Policy Statement

- **Coverage under a health care maintenance program/insurance**
- **Coverage under a group term life and accident insurance**
- **Provide annual physical examinations, free medical consultations and health facilities.**
- **Wellness facilities such as gym, basketball and badminton courts**
- **Engage employees to participate in sports and recreation programs**
- **Each subsidiary must set to seek the highest standard of safe working environment for their respective employees. A measuring program of the results and performance for health and safety must be established and implemented to monitor the effectiveness of each programs.**

(b) Show data relating to health, safety and welfare of its employees.

The Company has the following programs on health and safety conducted for the year:

- 1. Annual Physical Examination (group wide) conducted by the Company's Health Care Insurance.**
- 2. Emergency evacuation and fire drill**
- 3. Earthquake evacuation drill**
- 4. Blood-letting drive**
- 5. Gym membership and facilities with regular Zumba and Aerobics Dance fitness**
- 6. Trainings on health and safety conducted by DM Consunji Technical Training Center**
 - a. Quality Control and Quality Assurance in Construction**
 - b. Basic Safety Orientation and PPE Seminar**
 - c. Construction Occupational Safety & Health**
 - d. Basic Occupation Safety and Health**
 - e. Loss Control Management**

The Center is now accredited by the DOLE as a Safety Training Organization.

[\(https://dmcttcenter.wordpress.com/\)](https://dmcttcenter.wordpress.com/)

(c) State the company's training and development programmes for its employees. Show the data.

The Company is committed to improving the performance of the Group, including the employees of its subsidiaries. The Company recognizes the benefits of trainings and development programs for the employees to grow and develop their skills and talents.

For General Welfare and Development, the Company has the following activities:

- 1. Professional Development Trainings conducted by DM Consunji Technical Training Center to the DMCI Group of Companies:**
 - a. Professional Development Seminars**
 - b. Basic Safety Orientation Program**
 - c. Basic Occupation Safety and Health**
 - d. Quality of Work Life Seminars**
 - e. Performance Management, Leadership and Succession training**
 - f. Foremanship Program**
 - g. Team Building Programs**
 - h. Administrative Programs**
 - i. Behavioral, skills and technical courses**
 - j. Engineers Development Programs**
- 2. Club Participations of Officers and Employees**
 - a. Management Association of the Philippines**
 - b. Public Relations Society of the Philippines**
 - c. Golf Clubs**
 - d. Philippine Chamber of Commerce and Industry**
 - e. Philippine Overseas Construction Board**
 - f. International Association of Business Communicators**
 - g. Institute of Corporate Directors**
 - h. United Architects of the Philippines**
- 3. Activities of each subsidiaries such as:**
 - a. Fellowships among management and key officers of subsidiaries**

b. Corporate planning sessions

c. Team building activities

Below are trainings/seminars attended by key officers and employees:

Date	Seminars Attended
September 24, 2015	Creating Advantage Through Governance
April 21, 2015	Seminar on Corporate Governance
February 18, 2015	Orientation Course for Corporate Governance
October 21, 2014	Corporate Governance Forum
September 25-26, 2014	National Public Relations Congress
September 2-3, 2014	Asian Forum on Corporate Social Responsibility
February 5, 2014/April 29, 2014/June 9, 2014	Distinguished Corporate Governance Seminar
October 18, 2013	Risk Driver Analysis Session
September 10, 2013	MAP CEO Conference
August 29, 2013	Presentation to Audit Committee
April 17, 2013	Unlocking the Power of Financial Modelling
August 23, 2012	Enterprise Risk Awareness Session by SGV & Co.
March 02, 2012	Economic Briefing by Victor Abola
December 15, 2010	Private-Public Partnership Briefing by Alberto Agra
July 30, 2010	Economic Briefing by Prof. Victor Abola
June 28, 2010	Cross Cultural Seminar by Prof. Yih-teen Lee
January 12, 2010	Leadership Seminar by Dr. Pablo Cardona
August 11, 2009	Introduction to Economics by Federico Macaranas
August 15, 2009	The Language of Business by Felixberto Bustos
August 21, 2009	The Chinese Financial System by Dr. Victor S. Limlingan

The Company has also in-house training through DM Consunji Technical Training Center. It provides quality training exclusive to the DMC Group of Companies such as Leadership, Supervisory Development, Problem Solving and Decision Making and Foremanship Training among others.

(d) State the company's reward/compensation policy that accounts for the performance of the company beyond short-term financial measures

The Company has a Multi-Employer Retirement Trust Fund which provides retirement, death, disability and severance benefits to all eligible employees of the Company and its subsidiaries.

- 4) What are the company's procedures for handling complaints by employees concerning illegal (including corruption) and unethical behaviour? Explain how employees are protected from retaliation.

Possible cases of illegal and misbehavior are being handled by their respective Human Resources and Legal counsel teams of each company.

As a group, illegal and unethical behaviors are reported under the Whistleblower Policy.

This Policy is hereby promulgated to encourage all its stakeholders, including the directors, officers and employees, all suppliers, business partners, contractors and subcontractors, to come forward and voice serious concerns about a perceived wrongdoing or malpractice involving the Company.

If uncomfortable about reporting an alleged serious concern through the Company's normal reporting channels or with their human resources contact, the whistleblower can do so through the

Reporting Channel provided herein. But it should be emphasized that the Policy is intended to assist individuals who believe they have discovered malpractice or impropriety.

I. DISCLOSURE AND TRANSPARENCY

1) Ownership Structure

(a) Holding 5% shareholding or more*

Shareholder	Number of Shares	Percent	Beneficial Owner
Dacon Corporation	6,838,807,440	51.50%	Pls see attached Annex A
DFC Holdings, Inc.	2,380,442,010	17.93%	
PCD Nominee Corp. (For)	2,170,626,244	16.34%	
PCD Nominee Corp. (Fil)	1,463,786,636	11.02%	

**as of December 31, 2015*

Name of Senior Management	Number of Direct shares	Number of Indirect shares / Through (name of record owner)	% of Capital Stock
NONE			
TOTAL			

2) Does the Annual Report disclose the following:

Key risks	Yes
Corporate objectives	Yes
Financial performance indicators	Yes
Non-financial performance indicators	Yes
Dividend policy	Yes
Details of whistle-blowing policy	
Biographical details (at least age, qualifications, date of first appointment, relevant experience, and any other directorships of listed companies) of directors/commissioners	Yes
Training and/or continuing education programme attended by each director/commissioner	Yes
Number of board of directors/commissioners meetings held during the year	Yes
Attendance details of each director/commissioner in respect of meetings held	Yes
Details of remuneration of the CEO and each member of the board of directors/commissioners	Total remuneration is disclosed

Should the Annual Report not disclose any of the above, please indicate the reason for the non-disclosure.

3) External Auditor's fee

Name of auditor	Audit Fee*	Non-audit Fee
SGV & Co.	Php 3,583,272.00	Php370,000.00**

*For audit year 2014

**For the year 2015

4) Medium of Communication

List down the mode/s of communication that the company is using for disseminating information.

- a. **Print – Annual Reports, disclosures, information statements**
- b. **Digital – website**
- c. **Briefings – analysts and media – a presentation of the quarterly business performance of the Company**

5) Date of release of audited financial report: **April 23, 2015**

6) Company Website

Does the company have a website disclosing up-to-date information about the following?

Business operations	Yes
Financial statements/reports (current and prior years)	Yes
Materials provided in briefings to analysts and media	Yes
Shareholding structure	Yes
Group corporate structure	Yes
Downloadable annual report	Yes
Notice of AGM and/or EGM	Yes
Company's constitution (company's by-laws, memorandum and articles of association)	Yes

Should any of the foregoing information be not disclosed, please indicate the reason thereto.

7) Disclosure of RPT

RPT	Relationship	Nature	Value
Parent Company Audited Financial Statements for the period December 31, 2014			
Related parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making the financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence. Related parties may be individuals or corporate entities. Transactions entered into by the Group with related parties are at arm's length and have terms similar to the transactions entered into with third parties.			

Company	Amount/ Volume	Outstanding Receivable (Payable)	Terms	Conditions
Subsidiaries:				
a) Receivables	P=	P1,176,000	Non-interest bearing; due and demandable	Unsecured, no impairment
Management fee	4,200,000	—	—	—
b) Due from related parties	—	24,258,278	Non-interest bearing; due and demandable	Unsecured, no impairment
d) Dividend receivable	—	300,000,000	Non-interest bearing; due and demandable	Unsecured, no impairment
Dividend income (Note 7)	4,617,177,782	—	—	—
Associates				
d) Dividend income (Note 7)	252,280,278	—	—	—
Affiliates				
b) Due from related parties	—	61,075	Non-interest bearing; due and demandable	Unsecured, no impairment

When RPTs are involved, what processes are in place to address them in the manner that will safeguard the interest of the company and in particular of its minority shareholders and other stakeholders?

Transactions entered into by the Group with related parties are at arm's length basis and have terms similar to the transactions entered into by the company with third parties. The Company formulated the Related Party Transaction Policy that would ensure the integrity and transparency of related party transactions between and among the corporation and its parent company, joint ventures, subsidiaries, associates, affiliates, major stockholders, officers and directors, including their spouses, children and dependent siblings and parents, and of interlocking director relationships by members of the Board.

The Policy requires that any transactions with related parties are made on terms equivalent to those that prevail in an arm's length transactions.

The Audit Committee as per its Board-approved Charter shall be responsible to oversee and review the propriety of RPTs and their required reporting disclosures. In its review, it shall take into account, among other factors it deems appropriate, whether the Related Party Transaction is entered into on terms no less favorable to the concerned company than terms generally available to an unaffiliated third-party under the same or similar circumstances; and the extent of the Related Parties' interest in the transaction.

J. RIGHTS OF STOCKHOLDERS

1) Right to participate effectively in and vote in Annual/Special Stockholders' Meetings

(a) Quorum

Give details on the quorum required to convene the Annual/Special Stockholders' Meeting as set forth in its By-laws.

Quorum Required	At least a majority of the outstanding capital stock, except in cases where a higher quorum requirement is required by the Corporation Code, in which case, two-thirds (2/3) of the outstanding shares shall be required.

(b) System Used to Approve Corporate Acts

Explain the system used to approve corporate acts.

System Used	Voting system – poll voting
Description	As provided in the Voting Procedures indicated in the Definitive Information Statement, the following are voting matters and procedures : a. Summary of Matters to be presented to Stockholders - b. Voting Procedures <i>(Approval/ratification of the minutes of the annual stockholders' meeting; Ratification of the acts of the Board of Directors and Officers; Appointment of Independent External Auditors; Election of Directors)</i>

(c) Stockholders' Rights

List any Stockholders' Rights concerning Annual/Special Stockholders' Meeting that differ from those laid down in the Corporation Code.

Stockholders' Rights under The Corporation Code	Stockholders' Rights <u>not</u> in The Corporation Code
In accordance with By-Laws and Manual on Corporate Governance	None

Dividends

Declaration Date	Record Date	Payment Date
May 14, 2015 (Cash-regular; P0.24/share)	May 29, 2015	June 10, 2015
May 14, 2015 (Cash-special; P0.24/share)	May 29, 2015	June 10, 2015

(d) Stockholders' Participation

1. State, if any, the measures adopted to promote stockholder participation in the Annual/Special Stockholders' Meeting, including the procedure on how stockholders and other parties interested may communicate directly with the Chairman of the Board, individual directors or board committees. Include in the discussion the steps the Board has taken to solicit and understand the views of the stockholders as well as procedures for putting forward proposals at stockholders' meetings.

The Company encourages all stockholders to attend the annual stockholders' meeting and actively participate in the major and fundamental changes in the Company.

The shareholders were given the opportunity to ask questions, give comments, and raise issues during the 2015 Annual Stockholders' Meeting (ASM). These were indicated in the Minutes of the Meeting which was immediately posted in the Company's website one day after the ASM. The Q&A portion during the 2015 Annual Stockholders' Meeting were recorded in the Minutes of the Meeting which was immediately posted in the Company's website one day after the ASM.

Measures Adopted	Communication Procedure
A Question & Answer session is being entertained after the Management Report is presented during the Annual Meeting	Part of the Agenda

2. State the company policy of asking shareholders to actively participate in corporate decisions regarding:
 - a. Amendments to the company's constitution
 - b. Authorization of additional shares
 - c. Transfer of all or substantially all assets, which in effect results in the sale of the company

Under the Company's Manual on Corporate Governance (Section 12 A and B), the stockholders have the right to participate, be informed and vote concerning major decisions such as sale of all, or substantially all, of the corporate assets, increase or decrease in authorized capital stock, changes in primary purpose and amendment to the Articles of Incorporation (AOI) and By-Laws.

Under the AOI, all common shares have equal voting rights.

In the 2015 Annual Stockholders' Meeting, all shareholders were notified and were able to participate and vote on the increase of authorized capital stock through stock dividend declaration and amendment in the Company's AOI. The Corporate Secretary explained the details of such amendments and the poll voting procedures as indicated in the Agenda.

3. Does the company observe a minimum of 21 business days for giving out of notices to the AGM where items to be resolved by shareholders are taken up? – **In accordance with the SRC Rules, at least fifteen (15) business days the information statements should be distributed to the stockholders. This year, the Company sent before the Annual Meeting the Notice of Meeting and Information Statements twenty seven (27) business days or equivalent to 40 calendar days before the stockholders' meeting date of July 29, 2015.**
 - a. Date of sending out notices: **June 19, 2015**
 - b. Date of the Annual/Special Stockholders' Meeting: **July 29, 2015**
4. State, if any, questions and answers during the Annual/Special Stockholders' Meeting.

In the last ASM, the Vice-Chairman of the Board opened the floor for any questions that the stockholders may have in relation to the President's Report. Several stockholders stated their questions on revenue contributions from subsidiaries; production of nickel mining for the second half of 2014 and prospects; expansion on the power business; a proponent/contractor for prospective PPP Projects; interest in Maynilad, among others. Thereafter, there being no other questions from the floor, upon motion made and duly seconded, the President's report was approved by the majority of the outstanding capital stock.

The Company posted the Minutes of the Annual Stockholders' Meeting on its website a day after its meeting on August 5, 2014.

5. Result of Annual/Special Stockholders' Meeting's Resolutions

Resolution	Approving	Dissenting	Abstaining

Management Report	83.33%	0.05%	None
Minutes of the previous meetings	83.36%	0.05%	0.02%
Ratification of the acts of the Board of Directors and Officers	83.33%	0.05%	None
Appointment of Independent External Auditors	83.36%	0.05	None
Election of Directors	82.44%	0.18%	0.28%
Other Matters	83.41%	None	None

Total number of shares present in person/represented by proxies: 11,074,794,203 shares

Percentage of the total outstanding shares present in person/represented by proxies: 83.41%

Total number of issued and outstanding capital stock: 13,277,470,000 shares

6. Date of publishing of the result of the votes taken during the most recent AGM for all resolutions:
The results of the Annual Stockholders' Meeting (ASM) was disclose to the PSE and SEC on July 29, 2015 and was posted in the website a day after the ASM or on July 30, 2015.

(e) Modifications

State, if any, the modifications made in the Annual/Special Stockholders' Meeting regulations during the most recent year and the reason for such modification: **NONE**

Modifications	Reason for Modification
NONE	

(f) Stockholders' Attendance

- (i) Details of Attendance in the Annual/Special Stockholders' Meeting Held:

Type of Meeting	Names of Board members / Officers present	Date of Meeting	Voting Procedure (by poll, show of hands, etc.)	% of SH Attending in Person	% of SH in Proxy	Total % of SH attendance
Annual	Isidro A. Consunji Cesar A. Buenaventura Jorge A. Consunji Victor A. Consunji Herbert M. Consunji Ma. Edwina C. Laperal Luz Consuelo A. Consunji Honorio O. Reyes-Lao Antonio Jose U. Periquet Cristina C. Gotianun Atty. Pilar P. Gutierrez Victor S. Limlingan Aldric G. Borlaza Ma. Luisa C. Austria Brian T. Lim Tara Ann C. Reyes Cherubim O. Mojica	July 29, 2015	Poll voting	3,703,000 (0.03%)	10,716,249,735 (80.71%)	10,719,952,735 (80.74%)

Special	No Special Stockholders' meeting held in 2014	Not applicable

(ii) Does the company appoint an independent party (inspectors) to count and/or validate the votes at the ASM/SSMs? – **Yes, the Board of Directors appointed our External Legal Counsel and Transfer Agent to be Committee of Inspectors to validate votes during Annual Stockholders Meeting. This was disclosed on May 14, 2015 to the PSE and SEC.**

(iii) Do the company's common shares carry one vote for one share? If not, disclose and give reasons for any divergence to this standard. Where the company has more than one class of shares, describe the voting rights attached to each class of shares. – **Yes, one share-one vote policy.**

(g) Proxy Voting Policies

State the policies followed by the company regarding proxy voting in the Annual/Special Stockholders' Meeting.

	Company's Policies
Execution and acceptance of proxies	In accordance with the Definitive Information Statement which deadlines are provided
Notary	Not required
Submission of Proxy	In accordance with the by-laws and the Definitive Information Statement provides for specific deadlines
Several Proxies	-
Validity of Proxy	Valid only for the Stockholders' meeting for which it was intended unless otherwise provided but in no case valid for more than five (5) years.
Proxies executed abroad	Same requirements with locally executed
Invalidated Proxy	Not counted but copies are kept
Validation of Proxy	Date of validation provided in the DIS
Violation of Proxy	To be dealt in accordance with the Corporation Code

(h) Sending of Notices

State the company's policies and procedure on the sending of notices of Annual/Special Stockholders' Meeting.

Policies	Procedure
In accordance with the SRC Rule 20	

(i) Definitive Information Statements and Management Report

Number of Stockholders entitled to receive Definitive Information Statements and Management Report and Other Materials	The total number of stockholders as of Record Date who are entitled to notice of and vote for the ASM
Date of Actual Distribution of Definitive Information Statement and Management Report	June 19, 2015

and Other Materials held by market participants/certain beneficial owners	
Date of Actual Distribution of Definitive Information Statement and Management Report and Other Materials held by stockholders	June 19, 2015
State whether CD format or hard copies were distributed	Hard copies were distributed
If yes, indicate whether requesting stockholders were provided hard copies	Stockholders were provided hard copies and downloadable file available in the Company website.

(j) Does the Notice of Annual/Special Stockholders' Meeting include the following:

Each resolution to be taken up deals with only one item.	Yes
Profiles of directors (at least age, qualification, date of first appointment, experience, and directorships in other listed companies) nominated for election/re-election.	Yes
The auditors to be appointed or re-appointed.	Yes
An explanation of the dividend policy, if any dividend is to be declared.	Yes
The amount payable for final dividends.	Yes
Documents required for proxy vote.	Yes

Should any of the foregoing information be not disclosed, please indicate the reason thereto.

2) Treatment of Minority Stockholders

(a) State the company's policies with respect to the treatment of minority stockholders.

In accordance with the provisions in the Company's Manual on Corporate Governance, Amended By-Laws and the Corporation Code of the Philippines

Policies	Implementation
Right to vote on all matters that require their consent or approval	In accordance with the provisions in the Manual on Corporate Governance, Amended By-Laws and Corporation Code of the Philippines
Pre-emptive right to all stock issuances of the corporation	Not applicable
Right to inspect corporate books and records	In accordance with the provisions in the Manual on Corporate Governance, Amended By-Laws and Corporation Code of the Philippines
Right to information	
Right to dividends	
Appraisal right	

(b) Do minority stockholders have a right to nominate candidates for board of directors?

Yes. Owners of shares of common stock of the Company shall have the right to elect, remove and replace Directors and vote on certain corporate acts in accordance with the Corporation Code, the Articles of Incorporation and the By-Laws.

K. INVESTORS RELATIONS PROGRAM

- 1) Discuss the company's external and internal communications policies and how frequently they are reviewed. Disclose who reviews and approves major company announcements. Identify the committee with this responsibility, if it has been assigned to a committee.

External and internal policies are all in accordance with the Company's By-Laws, Manual on Corp. Governance and Code of Business Conduct and Ethics. The Compliance Officer is responsible for reviewing company disclosures, get approval from the President or Chairman for release of such disclosure to the public as the need arises.

- 2) Describe the company's investor relations program including its communications strategy to promote effective communication with its stockholders, other stakeholders and the public in general. Disclose the contact details (e.g. telephone, fax and email) of the officer responsible for investor relations.

	Details
(1) Objectives	1. Communicate to the Company's performance and significant undertaking to key stakeholders 2. Increase investor interest in the Company and create a positive market response 3. Maintain regular contact with analysts 4. Availability & promptness 5. Full, public and timely disclosure of material information to the Philippine Stock Exchange and to the Securities and Exchange Commission 6. Our Investor Relations Program is very strongly aligned with the Company's Corporate Governance Policies on Disclosures and Stockholders' Rights
(2) Principles	- To provide accurate and essential information to stockholders in a regular and consistent manner - Fairness & Transparency - To raise the Company's profile by attracting a diverse pool of investors - Respect the rights of minority shareholders - Namely: Right to Vote, Pre-emptive Right to all stock issuances of the corporation, Right to Inspect corporate books and record, Right to information, Right to dividends, Appraisal right
(3) Modes of Communications	✓ Via teleconference call, one-on-one and small group meetings. ✓ Analysts Briefings done quarterly ✓ Presentation materials on financial information are made available in the website Contact Details Tel: (632) 888 3000 local 1023 Fax: (632) 816 7362 Email: investors.dmciholdings@gmail.com

(4) Investors Relations Officer	Dr. Victor S. Limlingan, Managing Director Tara Ann C. Reyes, Investor Relations Officer

- 3) What are the company's rules and procedures governing the acquisition of corporate control in the capital markets, and extraordinary transactions such as mergers, and sales of substantial portions of corporate assets?

The Company complies with the documentary, substantive and procedural requirements under the *Corporation Code, Securities Regulation Code and its Implementing Rules and Regulations*, and rules and regulations of the SEC and PSE, regarding acquisition of corporate control in the capital markets, extraordinary transactions such as mergers, and sales of substantial portions of corporate assets. Such requirements include, without limitation, approvals by the Board of Directors and, as applicable, by the stockholders in meetings duly called and convened for such purposes, prompt, full and fair disclosure of the material terms thereof, conduct of a tender offer and a fairness opinion from an independent financial adviser. It is also the Board's policy to authorize the Audit Committee, which is composed of non-executive and/or independent directors, to independently review the terms and conditions of any acquisition of corporate control or extraordinary transaction, with the assistance of an independent financial adviser.

Name of the independent party the board of directors of the company appointed to evaluate the fairness of the transaction price.

In 2012, the Company engaged Evercore Partners as independent financial advisor in connection with the acquisition of ENK PLC, a company listed then on the Alternative Investment Market (AIM) of the London Stock Exchange and the Australian Securities Exchange (ASX). The cash offer transaction was completed on September 2012.

In 2013, DMCI engaged Evercore Partners as independent financial advisor in connection with the acquisition of Toledo Mining Corporation, a company listed then on the Alternative Investment Market (AIM) of the London Stock Exchange. The cash offer transaction was completed on April 2013.

L. CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

Discuss any initiative undertaken or proposed to be undertaken by the company.

Initiatives	Beneficiary
We focus on areas where our expertise, resources and partnerships can have meaningful, sustained impact. Our investments and business activities are predicated on the twin principles of sustainability and social purpose. Through our subsidiaries and affiliates, we provide key stakeholders and marginalized sectors with the assistance and opportunities they need to improve their living standards, while empowering them for the future. Our operating companies also strive to address environmental issues that are most relevant to their businesses. They pursue a wide range of activities that are geared towards the protection and judicious use of natural resources.	

FOCUS AREAS – Infrastructure, Education and Training, Welfare and Livelihood, Environmental Stewardship, Emergency Preparedness and Disaster Relief

We are committed to making a positive contribution to our country and the environment. As such, we focus our social contributions on five key areas, which we believe are crucial to creating long-term value for our stakeholders.

3 MILLION

Trees planted by Semirara Mining and Power Corporation since 2000

190

Housing units funded by DMCI Homes for indigent Parañaque residents since 2013

250

Teachers who benefitted from the training program of SEM-Calaca Power Corporation

2,370 SQ.M.

Combined floor area of the Pope Francis Center, as built by D.M. Consunji, Inc.

130,000

Public school students who will benefit from the newly-built wash and drink stations of Maynilad

+50%

Expected annual income improvement among farmer beneficiaries of DMCI Power

For the full report on CSR, please refer to the CSR section of the Company's website:

http://www.dmciholdings.com/corporate_social_responsibility/page/our-csr-strategy

M. BOARD, DIRECTOR, COMMITTEE AND CEO APPRAISAL

Disclose the process followed and criteria used in assessing the annual performance of the board and its committees, individual director, and the CEO/President.

	Process	Criteria
Board of Directors	Internal Corporate Governance Evaluation The Company adapted an annual performance evaluation of the Board providing their insights on their overall performance. The Company also adapted the following assessment:	
Board Committees		
Individual Directors		
CEO/President		
	Full Board Review The Full Board Review covers the Board activities, mission and purpose, governance, board organization, meetings and membership, and management support.	
	Peer Board Review The Peer Board Review allows each director to assessment their co-directors in terms of leadership, interpersonal skills, strategic thinking and their contribution to the board.	
	CEO Appraisal The Board will assess separately the performance of the Chief Executive Officer to rate his financial, strategic, governance, internal processes and business development capacities.	
	Audit Committee Assessment	

	In compliance with SEC Memorandum Circular No. 4 Series of 2012 Guidelines for the Assessment of the Performance of the Audit Committee of listed companies, the Company adapted the Audit Committee Assessment which contains the oversight responsibilities under the Code of Corporate Governance: financial reporting, risk management, internal control, management, and internal and external audit. For the 2014 Assessment, the Company conducted an annual self-evaluation to determine whether its Board and Committees are functioning effectively. The Compliance Office distributed to the Board members the above evaluation forms on May 14, 2015. The board members submitted their accomplished assessment forms to the Corporate Secretary on May 29, 2015. The Nomination and Election Committee reviewed the results of the performance evaluation of the Board and the distributed the results to each board and committee members during its regular board meeting on August 13, 2015. For 2015 Assessment, the performance evaluation forms will be distributed in March and due for submission on the end of April. This will give Directors ample time to answer the forms. The Nomination and Election Committee will tally and review the results in May, in time before the end of the term of Directors in July (the month of the ASM which directors are reelected for another term).

N. INTERNAL BREACHES AND SANCTIONS

Discuss the internal policies on sanctions imposed for any violation or breach of the corporate governance manual involving directors, officers, management and employees

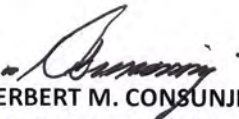
To strictly observe and implement the provisions of the Company's Manual, the following penalties shall be imposed, after notice and hearing, on the company's directors, officers, staff, subsidiaries and affiliates and their respective directors, officers and staff in case of violation of any of the provision of this Manual.

Violations	Sanctions
In case of first violation	The subject person shall be reprimanded.
in case of second violation .	Suspension from office shall be imposed
For third violation	Maximum penalty of removal from office shall be imposed. The commission of a third violation of this Manual by any member of the Board of the company or its subsidiaries and affiliates shall be a sufficient cause for removal from directorship.

The Compliance Officer shall be responsible for determining violation/s through notice and hearing and shall recommend to the Chairman the imposable penalty for such violation, for further review and approval of the Board.

SIGNATURES

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


HERBERT M. CONSUNJI
Vice President and Chief Finance Officer
Chief Compliance Officer 

Date: January 8, 2016

ANNEX A

The following is a disclosure of the beneficial owners of the shares held by the PCD Nominee Corporation, DACON Corporation and DFC Holdings, Inc. in DMCI Holdings, Inc. as of **November 30, 2015**.

(1) PCD Nominee Corporation	3,634,412,880 shares	27.37%
(2) DACON Corporation	6,838,807,440 shares	51.50%
(3) DFC Holdings, Inc.	2,380,442,010 shares	17.93%

PCD Nominee Corporation

Attached hereto as Schedule 2(a) is a Certification from the PCD Nominee Corporation as to the beneficial owners of the shares held by it in DMCI Holdings, Inc. The PCD Nominee Corporation is a wholly-owned subsidiary of the Philippine Depository and Trust Corporation (PDTC). The beneficial owners of shares held of record by the PCD Nominee Corporation are PDTC participants who hold the shares on their own behalf or that of their clients. PDTC is a private company organized by major institutions actively participating in the Philippine capital markets to implement an automated book-entry system of handling securities transactions in the Philippines.

DACON Corporation

The following are the beneficial owners of DACON Corporation:

STOCKHOLDER	NO. OF SHARES SUBSCRIBED	% OWNERSHIP
David M. Consunji	1	0.00%
Fredesvinda A. Consunji	1	0.00%
Isidro A. Consunji	1	0.00%
Jorge A. Consunji	1	0.00%
Josefa C. Reyes	1	0.00%
Luz Consuelo A. Consunji	1	0.00%
Ma. Edwina C. Laperal	1	0.00%
Cristina C. Gotianun	1	0.00%
Victor A. Consunji	6	0.00%
DOUBLE SPRING INVESTMENTS CORP.	201,909	0.64%
VALEMOUNT CORPORATION	3,948,506	12.42%
CHRISMON INVESTMENTS, INC.	3,948,510	12.42%
EASTHEIGHTS HOLDINGS CORPORATION	3,948,510	12.42%
GULFSHORE INCORPORATED	3,948,510	12.42%
INGLEBROOK HOLDINGS CORPORATION	3,948,510	12.42%
JAGJIT HOLDINGS, INC.	3,948,510	12.42%
LA LUMIERE HOLDINGS, INC.	3,948,510	12.42%
RICE CREEK HOLDINGS, INC.	3,948,511	12.28%
Total :	31,790,000	100.00%

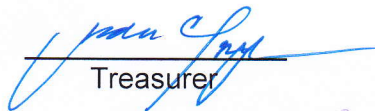
DFC Holdings, Inc.

The following are the beneficial owners of DFC Holdings, Inc.:

SHAREHOLDER	NO. OF SHARES SUBSCRIBED	% OWNERSHIP
Isidro A. Consunji	1,035,844	0.10%
Victor A. Consunji	2,427,797	0.24%
Jorge A. Consunji	3,031,400	0.30%
Ma. Edwina C. Laperal	1,157,987	0.12%
Cristina C. Gotianun	3,083,015	0.31%
Inglebrook Holdings	123,776,656	12.40%
Eastheights Holdings	123,654,513	12.38%
Crismon Investment, Inc.	121,729,485	12.19%
Valemont Corporation	122,384,703	12.26%
Gulfshore Incorporated	121,781,100	12.20%
Jagjit Holdings, Inc.	124,812,500	12.50%
La Lumiere Holdings, Inc.	124,812,500	12.50%
Rice Creek Holdings, Inc.	124,812,500	12.50%
TOTAL	1,000,000,000	100.00%

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

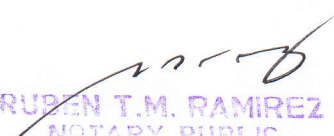
I solemnly swear that all matters set forth in the General Form for Financial Statements (GFFS) has the basic and material data in the Audited Consolidated Financial Statements of **DMCI HOLDINGS, INC. AND SUBSIDIARIES** for the year ended December 31, 2015 as contained in the accompanying diskette/CD are true and correct to the best of my knowledge and belief.


Treasurer

13 APR 2016

SUBSCRIBED AND SWORN to before me this _____ day of _____, 2015 affiant exhibiting to me his Community Tax Certificate No. 05122541 issued at Makati City on Feb. 10, 2016.

Doc. No. 282
Page No. 1
Book No. 372
Series of 2016


RUBEN T.M. RAMIREZ
NOTARY PUBLIC
UNTIL DEC. 31, 2017
2734 M. AURORA ST., MAKATI CITY
APPT. NO. M-28 (2015-2017)
IRP NO. 1909539 / CY-2015 / 11-24-15
RUL NO. 24817 / MCI B-4 NO. 0005524 / 6-19-12
PTR NO. MKT. 5323578 / 1-4-16 MAKATI CITY

SPECIAL FORM FOR FINANCIAL STATEMENTS OF PUBLICLY-HELD AND INVESTMENT COMPANIES

NAME OF CORPORATION: DMCI HOLDINGS, INC. AND SUBSIDIARIES (Consolidated)

CURRENT ADDRESS: 3rd Floor, Dacon Building, 2281 Don Chino Rocas Avenue, Makati City

TEL. NO.: 818-3000

FAX NO.:

COMPANY TYPE: Holding Company

PSIC:

If these are based on consolidated financial statements, please so indicate in the caption.

Table 1. Consolidated Balance Sheet

FINANCIAL DATA	2015 (in P'000)	2014 (in P'000)
A. ASSETS (A.1 + A.2 + A.3 + A.4 + A.5 + A.6 + A.7 + A.8 + A.9 + A.10)	148,557,175	137,156,905
A.1 Current Assets (A.1.1 + A.1.2 + A.1.3 + A.1.4 + A.1.5)	75,517,607	67,972,166
A.1.1 Cash and cash equivalents (A.1.1.1 + A.1.1.2 + A.1.1.3)	19,150,603	15,229,768
A.1.1.1 On hand	26,466	14,597
A.1.1.2 In domestic banks/entities	9,265,808	6,571,851
A.1.1.3 Short-term investments	9,858,329	8,643,320
A.1.2 Trade and Other Receivables (A.1.2.1 + A.1.2.2)	12,836,956	13,025,326
A.1.2.1 Due from domestic entities (A.1.2.1.1 + A.1.2.1.2 + A.1.2.1.3 + A.1.2.1.4 + A.1.2.1.5)	12,836,956	13,025,326
A.1.2.1.1 Due from customers (trade)	13,240,296	12,132,259
A.1.2.1.2 Due from related parties	143,642	595,087
A.1.2.1.3 Advances to officers and employees	-	-
A.1.2.1.4 Others, specify (A.1.2.1.3.1 + A.1.2.1.3.2)	992,847	912,657
A.1.2.1.3.1 Other receivables	992,847	912,657
A.1.2.1.3.2	-	-
A.1.2.1.5 Allowance for doubtful accounts (negative entry)	(1,539,829)	(614,677)
A.1.2.2 Due from foreign entities, specify	-	-
A.1.2.2.1	-	-
A.1.2.2.2	-	-
A.1.2.2.3	-	-
A.1.2.2.4 Allowance for doubtful accounts (negative entry)	-	-
A.1.3 Inventories (A.1.3.1 + A.1.3.2 + A.1.3.3 + A.1.3.4 + A.1.3.5 + A.1.3.6)	34,407,763	28,619,668
A.1.3.1 Real estate held for sale and development	28,132,821	24,105,136
A.1.3.2 Coal inventory	1,647,625	551,471
A.1.3.3 Equipment parts, materials & supplies in transit	4,235,713	3,562,561
A.1.3.4 Nickle Ore	391,604	400,500
A.1.3.5	-	-
A.1.3.6 Others, specify (A.1.3.6.1 + A.1.3.6.2)	-	-
A.1.3.6.1	-	-
A.1.3.6.2	-	-
A.1.4 Financial Assets other than Cash/Receivables/Equity investments (A.1.4.1 + A.1.4.2 + A.1.4.3 + A.1.4.4 + A.1.4.5 + A.1.4.6)	76,900	138,930
A.1.4.1 Financial Assets at Fair Value through Profit or Loss - issued by domestic entities:	-	70,630
A.1.4.1.1 National Government	-	-
A.1.4.1.2 Public Financial Institutions	-	-
A.1.4.1.3 Public Non-Financial Institutions	-	-
A.1.4.1.4 Private Financial Institutions	-	70,630
A.1.4.1.5 Private Non-Financial Institutions	-	-
A.1.4.2 Held to Maturity Investments - issued by domestic entities:	-	-
A.1.4.2.1 National Government	-	-
A.1.4.2.2 Public Financial Institutions	-	-
A.1.4.2.3 Public Non-Financial Institutions	-	-
A.1.4.2.4 Private Financial Institutions	-	-
A.1.4.2.5 Private Non-Financial Institutions	-	-

NOTE:

This special form is applicable to Investment Companies and Publicly-held Companies (enumerated in Section 17.2 of the Securities Regulation Code (SRC), except banks and insurance companies). As a supplemental form to PHFS, it shall be used for reporting Consolidated Financial Statements of Parent corporations and their subsidiaries.

Domestic corporations are those which are incorporated under Philippine laws or branches/subsidiaries of foreign corporations that are licensed to do business in the Philippines where the center of economic interest or activity is within the Philippines. On the other hand, foreign corporations are those that are incorporated abroad, including branches of Philippine corporations operating abroad.

Financial Institutions are corporations principally engaged in financial intermediation, facilitating financial intermediation, or auxiliary financial services. Non-Financial institutions refer to corporations that are primarily engaged in the production of market goods and non-financial services.

SPECIAL FORM FOR FINANCIAL STATEMENTS OF PUBLICLY-HELD AND INVESTMENT COMPANIES

NAME OF CORPORATION: DMCI HOLDINGS, INC. AND SUBSIDIARIES (Consolidated)

CURRENT ADDRESS: 3rd Floor, Dacon Building, 2281 Don Chino Roces Avenue, Makati City

TEL. NO.: 818-3000

FAX NO.:

COMPANY TYPE: Holding Company

PSIC:

If these are based on consolidated financial statements, please so indicate in the caption.

Table 1. Consolidated Balance Sheet

FINANCIAL DATA	2015 (in P'000)	2014 (in P'000)
A.1.4.3 Loans and Receivables - issued by domestic entities:	-	-
A.1.4.3.1 National Government	-	-
A.1.4.3.2 Public Financial Institutions	-	-
A.1.4.3.3 Public Non-Financial Institutions	-	-
A.1.4.3.4 Private Financial Institutions	-	-
A.1.4.3.5 Private Non-Financial Institutions	-	-
A.1.4.4 Available-for-sale financial assets - issued by domestic entities:	76,900	68,300
A.1.4.4.1 National Government	-	-
A.1.4.4.2 Public Financial Institutions	-	-
A.1.4.4.3 Public Non-Financial Institutions	-	-
A.1.4.4.4 Private Financial Institutions	76,900	68,300
A.1.4.4.5 Private Non-Financial Institutions	-	-
A.1.4.5 Financial Assets issued by foreign entities:	-	-
A.1.4.5.1 Financial Assets at Fair Value through Profit or Loss	-	-
A.1.4.5.2 Held-to-maturity Investments	-	-
A.1.4.5.3 Loans and Receivables	-	-
A.1.4.5.4 Available-for-sale Financial Assets	-	-
A.1.4.6 Allowance for decline in market value (negative entry)	-	-
A.1.5 Other Current Assets (state separately material items) (A.1.5.1 + A.1.5.2 + A.1.5.3)	9,045,385	10,958,474
A.1.5.1 Costs and estimated earnings in excess of billings on uncompleted contracts	2,015,033	2,067,517
A.1.5.2 Other current assets	7,030,352	8,890,957
A.1.5.3	-	-
A.2 Property, plant, and equipment (A.2.1 + A.2.2 + A.2.3 + A.2.4 + A.2.5 + A.2.6 + A.2.7 + A.2.8)	49,440,223	46,880,188
A.2.1 Land and Land Improvements	2,230,514	2,127,005
A.2.2 Power Plant, Buildings and Building Improvements	24,989,626	22,871,262
A.2.3 Construction Equipment, Machinery and Tools	9,521,980	8,633,328
A.2.4 Office Furniture, Fixtures and Equipment	616,166	554,062
A.2.5 Others, specify (A.2.5.1 + A.2.5.2 + A.2.5.3 + A.2.5.4 + A.2.5.5)	44,847,499	42,239,625
A.2.5.1 Transportation Equipment	535,801	504,787
A.2.5.2 Coal Mining Properties and Equipment	18,026,715	16,675,715
A.2.5.3 Roads and Bridges	-	-
A.2.5.4 Leasehold Improvements	207,838	167,769
A.2.5.5 Nickel Mining Properties and Equipment	5,647,655	5,633,669
A.2.5.6 Construction in Progress	20,429,490	19,257,685
A.2.5.7 Others	-	-
A.2.6 Appraisal increase, specify (A.2.6.1 + A.2.6.2 + A.2.6.3 + A.2.6.4 + A.2.6.5)	-	-
A.2.6.1	-	-
A.2.6.2	-	-
A.2.6.3	-	-
A.2.6.4	-	-
A.2.6.5	-	-
A.2.7 Accumulated Depreciation (negative entry)	(32,765,562)	(29,545,094)
A.2.8 Impairment Loss or Reversal (if loss, negative entry)	-	-
A.3 Investments accounted for using the equity method (A.3.1 + A.3.2 + A.3.3)	11,457,732	10,911,490
A.3.1 Equity in domestic subsidiaries/affiliates	-	-
A.3.2 Equity in foreign branches/subsidiaries/affiliates	-	-
A.3.3 Others, specify (A.3.3.1 + A.3.3.2 + A.3.3.3 + A.3.3.4 + A.3.3.5)	11,457,732	10,911,490
A.3.3.1 Investment in Associates and Joint Ventures	446,138	1,943,819
A.3.3.2 Accumulated Equity in net earnings (losses)	11,019,422	8,975,499
A.3.3.3 Allowance for probable losses (negative entry)	(7,828)	(7,828)
A.3.3.4	-	-
A.3.3.5	-	-
A.4 Investment Property	288,542	242,790
A.5 Biological Assets	-	-
A.6 Intangible Assets	82,423	80,842
A.6.1 Major item/s, specify (A.6.1.1 + A.6.1.2)	82,423	80,842
A.6.1.1 Software Cost	82,423	80,842
A.6.1.2 Others	-	-
A.6.2 Others, specify (A.6.2.1 + A.6.2.2)	-	-
A.6.2.1	-	-
A.6.2.2	-	-
A.7 Assets Classified as Held for Sale	-	-
A.8 Assets included in Disposal Groups Classified as Held for Sale	-	-

SPECIAL FORM FOR FINANCIAL STATEMENTS OF PUBLICLY-HELD AND INVESTMENT COMPANIES

NAME OF CORPORATION: DMCI HOLDINGS, INC. AND SUBSIDIARIES (Consolidated)
CURRENT ADDRESS: 3rd Floor, Dacon Building, 2281 Don Chino Roces Avenue, Makati City
TEL. NO.: 818-3000 FAX NO.: _____
COMPANY TYPE: Holding Company PSIC: _____

If these are based on consolidated financial statements, please so indicate in the caption.

Table 1. Consolidated Balance Sheet

FINANCIAL DATA	2015 (in P'000)	2014 (in P'000)
A.9 Long-term receivables (net of current portion) (A.9.1 + A.9.2 + A.9.3)	3,162,701	2,826,041
A.9.1 From domestic entities, specify (A.9.1.1 + A.9.1.2 + A.9.1.3)	3,162,701	2,826,041
A.9.1.1 Due from customers (trade)	3,162,701	2,826,041
A.9.1.2	-	-
A.9.1.3	-	-
A.9.2 From foreign entities, specify (A.9.2.1 + A.9.2.2 + A.9.2.3)	-	-
A.9.2.1	-	-
A.9.2.2	-	-
A.9.2.3	-	-
A.9.3 Allowance for doubtful accounts, net of current portion (negative entry)	-	-
A.10 Other Assets (A.10.1 + A.10.2 + A.10.3 + A.10.4 + A.10.5)	8,607,947	8,243,388
A.10.1 Available-for-Sale Financial Assets	-	-
A.10.2 Deferred Tax Assets - net	543,859	724,453
A.10.3 Pension Assets	958,979	1,178,058
A.10.4 Others, specify (A.10.4.1 + A.10.4.2 + A.10.4.3 + A.10.4.4+A.10.4.5)	7,105,109	6,340,877
A.10.4.1 Other Noncurrent Assets	2,229,237	2,566,610
A.10.4.2 Goodwill	1,637,430	1,637,430
A.10.4.3 Exploration and evaluation asset	3,238,442	2,136,837
A.10.4.4	-	-
A.10.4.5	-	-
A.10.5 Allowance for write-down of deferred charges/bad accounts (negative entry)	-	-
B. LIABILITIES (B.1 + B.2 + B.3 + B.4 + B.5)	73,781,995	70,564,447
B.1 Current Liabilities (B.1.1 + B.1.2 + B.1.3 + B.1.4 + B.1.5 + B.1.6 + B.1.7)	44,459,614	35,003,986
B.1.1 Trade and Other Payables to Domestic Entities (B.1.1.1 + B.1.1.2 + B.1.1.3 + B.1.1.4 + B.1.1.5 + B.1.1.6)	15,176,119	17,014,127
B.1.1.1 Suppliers and Subcontractors	7,752,667	8,761,271
B.1.1.2 Other Trade Payables	870,797	1,071,522
B.1.1.3 Output VAT Payable	1,498,373	1,481,572
B.1.1.4 Refundable deposits	231,575	130,413
B.1.1.5 Accruals, specify material items (B.1.1.5.1 + B.1.1.5.2 + B.1.1.5.3)	4,822,707	5,569,349
B.1.1.5.1 Accrued Construction Cost	2,281,765	2,976,309
B.1.1.5.2 Payable to Department of Energy	1,121,510	1,134,628
B.1.1.5.3 Others	1,419,432	1,458,412
B.1.1.6 Others, specify (B.1.1.6.1 + B.1.1.6.2 + B.1.1.6.3)	-	-
B.1.1.6.1	-	-
B.1.1.6.2	-	-
B.1.1.6.3	-	-
B.1.2 Trade and Other Payables to Foreign Entities (specify) (B.1.2.1 + B.1.2.2 + B.1.2.3)	-	-
B.1.2.1	-	-
B.1.2.2	-	-
B.1.2.3	-	-
B.1.3 Provisions	-	-
B.1.4 Financial Liabilities (excluding Trade and Other Payables and Provisions) (B.1.4.1 + B.1.4.2 + B.1.4.3 + B.1.4.4 + B.1.4.5)	17,418,228	6,731,862
B.1.4.1 Short-term Debt	3,707,354	2,026,582
B.1.4.2 Current Portion of Liabilities for Purchased Land	2,201,291	1,866,257
B.1.4.3 Current Portion of Long-term Debt	11,291,955	2,577,233
B.1.4.4 Payable to Related Parties	217,628	261,790
B.1.4.5	-	-
B.1.5 Liabilities for Current Tax	448,439	81,210
B.1.6 Deferred Tax Liabilities	3,629,076	3,015,945
B.1.7 Others, specify (If material, state separately; indicate if the item is payable to public/private or financial/non-financial institutions) (B.1.7.1 + B.1.7.2 + B.1.7.3 + B.1.7.4 + B.1.7.5 + B.1.7.6)	7,787,752	8,160,842
B.1.7.1 Billings in excess of costs and estimated earnings on uncompleted contracts	2,095,481	2,553,814
B.1.7.2 Customers' advances and deposits	5,692,271	5,607,028
B.1.7.3	-	-
B.1.7.4	-	-
B.1.7.5	-	-
B.1.7.6 Any other current liability in excess of 5% of Total Current Liabilities, specify: (B.1.7.6.1 + B.1.7.6.2 + B.1.7.6.3)	-	-
B.1.7.6.1	-	-
B.1.7.6.2	-	-
B.1.7.6.3	-	-

SPECIAL FORM FOR FINANCIAL STATEMENTS OF PUBLICLY-HELD AND INVESTMENT COMPANIES

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CURRENT ADDRESS: 3rd Floor, Dacon Building, 2281 Don Chino Rocas Avenue, Makati City
TEL. NO.: 818-3000 FAX NO.: _____
COMPANY TYPE : Holding Company PSIC: _____

If these are based on consolidated financial statements, please so indicate in the caption.

Table 1. Consolidated Balance Sheet

FINANCIAL DATA		2015 (in P'000)	2014 (in P'000)
B.2 Long-term Debt - Non-current Interest-bearing Liabilities (B.2.1 + B.2.2 + B.2.3 + B.2.4 + B.2.5)		25,763,651	32,822,191
B.2.1 Domestic Public Financial Institutions		-	-
B.2.2 Domestic Public Non-Financial Institutions		-	-
B.2.3 Domestic Private Financial Institutions		25,763,651	32,822,191
B.2.4 Domestic Private Non-Financial Institutions		-	-
B.2.5 Foreign Financial Institutions		-	-
B.3 Indebtedness to Affiliates and Related Parties (Non-Current)		-	-
B.4 Liabilities Included in the Disposal Groups Classified as Held for Sale		-	-
B.5 Other Liabilities (B.5.1 + B.5.2)		3,558,730	2,738,270
B.5.1 Liabilities for Purchased Land - net of current portion		816,135	312,929
B.5.2 Others, specify (B.5.2.1 + B.5.2.2 + B.5.2.3 + B.5.2.4 + B.5.2.5)		2,742,595	2,425,341
B.5.2.1 Pension		142,200	97,364
B.5.2.2 Other Noncurrent Liabilities		2,600,395	2,327,977
B.5.2.3		-	-
B.5.2.4		-	-
B.5.2.5		-	-
C. EQUITY (C.3 + C.4 + C.5 + C.6 + C.7 + C.8 + C.9+C.10)		74,775,180	66,592,458
C.1 Authorized Capital Stock (no. of shares, par value and total value; show details) (C.1.1+C.1.2+C.1.3)		20,000,000	20,000,000
C.1.1 Common shares	19,900,000,000 shares, P1.00 par value	19,900,000	19,900,000
C.1.2 Preferred Shares	4,000 shares, P1.00 par value	100,000	100,000
C.1.3 Others		-	-
C.2 Subscribed Capital Stock (no. of shares, par value and total value) (C.2.1 + C.2.2 + C.2.3)		-	-
C.2.1 Common shares		-	-
C.2.2 Preferred Shares		-	-
C.2.3 Others		-	-
C.3 Paid-up Capital Stock (C.3.1 + C.3.2)		13,277,474	13,277,474
C.3.1 Common shares	13,277,470,000 and 2,655,498,000 issued shares in 2014 and 2013 respectively	13,277,470	13,277,470
C.3.2 Preferred Shares	3,780 issued shares in 2014 and 2013	4	4
C.4 Additional Paid-in Capital / Capital in excess of par value / Paid-in Surplus		4,672,394	4,672,394
C.5 Non-controlling Interests		12,270,467	10,404,173
C.6 Others, specify (C.6.1 + C.6.2 + C.6.3 + C.6.4)		844,998	990,050
C.6.1 Premium on Acquisition of Non-controlling Interests		(161,033)	(161,033)
C.6.2 Remeasurements on Retirement Plans - net of tax		699,491	877,774
C.6.3 Net Accumulated Unrealized Gains on AFS Financial Assets		21,435	13,057
C.6.4 Cumulative Translation Adjustment		285,105	260,252
C.7 Appraisal Surplus/Revaluation Increment in Property/Revaluation Surplus		-	-
C.8 Retained Earnings (C.8.1 + C.8.2)		43,709,847	37,248,367
C.8.1 Appropriated		-	-
C.8.2 Unappropriated		43,709,847	37,248,367
C.9 Head / Home Office Account (for Foreign Branches only)		-	-
C.10 Cost of Stocks Held in Treasury (negative entry)		-	-
TOTAL LIABILITIES AND EQUITY (B + C)		148,557,175	137,156,905

SPECIAL FORM FOR FINANCIAL STATEMENTS OF PUBLICLY-HELD AND INVESTMENT COMPANIES

NAME OF CORPORATION: DMCI HOLDINGS, INC. AND SUBSIDIARIES (Consolidated)

CURRENT ADDRESS: 3rd Floor, Dacon Building, 2281 Don Chino Roces Avenue, Makati City

TEL. NO.: 818-3000

FAX NO.: _____

COMPANY TYPE: Holding Company

PSIC: _____

If these are based on consolidated financial statements, please so indicate in the caption.

Table 2. Consolidated Income Statement

FINANCIAL DATA	2015 (in P'000)	2014 (in P'000)	2013 (in P'000)
A. REVENUE / INCOME (A.1 + A.2 + A.3 + A.4)	61,423,996	61,446,054	68,514,150
A.1 Net Sales or Revenue / Receipts from Operations (manufacturing, mining, utilities, trade, services, etc.) (from Primary Activity)	57,203,921	56,560,954	55,970,630
A.2 Share in the Profit or Loss of Associates and Joint Ventures accounted for using the Equity Method	2,376,424	2,015,703	1,764,822
A.3 Other Revenue (A.3.1 + A.3.2 + A.3.3 + A.3.4 + A.3.5)	911,111	1,105,967	1,216,397
A.3.1 Forfeitures and cancellation of contracts	319,776	496,641	419,379
A.3.2 Management fee	5,112	3,785	10,890
A.3.3 Rental income	114,224	237,802	84,453
A.3.4 Dividend income	4,288	7,000	4,291
A.3.5 Others, specify (A.3.5.1 + A.3.5.2 + A.3.5.3 + A.3.5.4 + A.3.5.5 + A.3.5.6 + A.3.5.7 + A.3.5.8)	467,711	360,739	697,384
A.3.5.1 Sale of fly ash	133,119	122,600	203,180
A.3.5.2 Others	334,592	238,139	494,204
A.3.5.3			
A.3.5.4			
A.3.5.5			
A.3.5.6			
A.3.5.7			
A.3.5.8			
A.4 Other Income (non-operating) (A.4.1 + A.4.2 + A.4.3 + A.4.4)	932,540	1,763,430	9,562,301
A.4.1 Interest Income	467,506	438,148	658,777
A.4.2 Recoveries from insurance claims			
A.4.3 Gain / (Loss) from selling of Assets, specify (A.4.3.1 + A.4.3.2)	90,922	411,488	144,855
A.4.3.1 Gain on sale of underdeveloped land	-	284,287	-
A.4.3.2 Gain on sale of property, plant and equipment - net	90,922	127,201	144,855
A.4.4 Others, specify	374,112	913,794	8,758,669
A.4.4.1 Foreign exchange gain (loss)	(188,615)	395,213	(356,121)
A.4.4.2 Gain (loss) on previously held interest	-	261,084	(42,623)
A.4.4.3 Gain on bargain purchase	-	257,497	
A.4.4.4 Gain on sale of investments	562,727		9,157,413
A.4.4.5			
B. COST OF GOODS SOLD (B.1 + B.2 + B.3)	-	-	-
B.1 Cost of Goods Manufactured (B.1.1 + B.1.2 + B.1.3 + B.1.4 + B.1.5)	-	-	-
B.1.1 Direct Material Used	-	-	-
B.1.2 Direct Labor	-	-	-
B.1.3 Other Manufacturing Cost / Overhead	-	-	-
B.1.4 Goods in Process, Beginning	-	-	-
B.1.5 Goods in Process, End (negative entry)	-	-	-
B.2 Finished Goods, Beginning	-	-	-
B.3 Finished Goods, End (negative entry)	-	-	-
C. COST OF SALES (C.1 + C.2 + C.3 + C.4 + C.5 + C.6 + C.7 + C.8 + C.9)	13,893,409	16,914,293	15,496,140
C.1 Cost of real estate inventory	6,673,502	6,412,311	6,567,151
C.2 Materials and supplies	3,091,755	4,107,099	3,157,875
C.3 Fuel and lubricants	1,165,441	2,797,911	2,453,660
C.4 Depreciation and amortization	745,144	1,039,826	911,279
C.5 Outside services	898,327	1,184,384	740,963
C.6 Hauling, shiploading and handling costs	128,503	179,088	540,763
C.7 Direct labor	617,852	609,459	521,267
C.8 Production overhead	487,624	440,746	387,108
C.9 Others	85,261	143,469	216,074
D. COST OF SERVICES (D.1 + D.2 + D.3 + D.4 + D.5 + D.6 + D.7 + D.8 + D.9)	17,910,357	21,083,674	18,728,828
D.1 Materials and supplies	7,360,305	7,722,466	8,850,595
D.2 Outside services	2,918,717	2,434,698	4,359,274
D.3 Direct labor	2,127,668	1,845,916	1,582,222
D.4 Depreciation and amortization	2,090,768	2,003,746	1,237,949
D.5 Fuel and lubricants	1,577,839	1,669,150	1,050,377
D.6 Production overhead	1,554,895	1,130,221	988,879
D.7 Spot purchases	107,406	4,118,591	229,197
D.8 Hauling, shiploading and handling costs	110,270	68,582	-
D.9 Others	62,489	90,304	430,335
E. GROSS PROFIT (A - B - C - D)	29,620,230	23,448,087	34,289,182

NOTE: Pursuant to SRC Rule 68.1 (as amended in Nov. 2005), for fiscal years ending December 31, 2005 up to November 30, 2006, a comparative format of only two (2) years may be filed to give temporary relief for covered companies as the more complex PFRSs will be applied for the first time in these year end periods. After these first time applications, the requirement of three (3) year comparatives shall resume for year end reports beginning December 31, 2006 and onwards.

SPECIAL FORM FOR FINANCIAL STATEMENTS OF PUBLICLY-HELD AND INVESTMENT COMPANIES

NAME OF CORPORATION: DMCI HOLDINGS, INC. AND SUBSIDIARIES (Consolidated)
CURRENT ADDRESS: 3rd Floor, Dacon Building, 2281 Don Chino Roces Avenue, Makati City
TEL. NO.: 818-3000 FAX NO.: _____
COMPANY TYPE : Holding Company PSIC: _____

If these are based on consolidated financial statements, please so indicate in the caption.

Table 2. Consolidated Income Statement

FINANCIAL DATA	2015 (in P'000)	2014 (in P'000)	2013 (in P'000)
F. OPERATING EXPENSES (F.1 + F.2 + F.3 + F.4)	8,546,868	8,090,223	9,072,109
F.1 Government share	1,796,047	1,858,190	1,304,961
F.2 Depreciation and amortization	798,682	793,505	2,036,834
F.3 Salaries, wages and employee benefits	1,276,762	1,261,471	1,112,195
F.4 Other Expenses, specify (F.4.1 + F.4.2 + F.4.3 + F.4.4 + F.4.5 + F.4.6 + F.4.7 + F.4.8 + F.4.9 + F.4.10 + F.4.11 + F.4.12 + F.4.13 + F.4.14 + F.4.15 + F.4.16)	4,675,377	4,177,057	4,618,119
F.4.1 Outside services	466,538	615,821	837,816
F.4.2 Repairs and maintenance	348,412	297,301	258,447
F.4.3 Commission	599,319	616,675	737,447
F.4.4 Taxes and licenses	762,003	583,316	638,735
F.4.5 Provision for doubtful accounts, probable losses and loss on sale of ass	960,954	514,248	443,650
F.4.6 Advertising and marketing	549,629	397,549	309,730
F.4.7 Rent	82,382	127,680	115,773
F.4.8 Communication, light and water	156,624	159,154	114,410
F.4.9 Entertainment, amusement and recreation	112,199	102,660	73,560
F.4.10 Insurance	105,185	80,720	66,347
F.4.11 Transportation and travel	105,961	104,779	62,285
F.4.12 Supplies	59,063	69,640	55,748
F.4.13 Association dues	72,696	116,161	39,834
F.4.14 Probable losses on other noncurrent assets	-	-	-
F.4.15 Loss on writedown of property, plant and equipment	16,088	111	443,349
F.4.16 Miscellaneous	278,324	391,242	420,988
G. FINANCE COSTS	545,716	467,088	929,328
H. NET INCOME (LOSS) BEFORE TAX (E - F - G)	20,527,646	14,890,776	24,287,745
I. INCOME TAX EXPENSE (negative entry)	(3,604,830)	(1,088,276)	(2,104,650)
J. INCOME (LOSS) AFTER TAX	16,922,816	13,802,500	22,183,095
K. Amount of (i) Post-Tax Profit or Loss of Discontinued Operations; and (ii) Post-Tax Gain or Loss Recognized on the Measurement of Fair Value less Cost to Sell or on the Disposal of the Assets or Disposal Group(s) constituting the Discontinued Operation (if any)	-	-	-
K.1	-	-	-
K.2	-	-	-
L. PROFIT OR LOSS ATTRIBUTABLE TO NONCONTROLLING INTERESTS	4,088,150	3,027,166	3,319,379
M. PROFIT OR LOSS ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT	12,834,666	10,775,334	18,863,716
N. EARNINGS (LOSS) PER SHARE			
N.1 Basic	0.97	0.81	1.42
N.2 Diluted	-	-	-

SPECIAL FORM FOR FINANCIAL STATEMENTS OF PUBLICLY-HELD AND INVESTMENT COMPANIES

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CURRENT ADDRESS: 3rd Floor, Dacon Building, 2281 Don Chino Rocas Avenue, Makati City

TEL. NO.: 818-3000

FAX NO.:

COMPANY TYPE: Holding Company

PSIC:

If these are based on consolidated financial statements, please so indicate in the caption.

