

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 17.1(b) OF THE SECURITIES REGULATION CODE

1. Check the appropriate box:

- ☐ Preliminary Information Statement
☒ Definitive Information Statement

2. Name of Registrant as specified in its charter

DMCI HOLDINGS, INC.

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

Philippines

4. SEC Identification Number

AS095002283

5. BIR Tax Identification Code

004-703-376-000

6. Address of principal office

3/F Dacon Bldg. 2281 Chino Roces Avenue, Makati City

Postal Code

1231

7. Registrant's telephone number, including area code

(632) 8883000

8. Date, time and place of the meeting of security holders

May 15, 2018, 9:30am; Main Lounge, Manila Polo Club, McKinley Rd. Forbes Park,
Makati City

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

Apr 16, 2018

10. In case of Proxy Solicitations:

Name of Person Filing the Statement/Solicitor

The Management of the Corporation

Address and Telephone No.

3/F Dacon Bldg. 2281 Chino Roces Avenue, Makati City / Tel 8883000

11. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA
(information on number of shares and amount of debt is applicable only to corporate registrants):

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
---------------------	---

Common	13,277,470,000
Preferred	3,780

13. Are any or all of registrant's securities listed on a Stock Exchange?

☒ Yes ☐ No

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

Philippine Stock Exchange / Common and Preferred Shares

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.



DMCI Holdings, Inc. DMC

PSE Disclosure Form 17-5 - Information Statement for Annual or Special Stockholders' Meeting *References: SRC Rule 20 and Section 17.10 of the Revised Disclosure Rules*

Date of Stockholders' Meeting	May 15, 2018
Type (Annual or Special)	Annual
Time	9:30AM
Venue	Main Lounge, Manila Polo Club, McKinley Rd. Forbes Park, Makati City
Record Date	Apr 2, 2018

Inclusive Dates of Closing of Stock Transfer Books

Start Date	N/A
End date	N/A

Other Relevant Information

Attached is full disclosure of the Definitive Information Statement under SEC Form 20-IS

Filed on behalf by:

Name	Brian Lim
Designation	Vice President & Senior Finance Officer



DMCI HOLDINGS
INCORPORATED

3rd Floor
DACCOM Building
2281 Don Chino Rocas Ave.
Makati City 1231, Philippines

Telephone
(632) 886 • 3000
Facsimile
(632) 816 • 7362
E-Mail

investors:dmciholdings@gmail.com

NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

Dear Stockholders:

Please be notified that the annual meeting of the stockholders of DMCI Holdings, Inc. (the "Corporation") will be held on May 15, 2018, at 9:30 A.M. at the Main Lounge, Manila Polo Club, McKinley Road, Forbes Park, Makati City, with the following agenda:

- (1) Call to Order
- (2) Report on Attendance and Quorum
- (3) Approval of Minutes of Previous Stockholders' Meeting
- (4) Management Report for the year ended December 31, 2017
- (5) Ratification of All Acts of the Board of Directors and
Officers during the preceding year
- (6) Appointment of Independent Auditor
- (7) Election of Directors including the Independent Directors
- (8) Other Matters
- (9) Adjournment

The minutes of the 2017 annual stockholders' meeting are posted on the Corporation's website. Copies thereof will likewise be distributed to the stockholders during the May 15, 2018 annual stockholders' meeting.

Stockholders of record as of April 2, 2018 will be entitled to notice of and to vote at the said annual meeting or at any adjournment or postponement thereof.

Deadline for submission of proxies is on May 5, 2018. Validation of proxies shall be held on May 10, 2018, 2:00 p.m. at the principal office of the Corporation.

Subsidiaries and Associates:

DM Consump. Inc.
DMCI Project Developers, Inc.
DMCI Power Corporation
DMCI Mining Corporation
Seminara Mining and Power Corporation
Wine Rape Corporation of the Phils.
ENK Plc.
DMCI - MRC Water Co.

On the day of the meeting, you, or your duly designated proxy, are hereby required to bring this Notice, and any form of identification (i.e. driver's license, company I.D., TIN card etc.) to facilitate registration. Registration starts at exactly 8:30 a.m. and closes at 9:15 a.m.

Makati City, Metro Manila,

April 5, 2018.

For the Board of Directors:



ATTY. NOELA A. LAMAN

Corporate Secretary

** DMCI Holdings, Inc. Dividend Policy: The Corporation 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, or the reported net income excluding all foreign exchange, mark-to-market gains and losses and non-recurring items. The Corporation 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 Corporation. The policy is subject to availability of retained earnings, and subject further to compliance with applicable laws, rules and regulations on dividend declarations.*

AGENDA DETAILS AND RATIONALE

1. *Call to Order.* The Chairman of the Board of Directors, Mr. Isidro A. Consunji, will call the meeting to order.
2. *Certification of Notice and Quorum.* The Corporate Secretary, Atty. Noel A. Laman, will certify that copies of the Notice were sent to the stockholders of record, and he will also certify the number of shares present at the meeting, for the purpose of determining the presence of quorum for the transaction of corporate business.
3. *Approval/ratification of the minutes of the annual meeting of stockholders held on May 16, 2017.* The minutes of the May 16, 2017 annual stockholders' meeting are posted on the company's website. Hardcopies will also be distributed during the meeting. The stockholders will be requested to approve the said minutes. The proposed resolution reads as follows:

"RESOLVED, That the stockholders of DMCI Holdings, Inc. (the "Corporation") hereby approve the minutes of the annual stockholders' meeting of the Corporation held on May 16, 2017."

4. *Approval of the Management Report for the year ending December 31, 2017.* The President will report on the performance of the company for the year 2017. The proposed resolution reads as follows:

"RESOLVED, That the stockholders of DMCI Holdings, Inc. (the "Corporation") hereby approve the Management Report for the year ending December 31, 2017."

5. *Ratification of Acts of Directors and Officers.* Resolutions, contracts, and acts of the board of directors and management for ratification refer to those passed or undertaken by them during