Table 3. Consolidated Cash Flow Statements

FINANCIAL DATA	2015 (in P'000)	2014 (in P'000)	2013 (in P'000)
CASH FLOWS FROM OPERATING ACTIVITIES			
Net Income (Loss) Before Tax and Extraordinary Items	20,527,646	14,890,776	24,287,745
Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities			
Depreciation, depletion and amortization	3,634,594	3,887,077	4,186,062
Amortization, specify			
Others, specify:			
Finance costs	545,716	467,088	929,328
Net unrealized foreign exchange loss (gain)	214,450	116,919	(296,407)
Provisions for doubtful accounts and loss on sale of assets	960,954	514,248	443,650
Unrealized market loss (gain) on financial assets at FVPL		2,520	(1,890)
Loss on PPE writedown	16,088	111	443,349
Equity in net earnings of associates and joint ventures	(2,376,424)	(2,015,703)	(1,764,822)
Finance income	(467,506)	(438,148)	(658,777)
Gain on sale of undeveloped land		(284,287)	-
Loss (gain) on remeasurement of previously held interest		(261,084)	42,623
Gain on bargain purchase		(257,497)	-
Gain on sale property, plant and equipment	(90,922)	(127,201)	(144,855)
Movement in net retirement asset	(49,421)	(16,637)	39,438
Dividend income	(4,288)	(7,000)	(4,291)
Gain on sale of investments	(562,727)	-	(9,157,413)
Reversal of impairment on other noncurrent assets		-	(61,549)
Writedown on investments in jointly controlled entities		-	409
Loss on sale of available-for-sale financial assets		-	-
Changes in Assets and Liabilities:			
Decrease (Increase) in:			
Receivables	(1,098,032)	4,266,347	(1,794,532)
Inventories	(4,824,339)	(4,599,476)	(535,209)
Other current assets	2,002,046	(1,683,488)	(1,678,720)
Others, specify: Costs and estimated earnings in excess of billings on uncompleted contracts	52,484	(1,081,158)	(66,427)
Increase (Decrease) in:			
Accounts payable and accrued expenses	(1,637,690)	2,898,977	2,799,891
Others, specify: Customers' advances and deposits	85,242	677,327	1,573,806
Liabilities for purchased land	838,241	806,709	217,979
Billings in excess of costs and estimated earnings on uncompleted contracts	(458,333)	(1,126,951)	348,200
Others, specify:			
Interest received	405,224	456,317	325,147
Income taxes paid	(2,723,212)	(1,317,699)	(1,328,752)
Interest paid and capitalized as cost of inventory	(856,620)	(936,344)	(672,582)
A. Net Cash Provided by Operating Activities (sum of above rows)	14,133,170	14,831,743	17,471,401
CASH FLOWS FROM INVESTING ACTIVITIES			
Additions to:			
Investment in financial asset at FVPL		-	-
Property, plant and equipment	(6,327,499)	(14,168,994)	(10,410,820)
Investments in associates, jointly controlled entity and others		(517,013)	(810,909)
Investment properties	(77,869)	(49,008)	(25,939)
Exploration and evaluation asset	(718,652)	(1,566,287)	-
Available-for-sale financial assets			-
Proceeds from disposals of:			
Underdeveloped land		747,639	-
Investments in associates, jointly controlled entity and others	76,835	1,569	8,227,483
Property and equipment	166,341	305,060	381,556
Available-for-sale financial assets (Note 6)		-	-
Others, specify: Dividends received	562,710	284,280	5,225,306
Deposit for future sale of investment		1,758,651	-
Decrease (Increase) in other noncurrent assets	303,758	(77,894,00)	(1,480,444)
Acquisition of a business - net of cash acquired (Note 11)		(2,027,381)	(1,622,171)
Interest paid and capitalized as cost of property, plant and equipment	(455,707)	(304,367)	(101,380)
Net decrease in investment in associates		-	-
B. Net Cash Provided by Investing Activities (sum of above rows)	(6,470,083)	(15,613,745)	(617,318)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from:			
Long-term debt	7,475,784	10,173,755	29,021,785
Short-term debt	8,313,038	1,658,753	1,943,995
Others, specify:			
Payments of:			
Long-term debt	(5,859,510)	(9,119,799)	(18,938,899)
Dividends paid to equity holders of DMCI Holdings, Inc	(6,373,185)	(6,366,867)	(10,895,773)
Dividends paid to non-controlling interests	(2,213,937)	(1,871,130)	(1,870,654)
Interest	(589,982)	(169,072)	(735,102)
Short-term debt	(6,632,891)	(2,050,842)	(457,670)
Stock issue costs		(92,923)	-
Others, specify (negative entry):			
Increase (decrease) in:			
Payable to related parties	(44,162)	227,798	(27,223)
Other noncurrent liabilities	2,120,741	(1,146,633)	164,692
Redemption of preferred shares		-	-
C. Net Cash Used in Financing Activities (sum of above rows)	(3,804,104)	(8,756,960)	(1,794,849)
D. Effects of Exchange Rate Changes on Cash and Cash Equivalents	61,852	(5,765)	(1,781)
NET INCREASE IN CASH AND CASH EQUIVALENTS (A + B + C + D)	3,920,835	(9,544,727)	15,057,453
Cash and Cash Equivalents			
Beginning of year	15,229,768	24,774,495	9,717,042
End of year	19,150,603	15,229,768	24,774,495

NOTE: Pursuant to SRC Rule 68.1 (as amended in Nov. 2005), for fiscal years ending December 31, 2005 up to November 30, 2006, a comparative format of only two (2) years may be filed to give temporary relief for covered companies as the more complex PFRSs will be applied for the first time in these year end periods. After these first time applications, the requirement of three (3) year comparatives shall resume for year end reports beginning December 31, 2006 and onwards.

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CURRENT ADDRESS: 2281 Don Chino Roces Avenue, Makati City

TEL. NO.: 888-3000

FAX NO.:

COMPANY TYPE: HOLDING COMPANY

PSIC:

PSIC:

PSIC:

If these are based on consolidated financial statements, please so indicate in the caption.

Table 4. Statement of Changes in Equity

FINANCIAL DATA	(Amount in P'000)										
	Capital Stock	Additional Paid-in Capital	Unappropriated Retained Earnings	Appropriated Retained Earnings	Premium on Acquisition of Non-controlling Interest	Remeasurements on Retirement Plans	Net Accumulated Gains (Loss) on Available for-Sale Financial Assets	Cumulative Translation Adjustment	TOTAL	Attributable to Non-controlling Interests	TOTAL
A. Balance, 2012	2,655,498	4,765,317	29,033,159	4,600,000	(161,033)	383,132	28,910	-	41,304,983	7,451,109	48,756,092
B. Balance	2,655,498	4,765,317	29,033,159	4,600,000	(161,033)	383,132	28,910	-	41,304,983	7,451,109	48,756,092
J.1 Balances, as previously reported	2,655,498	4,765,317	29,033,159	4,600,000	(161,033)	383,132	28,910	-	41,304,983	7,451,109	48,756,092
C. Surplus	-	-	-	-	-	-	-	-	-	-	-
K.1 Surplus (Deficit) on Revaluation of Properties	-	-	-	-	-	-	-	-	-	-	-
K.2 Surplus (Deficit) on Revaluation of Investments	-	-	-	-	-	-	-	-	-	-	-
K.3 Currency Translation Differences	-	-	-	-	-	-	-	-	-	-	-
K.4 Other Surplus (specify)	-	-	-	-	-	-	-	-	-	-	-
D. Net Income (Loss) for the Period	-	-	18,863,716	-	-	-	-	-	18,863,716	3,319,379	22,183,095
L.1 Net income, as previously reported	-	-	18,937,380	-	-	-	-	-	18,937,380	3,319,379	22,256,759
L.2 Effect of business combination	-	-	(73,664)	-	-	-	-	-	(73,664)	-	(73,664)
E. Dividends (negative entry)	-	-	(9,028,680)	-	-	-	-	-	(9,028,680)	(1,870,654)	(10,899,334)
F. Appropriation for (specify)	-	-	2,500,000	(2,500,000)	-	-	-	-	-	-	-
F.1 Capacity expansion and additional investment	-	-	(1,300,000)	1,300,000	-	-	-	-	-	-	-
F.2 Reversal of appropriation	-	-	3,800,000	(3,800,000)	-	-	-	-	-	-	-
G. Issuance of Capital Stock	-	-	-	-	-	-	-	-	-	-	-
G.1 Common Stock	-	-	-	-	-	-	-	-	-	-	-
G.2 Preferred Stock	-	-	-	-	-	-	-	-	-	-	-
G.3 Others	-	-	-	-	-	-	-	-	-	-	-
H. Others	-	-	-	-	-	133,543	(22,080)	(32,376)	79,087	10,473	89,560
H.1 Remeasurements in retirement plans	-	-	-	-	-	133,543	-	(32,376)	101,167	10,473	111,640
H.2 Changes in fair values of AFS financial assets	-	-	-	-	-	-	(22,080)	-	(22,080)	-	(22,080)
I. Balance, 2013	2,655,498	4,765,317	41,368,195	2,100,000	(161,033)	516,675	6,830	(32,376)	51,219,106	8,910,307	60,129,413
J. Balance	2,655,498	4,765,317	41,368,195	2,100,000	(161,033)	516,675	6,830	(32,376)	51,219,106	8,910,307	60,129,413
J.1 Balances, as previously reported	2,655,498	4,765,317	41,441,859	2,100,000	(161,033)	516,675	6,830	(32,376)	51,292,770	8,910,307	60,203,077
J.2 Effect of business combination	-	-	(73,664)	-	-	-	-	-	(73,664)	-	(73,664)
K. Comprehensive Income	-	-	10,775,334	-	-	361,099	6,227	292,628	11,435,288	3,031,753	14,467,041
K.1 Net Income (Loss) for the Period	-	-	10,775,334	-	-	-	-	-	10,775,334	3,027,166	13,802,500
K.2 Other Comprehensive income	-	-	-	-	-	361,099	6,227	292,628	659,954	4,587	664,541
L. Dividends (negative entry)	10,621,976	(92,923)	(16,995,162)	-	-	-	-	-	(6,466,109)	(1,871,130)	(8,337,239)
M. Appropriation for (specify)	-	-	2,100,000	(2,100,000)	-	-	-	-	-	-	-
M.1 Capacity expansion and additional investment	-	-	-	-	-	-	-	-	-	-	-
M.2 Reversal of appropriation	-	-	2,100,000	(2,100,000)	-	-	-	-	-	-	-
N. Other	-	-	-	-	-	-	-	-	-	-	-
N.1 Effect of business combination	-	-	-	-	-	-	-	-	-	333,243	333,243
O. Balance, 2014	13,277,474	4,672,394	37,248,367	-	(161,033)	877,774	13,057	260,252	56,188,285	10,404,173	66,592,458
P. Balance	13,277,474	4,672,394	37,248,367	-	(161,033)	877,774	13,057	260,252	56,188,285	10,404,173	66,592,458
P.1 Balances, as previously reported	13,277,474	4,672,394	37,248,367	-	(161,033)	877,774	13,057	260,252	56,188,285	10,404,173	66,592,458
P.2 Effect of business combination	-	-	-	-	-	-	-	-	-	-	-
Q. Comprehensive Income	-	-	12,834,666	-	-	(178,283)	8,378	24,853	12,689,614	4,080,231	16,769,845
Q.1 Net Income (Loss) for the Period	-	-	12,834,666	-	-	-	-	-	12,834,666	4,088,150	16,922,816
Q.2 Other Comprehensive income	-	-	-	-	-	(178,283)	8,378	24,853	(145,052)	(7,919)	(152,971)
R. Dividends (negative entry)	-	-	(6,373,186)	-	-	-	-	-	(6,373,186)	(2,213,937)	(8,587,123)
S. Appropriation for (specify)	-	-	-	-	-	-	-	-	-	-	-
S.1 Capacity expansion and additional investment	-	-	-	-	-	-	-	-	-	-	-
S.2 Reversal of appropriation	-	-	-	-	-	-	-	-	-	-	-
T. Balance, 2015	13,277,474	4,672,394	43,709,847	-	(161,033)	699,491	21,435	285,105	62,504,713	12,270,467	74,775,180



DMCI HOLDINGS
I N C O R P O R A T E D

3rd floor
DACON Building
2281 Don Chino Roces Ave.
(formerly Pasong Tamo Ext.)
Makati City 1231, Philippines

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Facsimile

(632) 816 • 7362

E-Mail

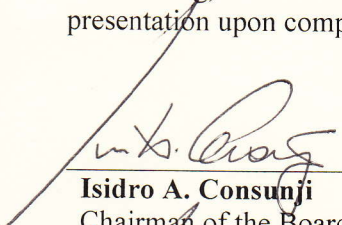
investor_inquiries@dmcinet.com

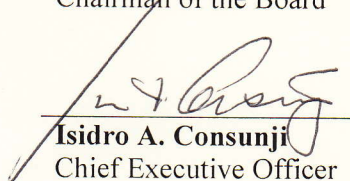
STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR CONSOLIDATED FINANCIAL STATEMENTS

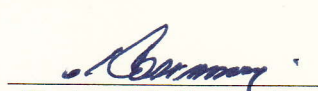
The management of **DMCI HOLDINGS, INC. AND SUBSIDIARIES** is responsible for the preparation and fair presentation of the financial statements for the years ended December 31, 2015 and 2014, including the additional components attached therein, in accordance with Philippine Financial Reporting Standards. This responsibility includes designing and implementing internal controls relevant to the preparation and fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error, selecting and applying appropriate accounting policies, and making accounting estimates that are reasonable in the circumstances.

The Board of Directors reviews and approves the financial statements and submits the same to the stockholders.

SyCip Gorres Velayo & Co., the independent auditors, appointed by the stockholders has examined the financial statements of the company in accordance with Philippine Standards on Auditing, and in its report to the stockholders, has expressed its opinion on the fairness of presentation upon completion of such examination.


Isidro A. Consunji
Chairman of the Board


Isidro A. Consunji
Chief Executive Officer


Herbert M. Consunji
Chief Financial Officer

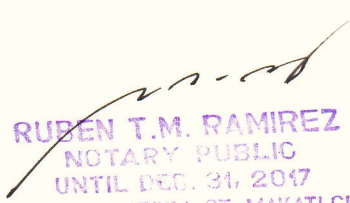
Signed this March 31, 2016

Subsidiaries:
D.M. Consunji, Inc.
DMCI Project Developers, Inc.
DMCI Power Corporation
DMCI Mining Corporation
Semirara Mining Corporation
DMCI-MPIC Water Co., Inc.
Wire Rope Corporation of the Phils.

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and in
MAKATI CITY, this ____ day of 13 APR 2016.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial Seal on the
date and place above written.

Doc No. 251
Page No. 12
Book No. 372
Series No. 266


RUBEN T.M. RAMIREZ
NOTARY PUBLIC
UNTIL DEC. 31, 2017
2734 M. AURORA ST., MAKATI CITY
APPT. NO. N-26 (2016-2017)
IBP NO. 1009530 - Y-2016 / 9-04-15
ROL NO. 28917 - R-1 NO. 0006624/6-19-12
PTR NO. MKY. 5523578/1-4-16 MAKATI CITY

COVER SHEET

for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

A	S	0	9	5	0	0	2	2	8	3

COMPANY NAME

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I	A	R	I	E	S																								

PRINCIPAL OFFICE (No. / Street / Barangay / City / Town / Province)

3	R	D		F	L	O	O	R	,		D	A	C	O	N		B	U	I	L	D	I	N	G	,		2	2	8
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Form Type

A	A	F	S

Department requiring the report

S	E	C	

Secondary License Type, If Applicable

N	/	A	

COMPANY INFORMATION

Company's Email Address

dmcihicorp.gov@gmail.com

Company's Telephone Number

888-3000

Mobile Number

0918 988 3462

No. of Stockholders

702

Annual Meeting (Month / Day)

07/27

Fiscal Year (Month / Day)

31-Dec

CONTACT PERSON INFORMATION

The designated contact person **MUST** be an Officer of the Corporation

Name of Contact Person

Herbert M. Consunji

Email Address

dmcihicorp.gov@gmail.com

Telephone Number/s

888-3000

Mobile Number

0918 988 3462

CONTACT PERSON'S ADDRESS

3rd floor Dacon Building, 2281 Don Chino Roces Avenue, Makati City

NOTE 1 : In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.

2 : All Boxes must be properly and completely filled-up. Failure to do so shall cause the delay in updating the corporation's records with the Commission and/or non-receipt of Notice of Deficiencies. Further, non-receipt of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.



INDEPENDENT AUDITORS' REPORT

The Stockholders and the Board of Directors
DMCI Holdings, Inc.
3rd Floor, Dacon Building
2281 Don Chino Roces Avenue
Makati City

We have audited the accompanying consolidated financial statements of DMCI Holdings, Inc. and its subsidiaries, which comprise the consolidated statements of financial position as at December 31, 2015 and 2014, and the consolidated statements of income, statements of comprehensive income, statements of changes in equity and statements of cash flows for each of the three years in the period ended December 31, 2015, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with Philippine Financial Reporting Standards, 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with Philippine Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

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



Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of DMCI Holdings, Inc. and its subsidiaries as at December 31, 2015 and 2014, and their financial performance and their cash flows for each of the three years in the period ended December 31, 2015 in accordance with Philippine Financial Reporting Standards.

SYCIP GORRES VELAYO & CO.

Cyril Jasmin B. Valencia
Cyril Jasmin B. Valencia

Partner

CPA Certificate No. 90787

SEC Accreditation No. 1229-AR-1 (Group A),

May 12, 2015, valid until May 11, 2018

Tax Identification No. 162-410-623

BIR Accreditation No. 08-001998-74-2015,

February 27, 2015, valid until February 26, 2018

PTR No. 5321703, January 4, 2016, Makati City

March 31, 2016



DMCI HOLDINGS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Amounts in Thousands)

	December 31	
	2015	2014
ASSETS		
Current Assets		
Cash and cash equivalents (Notes 4 and 36)	₱19,150,603	₱15,229,768
Financial assets at fair value through profit or loss (Notes 5 and 36)	—	70,630
Available-for-sale financial assets (Notes 6 and 36)	76,900	68,300
Receivables - net (Notes 7, 21 and 36)	12,836,956	13,025,326
Costs and estimated earnings in excess of billings on uncompleted contracts (Note 8)	2,015,033	2,067,517
Inventories (Note 9)	34,407,763	28,619,668
Other current assets (Notes 10 and 36)	7,030,352	8,890,957
Total Current Assets	75,517,607	67,972,166
Noncurrent Assets		
Noncurrent receivables (Notes 7 and 36)	3,162,701	2,826,041
Investments in associates, joint ventures and others (Note 11)	11,457,732	10,911,490
Investment properties (Note 12)	288,542	242,790
Property, plant and equipment (Note 13)	49,440,223	46,880,188
Exploration and evaluation asset (Note 14)	3,238,442	2,136,837
Goodwill (Notes 2 and 33)	1,637,430	1,637,430
Deferred tax assets - net (Note 29)	543,859	724,453
Pension assets - net (Note 23)	958,979	1,178,058
Other noncurrent assets (Notes 14 and 36)	2,311,660	2,647,452
Total Noncurrent Assets	73,039,568	69,184,739
	₱148,557,175	₱137,156,905

LIABILITIES AND EQUITY

Current Liabilities		
Short-term debt (Notes 15 and 36)	₱3,707,354	₱2,026,582
Current portion of liabilities for purchased land (Notes 16 and 36)	2,201,291	1,866,257
Accounts and other payables (Notes 17 and 36)	15,176,119	17,014,127
Billings in excess of costs and estimated earnings on uncompleted contracts (Note 8)	2,095,481	2,553,814
Customers' advances and deposits (Note 18)	5,692,271	5,607,028
Current portion of long-term debt (Notes 19 and 36)	11,291,955	2,577,233
Income tax payable	448,439	81,210
Payable to related parties (Notes 21 and 36)	217,628	261,790
Total Current Liabilities	40,830,538	31,988,041

(Forward)



	December 31	
	2015	2014
Noncurrent Liabilities		
Long-term debt - net of current portion (Notes 19 and 36)	₱25,763,651	₱32,822,191
Liabilities for purchased land - net of current portion (Notes 16 and 36)	816,135	312,929
Deferred tax liabilities - net (Note 29)	3,629,076	3,015,945
Pension liabilities - net (Note 23)	142,200	97,364
Other noncurrent liabilities (Notes 20 and 36)	2,600,395	2,327,977
Total Noncurrent Liabilities	32,951,457	38,576,406
Total Liabilities	73,781,995	70,564,447
Equity (Note 22)		
Equity attributable to equity holders of the Parent Company:		
Paid-in capital	17,949,868	17,949,868
Retained earnings	43,709,847	37,248,367
Premium on acquisition of non-controlling interests	(161,033)	(161,033)
Remeasurements on retirement plans - net of tax (Note 23)	699,491	877,774
Net accumulated unrealized gains on AFS financial assets	21,435	13,057
Cumulative translation adjustment (Note 34)	285,105	260,252
	62,504,713	56,188,285
Non-controlling interests	12,270,467	10,404,173
Total Equity	74,775,180	66,592,458
	₱148,557,175	₱137,156,905

See accompanying Notes to Consolidated Financial Statements.



DMCI HOLDINGS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
(Amounts in Thousands, except for Earnings Per Share figures)

	Years Ended December 31		
	2015	2014	2013
REVENUE			
Electricity sales	₱15,067,372	₱14,136,842	₱16,606,674
Real estate sales	13,676,990	12,493,636	12,165,988
Construction contracts	13,247,380	11,852,523	14,112,676
Coal mining	11,781,825	16,276,930	12,573,569
Nickel mining	3,138,852	1,516,461	264,897
Merchandise sales and others	291,502	284,562	246,826
	57,203,921	56,560,954	55,970,630
COSTS OF SALES AND SERVICES (Note 24)			
Electricity sales	5,559,033	10,015,060	6,453,641
Real estate sales	6,803,570	6,524,383	6,670,706
Construction contracts	11,977,790	10,980,312	11,943,602
Coal mining	6,318,151	9,930,220	8,664,871
Nickel mining	916,460	354,312	338,924
Merchandise sales and others	228,762	193,680	153,224
	31,803,766	37,997,967	34,224,968
GROSS PROFIT	25,400,155	18,562,987	21,745,662
OPERATING EXPENSES (Note 25)	8,546,868	8,090,223	9,072,109
	16,853,287	10,472,764	12,673,553
OTHER INCOME (EXPENSES)			
Equity in net earnings of associates (Note 11)	2,376,424	2,015,703	1,764,822
Gain on sale of investments (Notes 11 and 20)	562,727	—	9,157,413
Finance income (Notes 4, 14 and 26)	467,506	438,148	658,777
Gains (losses) on remeasurement of previously held interest (Note 33)	—	261,084	(42,623)
Gain on bargain purchase (Note 33)	—	257,497	—
Foreign exchange gains (losses)	(188,615)	395,213	(356,121)
Finance costs (Note 27)	(545,716)	(467,088)	(929,328)
Other income - net (Note 28)	1,002,033	1,517,455	1,361,252
INCOME BEFORE INCOME TAX	20,527,646	14,890,776	24,287,745
PROVISION FOR INCOME TAX (Note 29)	3,604,830	1,088,276	2,104,650
NET INCOME (Note 35)	₱16,922,816	₱13,802,500	₱22,183,095
NET INCOME ATTRIBUTABLE TO			
Equity holders of the Parent Company	₱12,834,666	₱10,775,334	₱18,863,716
Non-controlling interests	4,088,150	3,027,166	3,319,379
	₱16,922,816	₱13,802,500	₱22,183,095
Basic/diluted earnings per share attributable to the equity holders of the Parent Company (Note 30)	₱0.97	₱0.81	₱1.42

See accompanying Notes to Consolidated Financial Statements.



DMCI HOLDINGS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(Amounts in Thousands)

	Years Ended December 31		
	2015	2014	2013
NET INCOME	₱16,922,816	₱13,802,500	₱22,183,095
OTHER COMPREHENSIVE INCOME (LOSS)			
Items to be reclassified subsequently to profit or loss			
Cumulative translation adjustment (Note 34)	24,853	292,628	(32,376)
Changes in fair values of AFS financial assets (Note 6)	8,600	6,589	(22,016)
	33,453	299,217	(54,392)
Items not to be reclassified to profit or loss in subsequent periods			
Remeasurement gains (losses) on retirement plans (Note 23)	(212,035)	405,519	164,272
Income tax effect	25,611	(40,195)	(20,320)
	(186,424)	365,324	143,952
OTHER COMPREHENSIVE INCOME (LOSS)	(152,971)	664,541	89,560
TOTAL COMPREHENSIVE INCOME	₱16,769,845	₱14,467,041	₱22,272,655
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:			
Equity holders of the Parent Company	₱12,689,614	₱11,435,288	₱18,942,803
Non-controlling interests	4,080,231	3,031,753	3,329,852
	₱16,769,845	₱14,467,041	₱22,272,655

See accompanying Notes to Consolidated Financial Statements.



DMCI HOLDINGS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

(Amounts in Thousands)

	Attributable to Equity Holders of the Parent Company											
	Capital Stock (Note 22)	Additional Paid-in Capital (Note 22)	Total Paid-in Capital (Note 22)	Unappropriated Retained Earnings (Note 22)	Appropriated Retained Earnings (Note 22)	Premium on Acquisition of Non- controlling Interest	Remeasurements on Retirement Plans (Note 23)	Net Accumulated Gain (Loss) on Available-for- Sale Financial Assets (Note 6)	Cumulative Translation Adjustment (Note 34)	Total	Non-controlling Interests (Note 22)	Total Equity
For the Year Ended December 31, 2015												
Balances as of January 1, 2015	₱13,277,474	₱4,672,394	₱17,949,868	₱37,248,367	₱—	(₱161,033)	₱877,774	₱13,057	₱260,252	₱56,188,285	₱10,404,173	₱66,592,458
Comprehensive income												
Net income	—	—	—	12,834,666	—	—	—	—	—	12,834,666	4,088,150	16,922,816
Other comprehensive income (loss)	—	—	—	—	—	—	(178,283)	8,378	24,853	(145,052)	(7,919)	(152,971)
Total comprehensive income	—	—	—	12,834,666	—	—	(178,283)	8,378	24,853	12,689,614	4,080,231	16,769,845
Cash dividends declared (Note 22)	—	—	—	(6,373,186)	—	—	—	—	—	(6,373,186)	(2,213,937)	(8,587,123)
Balances at December 31, 2015	₱13,277,474	₱4,672,394	₱17,949,868	₱43,709,847	₱—	(₱161,033)	₱699,491	₱21,435	₱285,105	₱62,504,713	₱12,270,467	₱74,775,180
For the Year Ended December 31, 2014												
Balances as of January 1, 2014, as previously reported	₱2,655,498	₱4,765,317	₱7,420,815	₱41,441,859	₱2,100,000	(₱161,033)	₱516,675	₱6,830	(₱32,376)	₱51,292,770	₱8,910,307	₱60,203,077
Effect of business combination (Note 33)	—	—	—	(73,664)	—	—	—	—	—	(73,664)	—	(73,664)
Balances as of January 1, 2014, as restated	2,655,498	4,765,317	7,420,815	41,368,195	2,100,000	(161,033)	516,675	6,830	(32,376)	51,219,106	8,910,307	60,129,413
Comprehensive income												
Net income	—	—	—	10,775,334	—	—	—	—	—	10,775,334	3,027,166	13,802,500
Other comprehensive income	—	—	—	—	—	—	361,099	6,227	292,628	659,954	4,587	664,541
Total comprehensive income	—	—	—	10,775,334	—	—	361,099	6,227	292,628	11,435,288	3,031,753	14,467,041
Effect of business combination	—	—	—	—	—	—	—	—	—	—	333,243	333,243
Reversal of appropriation	—	—	—	2,100,000	(2,100,000)	—	—	—	—	—	—	—
Stock dividends declared (Note 22)	10,621,976	(92,923)	10,529,053	(10,621,976)	—	—	—	—	—	(92,923)	—	(92,923)
Cash dividends declared (Note 22)	—	—	—	(6,373,186)	—	—	—	—	—	(6,373,186)	(1,871,130)	(8,244,316)
Balances at December 31, 2014	₱13,277,474	₱4,672,394	₱17,949,868	₱37,248,367	₱—	(₱161,033)	₱877,774	₱13,057	₱260,252	₱56,188,285	₱10,404,173	₱66,592,458



Attributable to Equity Holders of the Parent Company												
Capital Stock (Note 22)	Additional Paid-in Capital (Note 22)	Total Paid-in Capital (Note 22)	Unappropriated Retained Earnings (Note 22)	Appropriated Retained Earnings (Note 22)	Premium on Acquisition of Non-controlling Interest	Remeasurements on Retirement Plans (Note 23)	Net Accumulated Gain (Loss) on Available-for- Sale Financial Assets (Note 6)	Cumulative Translation Adjustment (Note 34)	Total	Non-controlling Interests (Note 22)	Total Equity	
For the Year Ended December 31, 2013												
Balances as of January 1, 2013, as previously reported	₱2,655,498	₱4,765,317	₱7,420,815	₱29,033,159	₱4,600,000	(₱161,033)	₱383,132	₱28,910	₱—	₱41,304,983	₱7,451,109	₱48,756,092
Comprehensive income												
Net income, as previously reported	—	—	—	18,937,380	—	—	—	—	—	18,937,380	3,319,379	22,256,759
Effect of business combination (Note 33)	—	—	—	(73,664)	—	—	—	—	—	(73,664)	—	(73,664)
Net income, as restated	—	—	—	18,863,716	—	—	—	—	—	18,863,716	3,319,379	22,183,095
Other comprehensive income (loss)	—	—	—	—	—	—	133,543	(22,080)	(32,376)	79,087	10,473	89,560
Total comprehensive income, as restated	—	—	—	18,863,716	—	—	133,543	(22,080)	(32,376)	18,942,803	3,329,852	22,272,655
Reversal of appropriation	—	—	—	3,800,000	(3,800,000)	—	—	—	—	—	—	—
Appropriation	—	—	—	(1,300,000)	1,300,000	—	—	—	—	—	—	—
Dividends declared (Note 22)	—	—	—	(9,028,680)	—	—	—	—	—	(9,028,680)	(1,870,654)	(10,899,334)
Balances at December 31, 2013, as restated	₱2,655,498	₱4,765,317	₱7,420,815	₱41,368,195	₱2,100,000	(₱161,033)	₱516,675	₱6,830	(₱32,376)	₱51,219,106	₱8,910,307	₱60,129,413

See accompanying Notes to Consolidated Financial Statements.



DMCI HOLDINGS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Amounts in Thousands)

	Years Ended December 31		
	2015	2014	2013
CASH FLOWS FROM OPERATING ACTIVITIES			
Income before income tax	₱20,527,646	₱14,890,776	₱24,287,745
Adjustments for:			
Depreciation, depletion and amortization (Notes 12, 13, 14, 24 and 25)	3,634,594	3,887,077	4,186,062
Provisions for doubtful accounts, probable losses and loss on sale of assets (Note 25)	960,954	514,248	443,650
Finance costs (Note 27)	545,716	467,088	929,328
Net unrealized foreign exchange loss (gain)	214,450	116,919	(296,407)
Loss on writedown of property, plant and equipment (Notes 13 and 25)	16,088	111	443,349
Dividend income (Notes 5, 6, 11 and 28)	(4,288)	(7,000)	(4,291)
Movement in net pension asset	(49,421)	(16,637)	39,438
Gain on sale of property, plant and equipment and investment properties - net (Note 28)	(90,922)	(127,201)	(144,855)
Finance income (Note 26)	(467,506)	(438,148)	(658,777)
Gain on sale of investments (Note 11)	(562,727)	—	(9,157,413)
Equity in net earnings of associates and joint ventures (Note 11)	(2,376,424)	(2,015,703)	(1,764,822)
Unrealized market loss (gain) on financial assets at FVPL (Note 5)	—	2,520	(1,890)
Gain on sale of undeveloped land (Notes 9 and 28)	—	(284,287)	—
Gains (losses) on remeasurement of previously held interest (Note 33)	—	(261,084)	42,623
Gain on bargain purchase (Note 33)	—	(257,497)	—
Reversal of impairment on other noncurrent assets (Note 14)	—	—	(61,549)
Writedown on investments in joint ventures (Note 11)	—	—	409
Operating income before changes in working capital	22,348,160	16,471,182	18,282,600
Decrease (increase) in:			
Receivables	(1,098,032)	4,266,347	(1,794,532)
Inventories	(4,824,339)	(4,599,476)	(535,209)
Costs and estimated earnings in excess of billings on uncompleted contracts	52,484	(1,081,158)	(66,427)
Other current assets	2,002,045	(1,683,488)	(1,678,720)

(Forward)



	Years Ended December 31		
	2015	2014	2013
Increase (decrease) in:			
Accounts and other payables	(₱1,637,690)	₱2,898,977	₱2,799,891
Billings in excess of costs and estimated earnings on uncompleted contracts	(458,333)	(1,126,951)	348,200
Liabilities for purchased land	838,241	806,709	217,979
Customers' advances and deposits	85,242	677,327	1,573,806
Cash generated from operations	17,307,778	16,629,469	19,147,588
Interest received	405,224	456,317	325,147
Income taxes paid	(2,723,212)	(1,317,699)	(1,328,752)
Interest paid and capitalized as cost of inventory (Notes 9 and 19)	(856,620)	(936,344)	(672,582)
Net cash provided by operating activities	14,133,170	14,831,743	17,471,401

CASH FLOWS FROM INVESTING ACTIVITIES

Additions to:			
Investment properties (Note 12)	(77,869)	(49,008)	(25,939)
Exploration and evaluation asset (Note 14)	(718,652)	(1,566,287)	–
Property, plant and equipment (Notes 3 and 13)	(6,327,499)	(14,168,994)	(10,410,820)
Investments in associates, joint ventures and others (Note 11)	–	(517,013)	(810,909)
Proceeds from disposals of:			
Property, plant and equipment	166,341	305,060	381,556
Investments in associates, joint ventures and others (Note 11)	76,835	1,569	8,227,483
Undeveloped land (Note 9)	–	747,639	–
Dividends received	562,710	284,280	5,225,306
Deposit received for future sale of investment (Note 11)	–	1,758,651	–
Acquisition of a business - net of cash acquired (Notes 11 and 33)	–	(2,027,381)	(1,622,171)
Interest paid and capitalized as cost of property, plant and equipment (Note 13)	(455,707)	(304,367)	(101,380)
Decrease (increase) in other noncurrent assets	303,758	(77,894)	(1,480,444)
Net cash used in investing activities	(6,470,083)	(15,613,745)	(617,318)

(Forward)



	Years Ended December 31		
	2015	2014	2013
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from:			
Long-term debt	₱7,475,784	₱10,173,755	₱29,021,785
Short-term debt	8,313,038	1,658,753	1,943,995
Payments of:			
Long-term debt	(5,859,510)	(9,119,799)	(18,938,899)
Short-term debt	(6,632,891)	(2,050,842)	(457,670)
Dividends paid to equity holders of the Parent Company	(6,373,185)	(6,366,867)	(10,895,773)
Dividends paid to non-controlling interests (Note 22)	(2,213,937)	(1,871,130)	(1,870,654)
Interest	(589,982)	(169,072)	(735,102)
Stock issue costs	—	(92,923)	—
Increase (decrease) in:			
Payable to related parties (Note 21)	(44,162)	227,798	(27,223)
Other noncurrent liabilities	2,120,741	(1,146,633)	164,692
Net cash used in financing activities	(3,804,104)	(8,756,960)	(1,794,849)
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	61,852	(5,765)	(1,781)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	3,920,835	(9,544,727)	15,057,453
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	15,229,768	24,774,495	9,717,042
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 4)	₱19,150,603	₱15,229,768	₱24,774,495

See accompanying Notes to Consolidated Financial Statements.



DMCI HOLDINGS, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate Information

DMCI Holdings, Inc. (the Parent Company) was incorporated on March 8, 1995 and is domiciled in the Philippines. The Parent Company's registered office address and principal place of business is at 3rd Floor, Dacon Building, 2281 Don Chino Roces Avenue, Makati City.

The Parent Company and its subsidiaries (collectively referred to herein as the Group) is primarily engaged in general construction, coal and nickel mining, power generation, infrastructure, real estate development, water concession and manufacturing.

The Parent Company's shares of stock are listed and are currently traded at the Philippine Stock Exchange (PSE).

The accompanying consolidated financial statements were approved and authorized for issue by the Board of Directors (BOD) on March 31, 2016.

2. Summary of Significant Accounting Policies

Basis of Preparation

The consolidated financial statements of the Group have been prepared using the historical cost basis, except for available-for-sale (AFS) financial assets and financial assets at fair value through profit or loss (FVPL) that have been measured at fair value. The Group's presentation currency is the Philippine Peso (₱). All amounts are rounded to the nearest thousand (₱000), unless otherwise indicated.

Statement of Compliance

The consolidated financial statements of the Group have been prepared in compliance with Philippine Financial Reporting Standards (PFRS).

Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Group as of December 31, 2015 and 2014, and for each of the three years in the period ended December 31, 2015.

Control is achieved when the Group 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. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns



Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included or excluded in the consolidated financial statements from the date the Group gains control or until the date the Group ceases to control the subsidiary.

Non-controlling interests (NCI) pertain to the equity in a subsidiary not attributable, directly or indirectly to the Parent Company. NCI represent the portion of profit or loss and net assets in subsidiaries not wholly owned by the Group and are presented separately in the consolidated statement of income, consolidated statement of comprehensive income and consolidated statement of changes in equity and within equity in the consolidated statement of financial position, separately from equity holders' of the Parent Company.

Any equity instruments issued by a subsidiary that are not owned by the Parent Company are non-controlling interests including preferred shares.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the Parent Company and to the NCI, even if this results in the NCI having a deficit balance. The consolidated financial statements are prepared using uniform accounting policies for like transactions and other similar events. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognizes the assets (including goodwill) and liabilities of the subsidiary
- Derecognizes the carrying amount of any NCI
- Derecognizes the cumulative translation differences recorded in equity
- Recognizes the fair value of the consideration received
- Recognizes the fair value of any investment retained
- Recognizes any surplus or deficit in profit or loss
- Reclassifies the Parent Company's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities



The consolidated financial statements include the financial statements of the Parent Company and the following subsidiaries (which are all incorporated in the Philippines, except for ENK Plc. and some of the related entities which are incorporated in England and Wales and Netherlands):

	2015			2014		
	Direct	Indirect	Effective Interest	Direct	Indirect	Effective Interest
	(In percentage)					
<u>General Construction:</u>						
D.M. Consunji, Inc. (DMCI)	100.00	—	100.00	100.00	—	100.00
Beta Electric Corporation (Beta Electric) ¹	—	53.95	53.95	—	53.95	53.95
Raco Haven Automation Philippines, Inc. (Raco) ¹	—	50.14	50.14	—	50.14	50.14
<u>Manufacturing and others:</u>						
Oriken Dynamix Company, Inc. (Oriken) ^{1*}	—	89.00	89.00	—	89.00	89.00
DMCI Technical Training Center (DMCI Training) ¹	—	100.00	100.00	—	100.00	100.00
<u>Coal Mining</u>						
Semirara Mining and Power Corporation (SMPC)	56.32	—	56.32	56.32	—	56.32
<u>On-Grid Power</u>						
Sem-Calaca Power Corporation (SCPC) ³	—	56.32	56.32	—	56.32	56.32
Southwest Luzon Power Generation Corporation (SLPGC) ^{3*}	—	56.32	56.32	—	56.32	56.32
Sem-Calaca Res Corporation (SCRC) ^{3*}	—	56.32	56.32	—	56.32	56.32
SEM-Cal Industrial Park Developers, Inc. (SIPDI) ^{3*}	—	56.32	56.32	—	56.32	56.32
Semirara Energy Utilities, Inc. (SEUI) ^{3*}	—	56.32	56.32	—	56.32	56.32
St. Raphael Power Generation Corporation (SRPGC) ^{3*}	—	56.32	56.32	—	56.32	56.32
SEM-Balayan Power Generation Corporation (SBPGC) ^{3*}	—	56.32	56.32	—	56.32	56.32
<u>Manufacturing</u>						
Semirara Claystone, Inc. (SCI) ^{3*}	—	56.32	56.32	—	56.32	56.32
<u>Off-Grid Power</u>						
DMCI Power Corporation (DPC)	100.00	—	100.00	100.00	—	100.00
DMCI Masbate Power Corporation (DMCI Masbate) ⁴	—	100.00	100.00	—	100.00	100.00
DMCI Palawan Power Corporation (DMCI Palawan) ⁴	—	100.00	100.00	—	100.00	100.00
<u>Nickel Mining:</u>						
DMCI Mining Corporation (DMC)	100.00	—	100.00	100.00	—	100.00
Berong Nickel Corporation (BNC) ⁵	—	74.80	74.80	—	74.80	74.80
Ulugan Resources Holdings, Inc. (URHI) ⁵	—	30.00	30.00	—	30.00	30.00
Ulugan Nickel Corporation (UNC) ⁵	—	58.00	58.00	—	58.00	58.00
Nickeline Resources Holdings, Inc. (NRHI) ⁵	—	58.00	58.00	—	58.00	58.00
TMM Management, Inc. (TMM) ⁵	—	40.00	40.00	—	40.00	40.00
Zambales Diversified Metals Corporation (ZDMC) ⁵	—	100.00	100.00	—	100.00	100.00
Zambales Chromite Mining Company Inc. (ZCMC) ⁵	—	100.00	100.00	—	100.00	100.00
Fil-Asian Strategic Resources & Properties Corporation (FASRPC) ⁵	—	100.00	100.00	—	100.00	100.00
Montague Resources Philippines Corporation (MRPC) ⁵	—	100.00	100.00	—	100.00	100.00
Montemina Resources Corporation (MRC) ⁵	—	100.00	100.00	—	100.00	100.00
Mt. Lanat Metals Corporation (MLMC) ⁵	—	100.00	100.00	—	100.00	100.00
Fil-Euro Asia Nickel Corporation (FEANC) ⁵	—	100.00	100.00	—	100.00	100.00
Heraan Holdings, Inc. (HHI) ⁵	—	100.00	100.00	—	100.00	100.00
ENK Plc. (ENK)	100.00	—	100.00	100.00	—	100.00
European Nickel Iberia SL (EN Iberia) ⁶	—	100.00	100.00	—	100.00	100.00
European Nickel Spain SL (EN Spain) ⁶	—	100.00	100.00	—	100.00	100.00
Rusina Mining Ltd. (Rusina) ⁶	—	100.00	100.00	—	100.00	100.00
European Nickel Holland BV (EN Holland) ⁶	—	100.00	100.00	—	100.00	100.00
European Nickel Philland BV (EN Philland) ⁶	—	100.00	100.00	—	100.00	100.00

(Forward)



	2015			2014		
	Direct	Indirect	Effective Interest (In percentage)	Direct	Indirect	Effective Interest
European Nickel PLC - Regional Operating Headquarters (EN ROHQ) ⁶	—	100.00	100.00	—	100.00	100.00
Enickel Holdings, Inc. (EHI) ^{6*}	—	100.00	100.00	—	100.00	100.00
Enickel Berhold, Inc. (EBI) ⁶	—	100.00	100.00	—	100.00	100.00
Zambales Nickel Processing Corporation (ZNPC) ⁶	—	100.00	100.00	—	100.00	100.00
Zamnorth Holdings Corporation (ZHC) ⁶	—	100.00	100.00	—	100.00	100.00
ZDMC Holdings Corporation (ZDMCHC) ⁶	—	100.00	100.00	—	100.00	100.00
<u>Real Estate Development:</u>						
DMCI Project Developers, Inc. (PDI)	100.00	—	100.00	100.00	—	100.00
Hampstead Gardens Corporation (Hampstead) ²	—	100.00	100.00	—	100.00	100.00
Riviera Land Corporation (Riviera) ²	—	100.00	100.00	—	100.00	100.00
DMCI-PDI Hotels, Inc. (PDI Hotels) ²	—	100.00	100.00	—	100.00	100.00
DMCI Homes Property Management Corporation (DPMC) ²	—	100.00	100.00	—	100.00	100.00
Zenith Mobility Solutions Services, Inc.	—	51.00	51.00	—	—	—
<u>Marketing Arm:</u>						
DMCI Homes, Inc. (DMCI Homes) ²	—	100.00	100.00	—	100.00	100.00
<u>Manufacturing:</u>						
Semirara Cement Corporation (SemCem) *	100.00	—	100.00	100.00	—	100.00
Wire Rope Corporation of the Philippines (Wire Rope)	45.68	16.02	61.70	45.68	16.02	61.70

* Have not yet started commercial operations as of December 31, 2015 and 2014

¹ DMCI's subsidiaries

² PDI's subsidiaries

³ SMPC's subsidiaries

⁴ DPC's subsidiaries

⁵ DMC's subsidiaries

⁶ ENK's subsidiaries

General Construction

DMCI

DMCI was incorporated in the Philippines on December 24, 1954 primarily to engage in and carry on the trade and business of engineering, general building and contracting. DMCI's secondary purpose, among others, is to engage in the real estate business.

Beta Electric

Beta Electric is a domestic corporation incorporated and registered with the Securities and Exchange Commission (SEC) on March 21, 1973. Beta Electric is primarily engaged in the installation of electrical backbone and related systems thereto for building construction. It is also engaged in the general business of trading, buying or selling of electrical equipment items and commodities related thereto.

Manufacturing and others

Oriken

Oriken Dynamix Company, Inc. (Oriken) was registered with the SEC on September 16, 2005. Oriken's primary purpose is to manufacture, buy and sell ready mix concrete of every class and description. As of December 31, 2015 and 2014, Oriken is non-operational.

DMCI Training

DMCI Training was registered with the SEC on August 15, 2006. The primary purpose of DMCI Training is to establish, promote, and operate training centers and or institutions in the field of science, technology, vocational and other apprenticeable trades and occupations in which qualified and deserving persons regardless of gender may be taught, developed and trained in a well-rounded theoretical and practical method.



Coal Mining

SMPC

SMPC was incorporated and domiciled in the Philippines on February 26, 1980 primarily to search for, prospect, explore, dig and drill, mine, exploit, extract, produce, mill, purchase or otherwise acquire, store, hold transport, use experiment with, market, distribute, exchange, sell and otherwise dispose of, import, export and handle, trade, and generally deal in, ship coal, coke, and other coal products of all grades, kinds, forms, descriptions and combinations and in general the products and by-products which may be derived, produced, prepared, developed, compounded, made or manufactured there; to acquire, own, maintain and exercise the rights and privileges under the coal operating contract within the purview of Presidential Decree No. 972, “*The Coal Development Act of 1976*”, and any amendments thereto. SMPC is a publicly listed entity in the Philippines. It has coal mining operations in Semirara Island in Caluya, Antique.

On August 18, 2014, the SEC approved the change in the corporate name of Semirara Mining Corporation to “Semirara Mining and Power Corporation”. This change was sought to reflect the forward integration of the SMPC’s business as a coal supplier or producer to power generation through its wholly-owned subsidiaries.

On-Grid Power

SCPC

SCPC, a wholly-owned subsidiary of SMPC, was registered with the SEC on November 19, 2009. It is primarily engaged to acquire, expand, rehabilitate and maintain power generating plants, develop fuel for generation of electricity and sell electricity to any person or entity through electricity markets among others. It currently operates 2 units of coal-fired power plants located in Calaca, Batangas with a combined operating capacity of 600 MW.

SLPGC

On August 31, 2011, SLPGC, a wholly-owned subsidiary of SMPC, was incorporated to operate electric power plants and to engage in business of a power generation company. Its 2x150 MW plant is located in Calaca, Batangas and is undergoing commissioning as of December 31, 2015.

SCRC

SCRC is a stock corporation registered with the SEC on September 14, 2009, primarily to sell electricity to any person or entity through electricity markets, by trading, or by contract, to administer, conserve and manage the electricity generated by power-generating plants, owned by its affiliates or by a third party, to invest in or acquire corporations or entities engaged in any of the foregoing activities.

SIPDI

On April 24, 2011, SIPDI was incorporated to acquire, develop, construct, invest in, operate and maintain an economic zone capable of providing infrastructures and other support facilities for export manufacturing enterprises, information technology enterprises, tourism economic zone enterprises, medical tourism economic zone enterprises, retirement economic zone enterprises and/or agro-industrial enterprises, inclusive of the required facilities and utilities, such as light and power system, water supply and distribution system, sewerage and drainage system, pollution control devices, communication facilities, paved road network, and administration building as well as amenities required by professionals and workers involved in such enterprises, in accordance with R.A. No. 7916, as amended by R.A. No. 8748, otherwise known as the Special Economic Zone Act of 1995.



SEUI

On February 18, 2013, SEUI was incorporated to perform Qualified Third Party (QTP) functions pursuant to Section 9 of Republic Act 9136, otherwise known as the Electric Power Industry Reform Act (EPIRA) and its “Implementing Rules & Regulations”. DOE-Circular No. 2004-06-006 of the Department of Energy defines QTP as an alternative service provider authorized to serve remote and unviable areas pursuant to Section 59 of the EPIRA Law. SEUI intends to act as the QTP over Barangays of Semirara, Tinogboc and Alegria, all located at Semirara Island, Caluya, Antique.

SRPGC

On September 10, 2013, SRPGC was incorporated to acquire, construct, erect, assemble, rehabilitate, expand, commission, operate and maintain power-generating plants and related facilities for the generation of electricity, including facilities to purchase, manufacture, develop or process fuel for the generation of such electricity; to sell electricity to any person or entity through electricity markets, by trading, or by contract; to administer, conserve and manage the electricity generated by power-generating plants, owned by SRPGC or by a third party, to invest in or acquire corporations or entities engaged in any of the foregoing activities.

SBPGC

On September 9, 2013, SBPGC was incorporated to acquire, construct, erect, assemble, rehabilitate, expand, commission, operate and maintain power-generating plants and related facilities for the generation of electricity, including facilities to purchase, manufacture, develop or process fuel for the generation of such electricity, to sell electricity to any person or entity through electricity markets, by trading, or by contract, to administer, conserve and manage the electricity generated by power-generating plants, owned by SBPGC or by a third party, to invest in or acquire corporations or entities engaged in any of the foregoing activities.

Manufacturing

SCI

On November 29, 2012, SCI was incorporated to engage in, conduct, and carry on the business of manufacturing, buying, selling, distributing, marketing at wholesale and retail insofar as may be permitted by law, all kinds of goods, commodities, wares and merchandise of every kind and description including pottery earthenware, stoneware, bricks, tiles, roofs and other merchandise produce from clay; to enter into all contracts for export, import, purchase requisition, sale at wholesale or retail and other disposition for its own account as principal or in representative capacity as manufacturer’s representative, merchandise broker, indenter, commission merchant, factors or agents, upon consignment of all goods, wares, merchandise or products natural or artificial.

Off-Grid Power

DPC

DPC was incorporated and registered with the SEC on October 16, 2006 to engage in acquiring, designing, constructing, investing in and operating electric power plants, and engaging in the business of a generation company in accordance with Republic Act (RA) No. 9136 otherwise known as the EPIRA of 2001. It currently has 25MW modular diesel generation sets in Palawan and 4x3.889MW bunker-fired power plant in Mindoro.

DMCI Masbate

DMCI Masbate was incorporated and registered with the SEC on November 13, 2007 primarily to acquire, design, develop, construct, invest in and operate power generating plants in the province of Masbate and engage in the business of a generation company in accordance with RA No. 9136 otherwise known as the EPIRA and its implementing rules and regulations, and to design, develop,



assemble and operate other power related facilities, appliances and devices. It currently has 24.4MW diesel-powered power plant in Mobo, Masbate, 3MW diesel-powered generation sets in Aroroy, Masbate and 4MW diesel-powered generation sets in Cataingan, Masbate.

DMCI Palawan

DMCI Palawan was incorporated and registered with the SEC on September 12, 2012 primarily to acquire, design, develop, construct, invest in and operate power generating plants in the province of Palawan and engage in the business of a generation company in accordance with RA No. 9136, otherwise known as EPIRA and its implementing rules and regulations, and to design, develop, assemble and operate other power related facilities, appliances and devices. DMCI Palawan has not yet started commercial operations as of December 31, 2015.

Nickel Mining

DMC

DMC was incorporated on May 29, 2007 primarily to carry on the business of mining, developing, exploiting, extracting, milling, concentrating, preparing for market, manufacturing, buying, shipping and transporting, all kinds of ores, metals and minerals. It involves surface mining and direct shipping of nickel laterite ore and is conducted through simple benching operation using excavators and trucks in Sta. Cruz and Candelaria, Zambales.

Toledo Mining Corporation (TMC)

In October 2012, DMC acquired the 17.01% ownership interest of Daintree Resources Limited in TMC for GBP 3.4 million. Such investment was accounted for as an associate as of December 31, 2012.

In 2013, DMC increased its ownership interest in TMC by acquiring additional shares through a mandatory cash offer to TMC's shareholders representing additional 81.05% ownership interest.

On December 20, 2013, after establishing the 98.06% voting rights and gaining majority seats in the BOD of TMC, DMC obtained control over TMC. TMC subsequently delisted on the London Stock Exchange - Alternative Investment Market (AIM) after the resolution for the matter has been approved on the General Meeting of Shareholders.

As of December 31, 2013, DMC holds 49.15 million shares and voting rights representing 98.06% of voting rights and the remaining 1.94% is covered by mandatory call option. In 2014, the remaining price for the 1.94% of TMC was paid by DMC. In 2013, the business combination transaction was initially accounted provisionally as allowed under PFRS 3. The business combination of the purchase of TMC shares was finalized in 2014 (see Note 33).

As of June 18, 2014, the Group (through combined TMC and DMC ownerships) has the following investments in associates (collectively called mining entities).

a)	Ulugan Resources Holdings, Inc. (URHI)	- 30% direct interest
b)	Nickeline Resources Holdings, Inc. (NRHI)	- 58% effective interest (40% direct, 18% through URHI)
c)	Ulugan Nickel Corporation (UNC)	- 58% effective interest (40% direct, 18% through URHI)
d)	Berong Nickel Corporation (BNC)	- 74.80% effective interest (40% direct, 34.80% through URHI and NRHI)
e)	TMM Management, Inc. (TMM)	- 40% direct interest
f)	Ipilan Nickel Corporation (INC)	- 52% effective interest (40% direct , 12% through NLRI)
g)	Nickel Laterite Resources, Inc. (NLRI)	- 20% direct interest



The remaining ownership of the above associates are owned by Atlas Consolidated Mining Corp. (Atlas), a third party.

In June 2014, organizational meetings were held for the above entities, wherein the voting rights held by Atlas were assigned to the representative of the Group. In that same meeting, management team from the Group were assigned as key officers of the above entities. Further, on July 11, 2014, a Memorandum of Agreement (MOA) was entered between TMC and Atlas, which set out the material terms under which the parties have agreed to hold their respective investments in respect of the exploration, development and utilization of Berong Mineral Properties [mining tenements or Mineral Production Sharing Agreement (MPSA) applications underlying the Berong Nickel Project, as well as all surface rights or rights of way and easements within or around the Berong Nickel Project necessary for operations] defined in the joint venture agreement dated January 9, 2005. The said MOA sets out the rights of each of Atlas and TMC including the assignment of board seats, majority of which were assigned to TMC and delegation to TMC of the day to day operations and critical decision making in running the mining operations. Due to these factors, the Group believes that they have control over the above mining entities and were accounted for as subsidiaries, instead of associates. Consequently, Atlas deconsolidated the above entities. Gain on bargain purchase recognized from the business combination amounted to ₱257.50 million (see Note 33).

On August 8, 2014, the following shares of mining entities owned by TMC were transferred to DMC as part of the re-organization:

- a) 40% of BNC
- b) 30% of URHI
- c) 40% of UNC
- d) 9% of NRHI
- e) 40% of TMM

On December 1, 2014, TMC transferred the following shares to DMC:

- 1. 40% of INC
- 2. 20% of NLRI

The above re-organization effectively transferred all the investments in shares of mining entities by TMC to DMC and did not change the existing total and effective ownership of the Group.

On December 1, 2014, DMC sold the following to Southeast Palawan Nickel Ventures, Inc. (an outside party):

- 1) Sale of 40% shares of INC and 20% shares of NLRI at book value of ₱1.50 million.
- 2) Sale of receivables from INC and NLRI with proceeds amounting to ₱617.30 million.

On December 19, 2014, DMC sold its investment in TMC to a third party individual with proceeds amounting to GBP1,000.

As of December 31, 2015, the Deeds of Transfer and payment of corresponding Documentary Stamp Tax (DST) have been already completed and paid. DMC obtained the Certificate Authorizing Registration (CAR) in 2015.



Below are the nature of operations of the nickel mining subsidiaries:

Berong Nickel Corporation (BNC)

BNC was registered with the SEC on September 27, 2004, for the purpose of exploring, developing and mining the Berong Mineral Properties located in Barangay Berong, Quezon, province of Palawan. BNC shall have the exclusive privilege and right to explore, develop, mine, operate, produce, utilize, process and dispose of all the minerals and the products or by-products that may be produced, extracted, gathered, recovered, unearthed or found within the Mineral Properties, inclusive of Direct Shipping Project, under the MPSA with the Government of the Philippines or under any appropriate rights granted by law or the Government of the Philippines.

Ulugan Resources Holdings, Inc. (URHI)

URHI was registered with the SEC on June 23, 2005 for the purpose of generally dealing in and with personal properties and securities of every kind and description of any government, municipality, political subdivision or agency, corporation, association or entity; exercising any and all interest in respect of any of such securities; and promoting, managing, and participating in and act as agent for the purchase and sale of any securities as may be allowed by law.

Ulugan Nickel Corporation (UNC)

UNC was registered with the SEC on June 23, 2005 for the purpose of exploring, developing and mining Ulugan Mineral Properties and the exclusive privilege and right to explore, develop, mine, operate, produce, utilize, process and dispose of all the minerals and the products or by-products that may be produced, extracted, gathered, recovered, unearthed, or found within the mineral properties, inclusive of direct shipping project, under the MPSA with the Government of the Philippines or under any appropriate rights granted by law or the Government of the Philippines.

Nickeline Resources Holdings, Inc. (NRHI)

NRHI was registered with the SEC on August 15, 2005 primarily to subscribe for, receive, purchase or otherwise acquire, obtain an interest in, own, hold, pledge, hypothecate, mortgage, assign, deposit, create trusts with respect to, deal in, exchange, sell and otherwise dispose of, alone or in syndicates or otherwise in conjunction with others, and generally deal in and with any kind of shares and securities and to exercise all the rights, powers and privileges of ownership or interest in respect to them.

TMM Management Inc. (TMM)

TMM was registered with the SEC on September 28, 2004, primarily to act as managers or managing agents of persons, firms, associations, corporations, partnership and other entities, to provide management, investment and technical advice for commercial, industrial, manufacturing and other kinds of enterprises, and to undertake, carry on or participate in the promotion, organization, management, liquidation or reorganization of operations, partnerships and other entities, except the management of funds, securities, portfolios and other similar assets of the managed entity.

ENK Plc. (ENK)

ENK (an entity incorporated in London, United Kingdom) was previously treated as a joint venture investment between the Parent Company and D&A Income Ltd (D&A). The Parent Company owns 60% of ENK as of December 31, 2013. ENK has the following 100% owned foreign and local subsidiaries:



The foreign wholly-owned subsidiaries include: (a) European Nickel Iberia SL; (b) European Nickel Spain SL; (c) Rusina Mining Ltd. (Rusina); (d) European Nickel Holland BV; and (e) European Nickel Philland BV.

The local wholly-owned subsidiaries include: (a) European Nickel PLC-Regional Operating Headquarters; (b) Enickel Holdings, Inc.; (c) Enickel Berhold, Inc.; (d) Heraan Holdings, Inc.; (e) Asian Nickel Research and Technology Corporation; (f) Zambales Nickel Processing Corporation; (g) Zamnorth Holdings Corporation; (h) ZDMC Holdings Corporation; (i) Fil-Euro Asia Nickel Corporation; (j) Fil-Asian Strategic Resources & Properties Corporation; (k) Montemina Resources Corporation; (l) Montague Resources Philippines Corporation; (m) Mt. Lanat Metals Corporation; (n) Zambales Chromite Mining Company, Inc.; and (o) Zambales Diversified Metals Corp.

On March 25, 2014, the Parent Company purchased from D&A the remaining 40% interest in ENK and its subsidiaries for approximately ₱3.12 billion, making ENK and its wholly-owned foreign and local subsidiaries, wholly-owned subsidiaries of the Parent Company. The business combination was completed on April 3, 2014 when the directors representing D&A resigned and the positions were occupied by the representatives of the Parent Company. Goodwill recognized from the business combination amounted to ₱1,637.43 million. (see Note 33)

Below are the nature of operations of the subsidiaries:

Foreign Subsidiaries

The following entities were acquired in 2014 and were organized primarily to participate in, to cooperate with or manage finance other enterprises and to have an interest, in whatever way, in other enterprises, as well as guarantee the debts of third parties:

- (a) European Nickel Iberia SL
- (b) European Nickel Spain SL
- (c) Rusina Mining Ltd.
- (d) European Nickel Holland BV (Netherlands)
- (e) European Nickel Philland BV (Netherlands)

Local Subsidiaries

- (a) European Nickel PLC-ROHQ (EN ROHQ)

The EN ROHQ was established to engage in general administration and planning; business planning and coordination; sourcing/procurement of raw materials and components; corporate finance advisory services; marketing control and sales promotion; training and personnel management; logistic services; research and development services and product development; technical support and maintenance; data processing and communication; and business development, solely for its own affiliates, subsidiaries or branches in the Philippines and other foreign markets as declared in its registration with the SEC. The SEC registration does not allow the EN ROHQ to directly or indirectly engage in the sale and distribution of goods and services of its mother company, branches, affiliates, subsidiaries or any other company.

- (b) Enickel Holdings, Inc. (EHI)

EHI was incorporated in the Philippines and registered with the SEC on April 28, 2008 in accordance with the Corporation Code of the Philippines and the Foreign Investment Act of 1991, as amended. Its primary purpose is to operate as a domestic market enterprise which produces goods for sale, or renders services or otherwise engages in any business in the Philippines. As at December 31, 2015, EHI has not yet started commercial operations.



(c) Enickel Berhold, Inc. (EBI)

EBI was registered with the SEC on October 14, 2008 in accordance with the Corporation Code of the Philippines and the Foreign Investments Act of 1991, primarily to invest in, purchase, or otherwise acquire and own, hold, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of properties of every kind and description, except land, including shares of stock, membership certificates, bonds, debentures, notes, evidences of indebtedness, and other securities of obligations of any domestic or foreign corporations, for whatever lawful purposes.

(d) Heraan Holdings, Inc.(HHI)

HHI was registered with the SEC on February 27, 2008 to invest in, purchase, or otherwise acquire and own, hold, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real and personal property of every kind and description, including shares of stock, membership certificates, bonds, debentures, notes, evidences of indebtedness, and other securities, provided, that the corporation shall not engage in the business of a stock broker or dealer in securities.

(e) Asian Nickel Research and Technology Corporation (ANRTC)

ANRTC was incorporated and registered with the SEC on October 9, 2007 to operate a research laboratory and nickel and cobalt enrichment demonstration facility, to engage in the processing, milling, crushing, refining, smelting, concentrating, amalgamating, and beneficiating mineral resources, and the products or by-products thereof and to buy, sell at wholesale, and exchanging mineral resources and the products or by-products thereof, without engaging in mining.

(f) Zambales Nickel Processing Corporation (ZNPC)

ZNPC was incorporated in the Philippines and registered with the SEC on October 21, 2009 primarily to own, hold, sell, exchange, lease, mortgage or otherwise dispose of, deal in, and operate plants for processing, reducing, concentrating, smelting, converting, refining, preparing for market, or otherwise treating metals, minerals and mined products to be used in the production of nickel and cobalt products, and any and all ingredients, products and by-products of any thereof, and to produce, manufacture, process, refine, treat, sell, use, deal in, distribute, market and otherwise turn to account nickel and cobalt products and all ingredients, products and by-products of any thereof.

(g) Zamnorth Holdings Corporation (ZHC)

ZHC was incorporated in the Philippines and registered with the SEC on June 19, 2009 and started commercial operations on July 1, 2009. ZHC is primarily engaged in acquiring and disposing investments and exercise in respect thereof all the rights, powers and privileges of ownership. ZHC is also engaged in acquiring real properties and obtaining contracts, franchises and licenses from the government, corporation or person as may deemed conducive to the objects of the corporation.

(h) ZDMC Holdings Corporation (ZDMCHC)

ZDMCHC was incorporated and registered with the SEC on August 28, 2006. ZDMCHC is primarily engaged in acquiring and disposing investment and exercise in respect thereof all the rights, powers and privileges of ownership. ZDMCHC is also engaged in acquiring real properties and obtaining contracts, franchises and licenses from the government, corporation or person as may deemed conducive to the objects of the corporation.



(i) Fil-Euro Asia Nickel Corporation (FEANC)

FEANC was incorporated in the Philippines and registered with the SEC on November 7, 2008 and started operations immediately thereafter. FEANC is primarily engaged in exploring for and evaluation of mining resources. FEANC also renders financial assistance to individuals, partnerships, corporations and associations engaged in mining and to local mineral or exploration enterprises.

(j) Fil-Asian Strategic Resources & Properties Corporation (FASRPC)

FASRPC was incorporated and registered in the SEC on May 15, 2006 with the primary purpose of engaging in mining activities including the acquisition, exploration and evaluation of opportunities in gold, base metals, other minerals and diatomaceous earth.

(k) Montemina Resources Corporation (MRC)

MRC was incorporated in the Philippines and registered with the SEC on August 11, 2008 and started operations immediately thereafter. MRC is primarily engaged in exploring for and evaluation of mining resources in the Philippines. MRC also renders application of mineral production sharing agreements or financial assistance to individuals, partnerships, corporations and associations engaged in mining and to give financial assistance to local mineral or exploration enterprises.

(l) Montague Resources Phil. Corp. (MRPC)

MRPC was incorporated in the Philippines and registered with the SEC on April 9, 2002. Its primary purpose is to carry out the business of operating mines, and of prospecting, exploration and of mining, milling, concentrating, converting, smelting, treating, refining, preparing for market, manufacturing, buying, selling and exchanging ores and mineral resources and to enter into contracts with local mineral tenement owners, mineral exploration enterprises and mining enterprises in connection with the mining activities.

(j) Mt. Lanat Metals Corp. (MLMC)

MLMC was incorporated in the Philippines and registered with the SEC on November 4, 2008 and started operations immediately thereafter. MLMC is primarily engaged in exploring for and evaluation of mining resources here in the Philippines. MLMC also renders application of mineral production sharing agreements or financial assistance to individuals, partnerships, corporations and associations engaged in mining and to give financial assistance to local mineral or exploration enterprises.

(k) Zambales Chromite Mining Company, Inc. (ZCMC)

ZCMC was incorporated and registered in the Philippines with the Philippine Securities and Exchange Commission (SEC) on May 21, 1935 with its corporate life renewed in 1985. ZCMC is primarily engaged in exploring for and evaluation of mining resources in the Philippines.

(l) Zambales Diversified Metals Corp. (ZDMC)

ZDMC was incorporated and registered with the SEC on September 14, 2007. ZDMC is primarily engaged in rendering exploration work for the purpose of determining and evaluating the existence of mineral resources, development potential, extent, quality and quantity and the feasibility of mining them for profit or of applying for exploration permit, mineral processing permit, mineral production sharing agreements, and financial or technical assistance agreement, to individuals, partnerships, associations and corporations engaged in mining; or, in any manner, to engage in the acquisition, conveyance, storage, marketing, processing, refining and distribution of minerals; to give financial assistance to local mining enterprises or corporations; to extend financial assistance to local mineral exploration enterprises and mineral tenement owners through contracts without engaging in financing activity as defined in Republic Act No. 5980; and to acquire an interest in or



shares of stocks of mining companies, to lease, option, locate or otherwise deal in mines, mining claims, and other property except lands to the extent allowed by law; to enter into contracts with local mineral tenement owners, mineral exploration enterprises, mining and mineral processing enterprises in connection with the above activities; and to provide technical and/or financial assistance for the large-scale exploration, development and utilization of minerals, petroleum and other mineral oils under Mineral Production Sharing Agreements (MPSA) or Financial or Technical Assistance Agreements with the government of the Philippines; and to carry on, either solely or in co-venture with others, mining, milling, concentrating, converting, smelting, treating, refining, preparing for market, manufacturing, buying, selling, exchanging and otherwise producing and dealing in all kinds of ores, metals, minerals, hydrocarbons, acids and, chemicals, and in the products and by-products of every kind and description and by whatsoever process, the same can be or may hereafter be produced.

After the acquisition, the following re-organization was implemented in various dates in 2014 and 2015:

- a) In 2014, 100% of ZCMC was transferred from ZNHC and FEANC to DMC
- b) In 2014, 100% of ZDMC was transferred from ZDMCHC and FEANC to DMC
- c) In 2014, 100% of FASRPC was transferred from Rusina to DMC
- d) In 2014, 99% of MRC was transferred from third party sellers to DMC
- e) In 2015, 100% of FEANC was transferred from Rusina and EHI to DMC.

On August 18, 2014, ANRTC was sold to third parties resulting to a gain of ₱55.55 million which is presented net of the loss on sale of investments under Operating expenses in the consolidated statements of income (Note 25).

Real estate development

PDI

PDI was incorporated and registered with the SEC on April 27, 1995. PDI is organized to deal and engage in the development of residential subdivisions and construction of condominium and housing units. PDI offers range of products from middle-income to high-end housing and condominium projects.

Below are the subsidiaries of PDI and the nature of their operations:

- a) Hampstead Gardens Corporation - real estate developer
- b) DMCI Homes, Inc. - real estate brokerage
- c) Riviera Land Corporation - real estate developer
- d) DMCI Homes Property Management Corporation - real estate developer
- e) DMCI-PDI Hotels, Inc. - hotel operator
- f) Zenith Mobility Solution Services, Inc. - mobility services provider of the Group incorporated in 2015



Changes in Accounting Policies and Disclosures

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the following amended standards and improvements to PFRS which the Group has adopted starting January 1, 2015. Unless otherwise indicated, the adoption did not have any significant impact on the consolidated financial statements of the Group.

- Amendments to Philippine Accounting Standards (PAS) 19, *Defined Benefit Plans: Employee Contributions*
- Annual Improvements to PFRSs 2010 - 2012 Cycle
 - PFRS 2, *Share-based Payment - Definition of Vesting Condition*
 - PFRS 3, *Business Combinations - Accounting for Contingent Consideration in a Business Combination*
 - PFRS 8, *Operating Segments - Aggregation of Operating Segments and Reconciliation of the Total of the Reportable Segments' Assets to the Entity's Assets*
 - PAS 16, *Property, Plant and Equipment*, and PAS 38, *Intangible Assets - Revaluation Method - Proportionate Restatement of Accumulated Depreciation and Amortization*
 - PAS 24, *Related Party Disclosures - Key Management Personnel*
- Annual Improvements to PFRSs 2011 - 2013 Cycle
 - PFRS 3, *Business Combinations - Scope Exceptions for Joint Arrangements*
 - PFRS 13, *Fair Value Measurement - Portfolio Exception*
 - PAS 40, *Investment Property*

Standards Issued But Not Yet Effective

The Group has not applied the following PFRS, PAS and Philippine Interpretations which are not yet effective as of December 31, 2015. This list consists of standards and interpretations issued, which the Group reasonably expects to be applicable at a future date. The Group intends to adopt these standards when they become effective. Unless otherwise indicated, adoption of these standards and interpretations are not expected to have any significant impact on the consolidated financial statements.

No definite adoption date prescribed by the SEC and Financial Reporting Standards Council (FRSC)

- Philippine Interpretation IFRIC 15, *Agreements for the Construction of Real Estate*

Effective January 1, 2016

- PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Investments in Associates and Joint Ventures - Investment Entities: Applying the Consolidation Exception (Amendments)*
- PFRS 11, *Joint Arrangements - Accounting for Acquisitions of Interests (Amendments)*
- PFRS 14, *Regulatory Deferral Accounts*
- PAS 1, *Presentation of Financial Statements - Disclosure Initiative (Amendments)*
- PAS 16, *Property, Plant and Equipment*, and PAS 41, *Agriculture - Bearer Plants*
- PAS 16, *Property, Plant and Equipment* and PAS 38, *Intangible Assets - Clarification of Acceptable Methods of Depreciation and Amortization (Amendments)*
- PAS 27, *Separate Financial Statements - Equity Method in Separate Financial Statements (Amendments)*
- Annual Improvements to PFRSs (2012-2014 cycle)
 - PFRS 5, *Non-current Assets Held for Sale and Discontinued Operations - Changes in Methods of Disposal*
 - PFRS 7, *Financial Instruments: Disclosures - Servicing Contracts*



- PFRS 7, *Applicability of the Amendments to PFRS 7 to Condensed Interim Financial Statements*
- PAS 19, *Employee Benefits - Regional Market Issue regarding Discount Rate*
- PAS 34, *Interim Financial Reporting - Disclosure of Information 'Elsewhere in the Interim Financial Report'*

Effective January 1, 2018

- PFRS 9, *Financial Instruments*

In July 2014, the International Accounting Standards Board (IASB) issued the final version of International Financial Reporting Standards (IFRS) 9, *Financial Instruments*. The new standard (renamed as PFRS 9) reflects all phases of the financial instruments project and replaces PAS 39, *Financial Instruments: Recognition and Measurement*, and all previous versions of PFRS 9. The standard introduces new requirements for classification and measurement, impairment, and hedge accounting. PFRS 9 is effective for annual periods beginning on or after January 1, 2018, with early application permitted. Retrospective application is required, but providing comparative information is not compulsory. For hedge accounting, the requirements are generally applied prospectively, with some limited exceptions. Early application of previous versions of PFRS 9 (2009, 2010 and 2013) is permitted if the date of initial application is before February 1, 2015. The Group did not early adopt PFRS 9.

The adoption of PFRS 9 will have an effect on the classification and measurement of the Group's financial assets and impairment methodology for financial assets, but will have no impact on the classification and measurement of the Group's financial liabilities. The Group is currently assessing the impact of adopting this standard.

In addition, the IASB has issued the following new standards that have not yet been adopted locally by the SEC and FRSC. The Group is currently assessing the impact of these new standards and plans to adopt them on their required effective dates once adopted locally.

- IFRS 15, *Revenue from Contracts with Customers*

IFRS 15 was issued in May 2014 by the IASB and establishes a new five-step model that will apply to revenue arising from contracts with customers. Under IFRS 15, revenue is recognized at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The principals in IFRS 15 provide a more structured approach to measuring and recognizing revenue. The new revenue standard is applicable to all entities and will supersede all current revenue recognition requirements under IFRS. Either a full or modified retrospective application is required for annual periods beginning on or after January 1, 2018. Early adoption is permitted.

The Group is engaged in selling activities of real estate projects while construction is in progress or even before it has started. The standard is expected to impact the revenue recognition on these precompleted real estate sales whether revenue will be recognized at a point-in-time or over time. If there will be a change in revenue recognition, this will also impact the corresponding costs, and the related trade receivables, deferred tax liabilities and retained earnings account. The Group is currently assessing the impact of IFRS 15 and plans to adopt the new standard on the required effective date once adopted locally.



- IFRS 16, *Leases*

On January 13, 2016, the IASB issued its new standard, IFRS 16, *Leases*, which replaces IAS 17, the current leases standard, and the related Interpretations.

Under the new standard, lessees will no longer classify their leases as either operating or finance leases in accordance with IAS 17. Rather, lessees will apply the single-asset model. Under this model, lessees will recognize the assets and related liabilities for most leases on their statements of financial position, and subsequently, will depreciate the lease assets and recognize interest on the lease liabilities in their profit or loss. Leases with a term of 12 months or less or for which the underlying asset is of low value are exempted from these requirements.

The accounting by lessors is substantially unchanged as the new standard carries forward the principles of lessor accounting under IAS 17. Lessors, however, will be required to disclose more information in their financial statements, particularly on the risk exposure to residual value.

The new standard is effective for annual periods beginning on or after January 1, 2019. Entities may early adopt IFRS 16 but only if they have also adopted IFRS 15. When adopting IFRS 16, an entity is permitted to use either a full retrospective or a modified retrospective approach, with options to use certain transition reliefs. The Group is currently assessing the impact IFRS 16 and plans to adopt the new standard on the required effective date once adopted locally.

Significant Accounting Policies

Current and Noncurrent Classification

The Group presents assets and liabilities in consolidated statement of financial position based on current/noncurrent classification. An asset is current when:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within 12 months after reporting date; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after reporting date.

All other assets are classified as noncurrent.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within 12 months after reporting date; or
- There is no unconditional right to defer the settlement of the liability for at least 12 months after reporting date.

The Group classifies all other liabilities as noncurrent.

Deferred tax assets and liabilities are classified as noncurrent assets and liabilities, respectively.



Cash and Cash Equivalents

Cash includes cash on hand and in banks. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three (3) months or less from the date of placement and that are subject to an insignificant risk of changes in value.

Financial Instruments

Date of Recognition

The Group recognizes a financial asset or a financial liability in the consolidated statement of financial position when it becomes a party to the contractual provisions of the instrument.

Purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace are recognized on the settlement date.

Initial Recognition of Financial Instruments

All financial assets and financial liabilities are initially recognized at fair value. Except for financial assets at FVPL, the initial measurement of financial assets includes transaction costs. The Group classifies its financial assets in the following categories: financial assets at FVPL, held-to-maturity (HTM) investments, AFS financial assets, and loans and receivables. The Group classifies its financial liabilities as financial liabilities at FVPL and other financial liabilities. The classification depends on the purpose for which the investments were acquired and whether these are quoted in an active market. Management determines the classification of its investments at initial recognition and, where allowed and appropriate, re-evaluates such designation at every reporting date.

Financial instruments are classified as liabilities or equity in accordance with the substance of the contractual arrangement. Interest, dividends, gains and losses relating to a financial instrument or a component that is a financial liability, are reported as expense or income. Distributions to holders of financial instruments classified as equity are charged directly to equity net of any related income tax benefits.

The Group's financial instruments are classified as AFS financial assets, financial assets at FVPL, loans and receivables and other financial liabilities.

Fair Value Measurement

The Group measures AFS financial assets and financial assets at FVPL at fair value at each reporting date. Also, fair values of loans and receivables, other financial liabilities and non-financial assets measured at cost such as investment properties are disclosed in Notes 12 and 36.

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 measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.



A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

'Day 1' Difference

Where the transaction price in a non-active market is different to 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 consolidated statement of income under "Finance income" and "Finance costs" unless it qualifies for recognition as some other type of asset or liability. In cases where the valuation technique used is made of data which is not observable, the difference between the transaction price and model value is only recognized in the consolidated statement of income 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 amount.

Financial Assets and Financial Liabilities at FVPL

Financial assets and financial liabilities at FVPL include financial assets and financial liabilities held for trading and financial assets and financial liabilities designated upon initial recognition as at FVPL.

Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Financial assets or financial liabilities held for trading are recorded in the consolidated statement of financial position at fair value. Changes in fair value relating to the held for trading positions are recognized in "Other income - net" account in the consolidated statement of income. Interest earned or incurred is recorded in interest income or expense, respectively, while dividend income is recorded when the right to receive payment has been established.



Financial assets may be designated at initial recognition as at FVPL if any of the following criteria are met:

- The designation eliminates or significantly reduces the inconsistent treatment that would otherwise arise from measuring the assets or liabilities or recognizing gains or losses on them on a different basis; or
- The assets are part of a group of financial assets which are managed and their performance evaluated on a fair value basis, in accordance with a documented risk management or investment strategy; or
- The financial instrument contains an embedded derivative that would need to be separately recorded.

The Group's financial asset at FVPL pertains to investment in quoted equity securities (Note 5). The Group does not have any financial liability at FVPL.

Loans and Receivables

Loans and receivables are nonderivative financial assets with fixed or determinable payments and fixed maturities that are not quoted in an active market. These are not entered into with the intention of immediate or short-term resale and are not designated as financial assets at FVPL or AFS financial assets. These are included in current assets if maturity is within 12 months from the reporting date; otherwise, these are classified as noncurrent assets. This accounting policy relates to the consolidated statement of financial position captions "Cash and cash equivalents", "Receivables", "Noncurrent receivables" and refundable and security deposits included under "Other current assets" and "Other noncurrent assets".

After initial measurement, loans and receivables are subsequently measured at amortized cost using the effective interest method, less allowance for impairment. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees that are an integral part of the effective interest rate (EIR) and transaction costs. The amortization is included in "Finance income" in the consolidated statement of income. The losses arising from impairment of such loans and receivables are recognized under "Other expenses" in the consolidated statement of income.

AFS Financial Assets

AFS financial assets are those which are designated as such or do not qualify to be classified or designated as at FVPL, HTM or loans and receivables. After initial measurement, AFS financial assets are measured at fair value with unrealized gains or losses being recognized in the consolidated statement of comprehensive income and are reported as "Net accumulated unrealized gains (losses) on AFS financial assets" in equity. When the investment is disposed of, the cumulative gain or loss previously recorded in equity is recognized in the consolidated statement of income. Interest earned or paid on the investments is reported as interest income or expense using the EIR. Dividends earned on investments are recognized in the consolidated statement of income when the right to receive payment has been established. The losses arising from impairment of such investments are recognized under "Other income - net" in the consolidated statement of income.

AFS financial assets are classified as current asset if verified to be realized within 12 months from reporting date.

When the fair value of AFS financial assets cannot be measured reliably because of lack of reliable estimates of future cash flows and discount rates necessary to calculate the fair values of unquoted equity instruments, then instruments are carried at cost less any allowance for impairment losses.



The Group's AFS financial assets pertain to quoted and unquoted equity securities (Note 6).

Other Financial Liabilities

Issued financial instruments or their components, which are not designated as at FVPL are classified as other financial liabilities where the substance of the contractual arrangement results in the Group having an obligation either to deliver cash or another financial asset to the holder, or to satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares. The components of issued financial instruments that contain both liability and equity elements are accounted for separately, with the equity component being assigned the residual amount after deducting from the instrument as a whole the amount separately determined as the fair value of the liability component on the date of issue.

After initial measurement, other financial liabilities are subsequently measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount or premium on the issue and fees that are integral parts of the EIR. Any effects of restatement of foreign currency-denominated liabilities are recognized in the consolidated statement of income.

Other financial liabilities relate to the consolidated statement of financial position captions, "Accounts and other payables", "Liabilities for purchased land", "Payable to related parties", "Short-term and Long-term debt" and "Other noncurrent liabilities".

Deferred Financing Costs

Deferred financing costs represent debt issue costs arising from the fees incurred to obtain project financing. This is included in the initial measurement of the related debt. The deferred financing costs are treated as a discount on the related debt and are amortized using the effective interest method over the term of the related debt.

Impairment of Financial Assets

The Group assesses at each reporting date whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset (an incurred 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated. Evidence of impairment may include indications that the borrower or a group of borrowers is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganization and where observable data indicate that there is measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

Loans and Receivables

For loans and receivables carried at amortized cost, the Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If the Group determines that no objective evidence of impairment exists for individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses for impairment. Those characteristics are relevant to the estimation of future cash flows for groups of such assets by being indicative of the debtors' ability to pay all amounts due according to the contractual terms of the assets being evaluated. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be, recognized are not included in a collective assessment for impairment.



If there is objective evidence that an impairment loss has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of the estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial assets' original EIR (i.e., the EIR computed at initial recognition). The carrying amount of the asset is reduced through the use of an allowance account and the amount of loss is charged to the consolidated statement of income during the period in which it arises. Interest income continues to be recognized based on the original EIR of the asset. Receivables, together with the associated allowance accounts, are written off when there is no realistic prospect of future recovery and all collateral has been realized.

If, in a subsequent year, the amount of the estimated impairment loss decreases because of an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed. Any subsequent reversal of an impairment loss is recognized in the consolidated statement of income, to the extent that the carrying value of the asset does not exceed its amortized cost at the reversal date.

For the purpose of a collective evaluation of impairment, financial assets are grouped on the basis of such credit risk characteristics as industry, customer type, customer location, past-due status and term. Future cash flows in a group of financial assets that are collectively evaluated for impairment are estimated on the basis of historical loss experience for assets with credit risk characteristics similar to those in the group. Historical loss experience is adjusted on the basis of current observable data to reflect the effects of current conditions that did not affect the period on which the historical loss experience is based and to remove the effects of conditions in the historical period that do not exist currently. The methodology and assumptions used for estimating future cash flows are reviewed annually by the Group to reduce any differences between loss estimates and actual loss experience.

AFS Financial Assets

For AFS financial assets, the Group assesses at each reporting date whether there is objective evidence that a financial asset or group of financial assets is impaired.

In case of equity investments classified as AFS financial assets, impairment would include a significant or prolonged decline in the fair value of the investments below its cost. Where there is evidence of impairment, the cumulative loss, measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognized in the consolidated statement of income, is removed from equity and recognized in the consolidated statement of income under "Other income - net" account. Impairment losses on equity investments are not reversed through the consolidated statement of income. Increases in fair value after impairment are recognized directly in the consolidated statement of comprehensive income.

Financial Assets Carried at Cost

If there is an objective evidence that an impairment loss has been incurred on an unquoted equity instrument that is not carried at fair value because its fair value cannot be reliably measured, the amount of the loss is measured as the difference between the carrying amount and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset.



Derecognition of Financial Assets and Liabilities

Financial Asset

A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognized when:

- the rights to receive cash flows from the asset have expired;
- the Group has transferred its rights to receive cash flows from the asset and either has assumed an obligation to pay them in full without material delay to a third party under a 'pass through' arrangement; or: (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Where the Group has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risk and rewards of the asset nor transferred control of the asset, the asset is recognized to the extent of the Group's continuing involvement in the asset. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Financial Liability

A financial liability is derecognized when the obligation under the liability is discharged or canceled or has expired.

Where 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 an exchange or 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 the consolidated statement of income.

Offsetting Financial Instruments

Financial assets and financial liabilities are only offset and the net amount reported in the consolidated statement of financial position when there is a legally enforceable right to set off the recognized amounts and the Group intends to either settle on a net basis, or to realize the asset and settle the liability simultaneously. The Group assesses that it has a currently enforceable right of offset if the right is not contingent on a future event, and is legally enforceable in the normal course of business, event of default, and event of insolvency or bankruptcy of the Group and all of the counterparties.

Embedded Derivative

The Group assesses the existence of an embedded derivative on the date it first becomes a party to the contract, and performs re-assessment where there is a change to the contract that significantly modifies the cash flows.

Embedded derivatives are bifurcated from their host contracts and carried at fair value with fair value changes recognized in the consolidated statement of income, when the entire hybrid contracts (composed of both the host contract and the embedded derivative) are not accounted for as financial instruments designated at FVPL; when their economic risks and characteristics are not clearly and closely related to those of their respective host contracts; and when a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative.



As of December 31, 2015 and 2014, the Group's identified embedded derivatives consists of prepayment options that are not required to be bifurcated from the host instruments as these were assessed to be clearly and closely related to the host contracts.

Customers' Advances and Deposits

Customers' advances and deposits represent payment from buyers which have not yet reached the minimum required percentage for recording real estate transactions. When the level of required payment is reached and the revenue recognition criteria is met, sales are recognized and these deposits and downpayments will be applied against the related receivables. This account also includes advance payment of customers for coal and nickel ore purchases which will be applied against the receivable upon consummation of the related sales transaction.

Inventories

Real Estate Held for Sale and Development

Real estate held for sale and development consists of condominium units and subdivision land for sale and development.

Condominium units and subdivision land for sale are carried at the lower of aggregate cost and net realizable value (NRV). Costs include acquisition costs of the land plus costs incurred for the construction, development and improvement of residential units. Borrowing costs are capitalized while the development and construction of the real estate projects are in progress, and to the extent that these are expected to be recovered in the future. NRV is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Undeveloped land is carried at lower of cost and NRV.

The costs of inventory recognized in profit or loss on disposal is determined with reference to the specific costs incurred on the property sold and an allocation of any non-specific costs based on the relative size of the property sold.

Valuation allowance is provided for real estate held for sale and development when the NRV of the properties are less than their carrying amounts.

Coal Inventory

The cost of coal inventory is carried at the lower of cost and NRV and determined using the weighted average production cost method. The cost of extracted coal includes all stripping costs and other mine related costs incurred during the period and allocated on per metric ton basis by dividing the total production cost with the total volume of coal produced. Except for shiploading cost, which is a period cost, all other production related costs are charged to production cost. NRV is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale for coal inventory.

Nickel Ore Inventory

Nickel ore inventories are valued at the lower of cost and NRV. Cost of beneficiated nickel ore or nickeliferous laterite ore is determined by the moving average production cost and comprise of outside services, production overhead, personnel cost and depreciation, amortization and depletion that are directly attributable in bringing the beneficiated nickel ore or nickeliferous laterite ore in its saleable condition. NRV for beneficiated nickel ore or nickeliferous laterite ore is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. Stockpile tonnages are verified by periodic surveys.



Materials-in-Transit

Cost is determined using the specific identification basis.

Equipment Parts and Supplies

The cost of equipment parts, materials and supplies is determined principally by the average cost method (either by moving average or weighted average production cost).

Equipment parts and supplies are transferred from inventories to property, plant and equipment when the use of such supplies is expected to extend the useful life of the asset and increase its economic benefit. Transfers between inventories to property, plant and equipment do not change the carrying amount of the inventories transferred and they do not change the cost of that inventory for measurement or disclosure purposes.

Equipment parts and supplies used for repairs and maintenance of the equipment are recognized in the consolidated statements of income when consumed.

NRV for supplies and fuel is the current replacement cost. For supplies and fuel, cost is also determined using the moving average method and composed of purchase price, transport, handling and other costs directly attributable to its acquisition. Any provision for obsolescence is determined by reference to specific items of stock. A regular review is undertaken to determine the extent of any provision or obsolescence.

Investments in Associates, Joint Ventures and Others

An associate is an entity in which the Group has significant influence and which is neither a subsidiary nor a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining significant influence or joint control are similar to those necessary to determine control over subsidiaries. The Group's investments in associates and joint ventures are accounted for using the equity method.

Under the equity method, the investments in associate or joint venture is initially recognized at cost. The carrying amount of the investment is adjusted to recognize changes in the Group's share of net assets of the associate or joint venture since the acquisition date. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and is neither amortized and is not tested for impairment individually.

The consolidated statement of income reflects the Group's share of the results of operations of the associate or joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognized directly in the equity of the associate or joint venture, the Group recognizes its share of any changes, when applicable, in the consolidated statement of changes in equity. Unrealized gains and losses resulting from transactions between the Group and the associate or joint venture are eliminated to the extent of the interest in the associate or joint venture.



The aggregate of the Group's share of profit or loss of an associate and joint venture is shown on the face of the consolidated statement of income outside operating profit and represents profit or loss after tax and non-controlling interests in the subsidiaries of the associate or joint venture. If the Group's share of losses of an associate or a joint venture equals or exceeds its interest in the associate or joint venture, the Group discontinues recognizing its share to the extent of the interest in associate or joint venture.

The financial statements of the associate or joint venture are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognize an impairment loss on its investment in its associate or joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate or joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value, then recognizes the loss as 'Equity in net earnings of associates and joint ventures' in the consolidated statement of income.

Upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognizes any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognized in consolidated statement of income.

Investment Properties

Investment properties comprise completed property and property under construction or redevelopment that are held to earn rentals or capital appreciation or both and that are not occupied by the Group.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties, except land, are stated at cost less accumulated depreciation and amortization and any impairment in value. Land is stated at cost less any impairment in value. The carrying amount includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met and excludes the costs of day-to-day servicing of an investment property.

Investment properties are derecognized when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in the consolidated statement of income in the period of derecognition.

Depreciation and amortization is calculated on a straight-line basis using the following estimated useful lives (EUL) from the time of acquisition of the investment properties:

	Years
Buildings and building improvements	5-20
Condominium units	25



The assets' residual value, useful life and depreciation and amortization methods are reviewed periodically to ensure that the period and method of depreciation and amortizations are consistent with the expected pattern of economic benefits from items of investment properties.

A transfer is made to investment property when there is a change in use, evidenced by ending of owner-occupation, commencement of an operating lease to another party or ending of construction or development. A transfer is made from investment property when and only when there is a change in use, evidenced by commencement of owner-occupation or commencement of development with a view to sale. A transfer between investment property, owner-occupied property and inventory does not change the carrying amount of the property transferred nor does it change the cost of that property for measurement or disclosure purposes.

Exploration and Evaluation Asset and Mining Properties

Exploration and evaluation activity involves the search for mineral resources, the determination of technical feasibility and the assessment of commercial viability of an identified resource.

Exploration and evaluation activity includes:

- Researching and analyzing historical exploration data
- Gathering exploration data through geophysical studies
- Exploratory drilling and sampling
- Determining and examining the volume and grade of the resource
- Surveying transportation and infrastructure requirements
- Conducting market and finance studies

License costs paid in connection with a right to explore in an existing exploration area are capitalized and amortized over the term of the permit. Once the legal right to explore has been acquired, exploration and evaluation expenditure is charged to consolidated statement of income as incurred, unless the Group's management concludes that a future economic benefit is more likely than not to be realized. These costs include materials and fuel used, surveying costs, drilling costs and payments made to contractors.

In evaluating whether the expenditures meet the criteria to be capitalized, several different sources of information are used. The information that is used to determine the probability of future benefits depends on the extent of exploration and evaluation that has been performed.

Expenditure is transferred from 'Exploration and evaluation asset' to 'Mining properties' which is a subcategory of 'Property, plant and equipment' once the work completed to date supports the future development of the property and such development receives appropriate approvals. After transfer of the exploration and evaluation asset, all subsequent expenditure on the construction, installation or completion of infrastructure facilities is capitalized in 'Mining properties'. Development expenditure is net of proceeds from the sale of ore extracted during the development phase.

Stripping Costs

As part of its mining operations, the Group incurs stripping (waste removal) costs both during the development phase and production phase of its operations. Stripping costs incurred in the development phase of a mine, before the production phase commences (development stripping), are capitalized as part of the cost of mining properties and subsequently amortized over its useful life using units of production method. The capitalization of development stripping costs ceases when the mine/component is commissioned and ready for use as intended by management.



After the commencement of production further development of the mine may require a phase of unusually high stripping that is similar in nature to development phase stripping. The costs of such stripping are accounted for in the same way as development stripping (as discussed above).

Stripping costs incurred during the production phase are generally considered to create two benefits, being either the production of inventory or improved access to the coal body to be mined in the future. Where the benefits are realized in the form of inventory produced in the period, the production stripping costs are accounted for as part of the cost of producing those inventories.

Where the benefits are realized in the form of improved access to ore to be mined in the future, the costs are recognized as a noncurrent asset, referred to as a stripping activity asset, if the following criteria are met:

- Future economic benefits (being improved access to the coal body) are probable;
- The component of the coal body for which access will be improved can be accurately identified; and
- The costs associated with the improved access can be reliably measured.

If all of the criteria are not met, the production stripping costs are charged to the consolidated statement of income as operating costs as they are incurred.

In identifying components of the body, the Group works closely with the mining operations department for each mining operation to analyze each of the mine plans. Generally, a component will be a subset of the total body, and a mine may have several components. The mine plans, and therefore the identification of components, can vary between mines for a number of reasons. These include, but are not limited to: the type of commodity, the geological characteristics of the ore/coal body, the geographical location, and/or financial considerations.

The stripping activity asset is initially measured at cost, which is the accumulation of costs directly incurred to perform the stripping activity that improves access to the identified component of ore/coal body, plus an allocation of directly attributable overhead costs. If incidental operations are occurring at the same time as the production stripping activity, but are not necessary for the production stripping activity to continue as planned, these costs are not included in the cost of the stripping activity asset. If the costs of the inventory produced and the stripping activity asset are not separately identifiable, a relevant production measure is used to allocate the production stripping costs between the inventory produced and the stripping activity asset. This production measure is calculated for the identified component of the ore/coal body and is used as a benchmark to identify the extent to which the additional activity of creating a future benefit has taken place.

The stripping activity asset is accounted for as an addition to, or an enhancement of, an existing asset, being the mine asset, and is included as part of 'Mining properties' under 'Property, plant and equipment' in the consolidated statement of financial position. This forms part of the total investment in the relevant cash generating unit (CGU), which is reviewed for impairment if events or changes of circumstances indicate that the carrying value may not be recoverable.

The stripping activity asset is subsequently depreciated using the units of production method over the life of the identified component of the coal body that became more accessible as a result of the stripping activity. Economically recoverable reserves, which comprise proven and probable reserves, are used to determine the expected useful life of the identified component of the ore/coal body. The stripping activity asset is then carried at cost less depreciation and any impairment losses.



Property, Plant and Equipment

Property, plant and equipment, except land, are stated at cost less accumulated depreciation, depletion and amortization, and any impairment in value. Land is stated at cost, less any impairment in value.

The initial cost of property, plant and equipment comprises its purchase price, including import duties, taxes and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Costs also include decommissioning and site rehabilitation cost. Expenditures incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance and overhaul costs, are normally charged to operations in the period in which the costs are incurred. In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property, plant and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as additional cost of property, plant and equipment.

Construction in progress included in property, plant and equipment is stated at cost. This includes the cost of the construction of property, plant and equipment and other direct costs. Construction in-progress is not depreciated until such time that the relevant assets are completed and put into operational use.

Depreciation, depletion and amortization of assets commences once the assets are put into operational use.

Depreciation, depletion and amortization of property, plant and equipment are calculated on a straight-line basis over the following EUL of the respective assets or the remaining contract period, whichever is shorter:

	Years
Land improvements	5-17
Power plant, buildings and building improvements	5-25
Construction equipment, machinery and tools	5-10
Office furniture, fixtures and equipment	3-5
Transportation equipment	4-5
Coal mining properties and equipment	2-13
Nickel mining properties and equipment	2-5
Leasehold improvements	5-7

The EUL and depreciation, depletion and amortization methods are reviewed periodically to ensure that the period and methods of depreciation, depletion and amortization are consistent with the expected pattern of economic benefits from items of property, plant and equipment.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in the consolidated statement of income in the year the item is derecognized.

Mining properties consists of mine development costs, capitalized cost of mine rehabilitation and decommissioning (refer to accounting policy on “Provision for mine rehabilitation and decommissioning”) and mining rights. Mine development costs consist of capitalized costs previously carried under “Exploration and Evaluation Asset”, which were transferred to property,



plant and equipment upon start of commercial operations. Mining rights are expenditures for the acquisition of property rights that are capitalized.

The net carrying amount of mining properties is depleted using unit-of-production method based on the estimated economically recoverable mining reserves of the mine concerned and are written-off if the property is abandoned.

Mining Reserves

Mining reserves are estimates of the amount of ore/coal that can be economically and legally extracted from mining properties. The Group estimates its mining reserves based on information compiled by appropriately qualified persons relating to the geological data on the size, depth and shape of the ore/coal body, and requires complex geological judgments to interpret the data. The estimation of recoverable reserves is based upon factors such as estimates of foreign exchange rates, commodity prices, future capital requirements, and production costs along with geological assumptions and judgments made in estimating the size and grade of the ore/coal body. Changes in the reserve estimates may impact upon the carrying value of property, plant and equipment, provision for decommissioning and site rehabilitation, recognition of deferred tax assets, and depreciation charges.

Intangible Assets

Intangible assets and software costs acquired separately are capitalized at cost and are shown as part of the “Other noncurrent assets” account in the consolidated statement of financial position. Following initial recognition, intangible assets are measured at cost less accumulated amortization and provisions for impairment losses, if any. The useful lives of intangible assets with finite life are assessed at the individual asset level. Intangible assets with finite life are amortized over their EUL. The periods and method of amortization for intangible assets with finite useful lives are reviewed annually or earlier where an indicator of impairment exists.

Costs incurred to acquire and bring the computer software (not an integral part of its related hardware) to its intended use are capitalized as part of intangible assets. These costs are amortized over their EUL ranging from 3 to 5 years. Costs directly associated with the development of identifiable computer software that generate expected future benefits to the Group are recognized as intangible assets. All other costs of developing and maintaining computer software programs are recognized as expense when incurred.

Gains or losses arising from the derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the consolidated statement of income when the asset is derecognized.

Research and development costs

Research costs are expensed as incurred. Development expenditures on an individual project are recognized as an intangible asset when the Group can demonstrate:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale
- Its intention to complete and its ability to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to measure reliably the expenditure during development
- The ability to use the intangible asset generated



Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortization and accumulated impairment losses. Amortization of the asset begins when development is complete and the asset is available for use. It is amortized over the period of expected future benefit. Amortization is recorded as part of cost of sales in the consolidated statement of comprehensive income. During the period of development, the asset is tested for impairment annually.

The Group has assessed the useful life of the development costs based on the expected usage of the asset. The useful life of capitalized development costs for clay business is twenty (20) years.

Impairment of Nonfinancial Assets

This accounting policy applies primarily to the Group's property, plant and equipment, investment properties, investments in associates and jointly controlled entities and intangible assets.

Property and Equipment, Investment Properties and Intangible Assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when an annual impairment testing for an asset is required, the group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash generating unit's fair value less cost to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that largely independent of those from other assets or group of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, depletion and amortization, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the consolidated statement of income unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase.

Inventories

NRV tests are performed at least annually and represent the estimated sales price based on prevailing price at reporting date, less estimated cost necessary to make the sale for coal inventory or replacement costs for spare parts and supplies. If there is any objective evidence that the inventories are impaired, impairment losses are recognized in the consolidated statement of comprehensive income, in those expense categories consistent with the function of the assets, as being the difference between the cost and NRV of inventories.

Exploration and evaluation assets

Exploration and evaluation assets should be assessed for impairment when facts and circumstances suggest that the carrying amount of an exploration and evaluation asset may exceed its recoverable amount. Under PFRS 6 one or more of the following facts and circumstances could indicate that an impairment test is required. The list is not intended to be exhaustive: (a) the period for which the entity has the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed; (b) substantive expenditure on further exploration for and evaluation of mineral resources in the specific area is neither budgeted nor planned; (c) exploration for and evaluation of mineral resources in the specific area have not led to



the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area; and (d) sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

Investment in associates and joint ventures

For investments in associates and joint ventures, after application of the equity method, the Group determines whether it is necessary to recognize any additional impairment loss with respect to the Group's net investment in the investee companies. The Group determines at each reporting date whether there is any objective evidence that the investment in associates or jointly controlled entities is impaired. If this is the case, the Group calculates the amount of impairment as being the difference between the fair value and the carrying value of the investee company and recognizes the difference in the consolidated statement of income.

Liabilities for Purchased Land

Liabilities for purchased of land represents unpaid portion of the acquisition costs of raw land for future development, including other costs and expenses incurred to effect the transfer of title of the property. Noncurrent portion of the carrying amount is discounted using the applicable interest rate for similar type of liabilities at the inception of the transactions.

Other Assets

Other assets pertain to resources controlled by the Group as a result of past events and from which future economic benefits are expected to flow to the Group.

Equity

Capital stock is measured at par value for all shares issued. When the Group issues more than one class of stock, a separate account is maintained for each class of stock and the number of shares issued.

When the shares are sold at a premium, the difference between the proceeds and the par value is credited to "Additional paid-in capital" account. When shares are issued for a consideration other than cash, the proceeds are measured by the fair value of the consideration received.

Direct cost incurred related to the equity issuance, such as underwriting, accounting and legal fees, printing costs and taxes are charged to "Additional paid-in capital" account.

Retained earnings represent accumulated earnings of the Group, and any other adjustments to it as required by other standards, less dividends declared. The individual accumulated earnings of the subsidiaries are available for dividend declaration when these are declared as dividends by the subsidiaries as approved by their respective Board of Directors.

Dividends on common shares are deducted from retained earnings when declared and approved by the BOD or shareholders of the Parent Company. Dividends payable are recorded as liability until paid. Dividends for the year that are declared and approved after the reporting date, if any, are dealt with as an event after the reporting date and disclosed accordingly.

Redeemed shares represent own equity instruments which are reacquired and are subsequently retired by the Group. No gain or loss is recognized in the consolidated statement of income upon retirement of the own equity instruments. When the assets are retired, the capital stock account is reduced by its par value and the excess of cost over par value is debited to additional paid-in capital recognized when the shares were issued and to retained earnings for the remaining balance.



The Parent Company's retained earnings available for dividend declaration as of December 31, 2015 and 2014 amounted to ₦7,438.63 million and ₦8,610.21 million, respectively.

Business Combinations and Goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any NCI in the acquiree. For each business combination, the acquirer measures the NCI in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition costs incurred are expensed and included in operating expenses. When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through consolidated statement of income. Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration, which is deemed to be an asset or liability, will be recognized in accordance with PAS 39 either in consolidated statement of income or as a change to OCI. If the contingent consideration is not within the scope of PAS 39, it is measured in accordance with the appropriate PFRS. Contingent consideration that is classified as equity is not measured and subsequent settlement is accounted for within equity.

Goodwill is initially measured at cost being the excess of the aggregate of the consideration transferred and the amount recognized for NCI and any previous interest held over the net identifiable assets acquired and liabilities assumed. If the consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognized in consolidated statement of income.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative values of the operation disposed of and the portion of the cash-generating unit retained.

If the initial accounting for a business combination can be determined only provisionally by the end of the period in which the combination is effected because either the fair values to be assigned to the acquiree's identifiable assets, liabilities or contingent liabilities or the cost of the combination can be determined only provisionally, the acquirer shall account for the combination using those provisional values. The acquirer shall recognize any adjustments to those provisional values as a result of completing the initial accounting within twelve months of the acquisition date as follows: (i) the carrying amount of the identifiable asset, liability or contingent liability that is recognized or adjusted as a result of completing the initial accounting shall be calculated as if its fair value at the acquisition date had been recognized from that date; (ii) goodwill or any gain recognized shall be adjusted by an amount equal to the adjustment to the fair value at the



acquisition date of the identifiable asset, liability or contingent liability being recognized or adjusted; and (iii) comparative information presented for the periods before the initial accounting for the combination is complete shall be presented as if the initial accounting has been completed from the acquisition date.

Revenue and Cost Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duty. The Group assesses its revenue arrangements against specific criteria in order to determine if it is acting as principal or agent. The Group has concluded that it is acting as principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements. The following specific recognition criteria must also be met before revenue is recognized:

Coal Mining

Revenue from coal mining is recognized upon acceptance of the goods delivered upon which the significant risks and rewards of ownership of the goods have passed to the buyer and the amount of revenue can be measured reliably. Revenue from local and export coal sales are denominated in Philippine Peso and US Dollar, respectively.

Cost of coal includes expenses, which include directly related to the production and sale of coal such as cost of fuel and lubricants, materials and supplies, depreciation and depletion and other related costs, are recognized when incurred.

Nickel Mining

Revenue from sale of beneficiated nickel ore/nickeliferous laterite ore is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer, which coincides with the loading of the ores onto the buyer vessel.

Cost of nickel includes cost of outside services, production overhead, personnel cost and depreciation, amortization and depletion that are directly attributable in bringing the inventory to its saleable condition. These are recognized in the period when the goods are delivered.

Construction Contracts

Revenue from construction contracts is recognized using the percentage-of-completion method of accounting and is measured principally on the basis of the estimated in proportion to costs incurred to date over the total budget for the construction (Cost-to-cost method). Contracts to manage, supervise, or coordinate the construction activity of others and those contracts wherein the materials and services are supplied by contract owners are recognized only to the extent of the contracted fee revenue using percentage of completion. Revenue from cost plus contracts is recognized by reference to the recoverable costs incurred during the period plus the fee earned, measured by the proportion that costs incurred to date bear to the estimated total costs of the contract. Contract revenue is comprised of amount of revenue agreed in the contract and variations in contract work, claims and incentive payments.

Contract costs include all direct materials and labor costs and those indirect costs related to contract performance. Expected losses on contracts are recognized immediately when it is probable that the total contract costs will exceed total contract revenue. The amount of such loss is determined irrespective of whether or not work has commenced on the contract; the stage of completion of contract activity; or the amount of profits expected to arise on other contracts, which are not treated as a single construction contract. Changes in contract performance, contract



conditions and estimated profitability, including those arising from contract penalty provisions and final contract settlements that may result in revisions to estimated costs and gross margins are recognized in the year in which the changes are determined. Profit incentives are recognized as revenue when their realization is reasonably assured.

The asset "Costs and estimated earnings in excess of billings on uncompleted contracts" represents total costs incurred and estimated earnings recognized in excess of amounts billed. The liability "Billings in excess of costs and estimated earnings on uncompleted contracts" represents billings in excess of total costs incurred and estimated earnings recognized. Contract retentions are presented as part of "Trade receivables" under the "Receivables" account in the consolidated statement of financial position.

Electricity Sales

Revenue from sale of electricity is derived from its primary function of providing and selling electricity to customers of the generated and purchased electricity. Revenue derived from the generation and/or supply of electricity is recognized based on the actual electricity nominated or received by the customer, net of adjustments, as agreed upon between parties.

Revenue from spot electricity sales derived from the sale to the spot market of excess generated electricity over the contracted energy using price determined by the spot market, also known as Wholesale Electricity Spot Market (WESM), the market where electricity is traded, as mandated by Republic Act (RA) No. 9136 of the Department of Energy (DOE).

Cost of electricity sales includes expenses directly related to the production and sale of electricity such as cost of coal, fuel, depreciation and other related costs. Cost of coal and fuel are recognized at the time the related coal and fuel inventories are consumed for the production of electricity. Cost of energy also includes electricity purchased from the spot market and the related market fees. It is recognized as expense when the Group receives the electricity and simultaneously sells to its customers.

Real Estate Sales

Real estate sales are generally accounted for under the full accrual method. Under this method, the gain on sale is recognized when: (a) the collectibility of the sales price is reasonably assured; (b) the earnings process is virtually complete; and (c) the seller does not have a substantial continuing involvement with the subject properties. The collectibility of the sales price is considered reasonably assured when: (a) the buyers have actually confirmed their acceptance of the related loan applications after the same have been delivered to and approved by either the banks or other financing institutions for externally-financed accounts; or (b) the full down payment comprising a substantial portion of the contract price is received and the capacity to pay and credit worthiness of buyers have been reasonably established for sales under the deferred cash payment arrangement.

If the above criteria is not met, the deposit method is applied until all the conditions for recording a sale are met. Pending recognition of sale, cash received from buyers are presented under the "Customers' advances and deposits" account in the liabilities section of the consolidated statement of financial position.

Cancellation of real estate sales

Income from cancellation of real estate sales is recognized once the sale has been cancelled and the related refundable portions of paid amortizations have been paid to the buyer. This is included in the "Other income - net" account under the consolidated statement of income. Such is also



recognized, subject to the provisions of Republic Act 6552, *Realty Installment Buyer Act*, upon prescription of the period for the payment of required amortizations from defaulting buyers.

Cost of real estate sales is recognized consistent with the revenue recognition method applied. Cost of real estate sales includes acquisition cost of land, amount paid to contractors, development costs, capitalized borrowing costs and other costs attributable to bringing the real estate inventories to saleable condition.

Sales and services

Revenue from room rentals, food and beverage sales and other departments are recognized when the related sales and services are rendered.

Merchandise Sales

Revenue from merchandise sales is recognized upon delivery of the goods to and acceptance by the buyer and when the risks and rewards are passed on to the buyers.

Dividend Income

Revenue is recognized when the Group's right to receive payment is established, which is generally when shareholders approve the dividend.

Rental Income

Rental income arising from operating leases on investment properties and construction equipment is accounted for on a straight-line basis over the lease terms.

Interest Income

Revenue is recognized as interest accrues using the effective interest method.

Operating Expenses

Operating expenses are expenses that arise in the course of the ordinary operations of the Group. These usually take the form of an outflow or depletion of assets such as cash and cash equivalents, supplies, investment properties and property, plant and equipment. Expenses are recognized in the consolidated statement of income.

Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective assets. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest that an entity incurs in connection with the borrowing of funds.

The interest capitalized is calculated using the Group's weighted average cost of borrowings after adjusting for borrowings associated with specific developments. Where borrowings are associated with specific developments, the amounts capitalized is the gross interest incurred on those borrowings less any investment income arising on their temporary investment. Interest is capitalized from the commencement of the development work until the date of practical completion. The capitalization of borrowing costs is suspended if there are prolonged periods when development activity is interrupted. Borrowing costs are also capitalized on the purchased cost of a site property acquired specially for development but only where activities necessary to prepare the asset for development are in progress.



Foreign Currency Translations and Transactions

The consolidated financial statements are presented in Philippine Peso. Each entity in the Group determines its own functional currency and items included in the consolidated financial statements of each entity are measured using that functional currency.

Transactions in foreign currencies are initially recorded in the functional currency rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency closing rate at the reporting date. All differences are taken to consolidated statement of income. Non-monetary items that are measured in terms of historical cost in foreign currency are translated using the exchange rates as at the dates of initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

The functional currency of the Group's subsidiaries, Toledo Mining Corporation in 2013 (sold in 2014) and ENK Plc., are UK Pounds and United States Dollar, respectively. As at reporting date, the assets and liabilities of foreign subsidiaries are translated into the presentation currency of the Parent Company (the Philippine Peso) at the closing rate as at the reporting date, and the consolidated statement of income accounts are translated at monthly weighted average exchange rate. The exchange differences arising on the translation are taken directly to a separate component of equity under "Cumulative translation adjustment" account.

Upon disposal of a foreign subsidiary, the deferred cumulative amount recognized in OCI relating to that particular foreign operation is recognized in the consolidated statement of income.

Commission Expense

The Group recognizes commission expense for services rendered by brokers. The commission expense is recognized upon receipt of down payment from the buyer comprising a substantial portion of the contract price and the capacity to pay and credit worthiness of buyers have been reasonably established for sales under the deferred cash payment arrangement. Commission expense is recorded under "Operating expense" account in the consolidated statement of income.

Pension Cost

The Group has a noncontributory defined benefit retirement plan.

The net defined benefit liability or asset is the aggregate of the present value of the defined benefit obligation at the end of the reporting period reduced by the fair value of plan assets (if any), adjusted for any effect of limiting a net defined benefit asset to the asset ceiling. The asset ceiling is the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The cost of providing benefits under the defined benefit plans is actuarially determined using the projected unit credit method.

Defined benefit costs comprise the following:

- Service cost
- Net interest on the net defined benefit liability or asset
- Remeasurements of net defined benefit liability or asset

Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognized as expense in profit or loss. Past service costs are recognized when plan amendment or curtailment occurs. These amounts are calculated periodically by independent qualified actuaries.



Net interest on the net defined benefit liability or asset is the change during the period in the net defined benefit liability or asset that arises from the passage of time which is determined by applying the discount rate based on government bonds to the net defined benefit liability or asset. Net interest on the net defined benefit liability or asset is recognized as expense or income in profit or loss.

Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on defined benefit liability) are recognized immediately in other comprehensive income in the period in which they arise. Remeasurements are not reclassified to profit or loss in subsequent periods.

Plan assets are assets that are held by a long-term employee benefit fund or qualifying insurance policies. Plan assets are not available to the creditors of the Group, nor can they be paid directly to the Group. Fair value of plan assets is based on market price information. When no market price is available, the fair value of plan assets is estimated by discounting expected future cash flows using a discount rate that reflects both the risk associated with the plan assets and the maturity or expected disposal date of those assets (or, if they have no maturity, the expected period until the settlement of the related obligations). If the fair value of the plan assets is higher than the present value of the defined benefit obligation, the measurement of the resulting defined benefit asset is limited to the present value of economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The Group's right to be reimbursed of some or all of the expenditure required to settle a defined benefit obligation is recognized as a separate asset at fair value when and only when reimbursement is virtually certain.

Termination Benefit

Termination benefits are employee benefits provided in exchange for the termination of an employee's employment as a result of either an entity's decision to terminate an employee's employment before the normal retirement date or an employee's decision to accept an offer of benefits in exchange for the termination of employment.

A liability and expense for a termination benefit is recognized at the earlier of when the entity can no longer withdraw the offer of those benefits and when the entity recognizes related restructuring costs. Initial recognition and subsequent changes to termination benefits are measured in accordance with the nature of the employee benefit, as either post-employment benefits, short-term employee benefits, or other long-term employee benefits.

Employee Leave Entitlement

Employee entitlements to annual leave are recognized as a liability when they are accrued to the employees. The undiscounted liability for leave expected to be settled wholly before twelve months after the end of the annual reporting period is recognized for services rendered by employees up to the end of the reporting period.

Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at inception date whether the fulfillment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset. A reassessment is made after inception of the lease only if one of the following applies:

- (a) There is a change in contractual terms, other than a renewal or extension of the arrangement;



- (b) A renewal option is exercised or extension granted, unless the term of the renewal or extension was initially included in the lease term;
- (c) There is a change in the determination of whether fulfillment is dependent on a specified asset; or
- (d) There is substantial change to the asset.

Where a reassessment is made, lease accounting shall commence or cease from the date when the change in circumstances gave rise to the reassessment for scenarios (a), (c), or (d) and at the date of renewal or extension period for scenario (b).

Operating Lease - Group as a Lessee

Leases where the lessor retains substantially all the risks and benefits of ownership of the asset are classified as operating lease. Operating lease payments are recognized as an expense in the consolidated statement of income on a straight-line basis over the lease term.

Operating Lease - Group as a Lessor

Leases where the Group retains substantially all the risks and benefits of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same bases as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

Income Taxes

Current Tax

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

Deferred Tax

Deferred tax is provided, using the liability method, on all temporary differences, with certain exceptions, at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences with certain exception. Deferred tax assets are recognized for all deductible temporary differences, carryforward benefit of unused tax credits from excess minimum corporate income tax (MCIT) over the regular corporate income tax (RCIT) and net operating loss carryover (NOLCO), to the extent that it is probable that taxable income will be available against which the deductible temporary differences and carryforward benefits of unused tax credits from MCIT and NOLCO can be utilized.

Deferred tax liabilities are not provided on nontaxable temporary differences associated with investments in domestic associates and investments in joint ventures.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred tax assets to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable income will allow all or part of the deferred tax assets to be recovered.



Deferred tax assets and liabilities are measured at the tax rate that is expected to apply to the period when the asset is realized or the liability is settled, based on tax rate and tax laws that have been enacted or substantially enacted at the financial reporting date. Movements in the deferred income tax assets and liabilities arising from changes in tax rates are charged against or credited to income for the period.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets relate to the same taxable entity and the same taxation authority.

For periods where the income tax holiday (ITH) is in effect, no deferred taxes are recognized in the consolidated financial statements as the ITH status of the subsidiary neither results in a deductible temporary difference or temporary taxable difference. However, for temporary differences that are expected to reverse beyond the ITH, deferred taxes are recognized.

Earnings Per Share (EPS)

Basic EPS is computed by dividing the net income for the year attributable to common shareholders (net income for the period less dividends on convertible redeemable preferred shares) by the weighted average number of common shares issued and outstanding during the year and adjusted to give retroactive effect to any stock dividends declared during the period.

Diluted EPS is computed by dividing the net income for the year attributable to common shareholders by the weighted average number of common shares outstanding during the year adjusted for the effects of dilutive convertible redeemable preferred shares. Diluted EPS assumes the conversion of the outstanding preferred shares. When the effect of the conversion of such preferred shares is anti-dilutive, no diluted EPS is presented.

Operating Segment

The Group's operating businesses are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The Group generally accounts for intersegment revenues and expenses at agreed transfer prices. Income and expenses from discontinued operations are reported separate from normal income and expenses down to the level of income after taxes. Financial information on operating segments is presented in Note 35 to the consolidated financial statements.

Provisions

Provisions are recognized only when the Group has: (a) a present obligation (legal or constructive) as a result of a past event; (b) it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and (c) a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as an interest expense. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

Provision for Decommissioning and Site Rehabilitation Costs

The Group records the present value of estimated costs of legal and constructive obligations required to restore operating locations in the period in which the obligation is incurred. The nature of these restoration activities includes dismantling and removing structures, rehabilitating mines and tailings dams, dismantling operating facilities, closure of plant and waste sites, and restoration, reclamation and re-vegetation of affected areas.



The obligation generally arises when the asset is installed or the ground environment is disturbed at the production location. When the liability is initially recognized, the present value of the estimated cost is capitalized by increasing the carrying amount of the related mining assets. Over time, the discounted liability is increased for the change in present value based on the discount rates that reflect current market assessments and the risks specific to the liability. The periodic unwinding of the discount is recognized in the consolidated statements of income as a finance cost. Additional disturbances or changes in rehabilitation costs will be recognized as additions or charges to the corresponding assets and rehabilitation liability when they occur. For closed sites, changes to estimated costs are recognized immediately in the consolidated statement of income.

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 but are disclosed in the consolidated financial statements when an inflow of economic benefits is probable.

Events After the Reporting Period

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

3. Significant Accounting Judgments and Estimates

The preparation of the consolidated financial statements in conformity with PFRS requires the Group to make estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and disclosure of contingent assets and contingent liabilities. Future events may occur which will cause the assumptions used in arriving at the estimates to change. The effects of any change in estimates are reflected in the consolidated financial statements, as they become reasonably determinable.

Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results could differ for such estimates.

Judgments

In the process of applying the Group's accounting policies, management has made the following judgments, apart from those involving estimations which have the most significant effect on the amounts recognized in the consolidated financial statements:

Real Estate Revenue Recognition

Selecting an appropriate revenue recognition method for a real estate sale transaction requires certain judgments based on buyer's commitment on sale which may be ascertained through the significance of the buyer's initial payments and completion of development. The buyers' commitment is evaluated based on collections, credit standing on buyers and location of property. Completion of project development is determined on engineer's judgment and estimates on the physical portion of contract work done and that development is beyond the preliminary stage.



Collectibility of the Sales Price

In determining whether the sales prices are collectible, the Group considers that initial and continuing investments by the buyer of about 15% would demonstrate the buyer's commitment to pay.

Impairment of AFS Financial Assets

The Group determines that AFS financial assets are impaired when there has been a significant or prolonged decline in the fair value below its cost. This determination of what is significant or prolonged requires judgment. In making this judgment, the Group evaluates among other factors, the normal volatility in the share price. In addition, particularly for unquoted AFS securities, impairment may be appropriate when there is evidence of deterioration in the financial condition of the investee, industry and sector performance like changes in operational and financial cash flows. Any indication of deterioration in the above factors can have a negative impact on the fair value. Had there been a significant or prolonged decline in the fair value over its cost, the Group should recognize realized loss from AFS financial assets in the consolidated statements of income.

Financial Assets not Quoted in an Active Market

The Group classifies financial assets by evaluating, among others, whether the asset is quoted or not in an active market. Included in the evaluation on whether a financial asset is quoted in an active market is the determination on whether quoted prices are readily and regularly available, and whether those prices represent actual and regularly occurring market transactions on an arm's length basis.

Exploration and Evaluation Asset

The application of the Group's accounting policy for exploration and evaluation asset requires judgment to determine whether future economic benefits are likely, from either future exploitation or sale, or whether activities have not reached a stage that permits a reasonable assessment of the existence of reserves.

Stripping Costs

The Group incurs waste removal costs (stripping costs) during the development and production phases of its surface mining operations. During the production phase, stripping costs (production stripping costs) can be incurred both in relation to the production of inventory in that period and the creation of improved access and mining flexibility in relation to ore to be mined in the future. The former are included as part of the costs of inventory, while the latter are capitalized as a stripping activity asset, where certain criteria are met. Significant judgment is required to distinguish between development stripping and production stripping and to distinguish between the production stripping that relates to the extraction of inventory and what relates to the creation of a stripping activity asset.

Once the Group has identified its production stripping for each surface mining operation, it identifies the separate components of the coal bodies for each of its mining operations. An identifiable component is a specific volume of the coal body that is made more accessible by the stripping activity. Significant judgment is required to identify and define these components, and also to determine the expected volumes of waste to be stripped and coal body to be mined in each of these components. These assessments are undertaken for each individual mining operation based on the information available in the mine plan. The mine plans and, therefore, the identification of components, will vary between mines for a number of reasons. These include, but are not limited to, the type of commodity, the geological characteristics of the coal body, the geographical location and/or financial considerations.



Judgment is also required to identify a suitable production measure to be used to allocate production stripping costs between inventory and any stripping activity asset(s) for each component. The Group considers that the ratio of the expected volume of waste to be stripped for an expected volume of ore to be mined for a specific component of the coal body, is the most suitable production measure. Furthermore, judgments and estimates are also used to apply the units of production method in determining the depreciable lives of the stripping activity asset.

Distinction of between Investment Properties and Real Estate Inventories

The Group determines whether a property will be classified as real estate inventories or undeveloped land classified under investment properties. In making this judgment, the Group considers whether the property is held for sale in the ordinary course of business (real estate inventories) or which are held primarily to earn rental and capital appreciation and are not occupied substantially for use by, or in the operations of the Group (investment properties).

Distinction between Investment Properties and Owner-Occupied Properties

The Group determines whether a property qualifies as an investment property. In making its judgment, the Group considers whether the property generates cash flows largely independent of the other assets held by an entity. Owner-occupied properties generate cash flows that are attributable not only to property but also to the other assets used in the production or supply process.

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

Evaluation and Reassessment of Control

The Group refers to the guidance in PFRS 10 when determining whether the Group controls an investee. Particularly, the Group 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. The Group considers the purpose and design of the investee, its relevant activities and how decisions about those activities are made and whether the rights give it the current ability to direct the relevant activities.

The Group controls an investee if and only if it has all the following:

- a. power over the investee;
- b. exposure, or rights, to variable returns from its involvement with the investee; and
- c. the ability to use its power over the investee to affect the amount of the investor's returns.

On January 18, 2008, DMCI has entered into a Joint Venture (JV) Agreement with First Balfour, Inc. with 51% interest. DMFB Joint Venture, an incorporated joint venture, was formed for the construction of the Light Rail Transit (LRT) Line 1 North Extension Project (the Project). The Project was started on June 7, 2008 and was completed on October 23, 2010. DMCI's interest in DMFB Joint Venture is a joint arrangement accounted for as joint venture because the significant activities of the JV will require unanimous consent from both parties. As of December 31, 2015 and 2014, ownership interests in URHI and TMM represent 30% and 40%, respectively but were accounted for as subsidiaries because the Group has established that through the Memorandum of Understanding (MOU) signed with Atlas, the Group has existing rights that give it the current ability to direct the relevant activities of the investee and it has the



ability to use its power over the investees to affect its returns considering that critical positions are occupied by the representatives of the Group (see Note 2).

Property Acquisitions or Business Combinations

At the time of acquisition, the Group considers whether the acquisition represents the acquisition of a business. The Group accounts for an acquisition as a business combination where an integrated set of activities is acquired in addition to the property. More specifically, consideration is made of the extent to which significant processes are acquired and, in particular, the extent of ancillary services provided by the subsidiary (e.g., maintenance, cleaning, security, bookkeeping, hotel services, etc.). The significance of any process is judged with reference to the guidance in PAS 40 on ancillary services.

When the acquisition of subsidiaries does not represent a business, it is accounted for as an acquisition of a group of assets and liabilities. The cost of the acquisition is allocated to the assets and liabilities acquired based upon their relative fair values, and no goodwill or deferred tax is recognized.

Operating Lease Commitments - Group as Lessee

The Group has entered into various leases for its occupied offices and mining and transportation equipment. The Group has determined that all significant risks and rewards of ownership are retained by the respective lessors on the offices and equipment it leases under operating leases.

Operating Lease Commitments - Group as Lessor

The Group has entered into property lease agreements on its investment property portfolio. The Group has determined that it retains all the significant risks and rewards of ownership of these properties as the Group considered, among others, the length of the lease term compared with the estimated life of the assets.

In determining whether a lease contract is cancellable or not, the Group considered, among others, the significance of the penalty including the economic consequence to the lessee.

Assessing Production Start Date

The Group assesses the stage of each mine development project to determine when a mine moves into the production stage. The criteria used to assess the start date of a mine are determined based on the unique nature of each mine development project. The Group considers various relevant criteria to assess when the mine is substantially complete, ready for its intended use and moves into the production phase.

Some of the criteria include, but are not limited to the following:

- the level of capital expenditure compared to construction cost estimates;
- completion of a reasonable period of testing of the property and equipment;
- ability to produce ore in saleable form; and
- ability to sustain ongoing production of ore.

When a mine development project moves into the production stage, the capitalization of certain mine construction costs ceases and costs are either regarded as inventory or expensed, except for capitalizable costs related to mining asset additions or improvements, mine development or mineable reserve development. It is also at this point that depreciation or depletion commences.



Management's Use of Estimates

The key assumptions concerning the future and other sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

a.) Mining

Revenue Recognition - Coal

The Group's revenue recognition policies require management to make use of estimates and assumptions that may affect the reported amounts of the revenues and receivables. The Group's coal sales arrangement with its customers includes reductions of invoice price to take into consideration charges for penalties and upward adjustments due to quality of coal. These price adjustments may arise from the actual quantity and quality of delivered coal.

There is no assurance that the use of estimates may not result in material adjustments in future periods. Revenue from coal mining amounted to ₱11,781.83 million, ₱16,276.93 million and ₱12,573.57 million in 2015, 2014 and 2013, respectively.

Revenue Recognition - Nickel

Revenue is recognized when the significant risks and rewards of ownerships of the goods have passed to the buyer, which coincides with the loading of the ores onto the buyer's vessel. Under the terms of the arrangements with customers, the Group bills the remaining ten percent (10%) of the total cost of the ores shipped based on the result of assay tests, performed by a third party, or as agreed by both the Group and the customers. When the assay tests are not yet available as at the end of the reporting period, the Group accrues for the remaining ten percent (10%) of the revenue based on the amount of the initial billing made which is the Group's basis of estimation.

There is no assurance that the use of estimates may not result in material adjustments in future periods. Revenue from nickel mining amounted to ₱3,138.85 million, ₱1,516.46 million and ₱264.90 million in 2015, 2014 and 2013, respectively.

Estimating Mine Reserves

Mining reserves are estimates of the amount of coal that can be economically and legally extracted from the Group's mining properties. The Group estimates its mining coal and ore reserves and mineral resources based on information compiled by appropriately qualified persons relating to the geological data on the size, depth and shape of the coal body, and require complex geological judgments to interpret the data. The estimation of recoverable reserves is based upon factors such as estimates of foreign exchange rates, commodity prices, future capital requirements, and production costs along with geological assumptions and judgments made in estimating the size and grade of the coal and ore bodies. Changes in the reserve or resource estimates may impact the carrying value of exploration and evaluation asset, mining properties, property, plant and equipment, provision for decommissioning and site rehabilitation and depreciation and amortization charges.

The carrying values of mining properties and mining rights, included in property, plant and equipment as presented in the consolidated statements of financial position amounted to ₱7,748.38 million and ₱6,989.17 million in 2015 and 2014, respectively (see Note 13).



Estimating Coal Stock Pile Inventory Quantities

The Group estimates the stock pile inventory of clean and unwashed coal by conducting a topographic survey which is performed by in-house and third party surveyors. The survey is conducted on a monthly basis with a reconfirmatory survey at year end. The process of estimation involves a predefined formula which considers an acceptable margin of error of plus or minus 5%. Thus, an increase or decrease in the estimation threshold for any period would differ if the Group utilized different estimates and this would either increase or decrease the profit for the year. The coal inventory as of December 31, 2015 and 2014 amounted to ₱1,647.63 million and ₱551.47 million, respectively (see Note 9).

Estimating Decommissioning and Mine Site Rehabilitation - Coal

The Group is legally required to fulfill certain obligations under its Environmental Compliance Certificate (ECC) issued by Department of Environment and Natural Resources (DENR) when it abandons depleted mine pits. These costs are accrued based on in-house estimate, which incorporates estimates of the amount of obligations and interest rates, if appropriate. The Group recognizes the present value of the liability for these obligations and capitalizes the present value of these costs as part of the balance of the related property, plant and equipment accounts, which are being depreciated, depleted and amortized on a straight line basis over the EUL of the related asset or the lease term. Assumptions used to compute the decommissioning and site rehabilitation costs are reviewed and updated annually. The amount and timing of the recorded obligations for any period would differ if different judgments were made or different estimates were utilized. An increase in decommissioning and site rehabilitation costs would increase the recorded operating expenses and increase noncurrent liabilities.

As of December 31, 2015 and 2014, the provision for decommissioning and site rehabilitation for coal mining activities amounted to ₱501.11 million and ₱163.73 million, respectively (see Note 20).

Estimating Decommissioning and Mine Site Rehabilitation - Ore

The Group assesses its mine rehabilitation provision annually. Significant estimates and assumptions are made in determining the provision for mine rehabilitation as there are numerous factors that will affect the ultimate liability payable. These factors include estimates of the extent and costs of rehabilitation activities, technological changes, regulatory changes, cost increases as compared to the inflation rates and changes in discount rates. These uncertainties may result in future actual expenditure differing from the amounts currently provided. The provision at reporting date represents management's best estimate of the present value of the future rehabilitation costs required.

As at December 31, 2015 and 2014, provision for ore mine rehabilitation and decommissioning amounted to ₱26.00 million and ₱24.97 million, respectively (see Note 20).

b.) Construction

Revenue Recognition - Construction Contracts

The Group's revenue from construction contracts are recognized based on the percentage-of-completion, measured principally on the basis of the actual cost incurred to date over the estimated total cost of the project.



When it is probable that total contract costs will exceed total contract revenue, the expected loss shall be recognised as an expense immediately. The amount of such a loss is determined irrespective of:

- (a) whether work has commenced on the contract;
- (b) the stage of completion of contract activity; or
- (c) the amount of profits expected to arise on other contracts which are not treated as a single construction contract.

The Group reviewed its on-going construction projects and used the above guidance in determining whether there are projects with contract cost exceeding contract revenues. Based on the best estimate of the Group, adjustments were made in the books for those projects with expected losses in 2015 and 2014. There is no assurance that the use of estimates may not result in material adjustments in future periods. Revenue from construction contracts amounted to ₱13,247.38 million, ₱11,852.52 million and ₱14,112.68 million in 2015, 2014 and 2013, respectively.

c.) Real estate

Revenue Recognition - Real Estate Sales

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

- Buyer's commitment on the sale which may be ascertained through the significance of the buyer's initial investment; and
- Stage of completion of the project.

Evaluation of Net Realizable Value of Inventories

Inventories are valued at the lower of cost and NRV. This requires the Group to make an estimate of the inventories' selling price in the ordinary course of business, cost of completion and costs necessary to make a sale to determine the NRV.

For real estate inventories, the Group adjusts the cost of its real estate inventories to net realizable value based on its assessment of the recoverability of the real estate inventories. In determining the recoverability of the inventories, management considers whether those inventories are damaged or if their selling prices have declined.

For inventories such as equipment parts, materials in transit and supplies, the Group's estimate of the NRV of inventories is based on evidence available at the time the estimates are made of the amount that these inventories are expected to be realized. These estimates consider the fluctuations of price or cost directly relating to events occurring after the end of the reporting period to the extent that such events confirm conditions existing at reporting date. The amount and timing of recorded expenses for any period would differ if different judgments were made or different estimates were utilized.

Likewise, management also considers whether the estimated costs of completion or the estimated costs to be incurred to make the sale have increased. In the event that NRV is lower than the cost, the decline is recognized as an expense. The amount and timing of recorded expenses for any period would differ if different judgments were made or different estimates were utilized.

Inventories carried at cost amounted to ₱31,557.58 million and ₱26,278.34 million as of December 31, 2015 and 2014, respectively. Inventories carried at NRV amounted to ₱2,850.18 million and ₱2,341.33 million as of December 31, 2015 and 2014, respectively (see Note 9).



d.) Power

Estimating Decommissioning and Site Rehabilitation

The Group is contractually required to fulfill certain obligations under Section 8 of the Land Lease Agreement (LLA) upon its termination or cancellation. Significant estimates and assumptions are made in determining the provision for site rehabilitation as there are numerous factors that will affect the ultimate liability. These factors include estimates of the extent and costs of rehabilitation activities, technological changes, regulatory changes, cost increases, and changes in discount rates. Those uncertainties may result in future actual expenditure differing from the amounts currently provided. An increase in decommissioning and site rehabilitation costs would increase the property, plant and equipment and increase noncurrent liabilities. The provision at the reporting date represents management's best estimate of the present value of the future rehabilitation costs required. Assumptions used to compute the decommissioning and site rehabilitation costs are reviewed and updated annually.

As of December 31, 2015 and 2014, the estimated provision for decommissioning and site rehabilitation amounted to ₱12.59 million and ₱11.57 million, respectively (see Note 20).

Allowance for Doubtful Accounts

The Group maintains an allowance for doubtful accounts at a level considered adequate to provide for potential uncollectible receivables. The level of this allowance is evaluated by the management on the basis of factors that affect the collectibility of the accounts. These factors include, but are not limited to, the debtors' ability to pay all amounts due according to the contractual terms of the receivables being evaluated, the length of relationship with the customer, the customer's payment behavior and known market factors. The Group reviews the age and status of receivables, and identifies accounts that are to be provided with allowances on a continuous basis. The Group provides full allowance for receivables that it deems uncollectible.

The amount and timing of recorded expenses for any period would differ if the Group made different judgments or utilized different estimates. An increase in the allowance for doubtful accounts on receivables would increase recorded operating expenses and decrease total assets.

Provision for doubtful accounts of the Group amounted to ₱925.15 million, ₱40.88 million and ₱443.65 million in 2015, 2014 and 2013, respectively (see Notes 7 and 25). Receivables of the Group that were impaired and fully provided with allowance amounted to ₱1,539.83 million and ₱614.68 million as of December 31, 2015 and 2014, respectively (see Note 7).

Estimating Useful Lives of Investment Properties, Property, Plant and Equipment and Intangible Assets

The Group estimated the useful lives of its property, plant and equipment, investment properties and intangible assets based on the period over which the assets are expected to be available for use. The estimated useful lives of property, plant and equipment, investment properties and intangible assets are reviewed at least annually and are updated if expectations differ from previous estimates due to physical wear and tear and technical or commercial obsolescence on the use of these assets.

It is possible that future results of operations could be materially affected by changes in these estimates brought about by changes in factors mentioned above. A reduction in the estimated useful lives of property, plant and equipment, investment properties and intangible assets would increase depreciation, depletion and amortization expense and decrease noncurrent assets.



In 2013, management has determined that components of its Unit II of its power plant will have to be dismantled and repaired in the first quarter of 2014. These components have original remaining lives of 2-15 years in the books. Because of the planned activity, management has accelerated the depreciation of these components and recognized an additional depreciation of ₱1.11 billion in 2013.

The Group incurred a loss from property, plant and equipment writedown due to the replacement of generation units and retirement of mining equipment amounting to ₱16.09 million and ₱0.11 million in 2015 and 2014, respectively (Notes 13 and 25).

The carrying value of property, plant and equipment of the Group amounted to ₱49,440.22 million and ₱46,880.19 million as of December 31, 2015 and 2014, respectively (see Note 13). The carrying value of investment properties of the Group amounted to ₱288.54 million and ₱242.79 million as of December 31, 2015 and 2014, respectively (see Note 12). The carrying value of software cost of the Group amounted to ₱82.42 million and ₱80.84 million, respectively (see Note 14).

Impairment of Nonfinancial Assets

The Group assesses the impairment of assets whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. The factors that the Group considers important which could trigger an impairment review include the following:

- significant underperformance relative to expected historical or projected future operating results;
- significant changes in the manner of use of the acquired assets or the strategy for overall business; and
- significant negative industry or economic trends.

An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's net selling price and value in use. The net selling price is the amount obtainable from the sale of an asset in an arm's length transaction while value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Recoverable amounts are estimated for individual assets or, if it is not possible, for the cash-generating unit to which the asset belongs.

In determining the present value of estimated future cash flows expected to be generated from the continued use of the assets, the Group is required to make estimates and assumptions that can materially affect the consolidated financial statements.

As of December 31, 2015 and 2014, the balances of the Group's nonfinancial assets, net of accumulated depreciation, depletion and amortization and accumulated provisions for impairment losses follow:

	2015	2014
Property, plant and equipment (Note 13)	₱49,440,223	₱46,880,188
Investments in associates, jointly venture and others (Note 11)	11,457,732	10,911,490
Investment properties (Note 12)	288,542	242,790
Software cost - net (Note 14)	82,423	80,842



Impairment Testing of Goodwill

The Group performed its annual impairment test as of December 31, 2015. The CGU are concluded to be the entire entities invested in.

The recoverable amount of the CGU has been determined based on a discounted cash flows (DCF) calculation using cash flow projections from financial budgets approved by senior management. The projected cash flows have been developed to reflect the expected mine production over the life of the mine adjusted by the effects of other factors such as inflation rate. The pre-tax discount rate applied to cash flow projections is 13.01%. As a result of this analysis, management concluded that the goodwill are not impaired.

The calculation of DCF of the CGU is most sensitive to the following assumptions:

- (a) Mine production
- (b) Discount rates
- (c) Nickel prices
- (d) Price inflation

(a) Mine Production

Mine production projections are based on the three-year work program prepared and developed by the Group's experts submitted to and approved by the Mines and Geosciences Bureau (MGB). The work program is updated regularly and would include detailed forecast of mine production in wet metric tons.

(b) Discount Rates

Discount rates represent the current market assessment of the risks specific to each CGU, taking into consideration the time value of money and individual risks of the underlying assets that have not been incorporated in the cash flow estimates. The discount rate calculation is based on the specific circumstances of the Group and its operating segments and is derived from its weighted average cost of capital (WACC). The WACC takes into account both debt and equity. The cost of equity is derived from the expected return on investment by the Group's investors. The cost of debt is based on the interest-bearing borrowings the Group is obliged to service. Specific risk is incorporated by applying individual beta factors. The beta factors are evaluated annually 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.

(c) Nickel Prices

The Group considers the effect of commodity price changes for nickel ore. The Group considered the possible effects of the changes in the price of nickel ores as it relates to the revenues that may be generated by the Group and the attainment of the cash flow projections. The Group used the data from the London Metal Exchange (LME). The price is the function of a number of factors, which includes, among others, nickel grade, moisture content and factor rate.

Generally, a higher grade and lower moisture content would yield higher recoverable amount, otherwise lower which may indicate impairment. The Group expects that the overall price of nickel ore will improve throughout the life of the mine.

(d) Price Inflation

Forecast price inflation which impacts the forecast for costs of production and operating expenses lies within a range of 1.40% to 4.20% during the forecast period. If price increases greater than the forecast price inflation and the Group is unable to pass on or absorb these increases through efficiency improvements, the recoverable value is affected.



The sensitivity analysis below shows the reasonable possible changes in key assumptions that would cause the carrying values of the goodwill plus net assets amounts to exceed the recoverable amounts:

- (a) Discount rates: a rise in pre-tax discount rate from 11.33% to 19.94%.
- (b) Nickel prices: a decline in LME by 7.47%.
- (c) Price inflation: a general price index inflation increase for specific various cost and expenses exceeding the range of 1.40% to 4.20%.

Deferred Tax Assets

The Group reviews the carrying amounts of deferred taxes at each reporting date and reduces deferred tax assets to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred tax assets to be utilized. However, there is no assurance that the Group will generate sufficient taxable income to allow all or part of deferred tax assets to be utilized.

The deferred tax assets recognized amounted to ₱626.42 million and ₱904.62 million as of December 31, 2015 and 2014, respectively. The unrecognized deferred tax assets of the Group amounted to ₱3,705.36 million and ₱3,728.58 million as of December 31, 2015 and 2014, respectively (see Note 29).

Estimating Pension Obligation and Other Retirement Benefits

The cost of defined benefit pension plans and other employee benefits as well as the present value of the pension obligation are determined using actuarial valuations. The actuarial valuation involves making various assumptions. These include the determination of the discount rates, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, defined benefit obligations are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The pension liabilities as at December 31, 2015 and 2014 amounted to ₱142.20 million and ₱97.36 million, respectively (see Note 23). Pension assets amounted to ₱958.98 million and ₱1,178.06 million as of December 31, 2015 and 2014, respectively (see Note 23).

In determining the appropriate discount rate, management considers the interest rates of government bonds that are denominated in the currency in which the benefits will be paid, with extrapolated maturities corresponding to the expected duration of the defined benefit liability. Future salary increases are based on expected future inflation rates and other relevant factors.

The mortality rate is based on publicly available mortality tables for the specific country and is modified accordingly with estimates of mortality improvements. Future salary increases and pension increases are based on expected future inflation rates.

Contingencies

The Group is currently involved in various legal proceedings. The estimate of the probable costs for the resolution of these claims has been developed in consultation with outside counsel handling the defense in these matters and is based upon an analysis of potential results. The Group currently does not believe these proceedings will have a material effect on the Group's financial position. It is possible, however, that future results of operations could be materially affected by changes in the estimates or in the effectiveness of the strategies relating to these proceedings (see Notes 17 and 37).



Fair Value of Financial Instruments

The Group carries certain financial assets and liabilities at fair value, which requires extensive use of accounting estimates and judgment. While significant components of fair value measurement were determined using verifiable objective evidence (i.e., foreign exchange rates, interest rates), the amount of changes in fair value would differ if the Group utilized different valuation methodology. Any changes in fair value of these financial assets and liabilities would affect directly the consolidated statements of income.

Financial assets at FVPL as of December 31, 2015 and 2014 amounted to nil and ₱70.63 million, respectively. Net accumulated unrealized gains on AFS financial assets recognized in equity amounted to ₱21.44 million and ₱13.06 million as of December 31, 2015 and 2014, respectively (see Notes 5, 6 and 36).

4. Cash and Cash Equivalents

This account consists of:

	2015	2014
Cash on hand and in banks	₱9,292,274	₱6,586,448
Cash equivalents	9,858,329	8,643,320
	₱19,150,603	₱15,229,768

Cash in banks earns interest at the respective bank deposit rates. Cash equivalents are short-term placements made for varying periods of up to three (3) months depending on the immediate cash requirements of the Group, and earn annual interest ranging from 0.13% to 2.75% and 0.13% to 3.75% in 2015 and 2014, respectively.

Total finance income earned on cash in banks and cash equivalents amounted to ₱170.25 million, ₱215.37 million and ₱325.15 million in 2015, 2014 and 2013, respectively (see Note 26).

5. Financial Assets at FVPL

This account consists of peso-denominated investments in quoted securities of San Miguel Pure Foods Company, Inc. acquired in 2011 with yields ranging from 1.98% to 1.90%.

On March 2, 2015, the securities were redeemed at ₱1,000 per share, for a total of ₱70.00 million recognizing loss on sale of ₱0.63 million.

In 2014 and 2013, the Group recognized unrealized market gain (loss) amounting to (₱2.52 million) and ₱1.89 million, respectively. Recorded losses are included in "Other income - net" account (see Note 28). Dividend income earned amounting to ₱1.40 million, ₱7.00 million and ₱4.29 million in 2015, 2014 and 2013, respectively, are included in "Other income - net" account in the consolidated statements of income (see Note 28).



6. Available-for-Sale Financial Assets

This account consists of:

	2015	2014
Quoted securities		
At beginning of year	₱52,326	₱52,306
Adjustments	—	20
At end of year	52,326	52,326
Unrealized gain recognized in equity	22,083	13,483
	74,409	65,809
Unquoted securities - at cost		
Acquisition costs	110,702	110,702
Less allowance for probable loss	108,211	108,211
	2,491	2,491
	₱76,900	₱68,300

Quoted securities

The quoted securities include investments in golf and sports club shares. Movements in the unrealized gain follow:

	2015	2014
Balance at beginning of year	₱13,483	₱6,894
Unrecognized gains recognized in other comprehensive income	8,600	6,589
Balance at end of year	₱22,083	₱13,483

Unquoted securities

This account consists of investments in stock accounted for at cost pertaining to investments to the following entities:

- Project Quest Corp. (PQC)
- Universal Rightfield Property Holdings, Inc. (URPHI)
- Celebrity Sports Plaza, Inc. (CSPI)
- Unicorn First Properties, Inc. (UFPI)

The aggregate cost of investments in the above entities amounted to ₱108.21 million which were fully provided for with allowance for impairment as management assessed that investments on these shares of stock are not recoverable as of December 31, 2015 and 2014.

In 2015, the Group received dividend income from AFS financial assets amounting to ₱2.89 million and is included in “Other income - net” account in the consolidated statements income (Note 28).



7. Receivables

This account consists of:

	2015	2014
Trade:		
Real estate	₱6,902,548	₱7,401,231
General construction (including retention receivables on uncompleted contracts of ₱1,563.01 million in 2015 and ₱1,966.74 million in 2014)	4,872,791	2,942,078
Electricity sales	3,143,317	2,713,933
Coal mining	1,318,380	1,482,927
Nickel mining	102,501	323,072
Merchandising and others	63,460	95,059
	16,402,997	14,958,300
Receivables from related parties (Note 21)	143,642	595,087
Other receivables	992,847	912,657
	17,539,486	16,466,044
Less allowance for doubtful accounts	1,539,829	614,677
	15,999,657	15,851,367
Less noncurrent receivables - net	3,162,701	2,826,041
	₱12,836,956	₱13,025,326

Trade receivables

Real estate

Real estate receivable consists of accounts collectible in equal monthly principal installments with various terms up to a maximum of ten (10) years. These are recognized at amortized cost using the EIR method. The corresponding titles to the residential units sold under this arrangement are transferred to the buyers only upon full payment of the contract price. Installment contracts receivable are collateralized by the related property sold. In 2015 and 2014, annual interest rates on installment contracts receivable range from 9.00% to 19.00%.

The Group entered into various receivable purchase agreements with BPI Family Savings Bank, China Bank, Land Bank of the Philippines, Security Bank and East West Bank whereby the Group sold its installment contracts receivable on a with recourse basis in the aggregate credit facility agreement amounting to ₱1,407.57 million, ₱1,070.62 million, ₱746.66 million, ₱352.95 million and ₱39.80 million, respectively.

The Group retains the assigned receivables in the “real estate receivable” account and records the proceeds from these sales as loans payable (see Note 19). The carrying value of installment contracts receivable sold with recourse amounted to ₱2,467.18 million and ₱1,031.22 million as of December 31, 2015 and 2014, respectively. The installment contracts receivable on a with recourse basis are used as collaterals for the bank loans obtained.

General construction

General construction receivables principally consist of receivables from third-party construction projects. These are normally collected on a 30 to 60 day term. Retention receivable pertains to the part of the contract which the contract owner retains as security and shall be released after the period allotted as indicated in the contract for the discovery of defects and other non-compliance from the specifications indicated.



Electricity sales

Receivables from electricity sales are claims from power distribution utilities, spot market operator and other customers for the sale of contracted energy and spot sales transactions. These are generally on a 30-day credit term and are carried at original invoice amounts less discounts and rebates.

Coal and nickel mining

Receivable from mining pertains to receivables from the sale of coal and nickel ore both to domestic and international markets. These receivables are noninterest-bearing and generally have 30 to 45 days credit terms.

Merchandising and others

Receivable from merchandise sales and others pertains to receivables from the sale of wires, services rendered and others to various local companies. These receivables are noninterest-bearing and generally have 30 to 60 days credit terms.

Other receivables

Other receivables include the Group's receivables from JV partners and condominium corporations. These receivables are noninterest-bearing and are generally collectible within one (1) year from the reporting date.

Noncurrent receivables

Noncurrent receivables relate to real estate receivables arising from the sale of residential units and subdivision land for sale and development which are collectible beyond one (1) year and within ten (10) years.

Allowance for doubtful accounts

Receivables amounting to ₱1,539.83 million and ₱614.68 million as of December 31, 2015 and 2014, respectively, were impaired and fully provided with allowance.

Movements in the allowance for impairment losses are as follow:

2015						
Trade Receivables						
	Real Estate	General Construction	Coal Mining	Nickel Mining	Electricity Sales	Total
At January 1	₱537	₱30,855	₱35,558	₱70,933	₱476,794	₱614,677
Provision (Note 25)	—	—	30,004	—	895,148	925,152
At December 31	₱537	₱30,855	₱65,562	₱70,933	₱1,371,942	₱1,539,829

2014						
Trade Receivables						
	Real Estate	General Construction	Coal Mining	Nickel Mining	Electricity Sales	Total
At January 1	₱537	₱32,928	₱35,558	₱—	₱476,794	₱545,817
Provision (Note 25)	—	500	—	40,382	—	40,882
Reversal (Note 28)	—	(2,573)	—	—	—	(2,573)
Effect of business combination (Note 33)	—	—	—	30,551	—	30,551
At December 31	₱537	₱30,855	₱35,558	₱70,933	₱476,794	₱614,677



8. Costs and Estimated Earnings in Excess of Billings on Uncompleted Contracts

The details of the costs, estimated earnings and billings on uncompleted contracts follow:

	2015	2014
Total costs incurred	₱20,790,724	₱18,787,872
Add estimated earnings recognized	2,197,981	725,196
	22,988,705	19,513,068
Less total billings (including unliquidated advances from contract owners of ₱2,294.50 million in 2015 and ₱1,973.42 million in 2014)	23,069,153	19,999,365
	(₱80,448)	(₱486,297)

The foregoing balances are reflected in the consolidated statements of financial position under the following accounts:

	2015	2014
Costs and estimated earnings in excess of billings on uncompleted contracts	₱2,015,033	₱2,067,517
Billings in excess of costs and estimated earnings on uncompleted contracts	(2,095,481)	(2,553,814)
	(₱80,448)	(₱486,297)

9. Inventories

This account consists of:

	2015	2014
At Cost:		
Real estate held for sale and development	₱28,132,821	₱24,105,136
Coal inventory	1,647,625	551,471
Equipment parts, materials in transit and supplies	1,385,534	1,221,231
Nickel ore	391,604	400,500
	31,557,584	26,278,338
At NRV:		
Equipment parts, materials in transit and supplies - net	2,850,179	2,341,330
	₱34,407,763	₱28,619,668

Costs of equipment parts, materials in transit and supplies carried at NRV amounted to ₱2,920.48 million and ₱2,405.31 million as of December 31, 2015 and 2014, respectively.

Real estate inventories recognized as costs of sales amounted to ₱6,673.50 million, ₱6,412.31 million and ₱6,567.15 million in 2015, 2014, and 2013, respectively. Costs of real estate sales includes acquisition cost of land, amount paid to contractors, development costs, capitalized borrowing costs and other costs attributable to bringing the real state inventories to its intended condition. Borrowing costs capitalized in 2015 and 2014 amounted to ₱856.62 million and ₱936.34 million, respectively. The capitalization rate used to determine the amount of borrowing costs eligible for capitalization in 2015 and 2014 is 5.91% and 5.89%, respectively.



There are no real estate held for sale and development used as collateral or pledged as security to secure liabilities.

A summary of the movement in real estate held for sale and development is set out below:

	2015	2014
Opening balance at January 1	₱24,105,136	₱17,877,412
Construction/development cost incurred	6,680,486	6,585,141
Land acquired during the year	3,159,888	5,580,552
Borrowing costs capitalized	856,620	936,344
Cost of undeveloped land sold during the year	—	(463,352)
Recognized as cost of sales (Note 24)	(6,673,502)	(6,412,311)
Other adjustment/reclassifications	4,193	1,350
	₱28,132,821	₱24,105,136

In 2014, the Group sold undeveloped land with a cost of ₱463.35 million for ₱747.64 million and recognized gain on sale of undeveloped land amounting to ₱284.29 million (see Note 28).

10. Other Current Assets

This account consists of:

	2015	2014
Input Value Added Tax (VAT) - net of allowance	₱2,218,536	₱2,388,903
Advances to suppliers and contractors	2,089,921	3,197,494
Creditable taxes withheld	941,721	1,475,134
Prepaid commission	487,225	358,193
Investment in sinking fund (Notes 14 and 19)	460,234	—
Refundable deposits (Note 36)	291,902	270,997
Advances to officers and employees	212,445	109,547
Prepaid taxes	207,748	904,848
Prepaid expenses	67,356	98,718
Tax credits	—	87,123
Others	53,264	—
	₱7,030,352	₱8,890,957

Input VAT

Input VAT is fully recoverable and can be applied against output VAT. In 2014, the Group recognized an impairment loss amounting to ₱51.35 million upon assessment that the amount cannot be claimed against output VAT or recovered as tax credits against future income tax liability (see Note 25).

Advances to suppliers and contractors

Advances to suppliers and contractors are recouped upon every progress billing payment depending on the percentage of accomplishment.

Creditable taxes withheld

Creditable taxes withheld are attributable to taxes withheld by third parties arising from sales and services that will be applied to future taxes payable.



Prepaid commission

This account pertains to commission paid in advance for uncompleted real estate projects.

Refundable deposits

Refundable deposits pertain to bill deposits and guaranty deposits for utilities that will be recovered within one (1) year.

Advances to officers and employees

Advances to officers and employees pertain to salary and other loans granted to the Group's employees that are collectible through salary deduction. These are non-interest bearing and are due within one (1) year.

Prepaid taxes

Prepaid taxes represent prepayment for taxes as well as local business and real estate taxes.

Prepaid expenses

Prepaid expenses consist mainly of prepayments for rent and insurance.

Tax credits

Tax credits pertain to excess input VAT which was converted or refunded into tax credit and that can be claimed against future income tax liability of the Group as approved by the Bureau of Internal Revenue (BIR). In 2015, the Group has received full refund of the tax credits.

Others

Others mainly include deposits for escrow funds which will be recovered within one (1) year.

11. Investments in Associates, Joint Ventures and Others

The details of the Group's investments in associates, joint ventures and others follow:

	2015	2014
Acquisition cost		
Balance at beginning of year	₱1,943,819	₱4,380,171
Disposals	(1,497,681)	(1,500)
Additions	—	517,013
Acquisition of control on former associates (Note 33)	—	(2,951,865)
Balance at end of year	446,138	1,943,819
Accumulated impairment loss		
Balance at beginning and end of year	(7,828)	(7,828)
Accumulated equity in net earnings		
Balance at beginning of year	8,975,499	7,292,520
Equity in net earnings	2,376,424	2,015,703
Disposal	233,921	—
Dividends earned	(566,422)	(284,280)
Gain on remeasurement of previously held interest (Note 33)	—	261,084
Acquisition of control on former associates (Note 33)	—	(309,528)
Balance at end of year	11,019,422	8,975,499
	₱11,457,732	₱10,911,490



The details of the Group's equity in the net assets of its associates and joint ventures and the corresponding percentages of ownership follow:

	Percentages of Ownership		Equity in Net Assets	
	2015	2014	2015	2014
Associates:				
Manila Water Holding Company, Inc. (formerly DMCI-MPIC Water Co. Inc. (DMWC)) (MWHCI)	27.19%	27.19%	₱11,099,482	₱9,315,758
Private Infra Dev Corporation (PIDC)	—	25.11	—	1,263,759
Subic Water and Sewerage Company, Inc. (Subic Water)	40.00	40.00	299,024	272,747
Bachy Soletanche Philippines Corporation (Bachy)	49.00	49.00	43,060	43,060
			11,441,566	10,895,324
Joint Ventures:				
DMCI-First Balfour Joint Venture (DMFB)	51.00	51.00	15,320	15,320
Beta-Micrologic JV Corporation	48.50	—	846	846
			16,166	16,166
Total			₱11,457,732	₱10,911,490

Unless otherwise indicated, the principal place of business and country of incorporation of the Group's investments in associates and joint venture is the Philippines.

There have been no outstanding capital commitments in 2015 and 2014.

The following table summarizes the significant financial information of the associates and joint ventures that are material to the Group:

	2015	
	MWHCI	Subic Water
Statement of financial position		
Current assets	₱14,869,003	₱273,204
Noncurrent assets	77,767,444	1,288,275
Current liabilities	14,726,877	164,931
Noncurrent liabilities	33,229,890	328,269
Non-controlling interests	2,421,437	—
Equity attributable to parent company	42,258,243	1,068,279
Statement of income		
Revenue	₱19,098,238	₱616,791
Costs and expenses	9,940,703	451,097
Net income attributable to NCI	654,971	—
Net income attributable to parent company	8,502,564	165,694

	2014		
	MWHCI	Subic Water	PIDC
Statement of financial position			
Current assets	₱11,865,004	₱368,489	₱3,888,336
Noncurrent assets	72,414,883	1,256,631	14,536,669
Current liabilities	13,420,021	290,547	1,852,509
Noncurrent liabilities	33,465,197	328,020	11,285,937
Non-controlling interests	1,901,341	—	—

(Forward)



	2014		
	MWHCI	Subic Water	PIDC
Equity attributable to parent company	₱35,493,328	₱1,006,553	₱5,286,559
Statement of income			
Revenue	18,362,674	837,069	4,229,820
Costs and expenses	10,568,728	664,286	4,951,010
Net income attributable to NCI	552,173	—	—
Net income (loss) attributable to parent company	7,241,773	172,783	(721,190)

The Group's dividend income from MWHCI amounted to ₱526.42 million, ₱252.28 million, and ₱5,191.21 million in 2015, 2014 and 2013, respectively, while dividend income from Subic Water amounted to ₱40.00 million, ₱32.00 million and ₱29.71 million in 2015, 2014 and 2013, respectively.

Equity in net earnings from MWHCI amounted to ₱2,310.15 million, ₱1,967.59 million and ₱1,832.53 million in 2015, 2014 and 2013, respectively, while equity in net earnings from Subic Water amounted to ₱66.28 million, ₱69.11 million and ₱82.07 million in 2015, 2014 and 2013, respectively. Equity in net losses from PIDC amounted to nil, ₱180.30 million and ₱1.50 million in 2015, 2014 and 2013, respectively.

The aggregate carrying amount of the Group's individually immaterial investments in associates and joint ventures in 2015 and 2014 amounted to ₱60.07 million and ₱59.23 million, respectively. Equity in net earnings from individually immaterial associates amounted to nil and ₱159.30 million in 2015 and 2014, respectively while equity in net losses in 2013 amounted to ₱148.28 million.

MWHCI (formerly DMWC)

On November 27, 2008, through a Subscription Agreement by and among the Parent Company, Metro Pacific Investments Corporation (MPIC) and MWHCI, the Parent Company and MPIC subscribed to 961.60 million common shares and 1,923.20 million common shares, respectively, of MWHCI.

Simultaneous with the execution of the Subscription Agreement, the Parent Company, MWHCI, MPIC and Maynilad entered into a Shareholders' Agreement outlining the relationship of the Parent Company and MPIC as shareholders of MWHCI. In the same Shareholders' Agreement, which was immediately executory, the parties confirmed that each of the Parent Company and MPIC holds, on the date of said Shareholders' Agreement, equity interests in the form of shares and share entitlements in MWHCI equal to 44.59% and 55.41%, respectively.

MWHCI's decrease in authorized capital stock

As approved by MWHCI's BOD on August 31, 2012, MWHCI decreased its authorized capital stock from ₱5,854.80 million divided into 5,854.80 million common shares with par value of ₱1.00 per share to 4,664.80 million common shares with par value of ₱1.00 per share. The decrease in MWHCI's authorized capital stock was approved by the SEC on October 10, 2012. The main purpose of the decrease in authorized capital stock was to settle the outstanding subscriptions payable of existing shareholders which includes the Parent Company. The share of the Parent Company, as a result of the decrease in the authorized capital stock, amounted to ₱530.62 million which is accounted for as cancellation of the Parent Company's subscription payable of ₱379.71 million and a return of a portion of its investment amounting to ₱150.91 million. The ₱150.91 million was applied against the liability to MWHCI.



Marubeni Corporation - Nippon Koei Co. Ltd (MCNK) and MWHCI Subscription Agreement

On December 28, 2012, MCNK subscribed to 169.62 million common shares of stock of MWHCI for ₱169.62 million out of which it initially paid ₱42.40 million. On the same date, the BOD of MWHCI approved a resolution to increase its authorized capital stock sufficient enough to cover the issuance of the subscription shares. On January 29, 2013, the SEC approved MWHCI's increase in authorized capital stock and MCNK fully paid the remaining subscription price amounting to ₱127.20 million on February 13, 2013.

MCNK is 90.00% owned by Marubeni Corporation, a company incorporated in Japan and is 10.00% owned by MAPL Holdings B.V., a company incorporated in Netherlands.

On February 13, 2013, MCNK subscribed to an additional 508.85 million common shares of MWHCI with a par value of ₱1.00 per share for a total subscription price of ₱10,200.00 million. On the same date, MWHCI issued these shares and MCNK fully paid these shares.

The above transactions resulted to the dilution of the Parent Company's interest in MWHCI. The dilution of interest due to subscription and issuance of MWHCI shares to MCNK resulted to a dilution gain amounting to ₱3,171.33 million which was recorded as part of "Gain on sale of investment" in the consolidated statements of income. The gain arises from the difference between the Parent Company's share in the cash received from MCNK's subscription and the effective reduction in the share in the net assets of MWHCI.

Partial sale of investment in MWHCI to MPIC and MCNK

On February 13, 2013, the Parent Company sold 154.99 million shares and 472.56 million shares to MPIC and MCNK amounting to ₱2,376.04 million and ₱6,650.60 million, respectively. The excess of the proceeds over the carrying value of the investment disposed amounting to ₱5,986.08 million was recorded as part of "Gain on sale of investment" in the consolidated statements of income. This resulted to the change in effective interest in MWHCI from 44.59% as of December 31, 2012 to 27.19% beginning December 31, 2013.

Rollforward of the cost of investment in MWHCI follows:

	2015	2014
Acquisition cost		
Balance at beginning and end of year	₱390,428	₱390,428
Accumulated equity in net earnings		
Balance at beginning of year	8,925,330	7,210,016
Equity in net earnings	2,310,146	1,967,594
Dividends received	(526,422)	(252,280)
Balance at end of year	10,709,054	8,925,330
	₱11,099,482	₱9,315,758

PIDC

PIDC is primarily engaged in the business of construction, development of various infrastructure projects such as roads, highways, toll roads, freeways, skyways, flyovers, viaducts and interchanges. On February 19, 2008, PIDC was awarded the contract for the financing, design, construction, operation and maintenance of the Tarlac-Pangasinan-La Union Expressway (TPLEX).

In 2014, PIDC increased its authorized capital stock. The Parent Company did not subscribe to additional shares resulting to a dilution of its ownership interest.



On December 19, 2014, the Parent Company as well as its wholly-owned subsidiary, DMCI, have agreed to sell their respective shares in PIDC to Rapid Thoroughfares, Inc. (RTI), subject to compliance with certain conditions and obtaining certain consents, including, among others, the consent of the Toll Regulatory Board and the Department of Public Works and Highways, pursuant to the Toll Concession Agreement dated August 28, 2008. PIDC is the concessionaire of the Tarlac-Pangasinan-La Union Expressway (TPLEX). The consideration for the sale of shares amounted to ₱1,758.65 million for the Parent Company and ₱68.84 million for DMCI, which totals to ₱1,827.49 million or ₱1,219.40 price per share. In 2014, the Parent Company accordingly received the deposit of the conditional sale amounting to ₱1,758.65 million and recorded the same as 'Deposit received from future sale of investment' under 'Other Noncurrent Liabilities' in the consolidated statements of financial position (see Note 20).

On September 21, 2015, the sale of investments in PIDC has been finalized following approval of the Department of Trade and Industry (DTI) and Department of Transportation and Communications (DOTC) on August 27, 2015 consenting on the sale of the investments to RTI. The Group recorded gain from sale of investments amounting to ₱562.73 million (see Note 20).

Subic Water

On January 22, 1997, PDI subscribed to 3.26 million shares at the par value of ₱10 per share for an aggregate value of ₱32.62 million in Subic Water, a joint venture company among Subic Bay Metropolitan Authority (SBMA), a government-owned corporation, Olongapo City Water District, and Cascal Services Limited (a company organized under the laws of England).

The investment in Subic Water is accounted for as an investment in an associate.

ENK

In 2012, the Parent Company acquired existing shares of ENK, a mining company with significant mining assets in the Philippines. ENK is a nickel laterite development and production company focused on developing its Acoje and Zambales chromite projects in the Philippines. The total acquisition cost amounted to ₱2.10 billion. In aggregate, the Parent Company owns 157.26 million shares which represents 60% ownership in ENK. The remaining 40% is owned by D&A, an entity from United Kingdom (UK).

In 2012, the Parent Company and D&A executed a Shareholders' Agreement which clearly defines the roles of the shareholders as having economic interests over ENK. The Parent Company's 60% ownership interest in ENK only allows it to exercise significant influence because of limited participation in the governance of ENK. ENK is classified as an associate of the Group and accounted for using the equity method of accounting.

On January 22, 2013, the Parent Company acquired majority seats in the Board of ENK. Upon adoption of PFRS 10 and PFRS 11 in 2013, the Parent Company reassessed its arrangement with D&A over ENK and has determined that it has joint control over ENK because even at 60% ownership and majority seats in the Board, the strategic and financial operating decisions relating to the economic activities of ENK require the unanimous consent of both parties.

In 2014, DMC purchased additional shares in ENK, making it a wholly-owned subsidiary (see Notes 2 and 33).



TMC

On October 23, 2012, DMC purchased from Daintree Resources Limited 8.48 million common shares representing 17.01% ownership in TMC for GBP3.40 million or ₱226.90 million. TMC is an investment holding company incorporated in England and Wales on May 29, 2007 and is engaged in ore and mineral mining and exploration. TMC has strategic interests in two privately owned nickel companies in the Philippines, BNC and Ipilan Nickel Corporation.

In 2013, DMC increased its interest in TMC by acquiring additional shares through a mandatory cash offer to TMC's shareholders. As of December 31, 2013, DMC holds 49.15 million shares and voting rights representing 98.06% of voting rights with 1.94% mandatory call option.

Delisting of TMC's shares in the London Stock Exchange (AIM)

On December 12, 2013, TMC's shareholders passed the resolution to cancel the admission of trading of TMC's ordinary shares on the AIM (delisting). The last day of dealings in ordinary shares on AIM is on December 19, 2013 while the date of cancellation of admission to trading on AIM is on December 20, 2013.

Changes in the Board composition in TMC

On December 20, 2013, DMC has acquired majority seats in the Board of TMC.

As of December 31, 2012, at 17.01% ownership, TMC was considered to be an associate under the previously existing PAS 28, and was accounted for using the equity method. In 2013, with the additional subscription of 81.05% and 1.94% mandatory call option, the Group assessed that it has control over TMC. The assets, liabilities and equity of TMC have been consolidated in the financial statements of the Group on December 20, 2013, the date control has been obtained (see Notes 2 and 33).

Acquisition of TMC's associates

Upon consolidation of the net assets of TMC on December 20, 2013, the Group has obtained the following investments in associates:

- a. TMM Management, Inc. (TMM)
- b. Ulugan Resources Holdings, Inc. (URHI)
- c. Ulugan Nickel Corporation (UNC)
- d. Nickeline Resources Holdings, Inc. (NRHI)
- e. Berong Nickel Corporation (BNC)
- f. Nickel Laterite Resources, Inc. (NLRI)
- g. Ipilan Nickel Corporation (INC)

The Group assessed that its interest over these entities only allows the Group to exercise significant influence over these entities (Note 33).

On July 11, 2014, control over TMM, URHI, UNC, BNC and NRHI were obtained upon written agreement between Atlas and TMC which was defined in the Memorandum of Understanding (MOU) signed by both parties. The MOU gave TMC the ability to direct the relevant activities of these entities considering that critical positions are occupied by the representative of the Group making these entities subsidiaries of the Group.

On August 8, 2014, TMC transferred its investments in TMM, URHI, UNC, BNC and NRHI to DMC. On December 1, 2014, TMC transferred its investments in INC and NLRI to DMC and subsequently DMC sold these investments to the shareholders of Southeast Palawan Nickel Ventures. As such, the service agreement entered into by INC with TMM has been terminated.



After the transfer of TMC subsidiaries and associates to DMC, TMC was subsequently sold to a third party individual last December 16, 2014.

DMFB

On January 18, 2008, DMCI has entered into a Joint Venture Agreement with First Balfour, Inc. with 51.00% interest. DMFB Joint Venture, an incorporated joint venture, was formed for the construction of the Light Rail Transit (LRT) Line 1 North Extension Project (the Project). The Project was started on June 7, 2008 and was completed on October 23, 2010.

DMCI's interest in DMFB Joint Venture is a joint arrangement accounted for as joint venture using the equity method where the carrying amount of the investment is adjusted to reflect the changes in the net assets of the joint venture from the acquisition date.

The joint venture had no contingent liabilities or capital commitments as of December 31, 2015 and 2014.

Estimating impairment of investment in joint ventures

The Group performs asset impairment review on its investment in a joint venture company when certain impairment indicators are present. This impairment review requires the estimation of the asset's recoverable amount, which is the present value of expected future cash flows from the asset. Any resulting impairment loss could have a material impact on the Group's financial condition and results of operations.

12. Investment Properties

The movements in this account follow:

2015				
	Land	Buildings and Building Improvements	Condominium Units	Total
Cost				
At January 1	₱47,796	₱208,773	₱44,347	₱300,916
Additions	—	77,869	—	77,869
Disposals and writeoff	(23,147)	(22,788)	—	(45,935)
At December 31	₱24,649	₱263,854	₱44,347	₱332,850
Accumulated Depreciation and Amortization				
At January 1	₱—	₱50,248	₱7,878	₱58,126
Depreciation and amortization (Note 24)	—	6,891	2,079	8,970
Disposals and writeoff	—	(22,788)	—	(22,788)
At December 31	—	34,351	9,957	44,308
Net Book Value	₱24,649	₱229,503	₱34,390	₱288,542

2014				
	Land	Buildings and Building Improvements	Condominium Units	Total
Cost				
At January 1	₱47,796	₱227,312	₱44,347	₱319,455
Additions	—	49,008	—	49,008
Transfers	—	(67,547)	—	(67,547)
At December 31	₱47,796	₱208,773	₱44,347	₱300,916

(Forward)



	2014			
	Land	Buildings and Building Improvements	Condominium Units	Total
Accumulated Depreciation and Amortization				
At January 1	₱—	₱43,357	₱5,923	₱49,280
Depreciation and amortization (Note 24)	—	6,891	1,955	8,846
At December 31	—	50,248	7,878	58,126
Net Book Value	₱47,796	₱158,525	₱36,469	₱242,790

The aggregate fair values of the investment properties as of December 31, 2015 and 2014 amounted to ₱742.15 million and ₱345.04 million, respectively.

The fair value represents the amount at which the assets could be exchanged between knowledgeable, willing buyer and a knowledgeable, willing seller in an arm's length transaction at the date of valuation. The fair values of investment properties were determined using either the discounted cash flow (DCF method) or by the market data approach. These are both categorized within level 3 of the fair value hierarchy.

The fair value of investment properties, which has been determined using DCF method with discount rates ranging from 3.63% to 7.85%, exceeds its carrying cost. The fair values of the investment properties which was arrived at using the market data approach requires the establishment of comparable property by reducing reasonable comparative sales and listings to a common denominator. This is done by adjusting the differences between the subject property and those actual sales and listings regarded as comparable. The properties used as basis of comparison are situated within the immediate vicinity of the subject property.

Rental income from investment properties (included under 'Other income - net') amounted to ₱72.26 million, ₱75.88 million and ₱84.45 million in 2015, 2014 and 2013, respectively (see Note 28). Direct operating expenses (included under 'Cost of sales and services' in the consolidated statements of income) arising from investment properties amounted to ₱8.97 million, ₱8.85 million and ₱6.83 million in 2015, 2014 and 2013, respectively (see Note 24).

In 2015, the Group sold land at a net gain included under the consolidated statements of income caption "Other income - net" amounting to ₱4.76 million (see Note 28).

There are no investment properties as of December 31, 2015 and 2014 that are pledged as security against liabilities.



13. Property, Plant and Equipment

The movements in this account follow:

	2015									
	Land and Land Improvements	Power Plant, Buildings and Building Improvements	Construction Equipment, Machinery and Tools	Office Furniture, Fixtures and Equipment	Transportation Equipment	Coal Mining Properties and Equipment	Leasehold Improvements	Nickel Mining Properties and Equipment	Construction in Progress	Total
Cost										
At January 1	₱2,127,005	₱22,871,262	₱8,633,328	₱554,062	₱504,787	₱16,675,715	₱167,769	₱5,633,669	₱19,257,685	₱76,425,282
Additions	103,509	826,598	981,859	63,489	65,015	2,091,546	40,069	13,986	2,540,142	6,726,213
Transfers from construction in progress	—	1,291,766	—	—	—	15,652	—	—	(1,307,418)	—
Writedown, transfers and disposals	—	—	(93,207)	(1,385)	(34,001)	(813,191)	—	—	(60,919)	(1,002,703)
Adjustments (Note 20)	—	—	—	—	—	56,993	—	—	—	56,993
At December 31	2,230,514	24,989,626	9,521,980	616,166	535,801	18,026,715	207,838	5,647,655	20,429,490	82,205,785
Accumulated Depreciation, Depletion and Amortization										
At January 1	559,538	7,405,369	5,282,179	508,554	348,317	14,925,541	120,924	394,672	—	29,545,094
Depreciation, depletion and amortization (Notes 24 and 25)	82,774	1,277,438	1,181,457	56,260	67,687	1,256,394	25,458	146,485	—	4,093,953
Writedown, transfers and disposals	—	—	(44,827)	(1,315)	(30,240)	(797,103)	—	—	—	(873,485)
At December 31	642,312	8,682,807	6,418,809	563,499	385,764	15,384,832	146,382	541,157	—	32,765,562
Net Book Value	₱1,588,202	₱16,306,819	₱3,103,171	₱52,667	₱150,037	₱2,641,883	₱61,456	₱5,106,498	₱20,429,490	₱49,440,223



	2014									
	Land and Land Improvements	Power Plant, Buildings and Building Improvements	Construction Equipment, Machinery and Tools	Office Furniture, Fixtures and Equipment	Transportation Equipment	Coal Mining Properties and Equipment	Leasehold Improvements	Nickel Mining Properties and Equipment	Construction in Progress	Total
Cost										
At January 1	₱2,052,652	₱20,928,376	₱6,418,844	₱417,889	₱393,285	₱15,686,276	₱165,691	₱—	₱10,850,144	₱56,913,157
Effect of business combination (Note 33)	46,872	38,497	—	36,330	30,374	—	170	5,633,669	64,257	5,850,169
Additions	27,481	437,402	2,585,889	102,059	91,228	1,110,424	1,908	—	9,812,603	14,168,994
Transfers from construction in progress	—	1,467,438	—	(456)	—	—	—	—	(1,466,982)	—
Transfers and retirements/disposals	—	(451)	(371,405)	(1,760)	(10,100)	(102,475)	—	—	(2,337)	(488,528)
Adjustments (Note 20)	—	—	—	—	—	(18,510)	—	—	—	(18,510)
At December 31	2,127,005	22,871,262	8,633,328	554,062	504,787	16,675,715	167,769	5,633,669	19,257,685	76,425,282
Accumulated Depreciation, Depletion and Amortization										
At January 1	477,307	6,116,650	4,410,813	415,505	267,178	13,857,095	97,363	—	—	25,641,911
Effect of business combination	—	—	—	31,140	23,659	—	23,561	302,739	—	381,099
Depreciation, depletion and amortization (Notes 24 and 25)	82,231	1,289,079	1,211,987	65,200	64,723	1,170,810	—	91,933	—	3,975,963
Writedown, transfers and disposals	—	(360)	(340,621)	(3,291)	(7,243)	(102,364)	—	—	—	(453,879)
At December 31	559,538	7,405,369	5,282,179	508,554	348,317	14,925,541	120,924	394,672	—	29,545,094
Net Book Value	₱1,567,467	₱15,465,893	₱3,351,149	₱45,508	₱156,470	₱1,750,174	₱46,845	₱5,238,997	₱19,257,685	₱46,880,188



Construction in progress

Construction in progress mainly pertains to the on-going construction of SLPGC's 2x150 MW power plant. The construction of SLPGC's coal-fired power plant commenced in the early part of 2012. As of December 31, 2015, the power plant is under commissioning stage and is expected to commence commercial operations in the third quarter of 2016. It also includes capitalized rehabilitation and maintenance costs of SCPC's power plant.

The capitalized borrowing cost included in the construction in progress account amounted to ₱455.71 million and ₱333.84 million in 2015 and 2014, respectively. The average capitalization rate is 4.08% and 3.18% in 2015 and 2014, respectively.

Mining properties

Mining properties pertain to accumulated cost on development of mine sites with coal and nickel deposits, including the expected decommissioning and site rehabilitation costs and estimated cost for dismantling of mining machineries and conveyor belts at the end of its life. The impact of annual re-estimation is shown in the rollforward as an adjustment (see Note 20).

The following nickel mining rights were acquired through business combination in 2014 and were recognized at fair value at the date of acquisition (see Note 33).

Acoje project

The project is within the Mineral Production Sharing Agreement (MPSA) No. 191-2004-III which is located the Municipalities of Sta. Cruz and Candelaria, Province of Zambales.

Berong project

The project is within the MPSA No. 235-2007-IVB covering a contract area of approximately 288 hectares situated in Barangay Berong, Municipality of Quezon, Province of Palawan.

Depreciation, depletion and amortization expense on property, plant and equipment amounted to ₱4,093.95 million, ₱3,975.96 million and ₱4,566.01 million in 2015, 2014 and 2013, respectively (see Notes 24 and 25).

The cost of fully depreciated assets that are still in use as of December 31, 2015 and 2014 amounted to ₱12,110.74 million and ₱11,600.61 million, respectively.

In 2015, 2014 and 2013, the Group sold various equipment items at a net gain included under the consolidated statements of income caption "Other income - net" amounting to ₱86.16 million, ₱127.20 million and ₱144.86 million, respectively (see Note 28).

In 2015, 2014 and 2013, the Group incurred a loss on write-down of property, plant and equipment amounting to ₱16.09 million, ₱0.11 million and ₱443.35 million, respectively, due to the replacement of components of power plant and retirement of mining equipment (see Note 25).

As security for timely payment, discharge, observance and performance of the loan provisions, SCPC and SLPGC create, establish, and constitute in favor of the Security Trustee, for the benefit of all secured parties, a first ranking real estate and chattel mortgage on present and future real assets and chattels owned by SCPC and SLPGC as of December 31, 2015 and 2014 (see Note 19).



14. Exploration and Evaluation Asset and Other Noncurrent Assets

Below are the details of exploration and evaluation asset:

	2015	2014
Coal	₱3,015,465	₱1,914,440
Nickel - net	222,977	222,397
	₱3,238,442	₱2,136,837

Coal

These costs are related to exploratory drilling and activities in Narra minesite (formerly Bobog minesite). This mine site is situated around one (1) kilometer away from the current active Panian mine. Expected coal release is on the last quarter of 2016 with an estimated initial production of 1.50 million metric tons based on the most recent 5-year mine plan, using the in-house estimate of recoverable coal reserve of 40.00 million metric tons. The Third Party-Mining Engineer's report dated December 29, 2014 showed mineable reserve of 71.00 million metric tons with recoverable coal reserve of 64.00 million metric tons, after superimposing an optimum pit over the existing coal resources delineated at Narra by extensive drilling. As of December 31, 2015 the management's estimate of mineable reserve remains the same.

Nickel

Moorsom, Dangla and Longpoint project

These costs pertain to exploration expenditures on the Moorsom, Dangla and Longpoint Project (adjacent area covering the Berong Project) amounting to ₱49.25 million as of December 31, 2015 and 2014.

Exploration Permit Application (EXPA)-000032VI

P & N Mining and Development Corporation assigned the entire applied area under EXPA-000032VI comprising 1,296.0 hectares to FASRPC, the assignee shall assume all obligation as stipulated in the said assignment and the assigned EXPA shall be subject to further evaluation/processing as provided in Chapter V, DENR Administrative Order no. 96-040, Series of 1996, as amended, and other pertinent rules and regulations.

Exploration Permit (EP) -006-2010-III

EP covering an area of 856.42 hectares situated in the municipalities of Candelaria and Sta. Cruz, Zambales.

EP-007-2010-III

EP covering an area of 2,244.69 hectares situated in the municipalities of Candelaria and Sta. Cruz, Zambales.

EP-008-2010-III

EP covering an area of 4,493.82 hectares situated in the municipality of Candelaria, Zambales.

Acoje Chromite project

Exploration and evaluation assets pertaining to Acoje chromite project (under ZCMC) are capitalized expenditures that are directly related to the exploration and evaluation of the area covered by the mining tenements. As of December 31, 2015, the Group is still conducting exploration activities and has not yet started commercial operation.



EP No. 05-001-I of Barlo

The exploration permit covers an area of 4,360.71 hectares situated at Barangays Alilao, Malimpin and San Vicente, Municipality of Dasol and Barangays Barlo and San Pedro, Municipality of Mabini, all in the Province of Pangasinan.

The exploration permit expired on May 24, 2013. On March 25, 2014, the Group was in the process of renewing their exploration permit, the application for renewal of the permit was already submitted to Mines and Geosciences Bureau (MGB). However, on October 17, 2014, such application for renewal was denied. In response to the denial, the Group sought reconsideration through a letter sent to MGB on November 28, 2014. As of March 25, 2015, MGB is still in the process of evaluation of the Group's application for renewal.

In 2014, the Group recognized full impairment on exploration and evaluation assets amounting to ₱15.80 million (see Note 25).

Application for Production Sharing Agreement 000345 III

MRC acquired from CRAU Mineral Resources Corporation (CRAU) the application for a Mineral Production Sharing Agreement (MPSA), designated as MA-P-III-01-02 (MPSA 000345 III), covering an area of 1,071.61 hectares located in the Municipality of Masinloc. The amount recognized represents the amount paid to CRAU. No additional exploration and evaluation expenditures were incurred related to the project in 2015 and 2014. In 2014, the Group recognized full impairment on its exploration and evaluation asset on Masinloc (CRAU) amounting to ₱14.12 million (see Note 25).

EXPA 000133 III

This pertains to the Limestone Project with a covered area of 115.6 hectares located in Zambales. The amount recognized represents the capitalized expenditure incurred in the project. No capitalized expenditures related to the project were incurred in 2015 and 2014. In 2014, the Group provided full impairment on its exploration and evaluation asset on Limestone amounting to ₱0.40 million (see Note 25).

Palawan Initiative and F-AH Nickel Environment

Palawan Initiative and the F-AH Nickel Environment projects refer to capitalized costs incurred prior to the approval of permits to explore the locations, Palawan and Cabaluan, Leyte, respectively. In 2014, the Group recognized full impairment on its exploration and evaluation asset on F-AH Nickel Environment amounting to ₱0.18 million (see Note 25).

A valuation allowance is provided for unrecoverable exploration and evaluation assets based on the Group's assessment of the future prospects of the exploration project. Full provision is made for the impairment as management assessed that it is no longer probable that such costs are expected to be recouped through successful exploration and development of the area of interest, or alternatively, by its sale.



Other noncurrent assets consist of the following:

	2015	2014
Deferred input VAT	₱1,570,072	₱1,384,313
Investment in sinking fund (Notes 10 and 19)	460,234	521,781
Claims for refunds and tax credits - net	175,209	164,526
Capitalized development costs for clay business	128,171	98,487
Fund for future investment	95,474	95,474
Refundable deposits (Notes 10 and 36)	90,963	69,225
Prepaid rent (Note 37)	87,356	89,955
Software cost - net	82,423	80,842
Deposit for future investment	41,192	41,192
Security deposits (Note 36)	5,208	5,203
Others	40,145	100,999
	2,776,447	2,651,997
Less current portion of:		
Investment in sinking fund (Note 10)	460,234	—
Prepaid rent	4,553	4,545
	₱2,311,660	₱2,647,452

Deferred input VAT

This pertains to the unamortized input VAT incurred from acquisition of capital assets mostly coming from the ongoing construction of coal-fired power plant of SLPGC.

Investment in sinking fund

In a special meeting of the BOD of SCPC held on March 9, 2010, the BOD of SCPC authorized SCPC to establish, maintain, and operate trust and investment management accounts with Banco de Oro Unibank, Inc., - Trust and Investment Group (BDO) as the Security Trustee. The Omnibus Agreement provided that the Security Trustee shall invest and reinvest the monies on deposit in Collateral Accounts (see Note 19). All investments made shall be in the name of the Security Trustee and for the benefit of the Collateral Accounts. In May 2010, SCPC made an initial investment in the sinking fund amounting to ₱304.81 million. As of December 31, 2015 and 2014, the investment in sinking fund amounted to ₱460.23 million and ₱521.78 million, respectively. Such sinking fund was reclassified to current asset because of the planned prepayment of loan in 2016 to which the account is attached (see Note 10).

Interest earned from the sinking fund amounted to ₱8.99 million, ₱6.69 million and ₱12.17 million in 2015, 2014 and 2013, respectively (see Note 26).

Claims for refunds and tax credits - net

This amount pertain to claims for refund and issuance of tax credit certificates from BIR on erroneously withheld Value-added taxes (VAT) on VAT exempt coal sales which were ruled by the Supreme Court in favor of SMPC.

In 2015, SMPC reassessed the level of allowance for impairment and reversed ₱10.68 million on the basis that the SC GR Case No. 202534 (₱15.29 million VAT which was erroneously withheld by NPC for the month of January 2007) is the remaining open case and the other claims for refund were already decided in favor of SMPC. This resulted to a reversal of ₱10.68 million provision for impairment losses reflected in "Other income - net" in the consolidated statements of income in 2015 (Note 28).



Movements in allowance for impairment losses of the 5% input VAT withheld follows:

	2015	2014
At January 1	₱25,976	₱25,976
Reversal (Note 28)	10,684	–
At December 31	₱15,292	₱25,976

Capitalized development costs for clay business

The Group has capitalized development expenditures amounting to ₱29.68 million and ₱98.47 million in 2015 and 2014, respectively. Development costs for goods, commodities, wares and merchandise including potter earthenware, stoneware, bricks, tiles, roofs and other merchandise produce from clay are recognized as an intangible asset.

Deposits and fund for future investment

On October 18, 2012, the Group entered into an Omnibus Agreement (OA) with a third party wherein the Group will purchase 33% each of the three holding companies (HoldCos). The intention in the OA is for the Group to eventually own HoldCos at 73% valued at US\$13.20 million. Full value is at US\$18.00 million. The Group opened a bank account as required by the OA and made available US\$2.80 million cash (bank account) from which payments of the shares will be drawn. On the same date, the Group entered into a Deed of Assignment of Shares with the third party wherein 33% share in the HoldCos were assigned to the Group. The Group paid an initial US\$0.25 million for the assignment of shares which was drawn from the bank account. The assigned shares are subject to a condition that all pending cases faced by the third party, the three holding companies (HoldCos) and three development companies (DevCos) with which the HoldCos have investments, are resolved in their favor.

On March 21, 2014, a Memorandum of Agreement (MOA) was entered into by the Group and a third party setting out the intention of final ownership of the HoldCos and DevCos, where the Group will eventually own 73% of the HoldCos and 84% of the DevCos. The full value of the DevCos is at US\$12.00 million. On the same date, the Group entered into a Deed of Assignment of Shares wherein 40.00% of DevCos are assigned to the Group. The Group paid an initial amount of US\$0.75 million for the assignment of shares and was drawn from the bank account.

As of December 31, 2015 and 2014, the Group has not yet complied with all the conditions set forth under the agreement.

The difference between the bank account and the deposit for future investment is presented as 'Fund for future investment'.

Refundable deposits

Refundable deposits pertain to utilities which are measured at cost and will be recouped against future billings. This also includes rental deposits which are noninterest-bearing and are refundable 60 days after the expiration of the lease period.

Prepaid rent

The Group entered into a Land Lease Agreement (LLA) with PSALM for the lease of land in which the plant is situated for a period of 25 years. The Group paid US\$3.19 million or its peso equivalent of ₱150.57 million as payment for the 25 years of rental (see Note 37). Long term portion of the prepaid rent amounted to ₱82.80 million and ₱85.41 million as of December 31, 2015 and 2014, respectively.



Software cost

Movements in software cost account follow:

	2015	2014
At Cost		
At January 1	₱234,287	₱151,567
Additions	44,242	82,720
At December 31	278,529	234,287
Accumulated Amortization		
At January 1	153,445	117,969
Amortization (Notes 24 and 25)	42,661	35,476
At December 31	196,106	153,445
Net Book Value	₱82,423	₱80,842

Security Deposits

Security deposits represent payments to and held by the lessor as security for the faithful and timely performance by the Group of all its obligations and compliance with all provisions of the equipment rental agreement (see Note 37). These deposits shall be returned by the lessor to the Group after deducting any unpaid rental, and/or any other amounts due to the lessor for any damage and expense incurred to put the vehicle in good working condition.

15. Short-term Debt

This account consists of the following:

	2015	2014
Acceptances and trust receipts payable	₱78,777	₱54,954
Bank loans	3,628,577	1,971,628
	₱3,707,354	₱2,026,582

Acceptances and trust receipts payable

Acceptances and trust receipts payable are used by the Group to facilitate payment for importations of materials, fixed assets and other assets. These are noninterest-bearing and with maturity of less than one (1) year.

Bank loans

The Group's bank loans consist of unsecured peso-denominated short-term borrowings from local banks which bear annual interest ranging from 1.20% to 5.00% and 1.20% to 4.00% in 2015 and 2014, respectively, and are payable on monthly, quarterly and lump sum bases on various maturity dates within the next 12 months after the reporting date.

The Group's agreements with local banks contain some or all of the following restrictions relating to, among others: purchase of issued and outstanding capital stock; disposal of encumbered properties; change in the ownership or management and nature of its business; dividend declaration and distribution; guarantees; incurrence of additional liabilities; and merger and consolidation.

In 2014, the Group obtained a loan from China Banking Corporation (CBC) amounting to ₱30.00 million to finance the construction of its factory equipment and extension building. The loan has an interest rate of 5.25% per annum and will be due on varying dates in mid-2015. The said loan was fully paid in 2015.



During 2015 and 2014, the Group obtained bridge loans from local banks with total principal of ₱540.00 million and ₱400.00 million, respectively, subject to prevailing market rates. Loans obtained during 2015 were used primarily for the construction of the 15MW bunker coal-fired diesel power plant in Oriental Mindoro, acquisition of generator sets and working capital and subsidiaries funding requirements, while loans obtained during 2014 were used to partially finance the commencement of construction of the said power plant in Oriental Mindoro. In 2015 and 2014, interest amounting to ₱4.40 million and ₱4.97 million were capitalized as the aforementioned loans were used for the construction of the bunker-fired power plant in Oriental Mindoro.

As of December 31, 2015 and 2014, the Group is in compliance with the loan covenants required by the creditors. Finance costs incurred on bank loans and short term borrowings, net of capitalized borrowing cost, amounted to ₱268.09 million, ₱112.42 million and ₱126.96 million in 2015, 2014 and 2013, respectively (Note 27).

16. Liabilities for Purchased Land

Liabilities for purchase of land represent the balance of the Group's obligations to various real estate property sellers for the acquisition of certain parcels of land and residential condominium units. The terms of the deed of absolute sale covering the land acquisitions provided that such obligations are payable only after the following conditions, among others, have been complied with: (a) presentation by the property sellers of the original transfer certificates of title covering the purchased parcels of land; (b) submission of certificates of non-delinquency on real estate taxes; and (c) physical turnover of the acquired parcels of land to the Group.

The outstanding balance of liabilities for purchased land as of December 31, 2015 and 2014 follow:

	2015	2014
Current	₱2,201,291	₱1,866,257
Noncurrent	816,135	312,929
Balance at end of year	₱3,017,426	₱2,179,186

Liabilities for purchased land were recorded at fair value amounting to ₱816.14 million. These liabilities for purchased land are payable over a period of two (2) to four (4) years. The fair value is derived using discounted cash flow model using the discount rate ranging from 2.37% to 3.93% and 1.02% to 3.32% in 2015 and 2014, respectively based on applicable rates for similar types of liabilities.

	2015	2014
Balance at beginning of year	₱10,383	₱11,503
Accretion for the year (Note 27)	(3,503)	(1,120)
	₱6,880	₱10,383

Accretion amounting to ₱3.50 million, ₱1.12 million and ₱0.26 million are recorded as finance costs in 2015, 2014 and 2013, respectively (Note 27).



17. Accounts and Other Payables

This account consists of the following:

	2015	2014
Trade and other payables		
Suppliers and subcontractors (Note 20)	₱9,813,359	₱9,130,327
Others	870,797	1,071,522
Output VAT payable	1,498,373	1,481,572
Refundable deposits	231,575	130,413
Accrued costs and expenses	4,822,707	5,569,349
	17,236,811	17,383,183
Less noncurrent portion of trade and other payables (Note 20)	2,060,692	369,056
	₱15,176,119	₱17,014,127

Suppliers

Payable to suppliers includes liabilities to various foreign and local suppliers for open account purchases of equipment and equipment parts and supplies. These are noninterest-bearing and are normally settled on a 30 to 60 day credit terms.

Subcontractors

Subcontractors payable arise when the Group receives progress billing from its subcontractors for the construction cost of a certain project and is recouped against monthly billings. These subcontractors were selected by the contract owners to provide materials, labor and other services necessary for the completion of a project. These are non-interest bearing and are normally settled on 15 to 60 day credit terms.

Other payables

Other payables include payables to nickel mine rights owner and marketing agents and retention payable on contract payments. Payables to nickel mine rights owner and marketing agents are noninterest-bearing and are normally settled within one (1) year. Retention on contract payments is being withheld from the contractors as guaranty for any claims against them. These are settled and paid once the warranty period has expired.

Output VAT payable

Output VAT pertains to the VAT due on the sale of goods or services, net of input VAT, by the Group.

Refundable deposits

Refundable deposits consist of deposits which are refundable due to cancellation of sales as well as deposits made by unit owners upon turnover of the unit which will be remitted to its utility provider.



Accrued costs and expenses

Accrued costs and expenses consist of the following:

	2015	2014
Accrued construction cost	₱2,281,765	₱2,976,309
Payable to DOE and local government units (Note 31)	1,121,510	1,134,628
Accruals:		
Accrued interest	162,753	207,019
Accrued salaries	156,774	132,598
Accrued professional fees	9,810	13,377
Withholding and others taxes	298,225	292,081
Accrued rental	210,851	269,438
Accrued royalties	31,328	33,649
Shipping cost	17,764	76,160
Dividends	14,587	10,440
Financial benefit payable	8,870	17,716
Others	508,470	405,934
	₱4,822,707	₱5,569,349

Accrued construction cost

Accrued construction costs pertain to direct materials, labor, overhead and subcontractor costs for work accomplished by the suppliers and subcontractors but were not yet billed to DMCI. As of December 31, 2015 and 2014, accrued construction cost amounted to ₱2.28 billion and ₱2.98 billion, respectively.

Payable to DOE

Liability to DOE and local government units represents the share of DOE and local government units in the gross revenue from SMPC's coal production (including accrued interest on the outstanding balance) computed in accordance with the coal operating contract between SMPC, DOE and the local government units dated July 11, 1977, as amended on January 16, 1981 (Note 31).

Accrued rental

Accrued rental pertains to the rental payable for building and office leases, equipment rentals and rental of various barges and tugboats for use in the delivery of nickel ore to various customers.

Financial benefits payable

As mandated by R.A. 9136 or the Electric Power Industry Reform Act (EPIRA) of 2001 and the Energy Regulations No. 1-94, issued by DOE, the BOD authorized the Group on June 10, 2010 to enter and execute a Memorandum of Agreement with the DOE relative to or in connection with the establishment of Trust Accounts for the financial benefits to the host communities equal to ₱0.01 per kilowatt hour generated.

Others

Others include accruals for contracted services, utilities, supplies, advertising, commission and other administrative expenses. This account also includes accrual for liability relating to claim on construction contracts which is still subject to a negotiation with a third party (Note 37).



18. Customers' Advances and Deposits

This account consists of:

	2015	2014
Real estate customers	₱5,677,970	₱5,406,588
Coal and nickel ore supply contracts	14,301	200,440
	₱5,692,271	₱5,607,028

Real estate customers

Customers' advances and deposits from real estate customers represent reservation fees and initial collections received from customers before the two (2) parties enter into a sale transaction. These were payments from buyers which have not reached the minimum required percentage. When the level of required percentage for revenue recognition is reached by the buyer, sale is recognized and these deposits will be recognized as revenue and will be applied against the receivable balance.

Coal and nickel ore supply contracts

These deposits represent advances from the customers of the Group. Coal deposits are applied against future coal deliveries which occur within one year from the dates the deposits were made while nickel ore will be applied to related receivables upon consummation of the sale transaction.

19. Long-term Debt

Long-term debt pertains to the following obligations:

	2015	2014
Bank loans	₱37,055,606	₱35,399,424
Less current portion of bank loans	11,291,955	2,577,233
Noncurrent portion	₱25,763,651	₱32,822,191



Details of the bank loans follow (amounts in millions):

Loan Type	Date of Availment	Outstanding Balances		Maturity	Interest Rate	Payment Terms	Covenants/Collaterals
		2015	2014				
Local bank loans							
SMPC							
Loan 1	2015	₱1,383.98	₱—	2018	Floating rate to be repriced every 3 months	Interest payable every 3 months, principal to be paid on maturity date	Unsecured loans
Loan 2	2014	1,317.68	1,462.34	2016	Floating rate to be repriced every 3 months	Interest payable every 3 months, principal to be paid on maturity date	Unsecured loans Proceeds of the loan will be used to finance capital expenditures and general corporate purposes Financial Covenants: Current Ratio not less than 1:1 and Debt-Equity Ratio not to exceed 2:1; compliant
Loan 3	Various availments in 2013 and 2014	438.12	1,924.86	2016	Floating rate to be repriced every 3 months	Interest payable every 3 months, principal to be paid on maturity date	Unsecured loans Proceeds of the loan will be used to finance capital expenditures and general corporate purposes Financial Covenants: Current Ratio not less than 1:1 and Debt-Equity Ratio not to exceed 2:1; compliant
Loan 4	2014	75.96	72.18	2016	Floating rate to be repriced every 3 months	Interest payable every 3 months, principal to be paid on maturity date	Unsecured loans Financial Covenants: Current Ratio not less than 1:1 and Debt-Equity Ratio not to exceed 2:1; compliant

(Forward)



Loan Type	Date of Availment	Outstanding Balances		Maturity	Interest Rate	Payment Terms	Covenants/Collaterals
		2015	2014				
Loan 5	2013	₱-	₱474.36	2016	Floating rate, aggregate of the margin (1.20%) and LIBOR, to be repriced every 3months to 6months	Interest payable in arrears for the relevant interest period and principal repayable in semi-annual installments commencing on the 12th month after the date of the Agreement until date of final maturity	Unsecured loans Proceeds of the loan shall be used to refinance existing debts, and finance capital expenditure requirements Financial Covenants: Current Ratio not less than 1:1, Debt-Equity Ratio not exceeding 2:1, Debt-EBITDA Ratio not exceeding 3:1; compliant
<i>SLPGC</i> Mortgage payable	Various loan drawdown from 2012 to 2015	11,037.11	10,446.07	Various quarterly maturities starting 2015 until 2022	PDST-F + Spread or BSP Overnight Rate, whichever is higher	The principal amount shall be paid in twenty-seven equal consecutive quarterly installments commencing on the fourteenth quarter from the initial borrowing date (February 4, 2012). Final repayment date is ten (10) years after initial borrowing.	67% of issued and outstanding shares of SLPGC owned by SMPC
<i>SCPC</i> Mortgage payable	20-May-10	2,297.76	3,822.81	Various quarterly maturities starting 2011 until 2017	PDST-F benchmark yield for 3-month treasury securities + 1.75%. Starting August 2015, PDST-R2 + 1.95%	Payable in twenty-five (25) equal consecutive quarterly installments commencing on the twelfth month from initial borrowing date.	Monies in the Collateral Accounts, supply receivables, proceeds of asset and business continuity insurance obtained by SCPC, project agreements, first-ranking mortgage on present and future real assets and first-ranking chattel mortgage with carrying value of ₱14.86 billion and ₱14.88 billion as of December 31, 2015 and 2014, respectively (Note 13).
<i>Wire Rope</i> Loans payable	Various	1.49	0.88	July 7, 2016 and July 7, 2018	8.97% to 15.16%	Payable upon maturity of the loans.	None

(Forward)



Loan Type	Date of Availment	Outstanding Balances		Maturity	Interest Rate	Payment Terms	Covenants/Collaterals
		2015	2014				
<i>Beta Electric</i> Loans payable	Various	₱3.12	₱3.19	Various monthly maturities starting 2010 to 2020	8.68% to 10.25%	Payable in equal monthly installments starting April 2010 up to September 2020,	Transportation equipment with total carrying value of ₱3.52 million and ₱4.44 million as of December 31, 2015 and 2014, respectively, were pledged as collateral to secure Beta Electric's loans payable.
<i>BNC</i> Loans payable	20-May-15	312.01	—	21-May-18	5.04% p.a.	Interest payable every 3 months, principal to be paid on maturity date	Financial Covenants customary for transactions of similar nature to be determined and mutually agreed upon between BNC and the Lender.
<i>DMCI</i> Long- term debt	29-Dec-14	997.31	995.00	Various quarterly maturities starting 2016 until 2017	3.33% stated interest per quarter	Payable in eight equal quarterly amortization commencing at the end of the 5 th quarter from initial drawdown.	None
<i>PDI</i> Fixed rate corporate notes	Various tranche from 2012 to 2015	16,487.60	14,755.29	Various maturities from 2016 to 2020	PDST-F Issue Date and ending three (3) months after such Issue Date, and every three (3) months thereafter. Initially, PDST-F benchmark for 5-yr treasury securities + 1.25%	Payments shall be based on aggregate percentage of issue amount of each series equally divided over applicable quarters (4 th /7 th to 27 th quarter) and the balance payable at maturity.	Financial Covenants: Debt-Equity Ratio not exceeding 3.2 times and 2.0 times, for the ₱10 billion and ₱5 billion notes, respectively. Current ratio is at least 1.75 times. The Group is in compliance with the above covenants as of December 31, 2015 and 2014.
Agreement to purchase receivables (with recourse)	Various	2,365.57	1,442.44	Various	5%-8% p.a.	Payable in equal and continuous monthly payments not exceeding 120 days commencing one (1) month from date of execution.	Real estate receivables with carrying value of ₱2.47 billion and ₱1.03 billion in 2015 and 2014, respectively (Note 7).
HomeSaver Bonds	6-Nov-15	337.90	—	Various maturities from 2018 to 2020	4.5%-5% p.a.	Tranche A and C are payable 3 years from the initial issue date; Tranche B is payable 5 years from the initial issue date.	None.
		37,055.61	35,399.42				
Less current portion		11,291.96	2,577.23				
Long-term debt net of current portion		₱25,763.65	₱32,822.19				



SMPC

As of December 31, 2015, there is no more available borrowing facility that can be drawn.

SLPGC

On February 4, 2012, SLPGC entered into an ₱11.50 billion Omnibus Agreement with Banco de Oro Unibank (BDO), Bank of the Philippine Island (BPI) and CBC as Lenders. As security for the timely payment of the loan and prompt observance of all the provision of the Omnibus Agreement, the 67% of issued and outstanding shares of SLPGC owned by SMPC were pledged on this loan. The proceeds of the loan were used for the engineering, procurement and construction of 2x150 MW coal-fired thermal power plant.

Breakdown of the original loan balance is as follows:

	Amount
BDO Unibank	₱6,000,000
BPI	3,000,000
CBC	2,500,000
	₱11,500,000

Details of the loan follow:

- a. Interest: At applicable interest rate (PDST-F + Spread or BSP Overnight Rate, whichever is higher). Such interest shall accrue from and including the first day of each interest period up to the last day of such interest period. The Facility Agent shall notify all the Lenders of any adjustment in an interest payment date at least three banking days prior to the adjusted interest payment date.
- b. Repayment: The principal amount shall be paid in twenty-seven equal consecutive quarterly installments commencing on the fourteenth quarter from the initial borrowing date. Final repayment date is ten (10) years after initial borrowing.

The loan had its first drawdown schedule on May 24, 2012 amounting to ₱550.00 million. In 2013, second and third drawdowns were made which amounted to ₱5.15 billion. In 2014, fourth to seventh drawdowns were made which amounted to ₱4.79 billion. In 2015, the eighth and final drawdown was made amounting to ₱1.01 billion, bringing the total to ₱11.50 billion. As of December 31, 2015 and 2014, outstanding loan payable is ₱11.04 billion and ₱10.45 billion, respectively.

As of December 31, 2015 and 2014, amortization of debt issuance cost recognized as part of “Property, plant and equipment” account in the consolidated statements of financial position amounted to ₱10.66 million and ₱7.31 million, respectively.

Rollforward of unamortized debt issuance cost follows:

	2015	2014
At January 1	₱42,558	₱25,936
Additions	5,057	23,936
Amortization (Note 13)	(10,656)	(7,314)
At December 31	₱36,959	₱42,558



Mortgage payable by SLPGC provide certain restrictions and requirements with respect to, among others, maintain and preserve its corporate existence, comply with all of its material obligations under the project agreements, maintain at each testing date a Debt-to-Equity ratio not exceeding two times, grant loans or make advances and disposal of major property. These restrictions and requirements were complied with by SLPGC as of December 31, 2015 and 2014.

Provision in the loan indicates that the borrower shall pay to the lenders, a commitment fee equivalent to one-half (1/2%) per annum of any portion of a scheduled drawdown amount that remains undrawn after the lapse of the relevant scheduled drawdown month. As of December 31, 2015, 2014 and 2013, SLPGC has paid commitment fee amounting to ₱1.31 million, ₱4.85 million, and ₱6.99 million, respectively and these were recognized under the “Finance costs” account in the consolidated statements of income (see Note 27).

SCPC

On May 20, 2010, SCPC entered into a ₱9.60 billion Omnibus Loan Security Agreement (“Agreement”) with BDO, BPI and Philippine National Bank (PNB) as Lenders, SMPC as Guarantor, BDO Capital and Investment Corporation as Lead Arranger and Sole Bookrunner, BPI Capital Corporation and PNB Capital and Investment Corp. as Arrangers, and BDO Unibank, Inc., Trust and Investments Group as Security Trustee, Facility Agent and Paying Agent. The loan was fully drawn by SCPC on the same date.

The loan was collateralized by all monies in the Collateral Accounts, supply receivables, proceeds of any asset and business continuity insurance obtained by SCPC, project agreements, first-ranking mortgage on present and future real assets and first-ranking chattel mortgage on present and future chattels with carrying value of ₱14.86 billion and ₱14.88 billion as of December 31, 2015 and 2014, respectively (see Note 13). Further, 67% of issued and outstanding shares in SCPC owned by SMPC were also pledged on this loan.

Breakdown of the original loan balances is as follows:

BDO Unibank	₱6,000,000
BPI	2,000,000
PNB	1,600,000
	<u>₱9,600,000</u>

The Agreement was entered into to finance the payments made to PSALM pursuant to the APA and LLA, and ongoing plant rehabilitation and capital expenditures.

Details of the loan follow:

- a. Interest: At a floating rate per annum equivalent to the three (3) months Philippine Dealing System Treasury-Fixing (PDST-F) benchmark yield for treasury securities as published on the PDEX page of Bloomberg (or such successor electronic service provider at approximately 11:30 a.m. (Manila Time)) on the banking day immediately preceding the date of initial borrowing or start of each interest period, as applicable, plus a spread of 175 basis points.
- b. Repayment: The principal amount shall be payable in twenty-five equal consecutive quarterly installments commencing on the twelfth month from the initial borrowing date. Final repayment date is seven (7) years after initial borrowing.



Rollforward of the unamortized debt issuance cost follows:

	2015	2014
At January 1	₱17,191	₱33,552
Amortization (Note 27)	(10,951)	(16,361)
At December 31	₱6,240	₱17,191

Amortization of debt issuance cost recognized under “Finance cost” account in the consolidated statements of income amounted to ₱10.95 million, ₱16.36 million and ₱21.75 million for the years 2015, 2014 and 2013, respectively (see Note 27).

As of December 31, 2015, there is no more available borrowing facility that can be drawn.

Loans payable

Wire Rope

Loans payable represents unsecured loans from local banks bearing annual interest rates ranging from 8.97% to 15.16% and 15.16% to 17.00% in 2015 and 2014, respectively. Wire Rope availed additional loans amounting to ₱1.47 million in 2015. It made payments to the loans amounting to ₱0.86 million and ₱0.74 million in 2015 and 2014, respectively. Wire Rope has no debt covenants to be complied with.

Beta Electric

Long-term debt represents peso-denominated long-term borrowings from local banks which bear interest ranging from 8.68% to 10.25% and 8.68% to 10.89% per annum in 2015 and 2014, respectively, and are payable in equal monthly installments starting April 2010 up to September 2020. The loans are secured by a chattel mortgage for the whole amount of Beta Electric’s transportation equipment purchased using the proceeds of these loans.

In 2015, Beta Electric has an additional loan amounting to ₱1.20 million at 9.43% per annum for 5 years. Interest expense on these long-term amounted to ₱0.31 million and ₱0.33 million in 2015 and 2014, respectively.

As of December 31, 2015 and 2014, the outstanding balance from loans amounted to ₱3.12 million and ₱3.19 million, respectively.

BNC

On May 20, 2015, BNC obtained long-term loan from Banco de Oro Universal Bank, Inc. amounting to US\$6.63 million bearing an annual interest rate of 5.04% and of which interest expense are paid quarterly. The loan amounted to ₱312.01 million as at December 31, 2015 and will mature on May 21, 2018.

BNC shall maintain financial covenants customary for transactions of similar nature, including but not limited to Debt Service Coverage Ratios (historical and prospective) and Debt-to-Equity Ratios, to be determined and mutually agreed upon between BNC and the Lender in the course of the Lender’s due diligence.



DMCI

Loans payable consists of:

	2015	2014
Long-term debt	₱1,000,000	₱1,000,000
Less: Unamortized deferred financing cost	2,688	5,000
	997,312	995,000
Less: Current portion of long term debt	498,068	—
Non-current portion of long-term debt	₱499,244	₱995,000

Rollforward of the deferred financing cost follows:

	2015	2014
At January 1	₱5,000	₱5,000
Amortization (Note 27)	(2,312)	—
At December 31	₱2,688	₱5,000

The maturities of loans payable at nominal values as of December 31 follow:

	2015	2014
Due in:		
2015	₱—	₱—
2016	500,000	500,000
2017	500,000	500,000
	₱1,000,000	₱1,000,000

On December 29, 2014, DMCI entered into an unsecured ₱1 billion Term Loan Agreement with Banco De Oro (BDO) as lender. The loan was fully drawn by DMCI on the same date. The agreement was entered into to partially refinance the purchase of machineries and equipment and refinance existing short-term loan.

The stated interest rate is 3.33% and the principal amount shall be paid in eight (8) equal quarterly amortization commencing at the end of the 5th quarter from initial drawdown.

Fixed rate corporate notes

PDI

In December 2015, PDI signed corporate notes facility agreement on the issuance peso-denominated notes in the aggregate amount of ₱10,000.00 million with local banks. Proceeds of the notes facility will be used to fund its capitalization of real estate properties, fund its project development costs, refinance its existing indebtedness and fund other general corporate purposes.



The notes will be issued in six (6) tranches and payments shall be made in each tranche as follows:

Series	Quarter from Issue Date	Payment for Each Quarter; Computed Based on Aggregate % of Issue Amount of each Series	TOTAL
Series F	4 th to 19 th Quarter	0.5%	(8% + 92%)
	Final Maturity	92.0%	100%
Series H	4 th to 19 th Quarter	0.5%	(8% + 92%)
	Final Maturity	92.0%	100%
Series J	4 th to 19 th Quarter	0.5%	(8% + 92%)
	Final Maturity	92.0%	100%
Series G	4 th to 27 th Quarter	0.5%	(12% + 88%)
	Final Maturity	88.0%	100%
Series I	4 th to 27 th Quarter	0.5%	(12% + 88%)
	Final Maturity	88.0%	100%
Series K	4 th to 27 th Quarter	0.5%	(12% + 88%)
	Final Maturity	88.0%	100%

Tranche 1 (Series F) and 2 (Series G) of the ₱10,000.00 million were issued on December 18, 2015 in the aggregate principal amount of ₱1,000.00 million each. Tranche 3 (Series H) and 4 (Series I) were issued subsequently on January 31, 2016 in the aggregate principal amount of ₱2,500.00 million each. Tranche 5 (Series J) and 6 (Series K) are to be issued on August 2016 in the aggregate principal amount of ₱1,500.00 million each.

The note is issued in registered form in the minimum denominations of ₱75.00 million and multiples of ₱25.00 million each. Corporate notes shall bear interest 3 months after date of issue and every 3 months thereafter.

In October 2012, PDI signed corporate notes facility agreement on the issuance of 7-year peso denominated notes in the aggregate amount of ₱10,000.00 million with local banks. Proceeds of the notes facility were used to fund land acquisition, general operations and project development and construction.

The notes were issued in three (3) tranches and payments were made in each tranche are as follows:

Quarter from Issue Date	Based on aggregate % of issue amount of each Series (Equally divided over the applicable quarters)
7 th to 10 th Quarter	2%
11 th to 14 th Quarter	4%
15 th to 18 th Quarter	5%
19 th to 27 th Quarter	12%
Final Maturity	77%
Total	100%

Tranche 1 of the ₱10,000.00 million Series C was issued on October 31, 2012 in the aggregate amount principal amount of ₱1,000.00 million. Tranche 2 (Series D) and 3 (Series E) were issued on April 10, 2013 and July 30, 2013 in the aggregate principal amount of ₱4,000.00 million and ₱5,000.00 million, respectively.



The note is issued in registered form in the minimum denominations of ₱100.00 million and multiples of ₱10.00 million each. Corporate notes shall bear interest three (3) months after date of issue and every three (3) months thereafter.

In January 2011, the PDI signed a corporate notes facility agreement with local banks relating on the issuance of 5-year peso denominated notes in the aggregate amount of ₱5,000.00 million. Proceeds of the said notes facility will be used to fund land acquisition, general operations and project development and construction. The notes have been issued in two (2) tranches, redeemable in full at the end of third year following the issue date of the second tranche note. Payments shall be made in each tranche is equal to 1% every year from the issue date and the balance payable at maturity.

Tranche 1 (Series A) of ₱5,000.00 million corporate notes was issued on January 28, 2011, in the aggregate principal amount of ₱2,000.00 million while Tranche 2 (Series B) was issued on March 17, 2011, in the aggregate principal amount of ₱3,000.00 million. They were issued in registered form in the minimum denominations of ₱100.00 million and multiples of ₱10.00 million each.

Corporate notes shall bear interest from Tranche 1 and 2 PDST-F Issue Date and ending three (3) months after such issue date, and every three (3) months thereafter. The interest rate shall initially be the PDST-F benchmark yield for five-year treasury securities (Base Rate) on banking day immediately preceding an issue date plus the margin (125 basis points) for each of the Tranche, gross of any applicable withholding taxes. Interest is payable quarterly.

Unamortized debt issuance costs included in fixed rate corporate notes as of 2015 and 2014 amounted to ₱117.40 million and ₱84.71 million, respectively.

The rollforward analysis of unamortized debt issuance cost follows:

	2015	2014
Balance at beginning of year	₱84,708	₱109,495
Availments	58,999	—
Amortization of debt issue cost (Note 27)	(26,303)	(24,787)
Balance at end of year	₱117,404	₱84,708

In 2015 and 2014, interest expense incurred and capitalized interest related to long-term debt amounted to ₱1,006.22 million and ₱856.62 million and ₱1,029.62 million and ₱936.34 million, respectively. The average capitalization rates used are 5.91% and 5.89% of the average expenditures in 2015 and 2014, respectively.

The ₱10,000.00 million and ₱5,000.00 million corporate notes facility agreement requires the Group to ensure that debt-to-equity ratio will not exceed 3.2 times and 2.0 times, respectively, and current ratio is at least 1.75 times. As of December 31, 2015 and 2014, the Group is fully compliant with these requirements.

As of December 31, 2015 and 2014, corporate notes recognized are unsecured.



Agreement to purchase receivables

The installment contracts receivable under these purchase agreements are used as collaterals in the loans payable obtained. These amounted to ₱2,365.57 million and ₱1,442.44 million as of December 31, 2015 and 2014 (Note 7), respectively, represent net proceeds from sale of portion of the PDI installment contracts receivable to local banks pursuant to the receivable purchase agreements entered into by PDI on various dates. The agreements also provide the submission of condominium certificates of title and their related postdated checks issued by the buyers. These loans bear interest at prevailing market rates and are payable in various maturity dates. The average effective interest rate ranges from 5.00% to 5.25% and 5.25% to 5.75% in 2015 and 2014, respectively.

HomeSaver bonds

On November 16, 2015, PDI offered and issued to the public deferred coupon-paying HomeSaver Bonds (the Bonds) in an aggregate principal amount of ₱1,000.00 million with an initial offering of ₱500.00 million for working capital and other general corporate purposes, such as marketing and administrative expenses.

The Bonds will be offered through three investment options, namely, Tranche A, Tranche B and Tranche C.

Tranche A was issued in equal monthly installments with no maximum subscription, but priority will be given to aggregate subscriptions amounting to ₱3.60 million and less over a period of thirty-six (36) months, beginning November 16, 2015 (the Initial Issue Date) at a fixed interest rate of 4.5% per annum and shall mature three (3) years from the Initial Issue Date. As of December 31, 2015, total Tranche A bonds issued by PDI amounted to ₱3.32 million.

Tranche B was issued in equal monthly installments with no maximum subscription, but priority will be given to aggregate subscriptions amounting to ₱6.00 million and less over a period of sixty (60) months, beginning on the Initial Issue Date at a fixed interest rate of 5.00% per annum and shall mature five (5) years from the Initial Issue Date. As of December 31, 2015, total Tranche B bonds issued by PDI amounted to ₱0.78 million.

Tranche C was issued one-time with no maximum subscription, but priority will be given to aggregate subscriptions amounting to ₱7.00 million and less on the Initial Issue Date as a single upfront investment and payable in lump sum on the Initial Issue Date at a fixed interest rate of 4.50% per annum and shall mature three (3) years from the Initial Issue Date. As of December 31, 2015, total Tranche C bonds issued by PDI amounted to ₱333.80 million.

20. Other Noncurrent Liabilities

The details of this account consist of:

	2015	2014
Noncurrent trade and other payables (Note 17)	₱2,060,692	₱369,056
Provision for decommissioning and site rehabilitation (Note 13)	539,703	200,270
Deposit received for future sale of investment (Note 11)	—	1,758,651
	₱2,600,395	₱2,327,977



Trade and other payables

Noncurrent trade and other payables includes noninterest-bearing payable to suppliers and subcontractors and accrued expenses which are expected to be settled within 2 to 3 years from the reporting date and retention contract payment that is being withheld from the contractors as guaranty for any claims which are expected to be settled a year after the turn-over of projects.

Provision for decommissioning and site rehabilitation

The Group makes full provision for the future cost of rehabilitating mine sites on a discounted basis on the development of mines. There are currently three minesites identified with coal deposits at various stages of operations namely Panian, Molave and Narra, all located in Semirara Island in Antique province. These provisions have been created based on the group's internal estimates. Discount rates used by the Group to compute for the present value of liability for decommissioning and site rehabilitation cost are from 4.81% to 5.24% in 2015 and 3.86% to 8.77% in 2014. Assumptions based on the current economic environment have been made, which management believes are reasonable bases upon which to estimate the future liability. These estimates are reviewed regularly to take into account any material changes to the assumptions. However, actual rehabilitation costs will ultimately depend upon future market prices for the necessary decommissioning works required which will reflect market conditions at the relevant time. Furthermore, the timing of rehabilitation is likely to depend on when the mines cease to produce at economically viable rates. This, in return, will depend upon future ore and coal prices, which are inherently uncertain.

Provision for decommissioning and site rehabilitation also includes cost of rehabilitation of the Group's power plant and nickel ore mine site.

The rollforward analysis of the provision for decommissioning and site rehabilitation account follows:

	2015	2014
At January 1	₱200,270	₱196,504
Additions	285,013	—
Effect of change in estimates (Note 13)	56,993	(18,510)
Actual usage	(10,996)	(10,388)
Accretion of interest (Note 27)	8,423	8,144
Effect of business combination	—	24,520
At December 31	₱539,703	₱200,270

The opening balance of the rehabilitation provision represents the present value of rehabilitation costs relating to Panian mine sites, which are expected to be incurred up to 2019.

Effect of changes in estimates pertains to the effect of changes in the total area of land to be rehabilitated in Panian Minesite. Estimates was also impacted by changes in discount rates based on relative prevailing rates as of reporting date.

In 2015, additions pertain to the provision for decommissioning and site rehabilitation are for Narra and Molave mine sites. In 2015, SMPC performed commissioning activities on Narra Minesite. SMPC is expecting to rehabilitate 678 hectares and 930 hectares areas of land for Narra and Molave, respectively, in the next 15 years.



Deposit received for future sale of investment

On December 19, 2014, the Parent Company and DMCI, have agreed to sell their respective shares in PIDC to RTI, subject to compliance with certain conditions and obtaining certain consents, including, among others, the consent of the Toll Regulatory Board and the Department of Public Works and Highways, pursuant to the Toll Concession Agreement dated August 28, 2008. PIDC is the concessionaire of the Tarlac-Pangasinan-La Union Expressway (TPLEX). The consideration for the sale of shares amounts to ₱1,758.65 million for the Parent Company and ₱68.84 million for DMCI, which totals to ₱1,827.49 million or ₱1,219.40 price per share. In 2014, the Parent Company accordingly received the deposit for future sale of shares amounting to ₱1,758.65 million and recorded the same as liability in the consolidated statements of financial position.

On September 21, 2015, the sale of investments in PIDC was completed after all relevant regulatory approvals which resulted to a gain of ₱562.73 million (see Note 11).

21. Related Party Transactions

Related parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making the financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence. Related parties may be individuals or corporate entities.

Transactions entered into by the Group with related parties are at arm's length and have terms similar to the transactions entered into with third parties. In the regular course of business, the Group's significant transactions with related parties include the following:

	2015			
	Due from (Due to)	Amount / Volume*	Term	Conditions
Affiliates				
<i>Receivable from related parties</i>				
(Note 7)				
b. Construction contracts	₱29,795	₱21,512	Payable on demand, noninterest-bearing	Unsecured
c. Receivable from affiliates	57,217	—	Payable on demand, noninterest-bearing	Unsecured
d. Equipment rentals	15,168	15,168	Payable on demand, noninterest-bearing	Unsecured
e. Payroll processing	15,243	2,274	Payable on demand, noninterest-bearing	Unsecured
f. Transfer of materials and reimbursement of shared and operating expenses	26,219	27,172	Payable on demand, noninterest-bearing	Unsecured
<i>Payable to related parties</i>				
g. Payable to affiliates	(32,742)	31,039	Payable on demand, noninterest-bearing	Unsecured
h. Mine exploration, coal handling and hauling services	(98,331)	370,325	Payable on demand, noninterest-bearing	Unsecured
i. Equipment rental expenses	(55,539)	55,539	Payable on demand, noninterest-bearing	Unsecured
j. Other general and administrative expense	(6,891)	5,104	Payable on demand, noninterest-bearing	Unsecured
k. Aviation services	(12,725)	247	Payable on demand, noninterest-bearing	Unsecured
l. Office and parking rental	(9,926)	7,991	Payable on demand, noninterest-bearing	Unsecured

(Forward)



2015				
	Due from (Due to)	Amount / Volume*	Term	Conditions
m. Arrastre and Cargo Services	(P774)	P774	Payable on demand, noninterest-bearing	Unsecured
n. Purchases of office supplies and refreshments	(700)	700	Payable on demand, noninterest-bearing	Unsecured
Others				
b. Construction contracts	(1,218)	1,218	Payable on demand, noninterest-bearing	Unsecured
o. Nickel Delivery	(3,140)	164	Payable on demand, noninterest-bearing	Unsecured
p. Labor charges	(2,628)	—	Payable on demand, noninterest-bearing	Unsecured
<i>*Balances presented pertain to transactions between related parties during the year. Amounts are not reduced by subsequent collections/payments during the year.</i>				
2014				
	Due from (Due to)	Amount / Volume*	Term	Conditions
Associates				
Receivable from related parties				
a. Construction contracts	P532,548	P1,846,854	1-30 days	Unsecured, no impairment
Payable to related parties				
a. Advances from contract owners	(74,042)	—	Noninterest-bearing	Unsecured, no impairment
Others				
a. Retention Receivables	123,536	—	Noninterest-bearing	Unsecured, no impairment
a. Advances to subcontractors, suppliers and contract owners	2,025	—	Noninterest-bearing	Unsecured, no impairment
Affiliates				
Receivable from related parties				
b. Construction contracts	8,283	—	Payable on demand, noninterest-bearing	Unsecured
c. Receivable from affiliates	11,515	11,515	1-30 days	Unsecured, no impairment
d. Equipment rentals	26,157	26,157	1-30 days	Unsecured, no impairment
e. Payroll processing	16,584	15,962	Payable on demand, noninterest-bearing	Unsecured
Payable to related parties				
g. Payable to affiliates	(1,703)	1,112	Payable on demand, noninterest-bearing	Unsecured
h. Mine exploration, coal handling and hauling services	(169,545)	157,477	Payable on demand, noninterest-bearing	Unsecured
j. Other general and administrative expense	(1,787)	325	Payable on demand, noninterest-bearing	Unsecured
k. Aviation services	(12,722)	7,037	Payable on demand, noninterest-bearing	Unsecured
l. Office and parking rental	(1,991)	5,159	Payable on demand, noninterest-bearing	Unsecured
Others				
j. Other general and administrative expense	(331)	331	Payable on demand, noninterest-bearing	Unsecured
o. Nickel delivery	(54,639)	20,461	Payable on demand, noninterest-bearing	Unsecured
p. Labor charges	(2,628)	—	Payable on demand, noninterest-bearing	Unsecured
<i>*Balances presented pertain to transactions between related parties during the year. Amounts are not reduced by subsequent collections/payments during the year.</i>				



- (a) In 2014, the Group is engaged in the construction of TPLEX with PIDC. Related contract revenue recorded by the Group on the associate amounted to ₱1,846.85 million in 2014. As of December 31, 2014, the outstanding trade receivables from the associate lodged in "Receivables from related parties" amounted to ₱532.55 million.

Unliquidated advances from contract owners lodged under "Payable to related parties" amounted to ₱74.04 million as of December 31, 2014. Retention receivable and advances to subcontractors, suppliers, and contract owners lodged in "Trade receivables - General Construction" amounted to ₱123.54 million and ₱2.03 million, respectively, as of December 31, 2014.

The Group sold its investment in PIDC in 2015 as previously discussed (Note 11).

- (b) The Group provides services to its other affiliates in relation to its construction projects. Outstanding receivables lodged in "Receivables from related parties" amounted to ₱29.80 million and ₱8.28 million as of December 31, 2015 and 2014, respectively.

In addition, receivables of the Group from its affiliate amounting to ₱1.22 million is lodged in "Costs in excess of estimates and billings".

- (c) The Group has outstanding receivable from its affiliates amounting to ₱57.22 million and ₱11.52 million as at December 31, 2015 and 2014, respectively. This mainly pertains to the sale of a previous investment in 2014.
- (d) The Group rents out its equipment to its affiliates for their construction projects. Outstanding receivables from equipment rentals amounted to ₱15.17 million and ₱26.16 million as of December 31, 2015 and 2014, respectively.
- (e) The Group processes the payroll of its affiliates and charges Electronic Data Processing (EDP) expenses. Total outstanding EDP charges to the related parties under common control amounted to ₱15.24 million and ₱16.58 million as of December 31, 2015 and 2014, respectively.
- (f) The Group paid for the contracted services, material issuances, rental expenses and other supplies of its affiliates. The outstanding balance from its affiliates included under "Receivable from related parties" amounted to ₱26.22 million in 2015.
- (g) The Group has outstanding payable to affiliates amounting to ₱32.74 million and ₱1.70 million as at December 31, 2015 and 2014, respectively. This mainly pertains to receivables collected by the Group in behalf of the affiliate.
- (h) An affiliate had transactions with the Group for services rendered relating to the Group's coal operations. These include services for the confirmatory drilling for coal reserve and evaluation of identified potential areas, exploratory drilling of other minerals within the Island, dewatering well drilling along cut-off wall of Panian mine and fresh water well drilling for industrial and domestic supply under an agreement.

The affiliate also provides to the group marine vessels for use in the delivery of coal to its various customers. The coal freight billing is on a per metric ton basis plus demurrage charges when delay will be incurred in the loading and unloading of coal cargoes. The outstanding payable of the Group amounted to ₱98.33 million and ₱169.55 million as of December 31, 2015 and 2014, respectively.



- (i) The Group rents from its affiliate construction equipment for use in the Group's construction projects. The outstanding payable lodged under "Payable to related parties" amounted to ₱55.54 million as at December 31, 2015.
- (j) A shareholder of the Group, provided maintenance of the Group's accounting system, Navision, which is used by some of the Group's subsidiaries to which related expenses are included under "Others" of "Operating expenses". Outstanding payable of the Group recorded under "Payable to related parties" amounted to ₱6.89 million and ₱1.79 million as of December 31, 2015 and 2014, respectively.

The Group recorded the outstanding payable to an affiliate arising from the maintenance of the accounting system under "Others" of "Accounts payable". The related payable amounted to ₱0.33 million as of December 31, 2014.

- (k) An affiliate of the Group transports visitors and employees from point to point in relation to the Group's ordinary course of business and vice versa and bills the related party for the utilization costs of the aircrafts. The related expenses are included in "Cost of sales and services". The outstanding balance to the affiliate amounted to ₱12.73 million and ₱12.72 million as at December 31, 2015 and 2014, respectively.
- (l) An affiliate had transactions with the Group for rental of parking space to which related expenses are included in operating expenses under "Operating expenses" in the consolidated statements of income (see Notes 25 and 37). Outstanding payable amounted to ₱9.93 million and ₱1.99 million as at December 31, 2015 and 2014, respectively.
- (m) In 2015, an affiliate had transactions with the Group for shipsiding services. The outstanding balance to the affiliate amounting to ₱0.77 million is lodged under "Payable to related parties" in the consolidated statements of financial position.
- (n) In 2015, the Group engaged its affiliates to supply various raw materials, office supplies and refreshments. The outstanding balance to its affiliates amounting to ₱0.70 million for aforementioned transactions is lodged in the "Payable to related parties".
- (o) An affiliate provides the Group various barges and tugboats for use in the delivery of nickel ore to its various customers. The Group has outstanding payable to the affiliate amounting to ₱3.14 million and ₱54.64 million as of December 2015 and 2014, respectively.
- (p) Payable to affiliate pertains to labor charges incurred by the Group, which are initially paid by the affiliate in behalf of the Group. The outstanding payable to the affiliate is recorded in "Other accounts payable" amounted to ₱2.63 million as of December 2015 and 2014.

Terms and conditions of transactions with related parties

Outstanding balances as of December 31, 2015 and 2014, which are unsecured and interest free, are all due within one year. As of December 31, 2015 and 2014, the Parent Company has not made any provision for impairment loss relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.



Compensation of Key Management Personnel

Key management personnel of the Group include all directors and senior management. The aggregate compensation and benefits of key management personnel of the Group follows:

	2015	2014	2013
Short-term employee benefits	₱233,687	₱211,530	₱200,667
Post-employment benefits (Note 23)	23,401	16,685	20,030
	₱257,088	₱228,215	₱220,697

There are no agreements between the Group and any of its directors and key officers providing for benefits upon termination of employment, except for such benefits to which they may be entitled under the Group's pension plan.

22. Equity

Capital Stock

As of December 31, 2015 and 2014, the Parent Company's capital stock consists of:

	2015	
	Shares	Amount
Preferred stock - ₱1 par value		
Authorized:	100,000	₱100,000
Issued and outstanding:		
Balance at beginning and end of year	4	₱4
Common stock - ₱1 par value		
Authorized:	19,900,000	₱19,900,000
Issued and outstanding:		
Balance at beginning and end of year	13,277,470	₱13,277,470

	2014	
	Shares	Amount
Preferred stock - ₱1 par value		
Authorized:	100,000	₱100,000
Issued and outstanding:		
Balance at beginning and end of year	4	₱4
Common stock - ₱1 par value		
Authorized:	19,900,000	₱19,900,000
Issued and outstanding:		
Balance at beginning of year	2,655,494	2,655,494
Stock dividend declared	10,621,976	10,621,976
	13,277,470	₱13,277,470

The preferred stock is redeemable, convertible, non-voting, non-participating and cumulative with par value of ₱1.00 per share. The preferred shareholders' right of converting the preferred shares to common shares expired in March 2002.

On December 18, 1995, the Parent Company launched its Initial Public Offering where a total of 1.13 billion common shares were offered at an offering price of ₱9.12 per share.



Below is the summary of the Parent Company's track record of registration of securities with the SEC as of December 31, 2015:

Year	Number of Shares Registered (in billions)	Number of holders of securities as of year end
December 31, 2013	2.66	706
Add/(Deduct) Movement	10.64	(18)
December 31, 2014	13.30	688
Add/(Deduct) Movement	—	14
December 31, 2015	13.30	702

Increase in Authorized Capital Stock

On August 5, 2014, the SEC approved the increase in authorized capital stock of the Parent Company from ₱6,000.00 million divided into ₱5,900.00 million common shares and ₱100.00 million preferred shares both with par value of ₱1.00 per share, to ₱20,000.00 million divided into ₱19,900.00 million common shares and ₱100.00 million preferred shares both with a par value of ₱1.00 per share.

As of December 31, 2015 and 2014, the Parent Company has 13,277.47 million common shares issued and outstanding which are owned by 702 and 688 shareholders, respectively.

Retained Earnings

In accordance with SEC Memorandum Circular No. 11 issued in December 2008, the Parent Company's retained earnings available for dividend declaration as of December 31, 2015 and 2014 amounted to ₱7,438.63 million and ₱8,610.22 million, respectively.

Under the tax code, publicly held corporations are allowed to accumulate retained earnings in excess of capital stock and are exempt from improperly accumulated earnings tax.

Dividend declaration

The Parent Company's BOD approved the declaration of cash dividends in favor of all its stockholders as follows:

	2015	2014	2013
May 15, 2015, ₱1.20 per share cash dividend to stockholders on record as of May 29, 2015, payable on or before June 10, 2015.	₱3,186,593	₱—	₱—
May 15, 2015, ₱1.20 per share cash dividend to stockholders on record as of May 29, 2015, payable on or before June 10, 2015.	3,186,593	—	—
May 15, 2014, ₱1.20 per share cash dividend to stockholders on record as of May 30, 2014, payable on or before June 13, 2014.	—	3,186,593	—

(Forward)



	2015	2014	2013
May 15, 2014, ₱1.20 per share special cash dividend to stockholders on record as of May 30, 2014, payable on or before June 13, 2014.	₱—	₱3,186,593	₱—
April 11, 2013, ₱1.20 per share cash dividend to stockholders of record as of April 26, 2013, payable on or before May 10, 2013.	—	—	3,186,593
April 11, 2013, ₱1.00 per share special cash dividend to stockholders of record as of April 26, 2013, payable on or before May 10, 2013.	—	—	2,655,494
November 14, 2013, ₱1.20 per share special cash dividend to stockholders of record as of November 29, 2013, payable on or before December 13, 2013.	—	—	3,186,593
	₱6,373,186	₱6,373,186	₱9,028,680

On August 5, 2014, the stockholders of the Parent Company approved the 400% stock dividends amounting to ₱10,621.98 million, divided into 10,621.98 million shares at the par value of ₱1.00 per share, or four (4) common shares for every one common share held, from the unrestricted retained earnings of the Parent Company as of December 31, 2013, and to be issued from the increase in the authorized capital stock of the Parent Company. On September 18, 2014, Securities and Exchange Commission approved and fixed the record date on October 17, 2014. The stock transaction cost paid in 2014 amounted to ₱92.92 million which is netted against the 'Additional Paid-in Capital' in the consolidated statements of financial position.

On various dates in 2015, 2014 and 2013, partially owned subsidiaries of the Group declared dividends amounting to ₱5,615.00 million and ₱4,284.95 million and ₱4,283.70 million, respectively, of which dividends to non-controlling interest amounted to ₱2,213.94 million, ₱1,871.13 million, ₱1,870.65 million, respectively.

Appropriation of retained earnings

On December 27, 2013, the Parent Company's BOD has approved the reversal of the appropriation made in 2012 amounting to ₱3,800.00 million pertaining to the stock subscription in DMC which was used to fund the acquisition of shares of stocks in TMC. The appropriation was reversed to unappropriated retained earnings. On the same date, the BOD of the Parent Company authorized the appropriation out of its retained earnings for capital expenditures and investments amounting to ₱1,300.00 million.

On December 19, 2014, the Parent Company's BOD approved the reversal of the appropriation of retained earnings in the amount of ₱2,100.00 million as of December 31, 2013.

The unappropriated retained earnings include accumulated equity in undistributed net earnings of consolidated subsidiaries, associates and jointly controlled entities accounted for under equity method of ₱20,425.67 million and ₱22,816.89 million as of December 31, 2015 and 2014, respectively. These are not available for dividend declaration until declared by the subsidiaries, associates and the jointly controlled entities.



Capital Management

The primary objective of the Group's capital management strategy is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder 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 or issue new shares. There were no changes made in the Group's capital management objectives, policies or processes. The Group considers total stockholders' equity as capital. Equity, which the Group considers as capital, pertains to the equity attributable to equity holders of the Group less unrealized gain or loss on AFS financial assets.

The Group is not subject to any externally imposed capital requirements.

23. Employee Benefits

Retirement Plans

The Group has a funded, noncontributory, defined benefit pension plan covering substantially all of its regular employees. Provisions for pension obligations are established for benefits payable in the form of retirement pensions. Benefits are dependent on years of service and the respective employee's final compensation. The Group updates the actuarial valuation every year by hiring the services of a third party professionally qualified actuary. The latest actuarial valuation report of the retirement plans was made as of December 31, 2015.

The Group has a Multiemployer Retirement Plan (the Plan) which is administered separately by an individual trustee, a Group executive and BDO Unibank, Inc. Trust Investment Division under the supervision of the Board of Trustees (BOT) of the Plan. The responsibilities of the BOT, among others, include the following:

- To hold, invest and reinvest the fund for the exclusive benefits of the members and beneficiaries of the retirement plan and for this purpose the BOT is further authorized to designate and appoint a qualified Investment Manager with such powers as may be required to realize and obtain maximum yield on investment of the fund;
- To make payments and distributions in cash, securities and other assets to the members and beneficiaries of the Plan.

Under the existing regulatory framework, Republic Act 7641 requires a provision for retirement pay to qualified private sector employees in the absence of any retirement plan in the entity, provided however that the employee's retirement benefits under any collective bargaining and other agreements shall not be less than those provided under the law. The law does not require minimum funding of the plan.



The following table summarizes the components of net pension expense (included in “Salaries, wages and employee benefits” account) and pension income (included in “Other income - net” account) in the consolidated statements of income (see Notes 25 and 28):

Pension Expense

	2015	2014	2013
Current service cost	₱84,082	₱88,520	₱154,761
Effect of the asset limit	509	—	23,181
Settlement loss	91	—	—
Net interest expense (income) on benefit obligation and plan assets	(2,083)	3,137	(57,899)
Past service cost - curtailment	(9,844)	(11,442)	(15,997)
Total pension expense	₱72,755	₱80,215	₱104,046

Pension Income

	2015	2014	2013
Current service cost	₱33,721	₱41,092	₱1,893
Effect of the asset limit	37,913	28,526	1,819
Net interest income on benefit obligation and plan assets	(86,729)	(71,585)	(4,141)
Total pension income	(₱15,095)	(₱1,967)	(₱429)

Movements in the fair value of plan assets of the Group follow:

	2015	2014
Balance at beginning of year	₱2,904,705	₱2,186,002
Interest income	136,894	124,736
Remeasurement gains (losses)	(283,125)	572,403
Benefits paid from plan assets	(8,082)	(29,485)
Contributions	—	51,049
Balance at end of year	₱2,750,392	₱2,904,705

Changes in the present value of the defined benefit obligation follow:

	2015	2014
Balances at beginning of year	₱1,006,684	₱976,283
Current service cost	117,803	129,612
Interest expense	48,082	56,218
Settlement loss	91	—
Past service cost - curtailment	(9,844)	(11,442)
Benefits paid - from plan assets	(8,082)	(5,279)
Benefits paid - direct payments	(5,780)	(34,955)
Remeasurement losses (gains) arising from:		
Financial assumptions	8,023	37,225
Demographic assumptions	(7,803)	(150,151)
Experience adjustments	60,463	(2,160)
Effect of business combination	—	11,333
Balances at end of year	₱1,209,637	₱1,006,684



Below is the net pension asset for those entities within the Group with net pension asset position:

	2015	2014
Present value of funded defined benefit obligations	₱981,313	₱840,025
Fair value of plan assets	2,664,268	2,835,410
	(1,682,955)	(1,995,385)
Effect on asset ceiling	723,976	817,327
Net pension asset	(₱958,979)	(₱1,178,058)

Movements in the net pension asset follow:

	2015	2014
Net pension asset at beginning of year	(₱1,178,058)	(₱796,723)
Remeasurements loss (gain) recognized in other comprehensive income	184,802	(420,928)
Net pension expense	25,377	52,434
Reclassifications - net	8,900	—
Effect of business combination	—	38,208
Contributions	—	(51,049)
Net pension asset at end of year	(₱958,979)	(₱1,178,058)

Below is the net pension liability for those entities within the Group with net pension liability position:

	2015	2014
Present value of funded defined benefit obligations	₱228,324	₱166,659
Fair value of plan assets	86,124	69,295
Net pension liability	₱142,200	₱97,364

Movements in the net pension liability follow:

	2015	2014
Net pension liability at beginning of year	₱97,364	₱93,765
Net pension expense	32,283	25,815
Remeasurement loss recognized in other comprehensive income	27,233	15,409
Reclassifications - net	(8,900)	—
Effect of business combination	—	(26,875)
Benefits paid	(5,780)	(10,750)
Net pension liability at end of year	₱142,200	₱97,364

The Group does not expect to contribute into the pension fund for the year ending 2016.



The major categories and corresponding fair values of plan assets by class of the Group's Plan as at the end of each reporting period are as follow:

	2015	2014
Cash and cash equivalents		
Cash in banks	₱100,708	₱226
Time deposits	2,237	73,708
	102,945	73,934
Investments in stocks		
Common shares	1,853,244	2,093,913
Preference shares	29,122	31,692
	1,882,366	2,125,605
Investment in government securities		
Fixed rate treasury notes (FXTNs)	528,318	457,160
Retail treasury bonds (RTBs)	19,969	20,850
	548,287	478,010
Investment in other securities and debt instruments		
AAA rated debt securities	193,451	112,667
Not rated debt securities	11,984	43,731
	205,435	156,398
Other receivables	11,769	71,123
Accrued trust fees and other payables	(410)	(365)
Fair value of plan assets	₱2,750,392	₱2,904,705

The investment in stocks is further categorized as follows:

	2015	2014
Common shares		
Quoted		
Holdings	₱1,809,594	₱2,058,741
Mining and oil	24,570	25,560
	1,834,164	2,084,301
Unquoted		
Service	19,080	9,612
	19,080	9,612
Preference shares		
Quoted		
Holdings	₱15,372	₱24,202
Industrial	13,750	7,490
	29,122	31,692
	₱1,882,366	₱2,125,605

Trust fees paid in 2015, 2014 and 2013 amounted to ₱0.44 million, ₱1.38 million and ₱1.15 million, respectively.

The composition of the fair value of the Fund includes:

- *Cash and cash equivalents* - include savings and time deposit with various banks and special deposit account with Bangko Sentral ng Pilipinas (BSP SDA).



- *Investment in stocks* - includes investment in common and preferred shares both traded and not traded in the PSE.
- *Investment in government securities* - include investment in Philippine RTBs and FXTNs.
- *Investments in other securities and debt instruments* - include investment in long-term debt notes and retail bonds.
- *Other receivables* - includes interest and dividends receivable generated from investments included in the plan.
- *Accrued trust fees and other payables* - pertain mainly to charges of trust or in the management of the plan.

In 2015 and 2014, the Group's investments in stocks include equity securities of related parties as follows:

	2015	2014
Equity securities:		
Fair value gain	₱1,853,244	₱25,560
Unrealized gains or losses on equity securities	232,541	12,417

The fund holds investments in shares of stock of the Parent Company with fair market value of ₱1.81 billion and ₱2.06 billion as of December 31, 2015 and 2014, respectively.

The overall administration and management of the plan rest upon the Plan's BOT. The voting rights on the above securities rest to the BOT for funds directly held through the Group's officers and indirectly for those entered into through other trust agreements with the trustee bank authorized to administer the investment and reinvestments of the funds.

The cost of defined benefit pension plans and the present value of the pension obligation are determined using actuarial valuations. The actuarial valuation involves making various assumptions. The principal assumptions used in determining pension and post-employment medical benefit obligations for the defined benefit plans are shown below:

	2015	2014	2013
Discount rate	5.00% to 6.36%	4.07% to 5.57%	4.26% to 6.15%
Salary increase rate	3.00% to 10.00%	3.00% to 10.00%	3.00% to 10.00%

There are no unusual or significant risks to which the Plan exposes the Group. However, in the event a benefit claim arises under the Retirement Plan and the Retirement Fund is not sufficient to pay the benefit, the unfunded portion of the claim shall immediately be due and payable from the Group to the Retirement Fund.

There was no plan amendment, curtailment, or settlement recognized in the years ended December 31, 2015 and 2014.



Sensitivity analysis on the actuarial assumptions

Each sensitivity analysis on the significant actuarial assumptions was prepared by remeasuring the Defined Benefit Obligation (DBO) at the reporting date after first adjusting one of the current assumptions according to the applicable sensitivity increment or decrement (based on changes in the relevant assumption that were reasonably possible at the valuation date) while all other assumptions remained unchanged. The sensitivities were expressed as the corresponding change in the DBO.

It should be noted that the changes assumed to be reasonably possible at the valuation date are open to subjectivity, and do not consider more complex scenarios in which changes other than those assumed may be deemed to be more reasonable.

	Increase (decrease)	2015	2014
Discount rates	+100 basis points	(P37,583)	(P78,702)
	-100 basis points	43,222	94,220
Salary increases	+1.00%	36,855	85,406
	-1.00%	(42,832)	(71,437)

Asset-liability matching strategies

Each year, an Asset-Liability Matching Strategy (ALM) is performed with the result being analyzed in terms of risk-and-return profiles. It is the policy of the Trustee that immediate and near-term retirement liabilities of the Group's Retirement Fund are adequately covered by its assets. As such, due considerations are given that portfolio maturities are matched in accordance with due benefit payments. The retirement fund's expected benefit payments are determined through the latest actuarial reports.

Funding arrangements

The Group is not required to pre-fund the future defined benefits payable under the Retirement Plan before they become due. For this reason, the amount and timing of contributions to the Retirement Fund are at the Group's discretion. However, in the event a benefit claim arises and the Retirement Fund is insufficient to pay the claim, the shortfall will then be due and payable from the Group to the Retirement Fund.

Shown below is the maturity analysis of the undiscounted benefit payments:

	2015	2014
Less than 1 year	P370,803	P253,736
More than 1 year to 5 years	127,055	115,653
More than 5 years to 10 years	343,631	360,725
	P841,489	P730,114



24. Costs of Sales and Services

Details of costs of sales and services follow:

	2015	2014	2013
Cost of Sales			
Cost of real estate inventory (Note 9)	₱6,673,502	₱6,412,311	₱6,567,151
Materials and supplies	3,091,755	4,107,099	3,157,875
Fuel and lubricants	1,165,441	2,797,911	2,453,660
Outside services	898,327	1,184,384	740,963
Depreciation and amortization (Notes 12, 13 and 14)	745,144	1,039,826	911,279
Direct labor	617,852	609,459	521,267
Production overhead	487,624	440,746	387,108
Hauling, shiploading and handling costs (Note 21)	128,503	179,088	540,763
Others	85,261	143,469	216,074
	₱13,893,409	₱16,914,293	₱15,496,140
Cost of Services			
Materials and supplies	₱7,360,305	₱7,722,466	₱8,850,595
Outside services	2,918,717	2,434,698	4,359,274
Direct labor	2,127,668	1,845,916	1,582,222
Depreciation and amortization (Notes 12, 13 and 14)	2,090,768	2,003,746	1,237,949
Fuel and lubricants	1,577,839	1,669,150	1,050,377
Production overhead	1,554,895	1,130,221	988,879
Hauling, shiploading and handling costs (Note 21)	110,270	68,582	—
Spot purchases of electricity	107,406	4,118,591	229,197
Others	62,489	90,304	430,335
	17,910,357	21,083,674	18,728,828
	₱31,803,766	₱37,997,967	₱34,224,968

Depreciation, depletion and amortization included in the consolidated statements of income follow:

	2015	2014	2013
Included in:			
Cost of energy sales	₱1,298,297	₱1,189,196	₱1,057,557
Cost of coal mining	552,096	892,296	350,928
Cost of nickel mining	193,048	147,530	—
Cost of construction contracts and others	791,720	813,560	740,743
Cost of real estate development	751	990	—
Operating expenses (Note 25)	798,682	793,505	2,036,834
	₱3,634,594	₱3,837,077	₱4,186,062



	2015	2014	2013
Depreciation, depletion and amortization of:			
Property, plant and equipment (Note 13)	₱4,093,953	₱3,975,963	₱4,566,006
Other noncurrent assets (Note 14)	42,661	35,476	36,726
Investment properties (Note 12)	8,970	8,846	6,826
	₱4,145,584	₱4,020,285	₱4,609,558

Depreciation, depletion and amortization capitalized in ending inventories and exploration and evaluation asset amounted to ₱510.99 million, ₱183.21 million and ₱423.50 million in 2015, 2014 and 2013, respectively.

Salaries, wages and employee benefits included in the consolidated statements of income follow:

	2015	2014	2013
Presented under:			
Costs of construction contracts	₱2,152,364	₱1,856,256	₱1,601,200
Operating expenses (Note 25)	1,276,762	1,261,471	1,112,195
Costs of mining	593,156	599,119	502,289
	₱4,022,282	₱3,716,846	₱3,215,684

25. Operating Expenses

This account consists of:

	2015	2014	2013
Government share (Note 31)	₱1,796,047	₱1,858,190	₱1,304,961
Salaries, wages and employee benefits (Notes 23 and 24)	1,276,762	1,261,471	1,112,195
Provisions for doubtful accounts, probable losses and loss on sale of assets (Notes 7, 10, and 14)	960,954	514,248	443,650
Depreciation and amortization (Notes 3, 12, 13, 14 and 24)	798,682	793,505	2,036,834
Taxes and licenses	762,003	583,316	638,735
Commission	599,319	616,675	737,447
Advertising and marketing	549,629	397,549	309,730
Outside services	466,538	615,821	837,816
Repairs and maintenance	348,412	297,301	258,447
Communication, light and water	156,624	159,154	114,410
Entertainment, amusement and recreation	112,199	102,660	73,560

(Forward)



	2015	2014	2013
Transportation and travel	₱105,961	₱104,779	₱62,285
Insurance	105,185	80,720	66,347
Rent (Note 37)	82,382	127,680	115,773
Association dues	72,696	116,161	39,834
Supplies	59,063	69,640	55,748
Loss on writedown of property, plant and equipment (Notes 3 and 13)	16,088	111	443,349
Miscellaneous	278,324	391,242	420,988
	₱8,546,868	₱8,090,223	₱9,072,109

26. Finance Income

Finance income is derived from the following sources:

	2015	2014	2013
Interest on:			
Real estate installment receivables (Note 7)	₱288,260	₱216,089	₱321,457
Short-term placements (Note 4)	117,246	149,674	205,840
Bank savings account (Note 4)	53,007	65,694	119,307
Investment from sinking fund (Note 14)	8,993	6,691	12,173
	₱467,506	₱438,148	₱658,777

27. Finance Costs

The finance costs are incurred from the following:

	2015	2014	2013
Short-term debt (Note 15)	₱268,086	₱112,417	₱126,962
Long-term debt (Note 19)	226,138	304,260	770,573
Amortization of debt issuance cost (Note 19)	39,566	16,361	21,752
Accretion on unamortized discount on liabilities for purchased land and provision for decommissioning and site rehabilitation (Notes 16 and 20)	11,926	34,050	10,041
	₱545,716	₱467,088	₱929,328



28. Other Income - net

This account consists of:

	2015	2014	2013
Forfeitures and cancellation of real estate contracts	₱319,776	₱496,641	₱419,379
Recoveries from insurance claims	157,651	82,552	10,632
Sales of fly ash	133,119	122,600	203,180
Rental income (Note 12)	114,224	237,802	84,453
Gain on sale of property, plant and equipment and investment properties - net (Notes 12 and 13)	90,922	127,201	144,855
Income from commissioning	58,327	—	—
Income from default payments	31,128	45,045	35,923
Pension income (Note 23)	15,095	1,967	429
Management fee (Note 21)	5,112	3,785	10,890
Dividend income (Notes 5 and 6)	4,288	7,000	4,291
Gain on sale of undeveloped land (Note 9)	—	284,287	—
Reversal of allowance for doubtful accounts (Notes 6, 7, and 14)	10,684	2,573	199,859
Others	61,707	106,002	247,361
	₱1,002,033	₱1,517,455	₱1,361,252

Others

Others include income arising from despatch of ₱170 million in 2013 and nil in 2014 and 2015, penalty charges for delayed payments of contracts receivable-housing, holding fees, fee for change of ownership, transfer fees, restructuring fees, lease facilitation fees, income derived from selling excess electricity produced by SMPC to neighboring communities, guarantee fee income, and unrealized market gain (loss) on investment.

Despatch income pertains to shiploading services rendered by the DMC to its customers.

Despatch income is earned upon completion of loading of nickel ore to the vessel. Income earned from shiploading services are based on the difference between the allowed and actual laytime of nickel ore to the respective vessels nominated by its customers multiplied by the prevailing daily international market rates. These rates are provided by the ship owners prior to the loading of nickel ore and determined when the vessel is nominated and accepted. The rates to be used shall be included in the customer's vessel nomination and shall be confirmed by the DMC through its marketing agent.

29. Income Tax

The provision for income tax shown in the consolidated statements of income consists of:

	2015	2014	2013
Final	₱62,282	₱41,549	₱57,807
Current	2,723,212	1,291,178	1,835,525
Deferred	819,336	(244,451)	211,318
	₱3,604,830	₱1,088,276	₱2,104,650



The components of net deferred tax assets as of December 31, 2015 and 2014 follow:

	2015	2014
Deferred tax assets on:		
Allowance for:		
Doubtful accounts	₱428,442	₱–
Inventory obsolescence	19,846	–
Impairment	13,526	1,822
Construction contracts price adjustments	69,213	63,841
Pension liabilities - net	30,710	10,649
Accruals of expenses	15,843	3,665
Provision for decommissioning and site Rehabilitation	2,675	2,265
MCIT	2,062	–
NOLCO	490	637,766
Unrealized foreign exchange gain	–	795
Others	129	3,650
	₱582,936	₱724,453
Deferred tax liabilities on:		
Unrealized foreign exchange loss	(₱9,600)	₱–
Excess construction costs capitalized	(29,477)	–
	(39,077)	–
	₱543,859	₱724,453

The components of net deferred tax liabilities as of December 31, 2015 and 2014 follow:

	2015	2014
Deferred tax assets on:		
Allowance for:		
Doubtful accounts	₱21,427	₱62,635
Impairment losses	669	25,472
Probable losses	7,648	7,648
Unamortized discount on payable to landowners	4,096	3,045
Provision for decommissioning and site rehabilitation	913	845
NOLCO	261	64,807
Unrealized foreign exchange-losses	–	1,523
Provision for inventory obsolescence	–	13,576
MCIT	–	615
Others	8,466	–
	₱43,480	₱180,166
Deferred tax liabilities on:		
Excess of book over tax income pertaining to construction contracts and real estate sales	(₱1,774,916)	(₱1,128,891)
Effect of business combination	(1,393,424)	(1,438,601)
Capitalized interest on real estate for sale and development deducted in advance	(238,169)	(301,242)
Unrealized foreign exchange gain - net	(133,921)	–
Excess construction costs capitalized	(82,276)	(166,021)

(Forward)



	2015	2014
Unamortized transaction cost on loans payable	(P35,142)	(P25,334)
Pension assets	(7,227)	–
Mine rehabilitation	(6,089)	(6,060)
Pension liabilities	–	(30,569)
Unrealized marked to market gain	–	(189)
Others	(1,392)	(99,204)
	(3,672,556)	(3,196,111)
	(P3,629,076)	(P3,015,945)

The Group has the following deferred taxes on deductible temporary differences, NOLCO and MCIT that are available for offset against future taxable income or tax payable for which have not been recognized:

	2015	2014
NOLCO	P3,562,698	P3,534,923
Unrealized forex losses	47,891	–
Allowance for impairment losses	37,556	29,300
Allowance for probable losses	16,922	3,727
Allowance for doubtful accounts	12,979	121,768
Provision for retirement	8,160	–
Pension liabilities	7,747	12,444
Mine rehabilitation	6,888	6,647
MCIT	3,375	7,571
Accruals	1,142	7,459
Provision for decommissioning and site rehabilitation	–	4,741
	P3,705,358	P3,728,580

Deferred tax assets are recognized only to the extent that taxable income will be available against which the deferred tax assets can be used.

The reconciliation of the statutory income tax rate to the effective income tax rate follows:

	2015	2014	2013
Statutory income tax rate	30.00%	30.00%	30.00%
Adjustments for:			
Tax-exempt income	(11.79)	(24.02)	(11.27)
Dividend income	(0.01)	(10.49)	(0.02)
Changes in unrecognized deferred tax assets	2.96	8.54	0.38
Stock transaction costs	–	(0.19)	0.04
Interest income subjected to final tax at a lower rate - net	(0.10)	(0.15)	(0.17)
MCIT	–	(0.05)	–
Nontaxable equity in net earnings of associates and jointly controlled entities	(3.47)	(0.01)	(7.24)

(Forward)



	2015	2014	2013
Excess costs of construction			
contracts	0.35	1.11	—
Depletion of mining rights	0.17	1.06	—
Nondeductible expenses	0.13	1.06	5.11
NOLCO	0.10	0.15	—
Foreign exchange losses			
(gains) - net	(0.20)	0.03	(0.19)
Gain on sale of investment			
subjected to final tax at a			
lower rate - net	(0.79)	—	(8.00)
Others	0.21	0.28	—
Effective income tax rate	17.56%	7.32%	8.64%

Board of Investments (BOI) Incentives

PDI - New Developer of Mass Housing Project

On various dates in 2015 and 2014, several projects of PDI were registered on a non-pioneer status with the BOI as these projects fall under the infrastructure (Mass Housing Projects) listing of the Investment Priorities Plan.

Under the terms of its registrations with BOI, PDI is entitled, among others, to the following incentives:

- Income Tax Holiday (ITH) for a period of three (3) to four (4) years;
- Employment of foreign officials may be allowed in supervisory, technical or advisory positions for five (5) years from date of registration; and
- Importation of consigned equipment for a period of ten (10) years from date of registration, subject to the posting of re-export bond.

SMPC - Expanding Producer of Coal

On September 26, 2008, BOI issued in favor of SMPC a Certificate of Registration as an Expanding Producer of Coal in accordance with the provisions of the Omnibus Investments Code of 1987. Pursuant thereto, SMPC shall be entitled to the following incentives, among others:

- ITH for six (6) years from September 2008 or actual start of commercial operations, whichever is earlier, but in no case earlier than the date of registration. For purposes of availment of ITH, a base figure of 2.71 million metric tons (MT) representing SMPC's average sales volume for the past three (3) years prior to the expansion shall be used.

SMPC shall initially be granted a four-year ITH. The additional two (2) year ITH shall be granted upon submission of completed or on-going projects in compliance with its Corporate Social Responsibility (CSR), which shall be submitted before the lapse of its initial four-year ITH. SMPC's ITH of 6 years is expected to lapse in September 2014.

On May 1, 2014, the BOI approved SMPC's additional year of ITH entitlement from September 2014 to September 2015. On August 12, 2014, the BOI approved SMPC's additional year of ITH entitlement from September 2015 to September 2016.

- Employment of foreign nationals. This may be allowed in supervisory, technical or advisory positions for five (5) years from the date of registration. The president, general manager and treasurer of foreign-owned registered companies or their equivalent shall not be subject to the foregoing limitations.



Date of filing: Application shall be filed with the BOI Incentives Department before assumption to duty of newly hired foreign nationals and at least one (1) month before expiration of existing employment for renewal of visa.

- c. Simplification of Customs procedures for the importation of equipment, spare parts, raw materials and supplies.

On August 19, 2009, the BOI granted SMPC's request for a reduced base figure from 2.71 million MT to 1.90 million MT representing the average sales volume for the past eight (8) years (2000 to 2007) prior to registration with the BOI.

SMPC availed of tax incentive in the form of ITH on its income under registered activities amounting to ₱2.29 billion, ₱2.69 billion and ₱1.48 billion in 2015, 2014 and 2013, respectively.

SCPC - New Operator of the 600-MW Calaca Coal-Fired Power Plant

On April 19, 2010, SCPC was registered with the BOI as New Operator of the 600-MW Calaca Coal-Fired Power Plant on a Non-Pioneer Status in accordance with the provisions of the Omnibus Investments Code of 1987. In accordance with its registration, SCPC shall be entitled to, among others, an ITH for four (4) years from April 2011 or actual start of commercial operations, whichever is earlier, but in no case earlier than the date of registration. The ITH incentives shall be limited to the revenue generated from the sales of electricity of the 600 MW Batangas Coal-Fired Thermal Power Plant.

On January 7, 2011, BOI approved SCPC's request for an earlier application of the ITH to be effective January 1, 2010.

On December 17, 2013, BOI approved SCPC's request for the extension for one (1) year of the ITH for the period January 1 to December 31, 2014.

SCPC availed of tax incentive in the form of ITH on its income under registered activities amounting to nil and ₱1.22 billion in 2015 and 2014, respectively.

SLPGC - New Operator of 300-MW Batangas Coal Fired Power Plant

On June 21, 2012, the application for registration of SLPGC as new operator of 300 MW (Phase 1) Batangas Coal Fired Power Plant on a Non-Pioneer Status under the Omnibus Investments Code of 1987 (Executive Order No. 226) was approved. Pursuant thereto, SLPGC shall be entitled to the following incentives, among others:

- a. ITH for four (4) years from January 2015 or actual start of commercial operations, whichever is earlier but in no case earlier than the date of registration;
- b. For the first five (5) years from date of registration, the enterprise shall be allowed an additional deduction from taxable income of fifty percent (50.00%) of the wages corresponding to the increment in number of direct labor for skilled and unskilled workers in the year of availments as against the previous year if the project meets the prescribed ratio of capital equipment to the number of workers set by the Board and provided that this incentive shall not be availed of simultaneously with the ITH;
- c. Importation of consigned equipment for a period of ten (10) years from date of registration, subject to posting of re-export bond;



- d. Employment of foreign nationals. This may be allowed in supervisory, technical or advisory positions for five (5) years from date of registration; and
- e. Simplification of customs procedures for the importation of equipment, spare parts, raw materials and supplies.

On June 19, 2015, SLPGC wrote the BOI informing the latter of the delay in the start of commercial operations of Units 1 & 2 of the 2x150 MW CFB Fired Power Plant Project citing as reason the delay in the substation interconnection of the plant due to legal and commercial issues between and among the National Power Corporation, National Transmission Corporation, First Gas Power Corporation, MERALCO, PSALM and National Grid Corporation.

On July 2, 2015 the BOI replied that the BOI may grant a request for deferment of start of commercial operations with justifiable cause for a maximum of one (1) year. The BOI may also grant a second request for deferment for six (6) months provided that the reason for the second request is different from the first. However failure to start commercial operations as committed in a second request shall be a ground for automatic cancellation of registration without prejudice to filing a new application for registration.

On February 16, 2016, SLPGC informed the BOI that testing and commission commenced shortly after the interconnection issue was resolved on July 16, 2015. In said letter SLPGC formally requested the BOI for extension for the six (6) months or up to June 2016.

DMCI Masbate - New Operator of a 24.4 MW Diesel Power Plant in Mobo, Masbate

On September 23, 2010, the BOI approved the registration of DMCI Masbate as New Operator of a 24.4 MW Diesel Power Plant in Mobo, Masbate on a Pioneer status under the Omnibus Investment Code of 1987. As a registered entity, DMCI Masbate is entitled to certain fiscal and non-fiscal incentives which include, among others, an ITH on the registered operations of the entity. Other incentives with no specific number of years of entitlement may be enjoyed for a maximum of ten (10) years from the start of commercial operation/date of registration. DMCI Masbate availed of tax incentive in the form of ITH on its income under registered activities amounting to ₱72.02 million and ₱74.20 million in 2015 and 2014, respectively.

30. Earnings Per Share

The following table presents information necessary to calculate basic earnings per share on net income attributable to equity holders of the Parent Company (in thousands except basic/diluted earnings per share):

	2015	2014	2013
Net income attributable to equity holders of Parent Company	₱12,834,666	₱10,775,334	₱18,863,716
Divided by weighted average number of common shares*	13,277,470	13,277,470	13,277,470
Basic/diluted earnings per share	₱0.97	₱0.81	₱1.42

*The weighted average number of shares takes into account average effect of changes for the issuance of stock dividends in 2014.

There were no dilutive potential ordinary shares. Accordingly, no diluted earnings per share is presented in 2015, 2014 and 2013.



31. Coal Operating Contract with DOE

On July 11, 1977, the Government, through its former Energy Development Board, awarded a 35-year COC to a consortium led by Vulcan Industrial & Mineral Exploration Corporation and Sulu Sea Oil Development Corporation that subsequently assigned said COC to SMPC on April 7, 1980. On July 27, 1977, Presidential Decree (PD) 972 was amended by PD 1174: (a) increasing coal operators' maximum cost recovery from an amount not exceeding 70% to 90% of the gross proceeds from production, and (b) increasing the amount of a special allowance for Philippine corporations from an amount not exceeding 20% to 30% of the balance of the gross income, after deducting all operating expenses. As a result, SMPC's COC was subsequently amended on January 16, 1981 reflecting said changes.

On June 8, 1983, the Ministry of Energy (now DOE), issued a new COC to SMPC, incorporating the foregoing assignment and amendments. The COC gives SMPC the exclusive right to conduct exploration, development and coal mining operations on Semirara Island until July 13, 2012. On May 13, 2008, the DOE granted SMPC's request for an extension of its COC for another 15-year or until July 14, 2027.

On November 12, 2009, the COC was amended further, expanding its contract area to include portions of Caluya and Sibay islands, Antique, covering an additional area of 5,500 hectares and 300 hectares, respectively.

On April 29, 2013, the DOE issued a new COC to SMPC, which grants it the exclusive right to conduct exploration, development and coal mining operations in the municipality of Bulalacao, province of Oriental Mindoro, up to a maximum of 36 years from its effective date. The COC covers two coal-bearing parcels of land covering areas of 2,000 and 5,000 hectares, respectively.

On June 7, 2013, the DOE issued a new COC to SMPC, which grants it the exclusive right to conduct exploration, development and coal mining operations in the municipalities of Maitum and Kiamba, province of Sarangani, up to a maximum of 36 years from its effective date. The COC covers a coal-bearing parcel of land covering area of 5,000 hectares.

In return for the mining rights granted to SMPC, the Government is entitled to receive annual royalty payments consisting of the balance of the gross income after deducting operating expenses, operator's fee and special allowance. SMPC's provision for DOE's share under this contract and to the different LGU in the province of Antique, under the provisions of the Local Government Code of 1991, amounted to ₱1.80 billion, ₱1.86 billion and ₱1.30 billion in 2015, 2014 and 2013, respectively, included under "Operating expenses" in the consolidated statements of income (Note 25). The liabilities, amounting to ₱1.12 billion and ₱1.13 billion as of December 31, 2015 and 2014 are included under the "Accounts and other payables" account in the consolidated statements of financial position (Note 17).

The DOE, through the Energy Resources Development Bureau, approved the exclusion of coal produced and used solely by SMPC to feed its power plant in determining the amount due to DOE.



32. Material Partly-Owned Subsidiary

The financial information of the Group's subsidiaries with material non-controlling interest (NCI) are provided below. These information are based on amounts before intercompany eliminations.

Semirara Mining and Power Corporation (SMPC) and Subsidiaries

	2015	2014
Consolidated statements of financial position		
Current assets	₱15,092,708	₱12,772,628
Noncurrent assets	42,064,329	39,128,748
Total assets	57,157,037	51,901,376
Current liabilities	15,555,722	12,138,202
Noncurrent liabilities	14,700,233	17,056,963
Total liabilities	30,255,955	29,195,165
Equity	₱26,901,082	₱22,706,211
Consolidated statements of comprehensive income		
Revenue	₱24,680,171	₱28,585,341
Cost of sales	10,542,092	18,927,487
Gross profit	14,138,079	9,657,854
Operating expenses	(4,389,084)	(3,220,999)
Other expenses	(80,002)	(128,428)
Income before income tax	9,668,993	6,308,427
Provision for (benefit from) income tax	1,182,084	(552,867)
Net income	8,486,909	6,861,294
Other comprehensive loss	(17,038)	(7,595)
Total comprehensive income	₱8,469,871	₱6,853,699
Cash flows information		
Operating	₱10,683,869	₱11,925,643
Investing	(5,115,628)	(10,671,264)
Financing	(4,467,783)	(2,388,159)
Effect of exchange rate changes on cash and cash equivalents	(37,975)	(2,402)
Net increase (decrease) in cash and cash equivalents	₱1,062,483	(₱1,136,182)

Berong Nickel Corporation

	2015	2014
Statement of financial position		
Current assets	₱1,802,917	₱933,360
Noncurrent assets	556,554	782,400
Total assets	2,359,471	1,715,760
Current liabilities	1,711,035	1,050,894
Noncurrent liabilities	342,873	19,055
Total liabilities	2,053,908	1,069,949
Equity	₱305,563	₱645,811



	2015	2014
Statement of comprehensive income		
Revenue	₱3,067,433	₱2,141,350
Cost of sales	951,087	938,650
Gross profit	2,116,346	1,202,700
Operating expenses	(717,110)	(739,686)
Other income (expenses)	43,120	(18,934)
Income before income tax	1,442,356	444,080
Provision for income tax	439,908	121,765
Net income	1,002,448	322,315
Other comprehensive income (loss)	(2,695)	191
Total comprehensive income	₱999,753	₱322,506
Cash flow information		
Operating	₱1,359,795	₱897,538
Investing	(52,728)	(612,178)
Financing	(279,492)	(185,000)
Effect of exchange rate changes on cash and cash equivalents	74,459	(4,928)
Net increase in cash and cash equivalents	₱1,102,034	₱95,432

The accumulated balances of material noncontrolling interest as at December 31, 2015 and 2014 amounted to ₱12,099.31 million and ₱10,432.43 million, respectively. Dividends paid to noncontrolling interests amounted to ₱2,203.38 million and ₱1,867.32 million, respectively.

33. Business Combination

Acquisition of TMC

On October 23, 2012, DMC purchased from Daintree Resources Limited 8.48 million common shares or 17.01% ownership in TMC for GBP3.40 million or ₱226.90 million. TMC is an investment holding company incorporated in England and Wales on May 29, 2007 and is engaged in ore and mineral mining and exploration.

In 2013, DMC increased its interest in TMC by acquiring additional shares through a mandatory cash offer to TMC's shareholders. As of December 31, 2013, DMC holds 49.15 million shares and voting rights representing 98.06% of voting rights. In 2014, the remaining 1.94% of TMC was paid by DMC.

On December 20, 2013, DMC acquired majority seats in the Board of TMC.

As at December 31, 2013, the Group assessed that its investment in TMC be accounted for as investment in subsidiary in accordance with the guidance set out by PFRS 10. The assets, liabilities and equity of TMC have been consolidated in the financial statements of the Group on December 20, 2013, the date when control is obtained. As of December 31, 2013, the accounting for business combination of TMC was accounted for provisionally since the fair values of net assets acquired are yet to be finalized. The provisional accounting resulted to excess of fair value of identifiable net assets over the consideration of ₱31.04 million and was presented as a gain in the 2013 consolidated statements of income. The business combination was finalized in 2014. Upon finalization, the Group remeasured its previously held interest of 17.01% which resulted to a loss of ₱42.62 million presented in "Gain (loss) on remeasurement of previously held interest" in the 2013 consolidated statements of income.



The following table summarizes the final amounts of the assets acquired and liabilities assumed at the acquisition date:

	Fair value recognized on acquisition date
Assets	
Cash and cash equivalents	₱28,485
Trade and other receivables	4,912
Other current assets	1,807
Furniture and equipment	450
Investment in associates	559,809
Noncurrent receivables and other noncurrent assets	1,002,506
	<u>1,597,969</u>
Liabilities	
Trade and other payables	40,961
Accrued expenses	17,536
	<u>58,497</u>
Fair value of net assets acquired	₱1,539,472

The Group assessed that the carrying values of the assets acquired and liabilities assumed approximates fair values except for the investments in associates which were valued using the income approach, discounted cash flow (DCF) method.

The purchase price for the remaining 1.94% of ₱35.77 million is included in the consideration and the related liability. This arises from the mandatory call option for the remaining 1.94% interest.

Goodwill recognized on the business combination of TMC follows (in thousands):

Fair value of net assets acquired	₱1,539,472
Less:	
Amount of consideration for the acquisition	1,459,524
Fair value of previously held interest	260,475
Goodwill, as converted to Philippine Peso	(₱180,527)

The goodwill recognized amounting to ₱180.53 million comprises the expected cash flows to be generated from the mining rights and properties of TMC's associates. The acquisition of TMC will enable the Group to strengthen its strategic objective in the nickel mining segment. With a more diversified portfolio, the Group expects to generate revenue from its nickel mining segment. These recurring revenues can, in turn, be used to provide internally generated funding for other projects.

TMC has no contributed profits or loss from the date of acquisition to December 31, 2013. If the acquisition had taken place at the beginning of the year, net income before tax would have decreased by ₱263.61 million because of the losses incurred by TMC.



The above finalization of business combination of TMC resulted to the restatement of the 2013 consolidated financial statements with the following affected balances:

	Total Assets	Total Liabilities	Net Income	Stockholder's Equity
December 31, 2013, as previously reported	₱123,750,759	(₱63,547,682)	(₱22,256,759)	(₱60,203,077)
Recognition of goodwill	180,527	—	—	—
Adjustment in investment account for equity share in net earnings of TMC associates	(218,425)	—	—	—
Adjustment in consideration for the liability for option to purchase of the remaining 1.94%	—	(35,766)	—	—
Reversal of gain in bargain purchase loss on remeasurement of previously held interest	—	—	73,664	73,664
Net adjustments	(37,898)	(35,766)	73,664	73,664
December 31, 2013, as restated	₱123,712,861	(₱63,583,448)	(₱22,183,095)	(₱60,129,413)

As discussed in Note 2, DMC sold its investment in TMC on December 19, 2014 to a third party individual after effectively transferring the entire receivables and shares of TMC in the mining entities (TMM, URHI, UNC, NRHI and BNC) to DMC.

On December 19, 2014, upon loss of control on TMC, DMC has derecognized the assets (including goodwill) and liabilities of TMC at their carrying amounts.

Acquisition of TMM, URHI, UNC, NRHI and BNC

In June 2014, organizational meetings were held for the above entities, wherein the voting rights held by Atlas were assigned to the representative of the Group. In that same meeting, management team from the Group were assigned as key officers of the above entities. Further, on July 11, 2014, a Memorandum of Agreement (MOA) was entered between TMC and Atlas, which set out the material terms under which the parties have agreed to hold their respective investments in respect of the exploration, development and utilization of Berong Mineral Properties defined in the joint venture agreement dated January 9, 2005. The said MOA sets out the rights of each of Atlas and TMC including the assignment of board seats, majority of which were assigned to TMC and delegation to TMC of the day-to-day operations and critical decision making in running the mining operations.

On June 19, 2014, the Group assessed that its investment in these entities be accounted for as investment in subsidiaries, instead of associates, in accordance with the guidance set out by PFRS 10. The assets, liabilities and equity of these entities have been consolidated in the financial statements of the Group on June 19, 2014, the date when control is obtained.



The following table summarizes the amounts of the assets acquired and liabilities assumed recognized at the acquisition date:

	Fair value recognized on acquisition date
Assets	
Cash and cash equivalents	₱410,978
Trade and other receivables	131,047
Inventory	185,562
Other current assets	129,296
Property and equipment	560,247
Mining properties	1,588,726
Deferred tax assets	964
Other noncurrent assets	165,230
	<u>3,172,050</u>
Liabilities	
Trade and other payables	983,052
Provision for mine rehabilitation and decommissioning	2,364
Pension liabilities	11,332
Deferred tax liabilities	386,405
	<u>1,383,153</u>
Fair value of net assets acquired	<u>₱1,788,897</u>

The Group assessed that the carrying values of the assets acquired and liabilities assumed approximates fair values except for the mining properties which were valued using the income approach, discounted cash flow (DCF) method.

Total gain from remeasurement of previously held interests in TMM, URHI, UNC, NRHI and BNC amounted to ₱54.36 million in 2014, shown as part of 'Gain from remeasurement of previously held interest' in the consolidated statements of income.

Excess of fair values of net identifiable assets over the consideration paid on the business combination of TMM, URHI, UNC, NRHI and BNC follows:

Fair value of net assets acquired	₱1,788,897
Less:	
Fair value of previously held interest	1,198,157
Fair value of noncontrolling interest	333,243
Excess of fair value of identifiable net assets over consideration	<u>(₱257,497)</u>

Excess of fair value of net identifiable assets over the consideration paid is shown as a 'Gain on bargain purchase' in the consolidated statements of income.

From the date of acquisition, TMM, URHI, UNC, NRHI and BNC has contributed ₱1,040.80 million of revenue and other income from nickel mining and ₱201.75 million to net income of the Group in 2014. If the combination had taken place at the beginning of the year in 2014, contributions to revenue and other income from nickel mining operations would have been ₱2,166.55 million, while contributions to net income would have been ₱423.60 million in 2014.



Acquisition of ENK

In 2013, the Parent Company's investment in ENK was previously treated as a joint venture investment with D&A as the strategic and financial operating decisions relating to the economic activities of ENK require the unanimous consent of both parties.

On March 25, 2014, the Parent Company purchased from D&A Income Ltd. the remaining 40% interest in ENK and its subsidiaries for approximately ₱3.13 billion, making ENK and its wholly-owned foreign and local subsidiaries, wholly-owned subsidiaries of the Parent Company. The business combination was completed on April 3, 2014 when the directors representing D&A resigned and the positions were occupied by the representatives of the Parent Company.

The Group assessed that its investment in ENK be accounted for as investment in subsidiary, in accordance with the guidance set out by PFRS 10. The assets, liabilities and equity of ENK have been consolidated in the financial statements of the Group on April 3, 2014, the date when control is obtained.

The following table summarizes the amounts of the assets acquired and liabilities assumed recognized at the acquisition date:

	Fair value recognized on acquisition date
Assets	
Cash and cash equivalents	₱692,244
Trade and other receivables	22,577
Property and equipment	59,725
Mining properties and other noncurrent assets	4,120,031
	<u>4,894,577</u>
Liabilities	
Trade and other payables	75,879
Provision for mine rehabilitation and decommissioning	21,381
Deferred tax liabilities	1,064,384
	<u>1,161,644</u>
Fair value of net assets acquired	<u>₱3,732,933</u>

The Group assessed that the carrying values of the assets acquired and liabilities assumed approximates fair values except for the mining properties which were valued using the income approach, discounted cash flow (DCF) method.

Total gain from remeasurement of previously held interests in ENK amounted to ₱206.73 million in 2014, shown as part of 'Gain from remeasurement of previously held interest' in the consolidated statements of income.

Goodwill recognized on the business combination of ENK follows:

Fair value of net assets acquired	₱3,732,933
Less:	
Fair value of previously held interest	2,239,760
Consideration paid	3,130,603
Goodwill	<u>(₱1,637,430)</u>



The goodwill recognized amounting to ₱1,637.43 million comprises the expected cash flows generated from the mining rights and properties of ENK. The acquisition of ENK will enable the Group to strengthen its strategic objective in the nickel mining segment. With a more diversified portfolio, the Group expects to generate revenue from its nickel mining segment. These recurring revenues can, in turn, be used to provide internally generated funding for other projects.

From the date of acquisition, ENK has contributed ₱448.88 million of revenue and other income from nickel mining and ₱131.29 million to net income of the Group in 2014. If the combination had taken place at the beginning of the year in 2014, contributions to net income would have been ₱124.14 million in 2014.

34. Cumulative Translation Adjustment

Cumulative translation adjustment represents exchange differences arising from the translation of financial statements of the foreign subsidiaries, TMC, whose functional currency is the British Pounds and ENK (including EN Iberia, EN Spain, Rusina, EN Holland and EN Philland) with functional currency of US Dollar.

On December 19, 2014, the cumulative translation adjustment pertaining to TMC was reclassified to profit or loss upon loss of control in TMC (see Note 33).

35. Operating Segments

Business Segment Information

For management purposes, the Group is organized into seven (7) major business units that are largely organized and managed separately according to industry.

Construction - engaged in various construction component businesses such as production and trading of concrete products, handling steel fabrication and electrical and foundation works.

Coal mining - engaged in the exploration, mining and development of coal resources on Semirara Island in Caluya, Antique.

Nickel mining - engaged primarily in mining and selling nickel ore from existing stockpile in Acoje mines in Zambales and Berong mines in Palawan.

Real estate - focused in mid-income residential development carried under the brand name DMCI Homes.

On-grid Power - engaged in power generation through coal-fired power plants providing electricity to distribution utilities and indirect members of WESM.

Off-grid Power - engaged in power generation through satellite power plants providing electricity to areas that are not connected to the main transmission grid.

Water - includes share in net earnings from associates, MWHCI and Subic Water, which are engaged in water services for the west portion of Metro Manila and Olongapo City and Subic Bay Freeport, respectively.



No operating segments have been aggregated to form the above reportable operating segments. Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on revenue, earnings before interest, income taxes and depreciation and amortization (EBITDA) and operating profit or loss, and is measured consistently in the consolidated financial statements.

The Group's management reporting and controlling systems use accounting policies that are the same as those described in Note 2 in the summary of significant accounting policies under PFRS.

EBITDA is the measure of segment profit (loss) used in segment reporting and comprises gross profit, selling and general administrative expenses, research and non-capitalized development costs, other operating income (expense) - net, as well as other financial income (expense) - net.

Segment assets principally comprise all assets. The industrial business segments' assets exclude income tax assets, assets from defined benefit plans and certain financial assets.

Segment liabilities principally comprise all liabilities. The industrial business segments' liabilities exclude income tax liabilities, liabilities from defined benefit plans and certain financial liabilities.

The Group has no significant customer which contributes 10.00% or more to the revenues of the Group.

Group financing (including finance costs and finance income) and income taxes are also managed per operating segments. Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

Business Segments

The following tables present revenue, net income (loss) and depreciation and amortization information regarding business segments for the years ended December 31, 2015, 2014 and 2013 and property, plant and equipment additions, total assets and total liabilities for the business segments as of December 31, 2015, 2014 and 2013:



Year ended December 31, 2015

	Construction and Others*	Coal Mining	Nickel Mining	Real Estate Development	Power On Grid	Power Off Grid	Water	Parent Company	Total
Revenue	₱13,538,882	₱11,781,825	₱3,138,852	₱13,676,990	₱12,898,346	₱2,169,026	₱-	₱-	₱57,203,921
Equity in net earnings of associates	-	-	-	-	-	-	2,376,424	-	2,376,424
Other income (expense) - net	34,557	(79,409)	123,294	495,725	184,509	41,538	-	13,204	813,418
	13,573,439	11,702,416	3,262,146	14,172,715	13,082,855	2,210,564	2,376,424	13,204	60,393,763
Cost of sales and services (before depreciation and amortization)	11,414,832	5,766,055	723,412	6,802,819	3,131,376	1,129,360	-	-	28,967,854
General and administrative expense (before depreciation and amortization)	293,752	2,292,014	862,844	2,097,436	1,608,610	528,668	-	64,862	7,748,186
	11,708,584	8,058,069	1,586,256	8,900,255	4,739,986	1,658,028	-	64,862	36,716,040
EBITDA	1,864,855	3,644,347	1,675,890	5,272,460	8,342,869	552,536	2,376,424	(51,658)	23,677,723
Other income (expenses)									
Finance income (cost) (Notes 26 and 27)	(54,877)	(107,128)	1,611	127,378	(113,496)	(10,480)	-	78,782	(78,210)
Gain on sale of investments (Notes 11 and 28)	20,835	-	-	-	-	-	-	541,892	562,727
Depreciation and amortization (Notes 24 and 25)	(847,499)	(572,060)	(436,934)	(314,101)	(1,321,579)	(139,605)	-	(2,816)	(3,634,594)
Pretax income	983,314	2,965,159	1,240,567	5,085,737	6,907,794	402,451	2,376,424	566,200	20,527,646
Provision for income tax (Note 29)	299,367	15,885	503,630	1,499,085	1,219,865	20,449	-	46,549	3,604,830
Net income	₱683,947	₱2,949,274	₱736,937	₱3,586,652	₱5,687,929	₱382,002	₱2,376,424	₱519,651	₱16,922,816
Net income attributable to non-controlling interest	27,335	1,247,163	235,651	-	2,578,001	-	-	-	4,088,150
Net income attributable to equity holders	₱656,612	₱1,702,111	₱501,286	₱3,586,652	₱3,109,928	₱382,002	₱2,376,424	₱519,651	₱12,834,666
Segment Assets									
Cash	₱1,138,377	₱2,639,584	₱3,794,633	₱5,678,967	₱2,106,024	₱97,894	₱-	₱3,695,124	₱19,150,603
Receivables	5,028,645	1,270,030	109,132	7,523,998	1,454,049	608,902	-	4,901	15,999,657
Inventories	1,367,626	2,588,744	389,372	28,128,134	1,793,863	140,024	-	-	34,407,763
Investment in associates and joint venture	73,612	-	-	246,147	-	-	-	11,137,973	11,457,732
Property, plant and equipment	2,758,958	4,216,560	5,653,974	1,113,118	33,454,653	2,228,007	-	14,953	49,440,223
Others	4,334,182	4,101,866	2,403,658	3,177,412	3,527,309	467,705	-	89,065	18,101,197
	₱14,701,400	₱14,816,784	₱12,350,769	₱45,867,776	₱42,335,898	₱3,542,532	₱-	₱14,942,016	₱148,557,175
Segment Liabilities									
Customers' advances and deposits	₱-	₱14,298	₱3	₱5,677,970	₱-	₱-	₱-	₱-	₱5,692,271
Loans payable	1,136,282	6,208,735	312,008	19,191,061	13,334,874	580,000	-	-	40,762,960
Others	9,358,934	5,342,335	2,566,588	6,438,443	2,759,115	823,939	-	37,410	27,326,764
	₱10,495,216	₱11,565,368	₱2,878,599	₱31,307,474	₱16,093,989	₱1,403,939	₱-	₱37,410	₱73,781,995
Other disclosures									
Property, plant and equipment additions (Note 13)	₱677,042	₱2,108,187	₱249,285	₱328,234	₱2,612,629	₱740,826	₱-	₱10,010	₱6,726,213
Acquisition of land for future development (Note 9)	-	-	-	3,159,888	-	-	-	-	3,159,888

*Revenue from construction segment includes sales and service revenue from WRCP.



Year ended December 31, 2014

	Construction and Others*	Coal Mining	Nickel Mining	Real Estate Development	Power On Grid	Power Off Grid	Water	Parent Company	Total
Revenue	₱12,137,085	₱16,276,930	₱1,516,461	₱12,493,636	₱12,308,411	₱1,828,431	₱—	₱—	₱56,560,954
Equity in net earnings (losses) of associates	—	—	159,294	—	—	—	2,036,707	(180,298)	2,015,703
Other income (expense) - net	83,716	30,163	691,337	960,528	123,185	38,356	—	(14,617)	1,912,668
	12,220,801	16,307,093	2,367,092	13,454,164	12,431,596	1,866,787	2,036,707	(194,915)	60,489,325
Cost of sales and services (before depreciation and amortization)	10,360,432	9,037,924	206,782	6,523,393	7,510,309	1,315,555	—	—	34,954,395
General and administrative expense (before depreciation and amortization)	322,860	2,212,418	1,283,627	2,343,115	886,611	178,537	—	69,550	7,296,718
	10,683,292	11,250,342	1,490,409	8,866,508	8,396,920	1,494,092	—	69,550	42,251,113
EBITDA	1,537,509	5,056,751	876,683	4,587,656	4,034,676	372,695	2,036,707	(264,465)	18,238,212
Other income (expenses)									
Finance income (cost) (Notes 26 and 27)	(3,368)	(104,480)	4,157	142,816	(176,584)	(353)	—	108,872	(28,940)
Gain on remeasurement of previously held interest	—	—	261,084	—	—	—	—	—	261,084
Gain on bargain purchase (Note 33)	—	—	257,497	—	—	—	—	—	257,497
Depreciation and amortization (Notes 24 and 25)	(874,097)	(916,658)	(511,626)	(220,416)	(1,216,489)	(95,789)	—	(2,002)	(3,837,077)
Pretax income	660,044	4,035,613	887,795	4,510,056	2,641,603	276,553	2,036,707	(157,595)	14,890,776
Provision (benefit) for income tax (Note 29)	137,281	146,750	21,042	1,268,569	(533,596)	33,188	—	15,042	1,088,276
Net income	₱522,763	₱3,888,863	₱866,753	₱3,241,487	₱3,175,199	₱243,365	₱2,036,707	(₱172,637)	₱13,802,500
Net income attributable to non-controlling interest	44,020	1,590,000	(13,854)	—	1,407,000	—	—	—	3,027,166
Net income attributable to equity holders	₱478,743	₱2,298,863	₱880,607	₱3,241,487	₱1,768,199	₱243,365	₱2,036,707	(₱172,637)	₱10,775,334
Segment Assets									
Cash	₱803,266	₱1,889,222	₱2,224,891	₱2,732,344	₱1,793,904	32,556	₱—	₱5,753,585	₱15,229,768
Receivables	3,557,835	1,447,368	360,557	7,999,503	2,011,778	469,188	—	5,138	15,851,367
Inventories	1,229,701	1,423,152	398,268	24,085,872	1,369,179	113,496	—	—	28,619,668
Investment in associates and joint venture	168,196	—	—	211,776	—	—	—	10,531,518	10,911,490
Property, plant and equipment	2,921,218	3,697,349	6,020,586	1,055,228	31,418,251	1,759,798	—	7,758	46,880,188
Others	6,028,717	2,990,795	3,087,997	2,802,374	4,205,025	417,562	—	131,954	19,664,424
	₱14,708,933	₱11,447,886	₱12,092,299	₱38,887,097	₱40,798,137	₱2,792,600	₱—	₱16,429,953	₱137,156,905
Segment Liabilities									
Customers' advances and deposits	₱116	₱200,437	₱3	₱5,406,472	₱—	₱—	₱—	₱—	₱5,607,028
Loans payable	1,406,907	5,152,486	—	16,197,736	14,268,877	400,000	—	—	37,426,006
Others	9,800,117	6,008,540	2,198,965	4,845,380	2,226,698	641,522	—	1,810,191	27,531,413
	₱11,207,140	₱11,361,463	₱2,198,968	₱26,449,588	₱16,495,575	₱1,041,522	₱—	₱1,810,191	₱70,564,447
Other disclosures									
Property, plant and equipment additions (Note 13)	₱1,447,962	₱1,462,340	₱1,169,144	₱427,008	₱8,748,847	₱908,285	₱—	₱5,408	₱14,168,994
Acquisition of land for future development (Note 9)	—	—	—	5,580,552	—	—	—	—	5,580,552

*Revenue from construction segment includes sales and service revenue from WRCP.



Year ended December 31, 2013

	Construction and Others*	Coal Mining	Nickel Mining	Real Estate Development	Power On Grid	Power Off Grid	Water	Parent Company	Total
Revenue	₱14,359,502	₱12,573,569	₱264,897	₱12,165,988	₱14,757,591	₱1,849,083	₱—	₱—	₱55,970,630
Equity in net earnings (losses) of associates	—	—	(148,278)	—	—	—	1,914,601	(1,501)	1,764,822
Other income (expense) - net	1,877	(385,609)	971,608	606,300	(244,442)	(144)	—	9,170,331	10,119,921
	14,361,379	12,187,960	1,088,227	12,772,288	14,513,149	1,848,939	1,914,601	9,168,830	67,855,373
Cost of sales and services (before depreciation and amortization)	11,356,083	8,313,943	338,924	6,670,706	4,388,068	1,008,016	—	—	32,075,740
General and administrative expense (before depreciation and amortization)	450,590	1,672,319	93,190	2,237,856	1,984,937	489,024	—	107,359	7,035,275
	11,806,673	9,986,262	432,114	8,908,562	6,373,005	1,497,040	—	107,359	39,111,015
EBITDA	2,554,706	2,201,698	656,113	3,863,726	8,140,144	351,899	1,914,601	9,061,471	28,744,358
Other income (expenses)									
Finance income (cost) (Notes 26 and 27)	35,109	(150,739)	1,288	(145,369)	(203,694)	(15,787)	—	208,641	(270,551)
Depreciation and amortization (Notes 24 and 25)	(577,946)	(1,142,675)	(81,118)	(160,590)	(2,149,998)	(71,528)	—	(2,207)	(4,186,062)
Pretax income	2,011,869	908,284	576,283	3,557,767	5,786,452	264,584	1,914,601	9,267,905	24,287,745
Provision (benefit) for income tax (Note 29)	461,018	(131,452)	—	902,833	13,614	14,693	—	843,944	2,104,650
Net income	₱1,550,851	₱1,039,736	₱576,283	₱2,654,934	₱5,772,838	₱249,891	₱1,914,601	₱8,423,961	₱22,183,095
Net income attributable to non-controlling interest	34,822	781,215	—	—	2,503,342	—	—	—	3,319,379
Net income attributable to equity holders	₱1,516,029	₱258,521	₱576,283	₱2,654,934	₱3,269,496	₱249,891	₱1,914,601	₱8,423,961	₱18,863,716
Segment Assets									
Cash	₱3,315,307	₱1,709,481	₱352,028	₱6,727,312	₱3,109,827	₱69,262	₱—	₱9,491,278	₱24,774,495
Receivables	3,788,550	1,929,919	1,220,830	10,754,201	1,989,403	429,923	—	49,840	20,162,666
Inventories	530,789	3,603,821	55,790	17,872,724	1,025,740	82,969	—	—	23,171,833
Investment in associates and joint venture	107,226	—	805,196	235,634	—	—	—	10,516,807	11,664,863
Property, plant and equipment	2,296,659	3,446,655	63,686	820,516	23,670,140	969,426	—	4,164	31,271,246
Others	4,874,965	1,528,605	647,816	1,639,525	2,248,482	420,417	—	1,307,948	12,667,758
	₱14,913,496	₱12,218,481	₱3,145,346	₱38,049,912	₱32,043,592	₱1,971,997	₱—	₱21,370,037	₱123,712,861
Segment Liabilities									
Customers' advances and deposits	₱5	₱287,308	₱22,689	₱4,619,699	₱—	₱—	₱—	₱—	₱4,929,701
Loans payable	104,656	6,445,779	—	18,821,755	11,017,949	374,000	—	—	36,764,139
Others	10,927,570	3,281,752	185,118	3,762,901	2,956,903	602,057	—	173,307	21,889,608
	₱11,032,231	₱10,014,839	₱207,807	₱27,204,355	₱13,974,852	₱976,057	₱—	₱173,307	₱63,583,448
Other disclosures									
Property, plant and equipment additions	₱1,216,842	₱1,932,916	₱13,945	₱227,445	₱6,614,988	₱404,050	₱—	₱634	₱10,410,820
Acquisition of land for future development	—	—	—	2,484,872	—	—	—	—	2,484,872

*Revenue from construction segment includes sales and service revenue from WRCP



Geographic Information

Analysis of sales and revenue by geographical location

The financial information about the operations of the coal mining as of December 31, 2015, 2014 and 2013 reviewed by the management follows:

Customer Location	2015	2014	2013
Revenue			
Local	₱5,861,577	₱4,925,269	₱5,287,388
Export	5,920,248	11,351,661	7,286,181
	₱11,781,825	₱16,276,930	₱12,573,569

Substantially all revenue from external customers are from open cut mining and sales of thermal coal. Local and export classification above is based on the geographic location of the customer. Customers on the export sales are significantly from China.

36. Financial Risk Management Objectives and Policies

The Group's principal financial instruments comprise interest-bearing loans and borrowings. The main purpose of these financial instruments is to raise financing for its operations and capital expenditures. The Group has various other financial assets and liabilities, such as receivables and payables which arise directly from its operations.

The main risks arising from the use of financial instruments are liquidity risk, market risk and credit risk. The Group's BOD reviews and approves policies for managing each of these risks and they are summarized below.

a. Liquidity Risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Group seeks to manage its liquidity profile to be able to service its maturing debts and to finance capital requirements. The Group maintains a level of cash and cash equivalents deemed sufficient to finance operations.

A significant part of the Group's financial assets that are held to meet the cash outflows include cash equivalents and accounts receivables. Although accounts receivables are contractually collectible on a short-term basis, the Group expects continuous cash inflows. In addition, although the Group's short-term deposits are collectible at a short notice, the deposit base is stable over the long term as deposit rollovers and new deposits can offset cash outflows.

Moreover, the Group considers the following as mitigating factors for liquidity risk:

- It has available lines of credit that it can access to answer anticipated shortfall in sales and collection of receivables resulting from timing differences in programmed inflows and outflows.
- It has very diverse funding sources.
- It has internal control processes and contingency plans for managing liquidity risk. Cash flow reports and forecasts are reviewed on a weekly basis in order to quickly address liquidity concerns. Outstanding trade receivables are closely monitored to avoid past due collectibles.



- The Group regularly evaluates its projected and actual cash flows. It also continuously assesses conditions in the financial markets for opportunities to pursue fund-raising activities. Fund-raising activities may include bank loans and capital market issues both on-shore and off-shore which is included in the Group's corporate planning for liquidity management.

The following table summarizes the maturity profile of the Group's financial assets and liabilities as of December 31, 2015 and 2014, based on contractual undiscounted cash flows. The table also analyses the maturity profile of the Group's financial assets in order to provide a complete view of the Group's contractual commitments.

	2015					
	On Demand	Within 1 year	Beyond 1 year to 2 years	2-3 years	Beyond 3 years	Total
Loans and Receivable						
Cash and cash equivalents	₱19,150,603	₱–	₱–	₱–	₱–	₱19,150,603
Receivables						
Trade:						
Real estate	59,702	3,680,145	1,232,283	402,220	1,528,198	6,902,548
General construction	1,560,437	3,312,354	–	–	–	4,872,791
Electricity sales	2,786,823	356,494	–	–	–	3,143,317
Coal mining	1,318,380	–	–	–	–	1,318,380
Nickel mining	102,501	–	–	–	–	102,501
Merchandising and others	63,460	–	–	–	–	63,460
Receivables from related parties	143,642	–	–	–	–	143,642
Other receivables	992,847	–	–	–	–	992,847
Security deposits	–	–	–	5,208	–	5,208
Refundable deposits	–	291,902	90,963	–	–	382,865
	26,178,395	7,640,895	1,323,246	407,428	1,528,198	37,078,162
AFS financial assets						
Quoted securities	–	74,409	–	–	–	74,409
Unquoted securities	–	110,702	–	–	–	110,702
	–	185,111	–	–	–	185,111
Total undiscounted financial assets	26,178,395	7,826,006	1,323,246	407,428	1,528,198	37,263,273
Other Financial Liabilities						
Short-term debt	–	3,707,354	–	–	–	3,707,354
Accounts and other payables*	–	10,299,753	1,717,814	–	–	12,017,567
Payable to related parties	217,628	–	–	–	–	217,628
Liabilities for purchased land	–	2,201,291	541,381	76,768	197,986	3,017,426
Long-term debt	–	11,291,955	5,393,462	2,890,261	17,479,928	37,055,606
Total undiscounted financial liabilities	217,628	27,500,353	7,652,657	2,967,029	17,677,914	56,015,581
Liquidity gap	₱25,960,767	(₱19,674,347)	(₱6,329,411)	(₱2,559,601)	(₱16,149,716)	(₱18,752,308)

*Excludes non-financial liabilities



	2014					Total
	On Demand	Within 1 year	Beyond 1 year to 2 years	2-3 years	Beyond 3 years	
Loans and Receivable						
Cash and cash equivalents	₱15,229,768	₱–	₱–	₱–	₱–	₱15,229,768
Receivables						
Trade:						
Real estate	4,575,190	–	969,127	401,011	1,455,903	7,401,231
General construction	2,815,888	126,190	–	–	–	2,942,078
Electricity sales	2,713,933	–	–	–	–	2,713,933
Coal mining	1,482,927	–	–	–	–	1,482,927
Nickel mining	323,072	–	–	–	–	323,072
Merchandising and others	95,059	–	–	–	–	95,059
Receivables from related parties	595,087	–	–	–	–	595,087
Other receivables	912,657	–	–	–	–	912,657
Security deposits	–	–	–	5,203	–	5,203
Refundable deposits	–	270,997	–	69,225	–	340,222
	28,743,581	397,187	969,127	475,439	1,455,903	32,041,237
AFS financial assets						
Quoted securities	–	65,809	–	–	–	65,809
Unquoted securities	–	110,702	–	–	–	110,702
	–	176,511	–	–	–	176,511
Financial assets at FVPL	–	70,630	–	–	–	70,630
Total undiscounted financial assets	28,743,581	644,328	969,127	475,439	1,455,903	32,288,378
Other Financial Liabilities						
Short-term debt	–	2,026,582	–	–	–	2,026,582
Accounts and other payables*	–	14,055,690	369,056	–	–	14,424,746
Payable to related parties	261,790	–	–	–	–	261,790
Liabilities for purchased land	1,565,352	300,905	115,840	114,999	82,090	2,179,186
Long-term debt	–	2,577,233	10,644,000	2,654,194	19,523,997	35,399,424
Total undiscounted financial liabilities	1,827,142	18,960,410	11,128,896	2,769,193	19,606,087	54,291,728
Liquidity gap	₱26,916,439	(₱18,316,082)	(₱10,159,769)	(₱2,293,754)	(₱18,150,184)	(₱22,003,350)

*Excludes non-financial liabilities

b. Market Risk

Market risk is the risk of loss to future earnings, to fair values or to future cash flows that may result from changes in the price of a financial instrument. The value of a financial instrument may change as a result of changes in equity prices, market prices, interest rates and foreign currency exchange rates.

The sensitivity analyses have been prepared on the following bases:

- Equity price risk - movements in equity indices
- Market price risk - movements in one-year historical coal and nickel prices
- Interest rate risk - market interest rate on unsecured bank loans
- Foreign currency risk - yearly movement in the foreign exchange rates

The assumption used in calculating the sensitivity analyses of the relevant income statement item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at December 31, 2015 and 2014.

Equity Price Risk

The Group's equity price risk exposure at year-end relates to financial assets whose values will fluctuate as a result of changes in market prices, principally, equity securities classified as AFS financial assets.



Quoted securities are subject to price risk due to changes in market values of instruments arising either from factors specific to individual instruments or their issuers or factors affecting all instruments traded in the market. The Group's market risk policy requires it to manage such risks by setting and monitoring objectives and constraints on investments; diversification plan; and limits on investment in each industry or sector.

The analyses below are performed for reasonably possible movements in the Philippine Stock Exchange (PSE) index for quoted shares and other sources for golf and club shares with all other variables held constant, showing the impact on equity:

	Change in variable		Effect on equity (Other comprehensive income)	
	2015	2014	2015	2014
PSE	+4.46%	+20.83%	₱1,079	₱859
	-4.46%	-20.83%	(1,079)	(859)
Others	+10.21%	+9.72%	6,103	5,427
	-10.21%	-9.72%	(6,103)	(5,427)

The sensitivity analyses shown above are based on the assumption that the movement in PSE composite index and other quoted equity securities will be most likely be limited to an upward or downward fluctuation of 4.46% and 10.21% in 2015 and 20.83% and 9.72% in 2014.

The Group, used as basis of these assumptions, the annual percentage change in PSE composite index and annual percentage change of quoted prices as obtained from published quotes of golf and club shares.

The impact of sensitivity of equity prices on the Group's equity already excludes the impact on transactions affecting the consolidated statements of income.

Commodity Price Risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market.

Coal

The price that the Group can charge for its coal is directly and indirectly related to the price of coal in the world coal market. In addition, as the Group is not subject to domestic competition in the Philippines, the pricing of all of its coal sales is linked to the price of imported coal. World thermal coal prices are affected by numerous factors outside the Group's control, including the demand from customers which is influenced by their overall performance and demand for electricity. Prices are also affected by changes in the world supply of coal and may be affected by the price of alternative fuel supplies, availability of shipping vessels as well as shipping costs.

As the coal price is reset on a periodic basis under coal supply agreements, this may increase its exposure to short-term coal price volatility.



There can be no assurance that world coal prices will be sustained or that domestic and international competitors will not seek to replace the Group in its relationship with its key customers by offering higher quality, better prices or larger guaranteed supply volumes, any of which would have a materially adverse effect on the Group's profits.

To mitigate this risk, the Group continues to improve the quality of its coal and diversify its market from power industry, cement industry, other local industries and export market. This will allow flexibility in the distribution of coal to its target customers in such manner that minimum target average price of its coal sales across all its customers will still be achieved. Also, in order to mitigate any negative impact resulting from price changes, it is the Group's policy to set minimum contracted volume for customers with long term supply contracts for each given period (within the duration of the contract) and pricing is negotiated on a monthly basis to even out the impact of any fluctuation in coal prices, thus, protecting its target margin. The excess volumes are allocated to spot sales which may command different price than those contracted already since the latter shall follow pricing formula per contract.

Nevertheless, on certain cases temporary adjustments on coal prices with reference to customers following a certain pricing formula are requested in order to recover at least the cost of coal if the resulting price is abnormally low vis-à-vis cost of production (i.e., abnormal rise in cost of fuel, foreign exchange).

Below are the details of the Group's coal sales to the domestic market and to the export market (as a percentage of total coal sales volume):

	2015	2014
Domestic market	45.82%	39.95%
Export market	54.18%	60.04%

The following table shows the effect on income before income tax should the change in the prices of coal occur based on the inventory of the Group as of December 31, 2015 and 2014 with all other variables held constant. The change in coal prices used in the simulation assumes fluctuation from the lowest and highest price based on one-year historical price movements in 2015 and 2014.

	Effect on income before income tax	
Change in coal price	2015	2014
<i>Based on ending coal inventory</i>		
Increase by 15% in 2015 and 22% in 2014	₱416,498,009	₱316,564,503
Decrease by 15% in 2015 and 22% in 2014	(416,498,009)	(316,564,503)
<i>Based on coal sales volume</i>		
Increase by 15% in 2015 and 22% in 2014	2,452,398,481	8,008,029,855
Decrease by 15% in 2015 and 22% in 2014	(2,452,398,481)	(8,008,029,855)

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to market risk for changes in interest rates relates primarily to the Group's long-term debt obligations. The Group's policy is to manage its interest cost using a mix of fixed and variable rate debt.



The following table demonstrates the sensitivity of the Group's profit before tax and equity to a reasonably possible change in interest rates, with all variables held constant, through the impact on floating rate borrowings:

2015			
	Change in basis points	Effect on income before income tax	Effect on equity
Dollar floating rate borrowings	+100 bps	₱1,513,325	₱1,059,327
	-100 bps	(1,513,325)	(1,059,327)
Peso floating rate borrowings	+100 bps	18,420	12,894
	-100 bps	(18,420)	(12,894)
2014			
	Change in basis points	Effect on income before income tax	Effect on equity
Dollar floating rate borrowings	+100 bps	₱1,760,391	₱1,232,274
	-100 bps	(1,760,391)	(1,232,274)
Peso floating rate borrowings	+100 bps	145,224	101,656
	-100 bps	(145,224)	(101,656)

The sensitivity analyses shown above are based on the assumption that the interest movements will be more likely be limited to hundred basis points upward or downward fluctuation in both 2015 and 2014. The forecasted movements in percentages of interest rates used were derived based on the Group's historical changes in the market interest rates on unsecured bank loans.

Foreign Currency Risk

Foreign currency risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's currency risks arise mainly from cash and cash equivalents, receivables, accounts and other payable, short-term loans and long-term loans of the Group which are denominated in a currency other than the Group's functional currency. The effect on the Group's consolidated statements of income is computed based on the carrying value of the floating rate receivables as at December 31, 2015 and 2014.

The Group does not have any foreign currency hedging arrangements.



The following tables demonstrates the sensitivity to a reasonably possible change in foreign exchange rates, with all variables held constant, of the Group's profit before tax (due to changes in the fair value of monetary assets and liabilities):

	Increase (decrease) in foreign currency rate		Effect on income before income tax (in PHP)	
	2015	2014	2015	2014
US Dollar ¹	+1.47%	+0.27%	₱34,912	(₱12,868)
	-1.47%	-0.27%	(34,912)	12,868
Japanese Yen ²	+5.46%	+1.99%	59	(83)
	-5.46%	-1.99%	(59)	83
UK Pounds ³	+2.80%	+3.19%	231	259
	-2.80%	-3.19%	(231)	(259)
E.M.U. Euro ⁴	+1.22%	+18.13%	147	(2,053)
	-1.22%	-18.13%	(147)	(2,053)
AUD ⁵	+2.51%	+2.38%	37,604	(46,734)
	-2.51%	-2.38%	(37,604)	46,734
SG Dollar ⁶	—	+4.78%	—	(57)
	—	-4.78%	—	57
CHF ⁷	—	+7.62%	—	(241)
	—	-7.62%	—	241

1 The exchange rates used were ₱47.06 to US\$1 and ₱44.72 to US\$1 for the year ended December 31, 2015 and 2014, respectively.

2 The exchange rates used were ₱0.39 to ¥1 and ₱0.37 to ¥1 for the year ended December 31, 2015 and 2014, respectively.

3 The exchange rates used were ₱70.18 to £1 and ₱69.41 to £1 for the year ended December 31, 2015 and 2014, respectively.

4 The exchange rates used were ₱51.74 to €1 and ₱54.34 to €1 for the year ended December 31, 2015 and 2014, respectively.

5 The exchange rates used were ₱34.27 to AUD1 and ₱41.23 to AUD1 for the year ended December 31, 2015 and 2014, respectively.

6 The exchange rates used was ₱33.70 to SG\$1 for the year ended December 31, 2014.

7 The exchange rates used was ₱45.19 to CHF1 for the year ended December 31, 2014.

Information on the Group's foreign currency-denominated monetary assets and liabilities and their Philippine peso equivalents as of December 31, 2015 and 2014 follows:

	2015							Equivalent in PHP
	U.S. Dollar	Japanese Yen	UK Pounds	E.M.U Euro	SG Dollar	CHF	AUD	
Financial assets								
Cash and cash equivalents	\$46,847	¥2,740	£118	€251	\$—	CHF—	\$3	₱2,227,055
Receivables	11,355	—	—	—	—	—	—	534,383
Advances	300	—	—	—	—	—	—	14,118
	\$58,502	¥2,740	£118	€251	\$—	CHF—	\$3	₱2,775,556
Financial liabilities								
Accounts payable and accrued expenses	(\$21,128)	¥—	£—	(€18)	\$—	CHF—	\$—	(₱995,240)
Payable to related parties	(820)	—	—	—	—	—	(43,729)	(1,536,979)
Short-term loans	(18,817)	—	—	—	—	—	—	(885,535)
Long-term loans	(68,333)	—	—	—	—	—	—	(3,215,734)
	(109,098)	—	—	(18)	—	—	(43,729)	(6,633,488)
	(\$50,596)	¥2,740	£118	€233	\$—	CHF—	(\$43,726)	(₱3,857,932)



	2014							Equivalent in PHP
	U.S. Dollar	Japanese Yen	UK Pounds	E.M.U Euro	SG Dollar	CHF	AUD	
Financial assets								
Cash and cash equivalents	\$39,991	¥2,740	£117	€662	\$—	CHF—	\$3	₱1,833,564
Receivables	22,473	—	—	—	—	—	—	1,004,981
	\$62,464	¥2,740	£117	€662	\$—	CHF—	\$3	₱2,838,545
Financial liabilities								
Accounts payable and accrued expenses	(\$44,773)	(¥14,100)	£—	(€871)	(\$35)	(CHF70)	(\$47,724)	(₱2,055,980)
Short-term loans	(36,961)	—	—	—	—	—	—	(1,652,896)
Long-term loans	(87,964)	—	—	—	—	—	—	(3,933,732)
	(169,698)	(14,100)	—	(871)	(35)	(70)	(47,724)	(7,642,608)
	(\$107,234)	(¥11,360)	£117	(€209)	(\$35)	(CHF70)	(\$47,721)	(₱4,804,063)

The effect on the Group's income before tax is computed on the carrying value of the Group's foreign currency denominated financial assets and liabilities as at December 31, 2015 and 2014.

c. *Credit Risk*

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Group's maximum exposure to credit risk for the components of the statement of financial position at December 31, 2015 and 2014 is the carrying amounts except for real estate receivables. The Group's exposure to credit risk arises from default of the counterparties which include certain financial institutions, real estate buyers, subcontractors, suppliers and various electric companies. Credit risk management involves dealing only with recognized, creditworthy third parties. It is the Group's policy that all counterparties who wish to trade on credit terms are subject to credit verification procedures. The Treasury Department's policy sets a credit limit for each counterparty. In addition, receivable balances are monitored on an ongoing basis. The Group's financial assets are not subject to collateral and other credit enhancement except for real estate receivables. As of December 31, 2015 and 2014, the Group's exposure to bad debts is not significant.

Real estate contracts

Credit risk is managed primarily through credit reviews and an analysis of receivables on a continuous basis. The Group also undertakes supplemental credit review procedures for certain installment payment structures. The Group's stringent customer requirements and policies in place contributes to lower customer default. Customer payments are facilitated through various collection modes including the use of postdated checks. The credit risk for real estate receivable is also mitigated as the Group has the right to cancel the sales contract and takes possession of the subject house without need for any court action in case of default in payments by the buyer. This risk is further mitigated because the corresponding title to the subdivision units sold under this arrangement is transferred to the buyers only upon full payment of the contract price. The fair value of collateral for installment contracts receivables amounted to ₱8,616.70 million and ₱9,960.95 million in 2015 and 2014, respectively. This resulted to a net exposure of ₱59.05 million and ₱20.60 million in 2015 and 2014, respectively.

Electricity sales

The Group earns substantially all of its revenue from bilateral contracts and WESM and from various electric companies. WESM and the various electric companies are committed to pay for the energy generated by the power plant facilities.



Under the current regulatory regime, the generation rate charged by the Group to WESM is not regulated but is determined in accordance with the WESM Price Determination Methodology (PDM) approved by the Energy Regulatory Commission (ERC) and are complete pass-through charges to WESM. PDM is intended to provide the specific computational formula that will enable the market participants to verify the correctness of the charges being imposed. Likewise, the generation rate charged by the Group to various electric companies is not subject to regulations and are complete pass-through charges to various electric companies.

Mining

The Group evaluates the financial condition of the local customers before deliveries are made to them. On the other hand, export sales are covered by sight letters of credit issued by foreign banks subject to the Group's approval, hence, mitigating the risk on collection.

The Group generally offers 80% of coal delivered payable within thirty (30) days upon receipt of billing and the remaining 20% payable within 15 days after receipt of final billing based on final analysis of coal delivered.

Construction contracts

The credit risk for construction receivables is mitigated by the fact that the Group can resort to carry out its contractor's lien over the project with varying degrees of effectiveness depending on the jurisprudence applicable on location of the project. A contractor's lien is the legal right of the Group to takeover the projects-in-progress and have priority in the settlement of contractor's receivables and claims on the projects-in-progress and have priority in the settlement of contractor's receivables and claims on the projects in progress is usually higher than receivables from and future commitments with the project owners. Trade and retention receivables from project owners are normally high standard because of the creditworthiness of project owners and collection remedy of contractor's lien accorded contractor in certain cases.

With respect to the credit risk arising from the other financial assets of the Group, which comprise cash and cash equivalents, the Group's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying amount of these instruments. The Group transacts only with institutions or banks that have proven track record in financial soundness.

Given the Group's diverse base of counterparties, it is not exposed to large concentrations of credit risk.



As of December 31, 2015 and 2014, the credit quality per class of financial assets is as follows:

	2015				
	Neither past due nor impaired			Past due or Individually Impaired	Total
	Grade A	Grade B	Grade C		
Cash in bank and cash equivalents	₱19,124,137	₱—	₱—	₱—	₱19,124,137
AFS financial assets					
Quoted	—	74,409	—	—	74,409
Unquoted	—	2,491	—	108,211	110,702
Financial assets at FVPL	—	—	—	—	—
Receivables					
Trade					
Real estate	3,515,162	2,191,455	289,927	906,004	6,902,548
General construction	2,530,113	—	—	2,342,678	4,872,791
Electricity sales	1,218,284	200,126	—	1,724,907	3,143,317
Coal mining	666,817	—	—	651,563	1,318,380
Nickel mining	3,525	—	—	98,976	102,501
Merchandising	63,460	—	—	—	63,460
Receivable from related parties	73,730	37	—	69,875	143,642
Other receivables	992,847	—	—	—	992,847
Security deposits	5,208	—	—	—	5,208
Refundable deposits	290,667	1,235	—	90,963	382,865
Total	28,483,950	2,469,753	289,927	5,993,177	37,236,807
Allowance for:					
Real estate	—	—	—	537	537
General construction	—	—	—	30,855	30,855
Electricity sales	—	—	—	1,371,942	1,371,942
Coal mining	—	—	—	65,562	65,562
Nickel mining	—	—	—	70,933	70,933
Total allowance	—	—	—	1,539,829	1,539,829
Net amount	₱28,483,950	₱2,469,753	₱289,927	₱4,453,348	₱35,696,978

	2014			Past due or	
	Neither past due nor impaired			Individually	
	Grade A	Grade B	Grade C	Impaired	Total
Cash in bank and cash equivalents	₱15,215,172	₱—	₱—	₱—	₱15,215,172
AFS financial assets					
Quoted	—	65,809	—	—	65,809
Unquoted	—	2,491	—	108,211	110,702
Financial assets at FVPL	70,630	—	—	—	70,630
Receivables					
Trade					
Real estate	3,178,429	2,731,318	700,056	791,428	7,401,231
General construction	2,759,751	20,087	—	162,240	2,942,078
Electricity sales	2,237,139	—	—	476,794	2,713,933
Coal mining	714,027	—	—	768,900	1,482,927
Nickel mining	252,139	—	—	70,933	323,072
Merchandising	95,059	—	—	—	95,059
Receivable from related parties	595,087	—	—	—	595,087
Other receivables	907,519	5,138	—	—	912,657
Security deposits	5,203	—	—	—	5,203
Refundable deposits	340,222	—	—	—	340,222
Total	26,370,377	2,824,843	700,056	2,378,506	32,273,782

(Forward)



	2014				Total
	Neither past due nor impaired			Past due or Individually Impaired	
	Grade A	Grade B	Grade C		
Allowance for:					
Real estate	₱—	₱—	₱—	₱537	₱537
General construction	—	—	—	30,855	30,855
Electricity sales	—	—	—	476,794	476,794
Coal mining	—	—	—	35,558	35,558
Nickel mining	—	—	—	70,933	70,933
Total allowance	—	—	—	614,677	614,677
Net amount	₱26,370,377	₱2,824,843	₱700,056	₱1,763,829	₱31,659,105

Cash and Cash Equivalents

Cash and cash equivalents are short-term placements and working cash fund placed, invested or deposited in foreign and local banks belonging to top ten (10) banks in the Philippines in terms of resources and profitability. These financial assets are classified as Grade A due to the counterparties' low probability of insolvency.

AFS Financial Assets

The Group's AFS financial assets are classified as Grade B because these assets are susceptible to untoward consequences due to the current financial positions of counterparties.

Receivables

Included under Grade A are accounts considered to be of high value and are covered with coal supply, power supply, and construction contracts. The counterparties have a very remote likelihood of default and have consistently exhibited good paying habits. Grade B accounts are active accounts with minimal to regular instances of payment default, due to collection issues. These accounts are typically not impaired as the counterparties generally respond to credit actions and update their payments accordingly. The Group determines financial assets as impaired when probability of recoverability is remote and in consideration of lapse in period which the asset is expected to be recovered.

For real estate receivables, advances to officers and employees and other receivables, Grade A are classified as financial assets with high credit worthiness and probability of default is minimal. While receivables under Grade B and C have favorable and acceptable risk attributes, respectively, with average credit worthiness.

Receivable from related parties are considered Grade A due to the Group's positive collection experience.

Receivables are aged and analyzed on a continuous basis to minimize credit risk associated with these receivables. Receivable balances are monitored on an ongoing basis to ensure timely execution of necessary intervention efforts, such as raising the case to the Group's legal department. Regular monitoring of receivables resulted to manageable exposure to bad debts.

Security and Refundable Deposits

Security and refundable deposits are classified as Grade A since these are to be refunded by the lessor and utility companies at the end of lease term and holding period, respectively, as stipulated in the agreements.



As of December 31, 2015 and 2014, the aging analysis of the Group's past due financial assets presented per class follows:

	2015						Total
	Past due but not impaired					Past due and	
	<30 days	30-60 days	61-90 days	91-120 days	>120 days	impaired	
Receivables							
Trade							
Real estate	₱205,544	₱15,059	₱38,002	₱646,862	₱—	₱537	₱906,004
General							
construction	2,272,598	17,433	4,401	17,391	—	30,855	2,342,678
Electricity sales	—	—	352,965	—	—	1,371,942	1,724,907
Coal mining	—	484,665	101,336	—	—	65,562	651,563
Nickel mining	—	2,776	3,843	21,424	—	70,933	98,976
	₱2,478,142	₱519,933	₱500,547	₱685,677	₱—	₱1,539,829	₱5,724,128
	2014						Total
	Past due but not impaired					Past due and	
	<30 days	30-60 days	61-90 days	91-120 days	>120 days	impaired	
Receivables							
Trade							
Real estate	₱400,344	₱234,449	₱100,224	₱55,874	₱—	₱537	₱791,428
General							
construction	120,233	—	11,152	—	—	30,855	162,240
Electricity sales	—	—	—	—	—	476,794	476,794
Coal mining	733,342	—	—	—	—	35,558	768,900
Nickel mining	60	—	—	—	—	70,933	70,993
	₱1,253,979	₱234,449	₱111,376	₱55,874	₱—	₱614,677	₱2,270,355

The repossessed lots and residential houses are transferred back to inventory under the account Real estate for sale and held for development and are held for sale in the ordinary course of business. The total of these inventories is ₱519.50 million and ₱592.04 million as of December 31, 2015 and 2014, respectively. The Group performs certain repair activities on the said repossessed assets in order to put their condition at a marketable state. Costs incurred in bringing the repossessed assets to its marketable state are included in their carrying amounts.

The Group did not accrue any interest income on impaired financial assets.

Fair Value of Financial Instruments

The table below presents a comparison by category of carrying amounts and estimated fair values of all the Group's financial instruments as of December 31, 2015 and 2014:

	2015		2014	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Loans and Receivables				
Cash and cash equivalents				
Cash in banks	₱9,265,808	₱9,265,808	₱6,571,852	₱6,571,852
Cash equivalents	9,858,329	9,858,329	8,643,320	8,643,320
Receivables - net				
Trade				
Real estate	6,902,011	9,248,150	7,400,694	8,667,001
General construction	4,841,936	4,841,936	2,911,223	2,911,223
Electricity sales	1,771,375	1,771,375	2,237,139	2,237,139
Coal mining	1,252,818	1,252,818	1,447,369	1,447,369
Nickel mining	31,568	31,568	252,139	252,139
Merchandising and others	63,460	63,460	95,059	95,059

(Forward)



	2015		2014	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Receivable from related parties	₱143,642	₱143,642	₱595,087	₱595,087
Other receivables	992,847	992,847	912,657	912,657
Security deposits	5,208	5,208	5,203	5,203
Refundable deposits	382,865	382,865	340,222	340,222
	35,511,867	37,858,006	31,411,964	32,678,271
AFS financial assets				
Quoted securities	74,409	74,409	65,809	65,809
Unquoted securities	110,702	110,702	110,702	110,702
	185,111	185,111	176,511	176,511
Financial assets at FVPL	—	—	70,630	70,630
	₱35,696,978	₱38,043,117	₱31,659,105	₱32,925,412
Other Financial Liabilities				
Accounts and other payables	₱12,017,567	₱12,017,567	₱14,424,746	₱14,424,746
Liabilities for purchased land	3,017,426	2,884,304	2,179,186	2,119,853
Payable to related parties	217,628	217,628	261,790	261,790
Short-term and long-term debt	40,762,960	42,759,970	37,426,006	41,659,060
	₱56,015,581	₱57,879,469	₱54,291,728	₱58,465,449

Financial assets

The fair values of cash and cash equivalents and receivables (except installment contract receivables) approximate their carrying amounts as of reporting dates due to the short-term nature of the transactions.

The fair values of installment contracts receivables are based on the discounted value of future cash flows using the applicable rates for similar types of loans and receivables. The discount rates used for installment contracts receivable range from 15.40% to 19.00% in 2015 and 14.61% to 19.00% in 2014.

The fair values of financial assets at FVPL are based on quoted market rates.

Refundable deposits are carried at cost since these are mostly deposits to a utility company as a consequence of its subscription to the electricity services of the said utility company needed for the Group's residential units.

In the absence of a reliable basis of determining fair values due to the unpredictable nature of future cash flows and the lack of suitable methods in arriving at a reliable fair value, security deposits other than those pertaining to operating leases and unquoted AFS financial assets are carried at cost less impairment allowance, if any.

Financial liabilities

The fair values of accounts and other payables and accrued expenses and payables to related parties approximate their carrying amounts as of reporting dates due to the short-term nature of the transactions.

Estimated fair value of long-term fixed rate loans and liabilities for purchased land are based on the discounted value of future cash flows using the applicable rates for similar types of loans with maturities consistent with those remaining for the liability being valued. For floating rate loans, the carrying value approximates the fair value because of recent and regular repricing (quarterly) based on market conditions.



The discount rates used for long term debt range from 5.00% to 5.25% in 2015 and 2014. The discount rates used for liabilities to purchase land range from 2.67% to 4.10% in 2015 and 2.02% to 2.03% in 2014.

Fair Value Hierarchy

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities
- Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly
- Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

Fair values of receivables, long-term debt, liabilities for purchased land and investment properties are based on level 3 inputs while that of quoted AFS financial assets and financial assets at FVPL are from level 1 inputs.

37. Contingencies and Commitments

Provision for Billing Disputes

On October 20, 2010, SCPC filed a Petition for dispute resolution ("Petition") before the ERC against NPC and PSALM involving over-nominations made by NPC during the billing periods January to June 2010 beyond the 169,000 kW Manila Electric Company (MERALCO) allocation of SCPC, as provided under the Schedule W of the Asset Purchase Agreement (APA).

In its Petition, SCPC sought to recover the cost of energy (a) sourced by SCPC from WESM in order to meet NPC's nominations beyond the 169,000 kW MERALCO contracted demand, or (b) procured by NPC from the WESM representing energy nominated by NPC in excess of the 169,000 kW limit set in Schedule W, cost of which was charged by PSALM against SCPC. In relation to this, NPC withheld the payments of MERALCO and remitted to SCPC the collections, net of the cost of the outsourced energy.

SCPC has likewise sought to recover interest on the withheld MERALCO payments collected by PSALM that is unpaid to SCPC as of due date, to be charged at the rate of 6% computed from the date of SCPC's extrajudicial demand until full payment by PSALM.

In 2010, SCPC made a provision for the total amount withheld by NPC, which amounted to ₱383.29 million. Though a provision has already been made, SCPC has not waived its right to collect the said amount in case the outcome of the dispute resolution would be a favorable settlement for SCPC. The provision will be reversed and an income would be recognized in the "Other income" account upon collection of the said receivable.

On February 23, 2011 hearings resumed with the conduct of preliminary conference without the parties entering into an amicable settlement. The case continued with the presentation of witnesses on March 22 and 23, 2011.



On July 6, 2011, the ERC rendered its Decision in favor of SCPC and directed the parties, among others to submit the reconciled computation of the over-nominations and other MERALCO payments withheld by PSALM during the periods January 2010 to June 2010, and for PSALM to return to SCPC the reconciled amount plus 6% per annum as interests. PSALM's Motion for Reconsideration on the Decision was denied by ERC on February 13, 2012 for lack of merit.

On April 24, 2012, SCPC and PSALM each filed their Compliance submitting the reconciled computations of the over-nominations and other MERALCO payments withheld by PSALM, as agreed upon by the parties, in the principal amount of ₱476.00 million.

On December 4, 2013, SCPC filed a Motion for Issuance of Writ of Execution praying to direct PSALM to remit the Principal Amount, including interest of 6% per annum computed from August 4, 2010 until the date of actual payment, as well as the value added tax collected by PSALM from MERALCO, pursuant to the ERC's Decision dated July 6, 2011 and Order dated February 13, 2012.

On June 23, 2014, the ERC issued an Order granting the Writ of Execution in favor of SCPC and called a clarificatory conference on September 3, 2014 for the parties to discuss the details of the execution. PSALM filed a Motion for Reconsideration of the ERC's Order dated June 23, 2014.

On September 3, 2014 clarificatory conference, the ERC directed the parties to discuss how they could mutually carry out the execution granted by the ERC in favor of SCPC and likewise (1) granted SCPC ten days to file its Comment/Opposition to PSALM's motion for reconsideration; and (2) ordered PSALM to file its Compliance and submit a copy of the 3rd Indorsement dated May 29, 2014 issued by the General Counsel of the Commission on Audit to PSALM.

On September 11, 2014, PSALM filed its Compliance and duly submitted the 3rd Indorsement. On September 15, 2014, SCPC filed its Opposition to PSALM's Motion for Reconsideration.

As of December 31, 2015, the ERC has not resolved PSALM's Motion for Reconsideration.

PSALM's Petition for Review before the Court of Appeals and Supreme Court of the Philippines
Meanwhile, PSALM filed a Petition for Review with Prayer for Temporary Restraining Order and/or Preliminary Injunction with the Court of Appeals on March 30, 2012, questioning the ERC's decision dated July 6, 2011 and Order dated February 13, 2012.

On September 4, 2012, the Court of Appeals rendered a Decision, denying PSALM's petition and affirming the related Decision and Order previously issued. PSALM subsequently filed a Motion for Reconsideration dated September 26, 2012 and seeking the reconsideration of the Decision dated September 4, 2012. SCPC filed its Opposition to PSALM's Motion for Reconsideration on November 5, 2012. Subsequently, the Court of Appeals issued a Resolution denying the Motion for Reconsideration filed by PSALM on November 27, 2012.

On December 27, 2012, PSALM filed a Petition for Review on Certiorari with Prayer for Issuance of Temporary Restraining Order and/or Preliminary Injunction with the Supreme Court.

Subsequently the Supreme Court issued a Resolution dated January 21, 2013 requiring SCPC to file a Comment to PSALM's Petition. Thus, on March 25, 2013, SCPC filed its Comment.



PSALM filed a Motion for Extension to file reply on July 25, 2013, requesting for an additional period of ten (10) days from July 25, 2013, or until August 4, 2013, within which to file its Reply. PSALM subsequently filed its Reply on August 2, 2013.

In a Resolution dated September 30, 2013, the Supreme Court granted PSALM's Motion for Extension to File Reply and noted the filing of PSALM's Reply.

PSALM's Petition has not yet been resolved by the Supreme Court as of December 31, 2015.

Lease Commitments

Operating Lease - As Lessor

The Group entered into lease agreements with third parties covering its investment property portfolio (Note 12). The lease agreements provide for a fixed monthly rental with an escalation of 3.00% to 10.00% annually and is renewable under the terms and condition agreed with the lessees.

As of December 31, 2015 and 2014, future minimum lease receivables under the aforementioned operating lease are as follows:

	2015	2014
Within one year	₱77,511	₱36,634
After one year but not more than five years	118,224	64,209
More than five years	85,360	—
	₱281,095	₱100,843

Operating Lease - As Lessee

The Group has a noncancellable lease agreement with a various lessors covering office premises, for seven (7) years with escalation rate ranging from 5.00% to 10.00%. The leases are renewable under such terms and conditions that are agreed upon by the contracting parties.

As of December 31, 2015 and 2014, future minimum lease payments under the above mentioned operating lease are as follows:

	2015	2014
Within one year	₱15,936	₱14,706
After one year but not more than five years	12,150	23,561
	₱28,086	₱38,267

LLA with PSALM

As discussed in Note 14, SCPC entered into a LLA with PSALM for the lease of land in which the plant is situated, for a period of 25 years, renewable for another 25 years with the mutual agreement of both parties. In 2009, SCPC paid US\$3.19 million or its peso equivalent ₱150.57 million as payment for the 25 years of rental.

Provisions of the LLA include that SCPC has the option to buy the Option Assets upon issuance of an Option Existence Notice (OEN) by the lessor. Optioned assets are parcels of land that form part of the leased premises which the lessor offers for the sale to the lease.

SCPC was also required to deliver and submit to the lessor a performance security amounting to ₱34.83 million in the form of Stand-by Letter of Credits. The Performance Security shall be maintained by SCPC in full force and effect continuously without any interruption until the Performance Security expiration date. The Performance Security initially must be effective for the



period of one year from the date of issue, to be replaced prior to expiration every year thereafter and shall at all times remain valid.

In the event that the lessor issues an OEN and SCPC buys the option assets in consideration for the grant of the option, the land purchase price should be equivalent to the highest of the following and / or amounts: (i) assessment of the Provincial Assessors of Batangas Province; (ii) the assessment of the Municipal or City Assessor having jurisdiction over the particular portion of the leased premises; (iii) the zonal valuation of Bureau of Internal Revenue or, (iv) \$21.00 per square meter. Valuation basis for (i) to (iii) shall be based on the receipt of PSALM of the option to exercise notice. The exchange rate to be used should be the Philippine Dealing Exchange rate at the date of receipt of PSALM of the OEN.

The exchange rate to be used should be the Philippine Dealing Exchange rate at the date of receipt of PSALM of the option to exercise notice.

On July 12, 2010, PSALM issued an OEN and granted SCPC the “Option” to purchase the Optioned Assets that form part of the leased premises. SCPC availed of the “Option” and paid the Option Price amounting to US\$0.32 million or a peso equivalent of ₱14.72 million exercisable within one year from the issuance of the OEN.

On April 28, 2011, SCPC sent a letter to PSALM requesting for the assignment of the option to purchase a lot with an area of 82,740 sqm in favor of SMPC. On May 5, 2011, PSALM approved the assignment. On June 1, 2011, SCPC exercised the land lease option at a purchase price of ₱292.62 million.

On June 1, 2011, SMPC and SCPC exercised its option to purchase the Option Asset and subsequently entered into a Deed of Absolute Sale with PSALM for the total consideration of ₱376.61 million.

On October 12, 2011, SCPC reiterated its proposal to purchase the remainder of the Leased Premises not identified as Optioned Assets. One of the salient features of the proposal included the execution of Contract to Sell (CTS) between SCPC and PSALM. This included the proposal of SCPC to assign its option to purchase and sublease in favor of SLPGC.

On February 13, 2012, PSALM held off the approval of the proposal to purchase the portion of Calaca Leased Premises not identified as Optioned Assets, subject to further studies. On the same date, PSALM’s Board approved SCPC’s request to sub-lease a portion of the Calaca Leased Premises to SLPGC for the purpose of constructing and operating a power plant.

As of the December 31, 2015, PSALM has yet to make any response in connection therewith.

Surety Arrangement and Guarantees

The Group is contingently liable for contractor’s guarantees arising in the ordinary course of business, including letters of guarantee for performance, surety, warranty bonds and outstanding irrevocable standby letters of credit related to its construction projects amounting to ₱11.37 billion and ₱12.2 billion as at December 31, 2015 and 2014, respectively.

Standby Letters of Credit

The Group has outstanding irrevocable standby letters of credit amounting to ₱7.17 billion and ₱5.83 billion, respectively in 2015 and 2014, from local banks which are used as bid security, performance securities and downpayments received from ongoing construction projects.



Contingent Assets and Liabilities

The Group is currently negotiating certain claims filed by third parties for construction related activities. It is also currently negotiating claims from third parties arising from sub-contracting activities or claims from insurance companies. The information usually required by PAS 37 is not disclosed on the grounds that it can be expected to prejudice the outcome of these lawsuits, claims or assessments.

In 2015 and 2014, the Group has recognized potential liability on construction contracts which are still under negotiation with a third party (Note 17). The amount of liability is included in Accounts payable and accrued expenses in the statement of financial position. The Group did not recognize any asset claims arising from claims for collection which are still under negotiation.

The Group is also currently involved in lawsuits or claims filed by third parties which is substantially labor related and civil cases on its real estate operations which are pending decision by the courts or are under negotiation, the outcome of which are not presently determinable. In the opinion of the management and its legal counsel, the eventual liability under these lawsuits or claims, if any, will not have a material effect on the consolidated financial statements. The information usually required by PAS 37 is not disclosed on the grounds that it can be expected to prejudice the outcome of these lawsuits, claims and assessments. No provisions were made in 2015 and 2014 for these lawsuits and claims.

38. Other Matters

a. Electric Power Industry Reform Act (EPIRA)

In June 2001, the Congress of the Philippines approved and passed into law R.A. No. 9136, otherwise known as the EPIRA, providing the mandate and the framework to introduce competition in the electricity market. EPIRA also provides for the privatization of the assets of NPC, including its generation and transmission assets, as well as its contract with Independent Power Producers (IPPs). EPIRA provides that competition in the retail supply of electricity and open access to the transmission and distribution systems would occur within three years from EPIRA's effective date. Prior to June 2002, concerned government agencies were to establish WESM, ensure the unbundling of transmission and distribution wheeling rates and remove existing cross subsidies provided by industrial and commercial users to residential customers. The WESM was officially launched on June 23, 2006 and began commercial operations for Luzon. The ERC has already implemented a cross subsidy removal scheme. The inter-regional grid cross subsidy was fully phased-out in June 2002. ERC has already approved unbundled rates for Transmission Company (TRANSCO) and majority of the distribution utilities.

Under EPIRA, NPC's generation assets are to be sold through transparent, competitive public bidding, while all transmission assets are to be transferred to TRANSCO, initially a government-owned entity that was eventually being privatized. The privatization of these NPC assets has been delayed and is considerably behind the schedule set by the DOE. EPIRA also created PSALM, which is to accept transfers of all assets and assume all outstanding obligations of NPC, including its obligations to IPPs. One of PSALM's responsibilities is to manage these contracts with IPPs after NPC's privatization. PSALM is also responsible for privatizing at least 70% of the transferred generating assets and IPP contracts within three years from the effective date of EPIRA.



In August 2005, the ERC issued a resolution reiterating the statutory mandate under the EPIRA law for the generation and distribution companies, which are not publicly listed, to make an initial public offering (IPO) of at least 15% of their common shares. Provided, however, that generation companies, distribution utilities or their respective holding companies that are already listed in the Philippine Stock Exchange (PSE) are deemed in compliance. SCPC was already compliant with this requirement given that SMPC, its parent company, is a publicly listed company.

WESM

With the objective of providing competitive price of electricity, the EPIRA authorized DOE to constitute an independent entity to be represented equitably by electric power industry participants and to administer and operate WESM. WESM will provide a mechanism for identifying and setting the price of actual variations from the quantities transacted under contracts between sellers and purchasers of electricity.

In addition, the DOE was tasked to formulate the detailed rules for WESM which include the determination of electricity price in the market. The price determination methodology will consider accepted economic principles and should provide a level playing field to all electric power industry participants. The price determination methodology was subject to the approval of the ERC.

In this regard, the DOE created PEMC to act as the market operator governing the operation of WESM. On June 26, 2006, WESM became operational in the Luzon grid and adopts the model of a “gross pool, net settlement” electricity market.

b. Clean Air Act

On November 25, 2000, the Implementing Rules and Regulations (IRR) of the Philippine Clean Air Act (PCAA) took effect. The IRR contains provisions that have an impact on the industry as a whole and on SCPC in particular, that need to be complied within 44 months (or until July 2004) from the effectivity date, subject to the approval by DENR. The power plant of SCPC uses thermal coal and uses a facility to test and monitor gas emissions to conform with Ambient and Source Emissions Standards and other provisions of the Clean Air Act and its IRR. Based on the Group’s initial assessment of its existing power plant facilities, the Group believes that it is in full compliance with the applicable provisions of the IRR of the PCAA.

c. Power Supply Agreement with MERALCO

On December 20, 2011, SCPC entered into a new power supply agreement with MERALCO, a distributor of electric power, which took effect on December 26, 2011 and shall have a term of seven (7) years extendable upon mutual agreement by the parties for another three (3) years.

SCPC will be providing MERALCO with an initial contracted capacity of 210 MW and will be increased to 420 MW upon the commercial operation of the plant’s Unit 1.

On March 12, 2012, MERALCO filed an application for the Approval of the Power Supply Agreement (PSA) between MERALCO and SCPC, with a Prayer for Provisional Authority, docketed as ERC Case No. 2011-037 RC.



In the said application, MERALCO alleged and presented on the following: a.) the salient provisions of the PSA; b.) payment structure under the PSA; c.) the impact of the approval of the proposed generation rates on MERALCO's customers; and d.) the relevance and urgent need for the implementation of the PSA.

On December 17, 2012, the Commission (ERC) issued a Decision approving the application with modification. On January 7, 2013, applicant MERALCO filed a Motion for Partial Reconsideration of the ERC Decision dated December 17, 2012 to introduce additional material evidence not available at the time of the filing of the application, in support of the reconsideration of the approved Fixed O&M Fee of P4,785.12/Kw/year.

- d. **Contract for the Fly Ash of the Power Plant**
On April 30, 2012, SCPC and Pozzolanic Australia Pty, Ltd. ("Pozzolanic") executed the Contract for the Purchase of Fly Ash of the Power Plant (the "Pozzolanic Contract"). The Pozzolanic contract is valid and effective for a period of fifteen (15) years beginning February 1, 2012. Pozzolanic, as agreed, shall purchase 100 % percent of fly ashes produced or generated by the Power Plant of SCPC.
- e. **Dispute Resolution Proceedings with MERALCO (Line Loss Rental)**
On August 29, 2013, MERALCO filed a Petition for Dispute Resolution before the Energy Regulatory Commission against SCPC and other generating companies praying for refund of the amount of line loss allegedly collected by the said generating companies corresponding to 2.98% of the NPC-Time of Use (TOU) amounts paid to the generating companies as assignees of the portions of the contracted energy volume under the NPC-MERALCO Transition Supply Contract pursuant to the Orders dated March 4, 2013 and July 1, 2013 issued by the ERC in ERC Case No. 2008-083MC. The total amount claim by MERALCO against SCPC ₱265.54 million representing line loss amounts allegedly received by SCPC beginning 2009.

The ERC issued an Order dated September 10, 2013 for the generating companies to file comments on MERALCO's Petition and set the hearing on October 17, 2013.

On September 20, 2013, the generating companies filed a Joint Motion to Dismiss arguing that MERALCO's Petition failed to state a cause of action and the ERC has no jurisdiction over the subject matter of the case.

On September 25, 2013, the ERC directed MERALCO to file its comments on the Joint Motion to Dismiss. The ERC likewise set the hearing on the Joint Motion to Dismiss on October 14, 2013.

On October 14, 2013 during the hearing on the Joint Motion to Dismiss, ERC directed MERALCO to furnish the generating companies of its Comment and Pre-Trial Brief; granted MERALCO a period of three (3) days from receipt of the generating companies Reply within which to file a Rejoinder; granted the generating companies a period of five (5) days from receipt of MERALCO's Rejoinder to file a Sur-Rejoinder. The ERC denied the generating companies prayer to hold in abeyance the conduct of the initial hearing on October 17, 2013 and shall proceed on said date only insofar as the jurisdictional hearing is concerned without prejudice to the ERC's resolution of the Joint Motion to Dismiss.

The generating companies' Joint Motion to Dismiss has been submitted for resolution. As of December 31, 2015 the Joint Motion to Dismiss has yet to be resolved.



f. Temporary Restraining Order on MERALCO

On December 23, 2013, the Supreme Court (SC) issued a temporary restraining order (TRO) to MERALCO enjoining it from increasing the generation rates it charges to its consumers arising from the increased generation costs from its suppliers for the supply month of November 2013. The said TRO also enjoined the ERC from implementing its December 9, 2013 Order authorizing MERALCO to stagger the collection of its increased generation costs for the supply month of November 2013. The TRO was for a period of 60 days from December 23, 2013 to February 21, 2014.

On January 10, 2014, the SC impleaded MERALCO's suppliers of generation costs, including PEMC, the operator of the wholesale electricity supply market (WESM), as parties-respondents in the cases.

On February 18, 2014, the SC extended the TRO for another 60 days up to April 22, 2014.

On April 24, 2014, the SC issued a resolution and corresponding TRO, extending indefinitely the TRO issued on December 23, 2013 and February 18, 2014.

As a result of the TRO, MERALCO has not been able to fully bill its consumers for the generation costs for the supply month of November 2013; and in turn, it has not been able to fully pay its suppliers of generation costs, including PEMC.

On March 11, 2014, the ERC released its ERC Order (Case No 2014-021MC, dated March 3, 2014) voiding the Luzon WESM prices during the November and December 2013 supply months and declaring the imposition of regulated prices in lieu thereof. PEMC was hereby directed within 7 days from receipt of the Order to calculate these regulated prices and implement the same in the revised WESM bills of the concerned distribution utilities in Luzon for the November and December 2013 supply months for their immediate settlement, except for MERALCO whose November 2013 WESM bill shall be maintained in compliance with the TRO issued by the SC.

Several generation companies and distribution companies filed their respective Motions for Reconsideration of the March 3, 2014 ERC Order. SCPC filed its Motion for Reconsideration with Motion for Deferment of implementation of the Order dated March 3, 2014 on March 31, 2014. The said Motions were set for hearing on April 28, 2014.

In the meantime, PEMC issued the adjusted WESM bills to the market participants, including SCPC. In an Order dated March 27, 2014, the ERC directed PEMC to provide the market participants an additional period of 45 days from receipt of the Order within which to comply with the settlement of the adjusted WESM bills in view of the pendency of the various submissions before the ERC.

During the hearing held on April 28, 2014, the ERC directed the parties to submit their respective memoranda by May 2, 2014. In compliance with the directive, SCPC filed a Manifestation on May 2, 2014 that it is adopting its Motion for Reconsideration in lieu of filing a Memorandum. In an Order dated October 15, 2014, the ERC denied SCPC's Motion for Reconsideration.

On December 11, 2014, SCPC filed a Petition for Review with Prayer for Issuance of Temporary Restraining Order and/or Writ of Injunction with the Court of Appeals seeking reversal of the ERC Orders dated March 3, 2014 and October 15, 2014. In a resolution dated April 30, 2015, the SCPC's Petition was consolidated with other related cases filed by other



generation companies before the Court of Appeals. PEMC and ERC filed their respective Consolidated Comments on the consolidated Petitions to which the SCPC filed its Reply.

MERALCO filed its Consolidated Motion for Leave to Intervene with Opposition to Prayers for issuance of Temporary Restraining Order and/or Writ of Injunction. SCPC filed its Comment to MERALCO's Consolidated Motion on November 2, 2015.

The Court of Appeals is yet to resolve MERALCO's Consolidated Motion and the consolidated Petitions.

Pending the finality of the ERC Order dated March 3, 2014 on recalculation of the WESM prices for the November and December 2013 supply months and its effect on each generation company that trade in the WESM, the SCPC estimated its exposure to the said ERC order. Please see judgments and estimates in Note 3 and the related disclosures on allowance for doubtful accounts in Note 5. In relation to the ERC Order, SCPC entered into a special payment arrangement with PEMC for the payment of the customer's reimbursement, through PEMC, in excess of the regulated price for the purchases through spot market in November and December 2013. The payments are over 24 month of which, as of December 31, 2015, ₱533.72 million was paid, and the remaining ₱140.28 million is payable in the remaining months.

- g. Power Supply Agreement with Masbate Electric Cooperative, Inc. (MASELCO)
On May 4, 2007, MASELCO and DMCI Masbate entered into a PSA wherein DMCI Masbate shall deliver a guaranteed dependable capacity of 13,000 kW which MASELCO may dispatch for its load and ancillary services requirements.

The PSA has a term commencing on the date of its execution and expiring on the last day of the fifteenth (15th) year of the commercial operations period as provided therein, unless extended or earlier terminated. The commercial operations period shall commence not later than eighteen (18) months from effective date. MASELCO shall only pay for actual energy delivered, not on a take or pay basis, except in extraordinary circumstances as provided in the PSA. In exceptional circumstances, payments shall be based on a pre-defined net expected energy rate.

- h. Subsidy Agreement between NPC, MASELCO and DMCI Masbate
In 2008, DMCI Masbate, NPC and MASELCO have signed the Subsidy Agreement which governs the availment by DMCI Masbate of the Missionary Electrification Subsidy (ME Subsidy) as New Power Provider (NPP) in the province of Masbate.

The agreement shall take effect from the time of execution until expiration of the PSA or termination of the Subsidy Agreement, as provided under Section 8 of the Subsidy Agreement, whichever comes earlier.

The ME Subsidy shall be computed as the difference between the True Cost of Generation computed under the PSA and the Socially Acceptable Generation Rate (SAGR) paid by Maselco. The amount of the ME Subsidy shall be taken from the Universal Charge-Missionary Electrification (UC-ME) fund being maintained by NPC.

- i. Transitory Agreement with MASELCO
On March 3, 2010, MASELCO and DMCI Masbate entered into a Transitory Agreement, which shall have a term of five (5) years commencing the date of the agreement, wherein MASELCO shall avail of the generating capacity of DMCI Masbate and shall pay for such



energy output according to the approved Subsidized Approved Generation Rate of ₱5.1167/kWh.

Also, under the agreement, DMCI Masbate shall deliver the coal-fired power plant, barring any political and social situation preventing the construction and development thereof pursuant to the PSA, not later than the 5th year anniversary of the agreement. If it is determined anytime during the term that the construction and commissioning prior to the lapse of the term, the parties may extend the term of the agreement, amend the existing PSA or terminate the agreement and negotiate for a new PSA.

On July 22, 2010, the Energy Regulatory Commission (ERC) issued an Order provisionally approving the Transitory Agreement and DMCI Masbate's availment of ME Subsidy from the UC-ME. The provisional authority triggered the commercial operation of the DMCI Masbate.

- j. Reinstated and Amended Subsidy Agreement between NPC, MASELCO and DMCI Masbate
On October 27, 2010, in line with the Transitory Agreement with MASELCO, DMCI Masbate, NPC and MASELCO signed the Reinstated and Amended Subsidy Agreement. This agreement will entitle DMCI Masbate to avail of the ME Subsidy while the Transitory Agreement is effective. Moreover, this agreement includes an additional provision pertaining to Financing of Power Station and an amendment of a provision pertaining to Payment of Subsidy Fee and True-Up Adjustments.
- k. Amended Power Supply Agreement and Transitory Supply Agreement
On June 8, 2010, an Application was filed with ERC for the approval of the PSA, as amended by the Reinstated and Amendment to the Power Supply Agreement and Transitory Supply Agreement (TSA), and Supplement to the Transitory Agreement as well as the New Power Provider-True Cost Generation Rate ("NPP-TCGR"). The ERC, in its Order of July 12, 2010, provisionally approved the Application filed by MASELCO and DMCI Masbate, and subsequently, issued another Order on July 4, 2011, extending the provisional authority granted until revoked or made permanent.

Meanwhile, upon MASELCO's request, DMCI Masbate constructed two (2) satellite power plants: a 1x2 MW diesel-fired gensets and 1x1 MW diesel-fired gensets in the Municipality of Aroroy and another 2X1 MW diesel-fired gensets and 1x2 MW diesel-fired gensets in the Municipality of Cataingan. The construction of such power plants significantly improved and stabilized the power supply in the province of Masbate.

In view of the aforementioned improvements and developments, the existing tariff rates as contained in the PSA and its Supplements as approved by the ERC no longer reflect the true and actual cost of power generation in the Province. Thus, realizing the need to adjust the existing tariff schedule to reflect the actual costs of the power generated during the remaining term of the PSA, MASELCO and DMCI Masbate entered into a Memorandum of Agreement (MOA) on August 3, 2011, incorporating therein the revised rate formula computation and a provision for prompt payment discount.

On January 28, 2013, ERC issued a Decision for the approval with modification of the application for the PSA and the supplemental Memorandum of Agreement both filed by MASELCO and DMCI Masbate.



On June 3, 2013, ERC issued an Order authorizing DMCI Masbate to recover from the Universal Charge for Missionary Electrification (UC-ME) the amount of ₱75.16 million, representing the difference between the final and provisionally approved rates, in three (3) monthly payments of ₱25.05 million (plus the applicable VAT) starting its June 2013 billing period.

- l. ERC Approval of 3rd - 6th Deferred Accounting Adjustment (DAA) for Generation Rate Adjustment Mechanism (GRAM) and Incremental Currency Exchange Rate Adjustment (ICERA)

On January 31, 2011, ERC issued an Order authorizing the NPC-Small Power Utilities Group (NPC-SPUG) to recover the DAA for 3rd GRAM amounting to ₱0.9492/kWh starting the January 2011 billing period. Furthermore, ERC through its decision dated August 1, 2011 authorized DMCI Masbate to recover the additional DAA for 4th to 6th GRAM and ICERA amounting to ₱1.4282/kWh for the billing period January 25, 2012 to June 25, 2012. The said decision on the DAA for the 3rd to 6th GRAM and ICERA was implemented effective January 2012 billing month as an addition to the existing SAGR of MASELCO. Subsequently, ERC issued an order dated 30 July 2012 amending its earlier decision on the charging of the DAA for the 4th to 6th GRAM and ICERA that starting August 2012 billing, the said DAA will no longer be included in the SAGR of all distribution utilities located in the off-grid areas including MASELCO.

The approved recovery period for the third ICERA was already completed last November 2014 resulting a reduction of the existing SAGR of MASELCO amounting to ₱0.3907/kWh starting the November 26, 2014-December 25, 2014 billing period.

- m. Memorandum of Agreement between MASELCO and DMCI Masbate

On March 24, 2014, DMCI Masbate and MASELCO signed the Memorandum of Agreement (MOA) amending certain provision of the (1) PSA dated May 4, 2007, (2) Amended PSA dated October 19, 2009, (3) Reinstated and Amendment to the PSA dated October 19 and 20, 2009, (4) Transitory Agreement dated March 3, 2010, and (5) MOA dated November 25, 2010 amending the Transitory Agreement. The amendment includes the extension of the term of the Transitory Agreement until January 1, 2017. On January 2015, the MOA dated March 24, 2014 was filed before the ERC for its approval.

On April 27, 2015, DMCI Masbate and MASELCO signed the amendment to the Memorandum of Agreement dated March 24, 2014 amending Section 1 of the MOA and the target commercial operations date (COD) for a period of twenty-four (24) months reckoned from the receipt of the NPC's firm commitment of the completion schedule for the construction of the 69kV Transmission Line.

- n. PSA with Palawan Electric Cooperative, Inc. (PALECO)

On July 25, 2012, PALECO and DPC entered into a PSA wherein DPC shall deliver a guaranteed dependable capacity of up to 25MW which PALECO may dispatch for its active power requirements, frequency regulation, contingency reserve, spinning reserve and voltage regulation control.

The PSA has a term commencing on the effective date of its execution and expiring on the last day of the fifteenth (15th) year of the commercial operations period counted from the commercial operations date as provided therein, unless extended or earlier terminated. The effective date shall be no later than one hundred eighty (180) days from issuance of Notice of Award. PALECO shall only pay for actual energy delivered, except otherwise expressly provided therein.



On April 15, 2013, the ERC issued an Order provisionally approving the Electricity Supply Agreement (ESA) or PSA between DPC and PALECO, and DPC's availment of ME subsidy from the UC-ME. Likewise, the said order triggered the early commercial operation date of the ESA/PSA.

On October 10, 2014, DPC and PALECO entered into an "Addendum to the PSA" whereby DPC shall deploy three (3) diesel generator sets to Roxas, Palawan and one (1) generator set to Quezon, Palawan.

In December 2014, the "Addendum to the PSA" has been filed with ERC.

o. Memorandum of Agreement (MOA) with PALECO

In October 2012, upon request of PALECO due to an impending power shortage at that time, PALECO entered into a MOA with DPC for the installation, operation and maintenance of at least 5MW GDC diesel-operated generators in Irawan, Puerto Princesa City.

On November 26, 2012, the ERC issued an Order provisionally approving the MOA between DPC and PALECO. The order further stated that DPC was entitled to avail the subsidy for the UC-ME fund. The MOA was fully enforceable and effective until August 31, 2013.

p. Subsidy Agreement with NPC and PALECO

The UC-ME Subsidy is computed as the difference between the True Cost of Generation (TCGR) computed under the PSA and the Subsidized-Approved Generation Rate (SAGR) paid by PALECO. The amount of the ME Subsidy is to be taken from the UC-ME fund being administered by NPC. The UC-ME settlement agreement has been signed by DPC, PALECO, and NPC on December 2013.

q. Supplemental Agreement with PALECO

On January 11, 2016, PALECO and DPC entered into Supplemental Agreement wherein DPC shall construct a 2x4.95 MW bunker-fired power plant in Iraan, Aborlan to make good on its commitment to ensure continuous, stable, efficient supply of power to the province of Palawan.

DPC assures that the construction of the bunker-fired power plant shall be completed within six months from the approval of the agreement by the ERC.

r. Rental Contract with NPC

On February 28, 2013, DPC won the NPC bidding for the 9-month lease of 1MW modular diesel generating sets for El Nido, Palawan. The lease started from date of commencement on March 25, 2013 after being given a Notice of Award on the 15th of the same month.

On June 14, 2013, DPC won another NPC bidding for the 6-month lease of 4MW modular diesel generating sets in San Jose, Occidental Mindoro starting December 2013 and ending May 2014. The lease term was extended up to December 2014.

s. Electricity Supply Agreement (ESA) with Oriental Mindoro Electric Cooperative (ORMECO) and UCME Subsidy Agreement with NPC-SPUG and ORMECO

On November 11, 2013, ORMECO and DPC entered into an ESA wherein DPC shall construct, install, operate and maintain a 15MW Bunker C-Fired Power Plant in Calapan Mindoro.



The ESA has a period of twenty years commencing on the Commercial Operation Date (COD) and ending on the 20th year, which may be extended pursuant to the provisions of the ESA. The COD shall be the day up on which ORMECO and DPC jointly certified that the project is capable of operating in accordance with the operating parameters, and has successfully completed all its tests in accordance with the schedules of the ESA.

On December 9, 2014, the ERC approved with modifications the ESA between ORMECO and DPC. As provided in the decision approving the ESA, DPC is allowed to recover the subsidy from the Commission-approved UCME and shall be entitled to the subsidy commencing from the date of its first delivery of energy to ORMECO. The subsidy is computed as the difference between the TCGR and SAGR if the TCGR is higher than the latter.

On June 9, 2015, the UC-ME subsidy agreement was signed by NPC.

t. ESA with Sultan Kudarat Electric Cooperative, Inc. (SUKELCO)

On June 23, 2015, SUKELCO and DPC entered into an ESA wherein DPC shall construct, install, operate and maintain a 3MW Modular Diesel Power Plant in Brgy. Dukay, Esperanza, Sultan Kudarat.

The ESA has a period of three years commencing on the Commercial Operation Date (COD) and ending on the 3rd year, which may be extended for another one year pursuant to the provisions of the ESA subject to mutual consent of the parties. The COD shall be the day upon which ORMECO and DPC jointly certified that the project is capable of operating in accordance with the operating parameters, and has successfully completed all its tests in accordance with the schedules of the ESA.

u. Environmental Compliance Certificate (ECC)

On June 14, 2006, the DENR, through the Environmental Management Bureau, granted BNC, the ECC for the Berong Project.

BNC, in compliance with the terms of the ECC, has set up an Environmental Trust Fund (ETF) on April 27, 2007, in the amount of ₱0.20 million at the Land Bank of the Philippines (LBP) Makati Branch. The ETF is a readily replenishable fund for compensation or indemnification of damages to life and property that may be caused by the project. The fund is included under "Other noncurrent assets" account in the consolidated statement of financial position. As at December 31, 2015 and 2014, BNC has ETF amounting to ₱0.21 million.

v. Mine Rehabilitation Fund (MRF)

Pursuant to Section 181 of the Implementing Rules and Regulations of the Republic Act (R.A.) No. 7492, better known as the "Philippine Mining Act of 1995", BNC has opened a Rehabilitation Cash Fund (RCF) on November 22, 2007, amounting to ₱5 million at the LBP Makati Branch. Such trust fund is set to ensure compliance with the approved rehabilitation activities and schedules of the project. In addition to RCF, BNC has also set up a Monitoring Trust Fund (MTF) amounting to ₱0.10 million at the LBP Makati Branch on April 27, 2007. Such fund shall be used to cover the maintenance and other operating budget of the MTF Committee and is subject to periodic replenishments. As at December 31, 2015 and 2014, BNC has RCF amounting to ₱4.63 million and ₱5.17 million, respectively, and MTF amounting to ₱0.15 million and ₱0.15 million, respectively.



Also, BNC set up the Final Mine Rehabilitation and Decommissioning Plan (FMRDP) fund to be used for the rehabilitation and decommissioning, submitted to MGB, of BNC's mine at the end of its life. As at December 31, 2015 and 2014, the balance of the fund amounts to ₱1.3 million and ₱1.3 million, respectively. Interest earned from MRF amounted to ₱0.01 million and ₱0.02 million as at December 31, 2015 and 2014, respectively.

w. Memorandum of Agreement (MOA) with Tagbanua Indigenous Peoples (IP)/Indigenous Cultural Community (ICC)

In 2005, BNC, Tagbanua IPs/ICCs and National Commission on Indigenous Peoples entered into a MOA. The MOA relate exclusively to the areas applied for and disclosed to the Tagbanua IPs/ICCs of Berong Aramaywan, Quezon, Province of Palawan and shall cover and apply exclusively to all the activities, processes, operations and other related issues under the MPSA application of BNC.

Under the MOA, the Tagbanua IPs/ICCs has the right to receive from BNC a royalty payment equivalent to 1% of the gross revenues based on the provisions of the Mining Act subject to devaluation of the Philippine peso. The said royalty is paid to BATA, a formal organization created by the IPs upon signing of the MOA, who is responsible in determining the share of every individual member in accordance with their customary laws and practices.

Total royalty payments to BATA in 2015 and 2014 amounted to ₱32.75 million and nil, respectively. In 2015 and 2014, BNC has recognized royalty expense amounting to ₱30.62 million and ₱21.33 million, respectively. Royalty payable amounted to ₱31.33 million and ₱33.65 million as at December 31, 2015 and 2014, respectively.

As at December 31, 2015 and 2014, available indigenous people trust fund amounted to ₱0.16 million and ₱2.91 million, respectively.

x. Sales Agreement

BNC entered into various sales agreements with different customers to sell and deliver nickel laterite ores. The selling price of the nickel laterite ores depends on its ore grading. High grade (1.9% to 2.09%) and low grade (1.1% to 1.11%) are priced at US\$56 to US\$72.5 and US\$15.5 to US\$15, respectively. The sales agreements are subject to price adjustments depending on the final nickel and moisture content agreed by both parties. BNC exported a total of 1.60 million WMT and 1 million WMT of nickel laterite ores in 2015 and 2014, respectively.

ZDMC had a sales contract with various customers during 2015, which had specific ore grade and varying tonnage. The price for nickel ore ranges from US\$29 per Wet Metric Ton (WMT). Certain contract terms for ZDMC's sale of nickel ore allow for a price adjustment based on nickel grade and moisture content of the delivered ore as indicated in the final assay report made by an independent party.

Provisional payment covering 90% of the total amount as reflected in provisional invoice and final settlement can be made upon receipt of final invoice.



39. Subsequent Events After Reporting Period

Partial Sale of Subic Water

On March 23, 2016, the Group sold 0.92 million shares, representing 10% interest in Subic Water to the City of Olongapo for a total consideration of ₱210.58 million. The Group still owns a total of 30% interest of Subic Water's outstanding capital stock after the sale.

ENK Restructuring

On March 31, 2016, the BOD of the Group approved the liquidation and dissolution of ENK, a wholly-owned subsidiary of the Parent Company in UK. The transaction is part of the ongoing restructuring of the Group's nickel mining subsidiaries in order to simplify the structure of the nickel mining segment and liquidate non-operating subsidiaries.



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SUPPLEMENTARY SCHEDULES

CONSOLIDATED COMPANY FINANCIAL STATEMENTS

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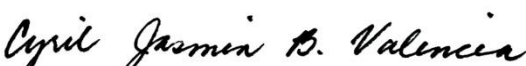


INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY SCHEDULES

The Stockholders and the Board of Directors
DMCI Holdings, Inc.
3rd Floor, Dacon Building
2281 Don Chino Roces Avenue
Makati City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of DMCI Holdings, Inc. and its subsidiaries (the Group) as at December 31, 2015 and 2014 and for each of the three years in the period ended December 31, 2015, included in this Form 17-A, and have issued our report thereon dated March 31, 2016. Our audits were made for the purpose of forming an opinion on the consolidated financial statements taken as a whole. The schedules listed in the Index to the Consolidated Financial Statements and Supplementary Schedules are the responsibility of the Group's management. These schedules are presented for purposes of complying with the Securities Regulation Code Rule No. 68, As Amended (2011) and are not part of the consolidated financial statements. These schedules have been subjected to the auditing procedures applied in the audit of the consolidated financial statements and, in our opinion, fairly state in all material respects, the information required to be set forth therein in relation to the consolidated financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.


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CPA Certificate No. 90787
SEC Accreditation No. 1229-AR-1 (Group A),
May 12, 2015, valid until May 11, 2018
Tax Identification No. 162-410-623
BIR Accreditation No. 08-001998-74-2015,
February 27, 2015, valid until February 26, 2018
PTR No. 5321703, January 4, 2016, Makati City

March 31, 2016



DMCI HOLDINGS, INC. AND SUBSIDIARIES**SUPPLEMENTARY INFORMATION AND DISCLOSURES REQUIRED ON SRC RULE 68 AS AMENDED
DECEMBER 31, 2015**

Philippine Securities and Exchange Commission (SEC) issued the amended Securities Regulation Code Rule SRC Rule 68 which consolidates the two separate rules and labeled in the amendment as “Part I” and “Part II”, respectively. It also prescribed the additional information and schedule requirements for issuers of securities to the public.

Below are the additional information and schedules required by SRC Rule 68, as Amended (2011), that are relevant to the Group. This information is presented for purposes of filing with the SEC and is not required part of the basic financial statements.

Schedule A. Financial Assets

Name of issuing entity and association of each issue	Number of shares or principal amount of bonds and notes	Amount shown in the consolidated statements of financial position	Value based on market quotation at end of reporting period	Income received and accrued
Manila Golf and Country Club	1	₱39,000,000	₱39,000,000	
Wack Wack Golf & Country Club	1	15,800,000	15,800,000	
Manila Electric Company	38,533	12,330,560	12,330,560	
Alabang Country Club Inc.	1	3,000,000	3,000,000	
Manila Southwoods Golf-Academy (A)	2	1,500,000	1,500,000	
Manila Southwoods Golf-Academy (B)	1	950,000	950,000	
Canlubang Golf and Country Club	1	800,000	800,000	
DMC Conex Freight Services, Inc.	1	661,014	661,014	
Northwoods Development Corporation	1	650,000	650,000	
Valle Verde Country Club	1	500,000	500,000	
Makati Sports Club	1	460,000	460,000	
(Forward)				



Name of issuing entity and association of each issue	Number of shares or principal amount of bonds and notes	Amount shown in the consolidated statements of financial position	Value based on market quotation at end of reporting period	Income received and accrued
Subic Bay Yatch Club	2	₱400,000	₱400,000	
Bayantel	1	400,000	400,000	
Celebrity Sports Plaza Inc.	1	130,000	130,000	
Philippine Long Distance Telephone Company	1	127,258	127,258	
Mabuhay Vinyl Corp.	34,889	108,156	108,156	
Capitol Hills Golf and Country Club	1	40,000	40,000	
Philippine Columbian Association	1	16,896	16,896	
Gallerie Y	1	15,000	15,000	
Confederation of Philippine Exporter	1	5,000	5,000	
Executive Suite Inc.	1	3,000	3,000	
Club Solviento	1	3,000	3,000	

Schedule B. Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (other than related parties)

Name and Designation of debtor	Balance at beginning of period	Additions	Amounts collected	Amounts written off	Current	Not current	Balance at end of period

Not applicable. The Group's receivables from officers and employees pertain to ordinary purchases subject to usual terms, travel and expense advances and other transactions arising from the Group's ordinary course of business.



Schedule C. Amounts Receivable from/Payable to Related Parties which are Eliminated during the Consolidation of Financial Statements

The following is the schedule of receivables from related parties, which are eliminated in the consolidated financial statements as at December 31, 2015:

Entity with Receivable Balance	Name of Entity with Payable Balance	Due from related party	Due to related party
ENK Plc.	DMCI Mining Corporation	2,018,163,923	(2,018,163,923)
Fil-Euro Asia Nickel Corporation	Zambales Diversified Metals Corporation	1,090,541,781	(1,090,541,781)
DMCI Mining Corporation	Fil-Euro Asia Nickel Corporation	1,074,793,544	(1,074,793,544)
D.M. Consunji, Inc.	Semirara Mining and Power Corporation	963,143,302	(963,143,302)
DMCI Mining Corporation	Fil-Asian Strategic Resources & Properties Corporation	844,596,959	(844,596,959)
ENK Plc.	European Nickel PLC - Regional Operating Headquarters	732,186,822	(732,186,822)
D.M. Consunji, Inc.	Southwest Luzon Power Generation Corporation	719,534,690	(719,534,690)
Fil-Asian Strategic Resources & Properties Corporation	Zambales Diversified Metals Corporation	557,066,425	(557,066,426)
D.M. Consunji, Inc.	DMCI Project Developers, Inc.	486,463,047	(486,463,047)
Rusina Mining Ltd.	ENK Plc.	485,993,596	(485,993,596)
DMCI Mining Corporation	Berong Nickel Corporation	369,175,927	(369,175,927)
DMCI Mining Corporation	Zambales Diversified Metals Corporation	246,370,861	(246,370,861)
D.M. Consunji, Inc.	St. Raphael Power Generation Corporation	192,351,280	(192,351,280)
DMCI Project Developers, Inc.	DMCI Homes, Inc.	172,021,940	(172,021,940)
Rusina Mining Ltd.	European Nickel PLC - Regional Operating Headquarters	138,128,818	(138,128,818)
Riviera Land Corporation	DMCI Project Developers, Inc.	112,592,250	(112,592,250)
Fil-Euro Asia Nickel Corporation	Zambales Chromite Mining Company Inc.	96,016,882	(96,016,882)
Montemina Resources Corporation	Zambales Diversified Metals Corporation	86,558,395	(86,558,395)
DMCI Mining Corporation	European Nickel PLC - Regional Operating Headquarters	86,255,379	(86,255,379)
Fil-Asian Strategic Resources & Properties Corporation	Montemina Resources Corporation	85,555,044	(85,555,044)
Hampstead Gardens Corporation	DMCI Project Developers, Inc.	81,859,515	(81,859,515)
DMCI Project Developers, Inc.	DMCI Homes Property Management Corporation	61,972,168	(61,972,168)
Zambales Diversified Metals Corporation	D.M. Consunji, Inc.	55,124,436	(55,124,436)
D.M. Consunji, Inc.	DMCI Power Corportion	54,355,030	(54,355,030)
D.M. Consunji, Inc.	Sem-Calaca Power Corporation	49,607,371	(49,607,371)
D.M. Consunji, Inc.	DMCI Masbate Power Corporation	49,337,577	(49,337,577)
Semirara Mining and Power Corporation	DMCI Power Corportion	46,138,356	(46,138,356)
Fil-Asian Strategic Resources & Properties Corporation	Montague Resources Philippines Corporation	41,654,916	(41,654,916)
DMCI Power Corportion	Sem-Calaca Power Corporation	39,271,558	(39,271,558)
Fil-Euro Asia Nickel Corporation	Zamnorth Holdings Corporation	35,003,159	(35,003,159)
Beta Electric Corporation	D.M. Consunji, Inc.	31,987,223	(31,987,223)
Zambales Diversified Metals Corporation	Zambales Chromite Mining Company Inc.	29,069,300	(29,069,300)
DMCI Holdings, Inc.	DMCI Mining Corporation	27,202,908	(27,202,908)
Berong Nickel Corporation	Ulugan Nickel Corporation	23,326,386	(23,326,386)
Enickel Holdings, Inc.	DMCI Mining Corporation	20,607,406	(20,607,406)
Zamnorth Holdings Corporation	DMCI Mining Corporation	20,070,845	(20,070,845)
DMCI Mining Corporation	Ulugan Nickel Corporation	19,068,056	(19,068,056)



Entity with Receivable Balance	Name of Entity with Payable Balance	Due from related party	Due to related party
Fil-Euro Asia Nickel Corporation	Fil-Asian Strategic Resources & Properties Corporation	17,866,581	(17,866,581)
D.M. Consunji, Inc.	DMCI Technical Training Center	14,577,630	(14,577,630)
ENK Plc.	European Nickel Holland BV	10,271,974	(10,271,974)
DMCI Mining Corporation	DMCI Power Corportion	8,913,290	(8,913,290)
Enickel Berhold, Inc.	European Nickel Philland BV	8,128,305	(8,128,305)
DMCI Project Developers, Inc.	DMCI Mining Corporation	7,983,299	(7,983,299)
D.M. Consunji, Inc.	Berong Nickel Corporation	7,750,645	(7,750,645)
DMCI Project Developers, Inc.	Berong Nickel Corporation	5,216,440	(5,216,440)
DMCI Mining Corporation	TMM Management, Inc.	4,239,723	(4,239,723)
Wire Rope Corporation of the Philippines	Semirara Mining and Power Corporation	3,994,893	(3,994,893)
Semirara Mining and Power Corporation	DMCI Mining Corporation	3,872,518	(3,872,518)
Zambales Diversified Metals Corporation	Berong Nickel Corporation	3,782,128	(3,782,128)
D.M. Consunji, Inc.	Wire Rope Corporation of the Philippines	3,693,812	(3,693,812)
DMCI Project Developers, Inc.	Zambales Diversified Metals Corporation	3,585,749	(3,585,749)
DMCI Homes, Inc.	Riviera Land Corporation	3,118,298	(3,118,298)
Enickel Holdings, Inc.	ENK Plc.	2,975,074	(2,975,074)
Montemina Resources Corporation	Zamnorth Holdings Corporation	2,753,502	(2,753,502)
Zamnorth Holdings Corporation	Zambales Chromite Mining Company Inc.	2,738,271	(2,738,271)
Hampstead Gardens Corporation	DMCI Homes, Inc.	2,360,453	(2,360,453)
DMCI Holdings, Inc.	DMCI Project Developers, Inc.	2,352,000	(2,352,000)
Montemina Resources Corporation	Zambales Chromite Mining Company Inc.	2,291,646	(2,291,646)
DMCI Mining Corporation	D.M. Consunji, Inc.	2,199,619	(2,199,619)
Fil-Asian Strategic Resources & Properties Corporation	Zambales Chromite Mining Company Inc.	2,118,092	(2,118,092)
DMCI Project Developers, Inc.	DMCI-PDI Hotels, Inc.	2,023,835	(2,023,835)
DMCI Mining Corporation	Zambales Chromite Mining Company Inc.	1,986,639	(1,986,639)
Beta Electric Corporation	Raco Haven Automation Philippines, Inc.	1,962,820	(1,962,820)
Semirara Mining and Power Corporation	DMCI Masbate Power Corporation	1,458,935	(1,458,935)
D.M. Consunji, Inc.	DMCI Homes, Inc.	850,564	(850,564)
Berong Nickel Corporation	TMM Management, Inc.	825,084	(825,084)
Berong Nickel Corporation	Ulugan Resouces Holdings, Inc.	730,763	(730,763)
Wire Rope Corporation of the Philippines	DMCI Project Developers, Inc.	715,975	(715,975)
Hampstead Gardens Corporation	D.M. Consunji, Inc.	706,173	(706,173)
Enickel Berhold, Inc.	European Nickel PLC - Regional Operating Headquarters	530,225	(530,225)
European Nickel PLC - Regional Operating Headquarters	Enickel Holdings, Inc.	501,102	(501,102)
European Nickel Holland BV	European Nickel Philland BV	391,398	(391,398)
Fil-Euro Asia Nickel Corporation	Zambales Nickel Processing Corporation	362,913	(362,913)
DMCI Mining Corporation	Ulugan Resouces Holdings, Inc.	358,492	(358,492)
Fil-Asian Strategic Resources & Properties Corporation	Zamnorth Holdings Corporation	268,871	(268,871)
ENK Plc.	European Nickel Philland BV	228,970	(228,970)
Wire Rope Corporation of the Philippines	Sem-Calaca Power Corporation	187,313	(187,313)
D.M. Consunji, Inc.	DMCI Homes Property Management Corporation	148,969	(148,969)



Entity with Receivable Balance	Name of Entity with Payable Balance	Due from related party	Due to related party
Heraan Holdings, Inc.	DMCI Mining Corporation	123,585	(123,585)
Fil-Asian Strategic Resources & Properties Corporation	Mt. Lanat Metals Corporation	116,859	(116,859)
DMCI-PDI Hotels, Inc.	D.M. Consunji, Inc.	104,000	(104,000)
Montemina Resources Corporation	Zambales Nickel Processing Corporation	100,889	(100,889)
DMCI Project Developers, Inc.	Zenith	85,626	(85,626)
Berong Nickel Corporation	European Nickel PLC - Regional Operating Headquarters	84,000	(84,000)
European Nickel PLC - Regional Operating Headquarters	Fil-Euro Asia Nickel Corporation	50,000	(50,000)
D.M. Consunji, Inc.	DMCI Holdings, Inc.	49,022	(49,022)
DMCI-PDI Hotels, Inc.	DMCI Homes, Inc.	46,327	(46,327)
TMM Management, Inc.	Ulugan Nickel Corporation	30,000	(30,000)
Ulugan Nickel Corporation	Ulugan Resouces Holdings, Inc.	26,196	(26,196)
DMCI Masbate Power Corporation	DMCI Mining Corporation	24,000	(24,000)
Semirara Mining and Power Corporation	DMCI Project Developers, Inc.	15,000	(15,000)
Wire Rope Corporation of the Philippines	Berong Nickel Corporation	13,920	(13,920)
Zambales Diversified Metals Corporation	Enickel Holdings, Inc.	2,950	(2,950)
DMCI Masbate Power Corporation	Sem-Calaca Power Corporation	2,545	(2,545)
Zambales Diversified Metals Corporation	Zamnorth Holdings Corporation	2,250	(2,250)
Zambales Diversified Metals Corporation	Enickel Berhold, Inc.	1,950	(1,950)
European Nickel PLC - Regional Operating Headquarters	ZDMC Holdings Corporation	1,694	(1,694)
ZDMC Holdings Corporation	DMCI Mining Corporation	1,683	(1,683)
Zambales Diversified Metals Corporation	Mt. Lanat Metals Corporation	950	(950)
Zambales Diversified Metals Corporation	Heraan Holdings, Inc.	950	(950)
Zambales Diversified Metals Corporation	Zambales Nickel Processing Corporation	700	(700)

As of December 31, 2015, the balances above of due from and due to related parties are expected to be realized and settled within twelve months from the reporting date and are classified under current assets and liabilities. There were no amounts written off during the year.



Schedule D. Intangible Asset

Description	Beginning balance	Additions at cost	Charged to costs and expenses	Charged to other accounts	Other changes	Ending balance
Software cost	₱80,841,551	₱44,242,337	(₱42,660,964)	₱—	₱—	₱82,422,924

See Note 14 of the Consolidated Financial Statements.



Schedule E. Long-term Debt

Below is the schedule of long-term debt (net of debt issue cost) of the Group:

Title of issue and type of obligation	Amount authorized by indenture	Interest rates	Maturity date	Number of periodic installments	Amount shown under caption "Current portion of long-term debt" in related balance sheet	Amount shown under caption "Long-term debt" in related balance sheet
Bank loans	₱1,383,979,053	Floating rate to be repriced every 3 months	2018	Interest payable every 3 months, principal to be paid on maturity date	₱134,937,958	₱1,249,041,095
Bank loans	1,317,680,000	Floating rate to be repriced every 3 months	2016	Interest payable every 3 months, principal to be paid on maturity date	1,317,680,000	—
Bank loans	438,116,431	Floating rate to be repriced every 90 days	2016	Interest payable every 3 months, principal to be paid on maturity date	438,116,431	—
Bank loans	75,958,914	Floating rate to be repriced every 3 months	2016	Interest and principal are payable on the date of maturity	75,958,914	—
Bank loans	11,037,114,866	PDST-F + Spread or BSP Overnight Rate, whichever is higher	Various quarterly maturities starting 2015 until 2022	The principal amount shall be paid in twenty-seven equal consecutive quarterly installments commencing on the fourteenth quarter from the initial borrowing date (February 4, 2012). Final repayment date is ten (10) years after initial borrowing.	1,693,555,857	9,343,559,009
Bank loan	2,297,759,339	PDST-F benchmark yield for 3-month treasury securities + 1.75%. Starting August 2015, PDST-R2 + 1.95%	Various quarterly maturities starting 2011 until 2017	Payable in twenty-five (25) equal consecutive quarterly installments commencing on the twelfth month from initial borrowing date.	1,530,478,240	767,281,099
Bank loans	1,490,795	8.97% to 15.16%	July 7, 2016 and July 7, 2018	Payable upon maturity of the loans.	718,610	772,185
Bank loans	3,124,989	8.68% to 10.25%	Various monthly maturities starting 2010 to 2020	Payable in equal monthly installments starting April 2010 up to September 2020,	871,378	2,253,611
Bank loans	312,007,800	5.04% p.a.	May 21, 2018	Interest payable every 3 months, principal to be paid on maturity date	—	312,007,800
Bank loans	997,312,460	3.33% stated interest per quarter	Various quarterly maturities starting 2016 until 2017	Payable in eight equal quarterly amortization commencing at the end of the 5th Quarter from initial drawdown. Final repayment date is 3 years after initial borrowing	498,067,825	499,244,635



Title of issue and type of obligation	Amount authorized by indenture	Interest rates	Maturity date	Number of periodic installments	Amount shown under caption "Current portion of long-term debt" in related balance sheet	Amount shown under caption "Long-term debt" in related balance sheet
Fixed rate corporate notes	16,487,595,271	PDST-F Issue Date and ending three (3) months after such Issue Date, and every three (3) months thereafter. Initially, PDST-F benchmark for 5-yr treasury securities + 1.25%	Various maturities from 2016 to 2020	Payments shall be based on aggregate percentage of issue amount of each series equally divided over applicable quarters (4th/7th to 27th quarter) and the balance payable at maturity.	5,169,843,523	11,317,751,748
Bank loans	2,365,566,259	5%-8% p.a.	Various	Payable in equal and continuous monthly payments not exceeding 120 days commencing one (1) month from date of execution.	431,726,569	1,933,839,690
HomeSaver Bonds	337,900,000	4.5%-5% p.a.	Various maturities from 2018 to 2020	Tranche A and C are payable 3 years from the initial issue date; Tranche B is payable 5 years from the initial issue date.	—	337,900,000
₱37,055,606,177					11,291,955,305	25,763,650,872

See Note 19 of the Consolidated Financial Statements



Schedule F. Indebtedness to Related Parties (Long-term Loans from Related Companies)

Name of related party	Balance at beginning of period	Balance at end of period

NOT APPLICABLE

Schedule G. Guarantees of Securities of Other Issuers

Name of issuing entity of securities guaranteed by the group for which this statements is filed	Title of issue of each class of securities guaranteed	Total amount guaranteed and outstanding	Amount of owned by person for which statement is filed	Nature of guarantee

NOT APPLICABLE



Schedule H. Capital Stock

Title of issue	Number of shares authorized	Number of shares issued and outstanding at shown under related balance sheet caption	Number of shares reserved for options, warrants, conversion and other rights	Number of shares held by		
				Related parties	Directors, officers and employees	Others
Preferred stock - ₱1 par value cumulative and convertible	100,000,000	3,780	—	—	—	3,780
Common stock - ₱1 par value	19,900,000,000	13,277,470,000	—	9,220,031,725	390,079,985	3,667,358,290
	20,000,000,000	13,277,473,780	—	9,220,031,725	390,079,985	3,667,362,070

See Note 22 of the Consolidated Financial Statements



DMCI HOLDINGS, INC. AND SUBSIDIARIES**SCHEDULE OF ALL EFFECTIVE STANDARDS AND INTERPRETATIONS
UNDER PHILIPPINE FINANCIAL REPORTING STANDARDS**

Philippine Securities and Exchange Commission (SEC) issued the amended Securities Regulation Code Rule SRC Rule 68 and 68.1 which consolidates the two separate rules and labeled in the amendment as “Part I” and “Part II”, respectively. It also prescribed the additional information and schedule requirements for issuers of securities to the public.

Below is the list of all effective Philippine Financial Reporting Standards (PFRS), Philippine Accounting Standards (PAS) and Philippine Interpretations of International Financial Reporting Interpretations Committee (IFRIC) as of December 31, 2015:

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2015		Adopted	Not Adopted	Not Applicable
Framework for the Preparation and Presentation of Financial Statements Conceptual Framework Phase A: Objectives and qualitative characteristics		✓		
PFRSs Practice Statement Management Commentary		✓		
Philippine Financial Reporting Standards				
PFRS 1 (Revised)	First-time Adoption of Philippine Financial Reporting Standards			✓
	Amendments to PFRS 1 and PAS 27: Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate			✓
	Amendments to PFRS 1: Additional Exemptions for First-time Adopters			✓
	Amendment to PFRS 1: Limited Exemption from Comparative PFRS 7 Disclosures for First-time Adopters			✓
	Amendments to PFRS 1: Severe Hyperinflation and Removal of Fixed Date for First-time Adopters			✓
	Amendments to PFRS 1: Government Loans			✓
PFRS 2	Share-based Payment			✓
	Amendments to PFRS 2: Vesting Conditions and Cancellations			✓
	Amendments to PFRS 2: Group Cash-settled Share-based Payment Transactions			✓
PFRS 3 (Revised)	Business Combinations	✓		



PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2015		Adopted	Not Adopted	Not Applicable
PFRS 4	Insurance Contracts			✓
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts			✓
PFRS 5	Non-current Assets Held for Sale and Discontinued Operations			✓
PFRS 6	Exploration for and Evaluation of Mineral Resources	✓		
PFRS 7	Financial Instruments: Disclosures	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets - Effective Date and Transition	✓		
	Amendments to PFRS 7: Improving Disclosures about Financial Instruments	✓		
	Amendments to PFRS 7: Disclosures - Transfers of Financial Assets	✓		
	Amendments to PFRS 7: Disclosures - Offsetting Financial Assets and Financial Liabilities	✓		
	Amendments to PFRS 7: Mandatory Effective Date of PFRS 9 and Transition Disclosures		✓	
	Amendments to PFRS 9, PFRS 7 and PAS 39 (2013 version): Hedge Accounting		✓	
PFRS 8	Operating Segments	✓		
PFRS 9	Financial Instruments		✓	
PFRS 10	Consolidated Financial Statements	✓		
	Amendments to PFRS 10, PFRS 12 and PAS 27: Investment Entities	✓		
	Amendments to PFRS 10 and PAS 28: Investment Entities: Applying consolidation exceptions		✓	
PFRS 11	Joint Arrangements	✓		
	Amendments to PFRS 11: Accounting for Acquisitions of Interests		✓	
PFRS 12	Disclosure of Interests in Other Entities	✓		
	Amendments to PFRS 10, PFRS 12 and PAS 27: Investment Entities	✓		
PFRS 13	Fair Value Measurement	✓		



PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2015		Adopted	Not Adopted	Not Applicable
PFRS 14	Regulatory Deferral Accounts		✓	
Philippine Accounting Standards				
PAS 1	Presentation of Financial Statements	✓		
	Amendment to PAS 1: Capital Disclosures	✓		
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation			✓
	Amendments to PAS 1: Presentation of Items of Other Comprehensive Income	✓		
	Amendments to PAS 1: Presentation of financial statements - disclosure initiative		✓	
PAS 2	Inventories	✓		
PAS 7	Statement of Cash Flows	✓		
PAS 8	Accounting Policies, Changes in Accounting Estimates and Errors	✓		
PAS 10	Events after the Reporting Period	✓		
PAS 11	Construction Contracts	✓		
PAS 12	Income Taxes	✓		
	Amendment to PAS 12 - Deferred Tax: Recovery of Underlying Assets	✓		
PAS 16	Property, Plant and Equipment	✓		
	Amendments to PAS 16 and PAS 38: Clarification of Acceptable Methods of Depreciation and Amortization		✓	
	Amendments to PAS 16 and PAS 41: Bearer Plants		✓	
PAS 17	Leases	✓		
PAS 18	Revenue	✓		
PAS 19	Employee Benefits	✓		
	Amendments to PAS 19: Defined Benefit Plans: Employee Contributions	✓		
PAS 20	Accounting for Government Grants and Disclosure of Government Assistance			✓
PAS 21	The Effects of Changes in Foreign Exchange Rates	✓		
	Amendments to PAS 21: Net Investment in a Foreign Operation			✓
PAS 23	Borrowing Costs	✓		



PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2015		Adopted	Not Adopted	Not Applicable
PAS 24	Related Party Disclosures	✓		
PAS 26	Accounting and Reporting by Retirement Benefit Plans			✓
PAS 27	Separate Financial Statements	✓		
	Amendments to PFRS 10, PFRS 12 and PAS 27: Investment Entities	✓		
	Amendments to PAS 27: Equity Method in Separate Financial Statements		✓	
PAS 28	Investments in Associates and Joint Ventures	✓		
	Amendments to PFRS 10 and PAS 28: Investment Entities: Applying consolidation exceptions		✓	
PAS 29	Financial Reporting in Hyperinflationary Economies			✓
PAS 32	Financial Instruments: Disclosure and Presentation	✓		
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation			✓
	Amendment to PAS 32: Classification of Rights Issues			✓
	Amendments to PAS 32: Offsetting Financial Assets and Financial Liabilities	✓		
PAS 33	Earnings per Share	✓		
PAS 34	Interim Financial Reporting	✓		
PAS 36	Impairment of Assets	✓		
	Amendments to PAS 36: Recoverable Amount Disclosures for Non - Financial Assets		✓	
PAS 37	Provisions, Contingent Liabilities and Contingent Assets	✓		



PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2015		Adopted	Not Adopted	Not Applicable
PAS 38	Intangible Assets	✓		
	Amendments to PAS 16 and PAS 38: Clarification of Acceptable Methods of Depreciation and Amortization		✓	
PAS 39	Financial Instruments: Recognition and Measurement	✓		
	Amendments to PAS 39: Transition and Initial Recognition of Financial Assets and Financial Liabilities			✓
	Amendments to PAS 39: Cash Flow Hedge Accounting of Forecast Intragroup Transactions			✓
	Amendments to PAS 39: The Fair Value Option			✓
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts			✓
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets	✓		
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets - Effective Date and Transition	✓		
	Amendments to Philippine Interpretation IFRIC 9 and PAS 39: Embedded Derivatives			✓
	Amendment to PAS 39: Eligible Hedged Items			✓
	Amendment to PAS 39: Novation of Derivatives and Continuation of Hedge Accounting			✓
	PFRS 9 and Amendments to PFRS 7 and PAS 39		✓	
PAS 40	Investment Property	✓		
PAS 41	Agriculture			✓
	Amendments to PAS 16 and PAS 41: Bearer Plants		✓	
Philippine Interpretations				
IFRIC 1	Changes in Existing Decommissioning, Restoration and Similar Liabilities	✓		
IFRIC 2	Members' Share in Co-operative Entities and Similar Instruments			✓
IFRIC 4	Determining Whether an Arrangement Contains a Lease	✓		
IFRIC 5	Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds	✓		



PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2015		Adopted	Not Adopted	Not Applicable
IFRIC 6	Liabilities arising from Participating in a Specific Market - Waste Electrical and Electronic Equipment			✓
IFRIC 7	Applying the Restatement Approach under PAS 29 Financial Reporting in Hyperinflationary Economies			✓
IFRIC 8	Scope of PFRS 2			✓
IFRIC 9	Reassessment of Embedded Derivatives	✓		
	Amendments to Philippine Interpretation IFRIC 9 and PAS 39: Embedded Derivatives	✓		
IFRIC 10	Interim Financial Reporting and Impairment	✓		
IFRIC 11	PFRS 2 - Group and Treasury Share Transactions			✓
IFRIC 12	Service Concession Arrangements			✓
IFRIC 13	Customer Loyalty Programmes			✓
IFRIC 14	The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction	✓		
	Amendments to Philippine Interpretations IFRIC 14, Prepayments of a Minimum Funding Requirement	✓		
IFRIC 15	Agreements for the Construction of Real Estate		✓	
IFRIC 16	Hedges of a Net Investment in a Foreign Operation			✓
IFRIC 17	Distributions of Non-cash Assets to Owners	✓		
IFRIC 18	Transfers of Assets from Customers			✓
IFRIC 19	Extinguishing Financial Liabilities with Equity Instruments			✓
IFRIC 20	Stripping Costs in the Production Phase of a Surface Mine	✓		
IFRIC 21	Levies	✓		
SIC-7	Introduction of the Euro			✓
SIC-10	Government Assistance - No Specific Relation to Operating Activities			✓
SIC-12	Consolidation - Special Purpose Entities			✓
	Amendment to SIC - 12: Scope of SIC 12			✓
SIC-13	Jointly Controlled Entities - Non-Monetary Contributions by Venturers	✓		
SIC-15	Operating Leases - Incentives	✓		
SIC-21	Income Taxes - Recovery of Revalued Non-Depreciable Assets	✓		



PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2015		Adopted	Not Adopted	Not Applicable
SIC-25	Income Taxes - Changes in the Tax Status of an Entity or its Shareholders			✓
SIC-27	Evaluating the Substance of Transactions Involving the Legal Form of a Lease	✓		
SIC-29	Service Concession Arrangements: Disclosures.			✓
SIC-31	Revenue - Barter Transactions Involving Advertising Services			✓
SIC-32	Intangible Assets - Web Site Costs			✓

In addition, the IASB has issued the following new standards that have not yet been adopted locally by the SEC and FRSC. The Group is currently assessing the impact of these new standards and plans to adopt them on their required effective dates once adopted locally.

- IFRS 15, *Revenue from Contracts with Customers* (effective January 1, 2018)
- IFRS 16, *Leases* (effective January 1, 2019)

Standards tagged as “Not applicable” have been adopted by the Group but have no significant covered transactions for the year ended December 31, 2015.

Standards tagged as “Not adopted” are standards issued but not yet effective as of December 31, 2015. The Group will adopt the Standards and Interpretations when these become effective.



DMCI HOLDINGS, INC.

**SUPPLEMENTARY SCHEDULE OF RETAINED EARNINGS AVAILABLE
FOR DIVIDENDS DECLARATION
FOR THE YEAR ENDED DECEMBER 31, 2015
(Amounts in thousands)**

Unappropriated Retained Earnings, beginning		₱8,610,215,902
Net income actually earned/realized during the period:		
Net income during the period closed to retained earnings	₱5,201,599,817	
Less: Non actual/unrealized income net of tax		
Equity in net income of associate/joint venture		—
Unrealized actuarial gain		—
Fair value adjustment (M2M gains)		—
Fair value adjustment of Investment Property resulting to gain		—
Adjustment due to deviation from PFRS/GAAP-gain		—
Other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS		—
Deferred tax asset that reduced the amount of income tax expense		—
Add: Non-actual losses		
Depreciation on revaluation increment (after tax)		—
Adjustment due to deviation from PFRS/GAAP-loss		—
Loss on fair value adjustment of investment property (after tax)		—
Unrealized foreign exchange loss – net (except those attributable to cash and cash equivalents)		—
Net income actually earned during the period	5,201,599,817	
Add (Less):		
Dividend declarations during the period	(6,373,185,600)	
Appropriations of retained earnings during the period		—
Reversals of appropriations		—
Effects of prior period adjustments		—
Treasury shares		— (1,171,585,783)
TOTAL RETAINED EARNINGS, END		
AVAILABLE FOR DIVIDEND DECLARATION		₱7,438,630,119

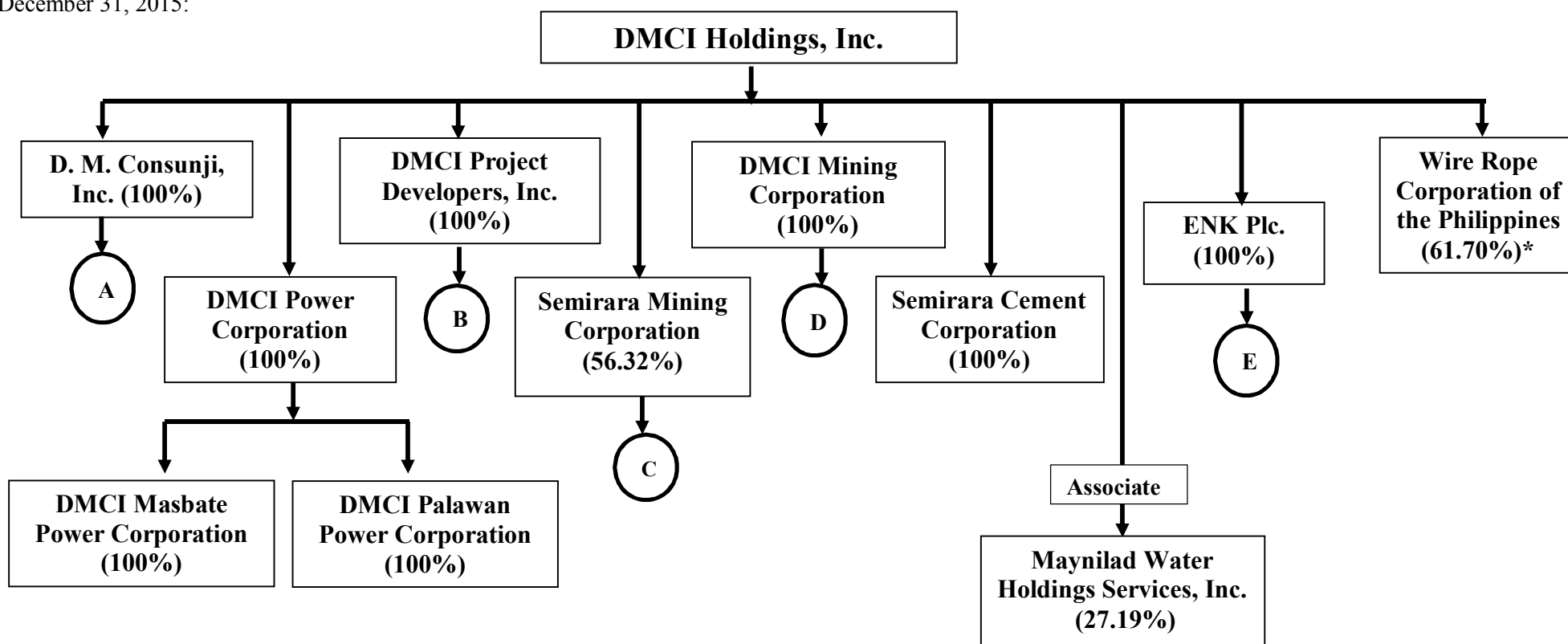


DMCI HOLDINGS, INC.

MAP OF RELATIONSHIPS OF THE COMPANIES WITHIN THE GROUP

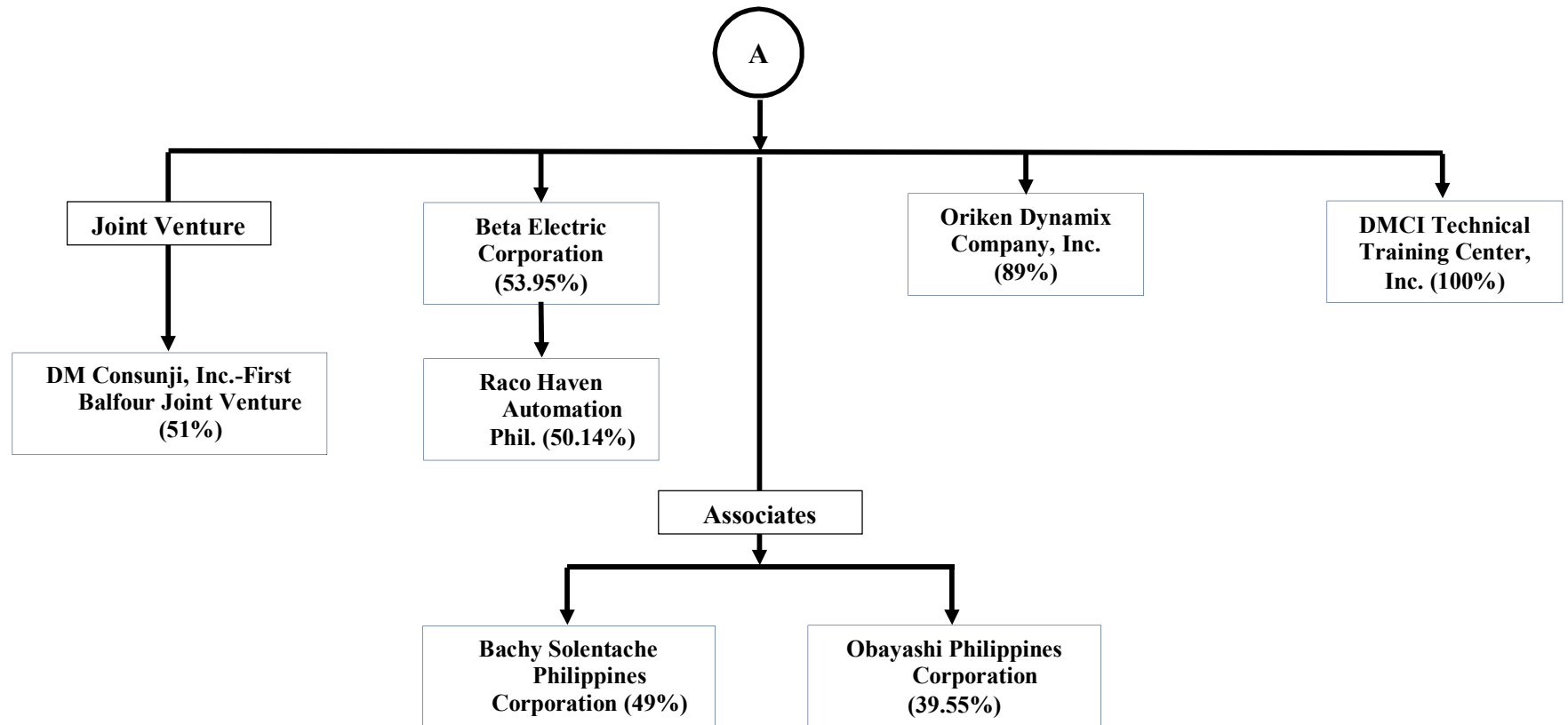
Group Structure

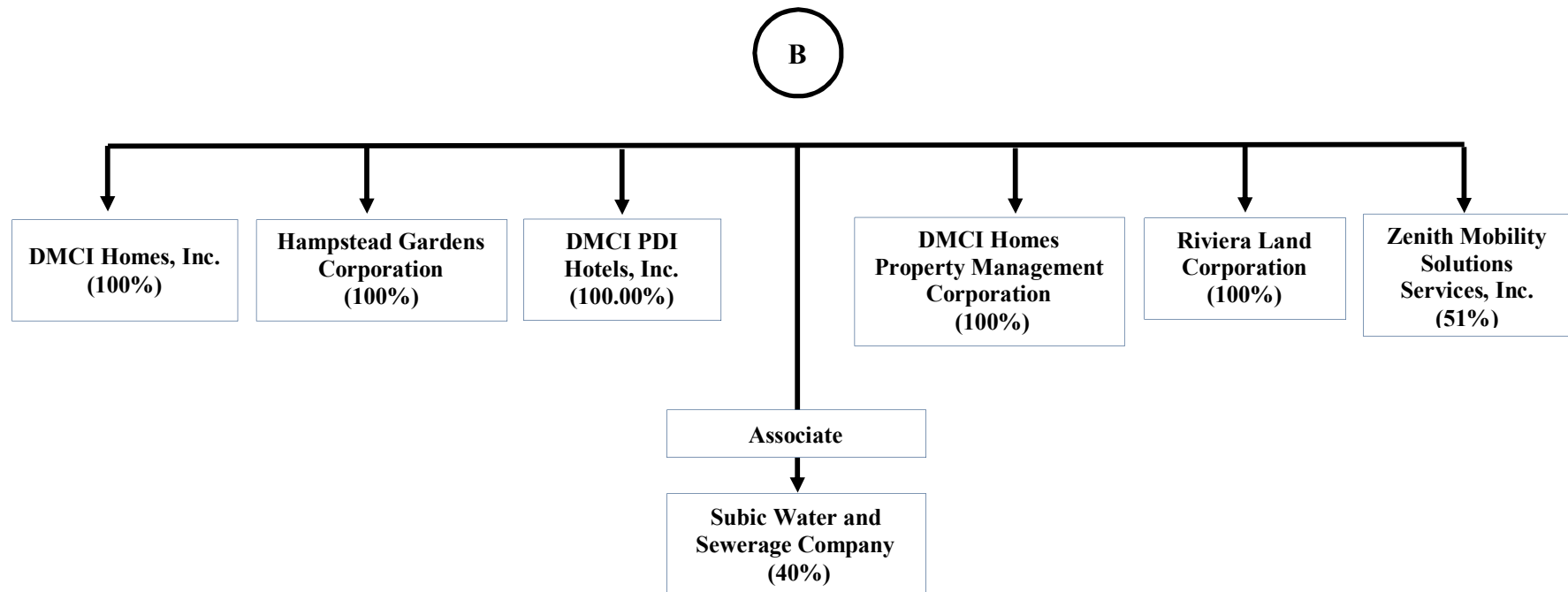
Below is a map showing the relationship between and among the Group and its ultimate parent company, subsidiaries, and associates as of December 31, 2015:

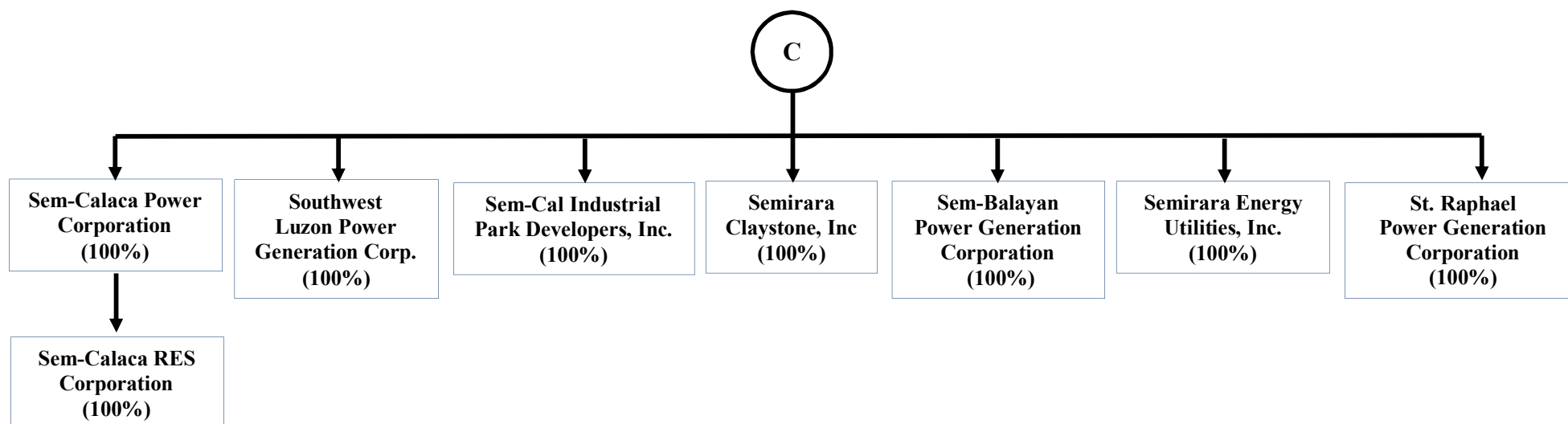


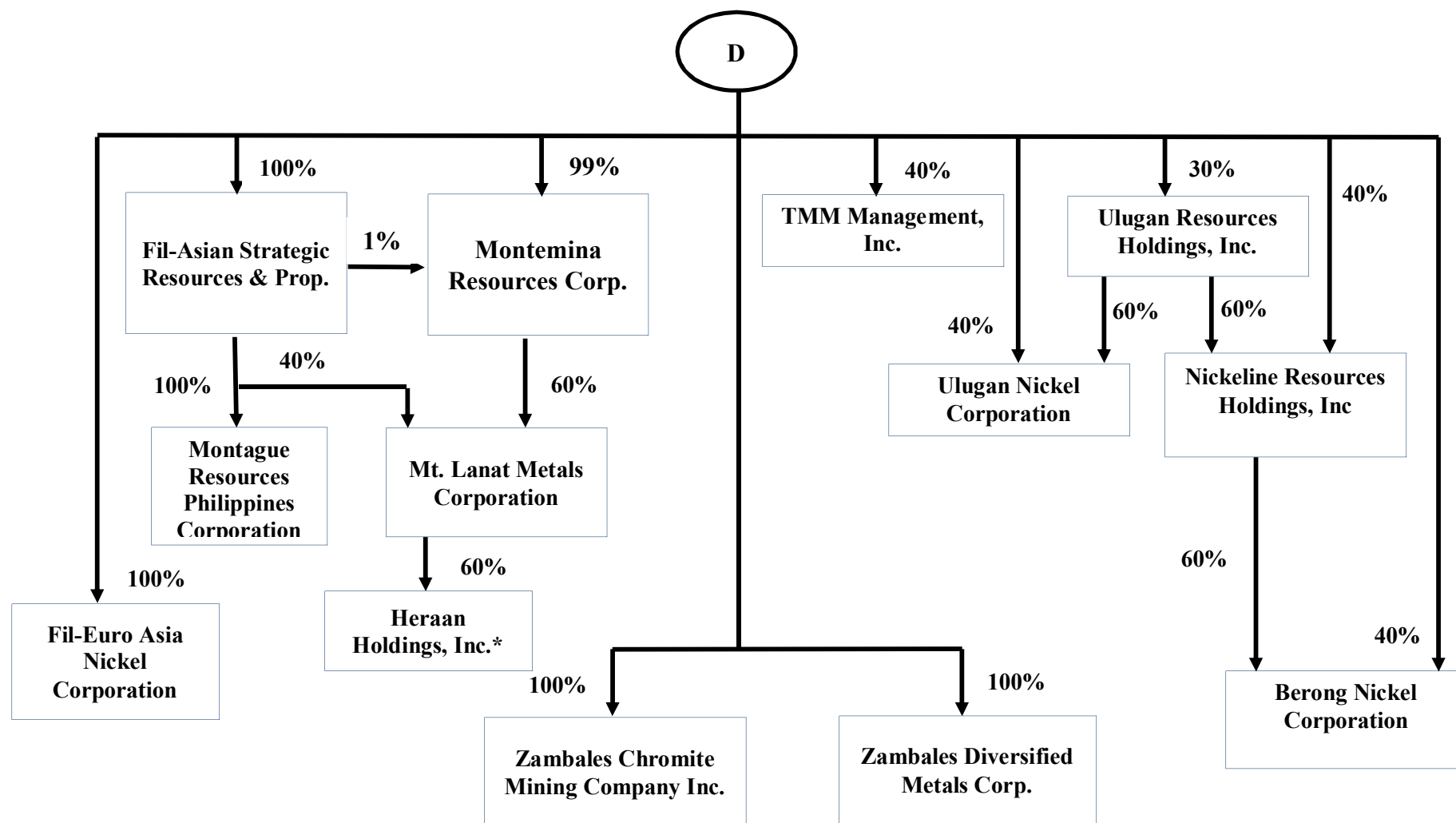
* Includes 16.02% investment of D.M. Consunji, Inc. to Wire Rope.





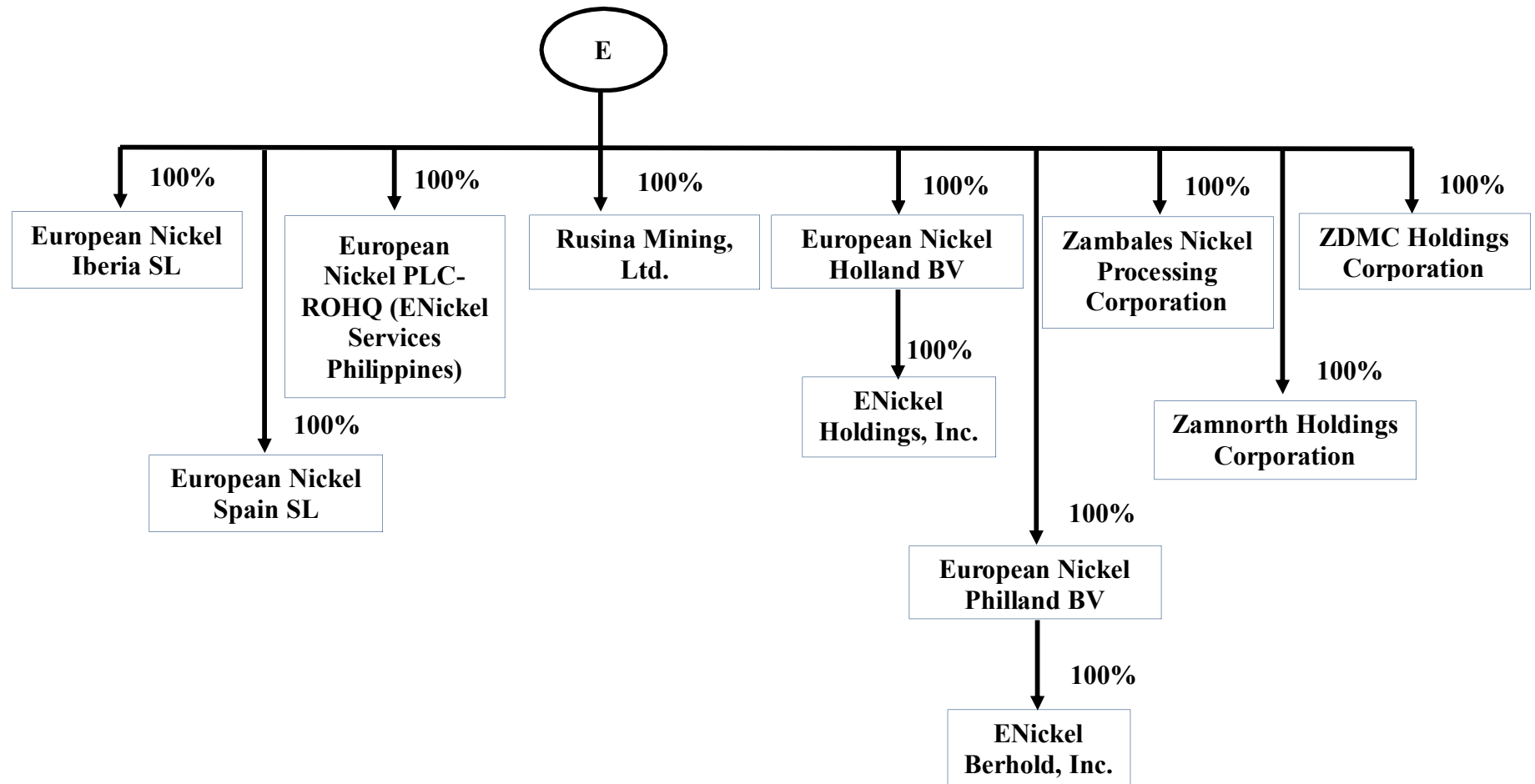






*ENK holds the remaining 40%





DMCI HOLDINGS, INC. AND SUBSIDIARIES
SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS
FOR THE YEAR ENDED DECEMBER 31, 2015 AND 2014

Financial Soundness Indicator	2015	2014
i. Liquidity ratios:		
Current ratio	184.95%	212.49%
Quick ratio	100.68%	123.02%
ii. Leverage ratios:		
Debt-to-equity ratio	54.51%	56.20%
Interest coverage ratio	1104.80%	871.93%
iii. Management ratios:		
Inventory turnover ratio	100.92%	146.73%
Accounts receivable turnover ratio	442.37%	403.99%
Return on assets ratio	11.85%	10.58%
Return on equity ratio	21.63%	20.06%
iv. Asset-to-equity ratio	198.67%	205.96%
v. Profitability ratios:		
Gross margin ratio	44.40%	32.82%
Net profit margin ratio	29.58%	24.40%

**See attached reporting computation.*



DMCI HOLDINGS, INC. AND SUBSIDIARIES
SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS
FOR THE YEAR ENDED DECEMBER 31, 2015 and 2014

	2015	2014
	(Amounts in thousands)	
Current assets	₱75,517,607	₱67,972,166
Current liabilities	40,830,538	31,988,041
Current ratio	184.95%	212.49%
Current assets	₱75,517,607	₱67,972,166
Inventories	34,407,763	28,619,668
Quick assets	41,109,844	39,352,498
Current liabilities	40,830,538	31,988,041
Quick ratio	100.68%	123.02%
Interest-bearing loans	₱40,762,960	₱37,426,006
Equity	74,775,180	66,592,458
Debt-to-equity ratio	54.51%	56.20%
Earnings before income tax	₱20,527,646	₱14,890,776
Interest expense	1,853,643	1,707,799
Interest coverage ratio	1104.80%	871.93%
Cost of goods sold	₱31,803,766	₱37,997,967
Average inventory	31,513,716	25,895,751
Inventory turnover ratio	100.92%	146.73%
Net credit sales	₱57,203,921	₱56,560,954
Average accounts receivable	12,931,141	14,000,604
Accounts receivable turnover ratio	442.37%	403.99%
Net income	₱16,922,816	₱13,802,500
Average total assets	142,857,040	130,434,883
Return on assets ratio	11.85%	10.58%
Net income attributable to parent company	₱12,834,666	₱10,775,334
Average total equity	59,346,499	53,703,696
Return on equity ratio	21.63%	20.06%
Total assets	₱148,557,175	₱137,156,905
Total equity	74,775,180	66,592,458
Asset-to-equity ratio	198.67%	205.96%
Gross profit	₱25,400,155	₱18,562,987
Sales	57,203,921	56,560,954
Gross profit margin	44.40%	32.82%
Net income	₱16,922,816	₱13,802,500
Sales	57,203,921	56,560,954
Net profit margin	29.58%	24.40%

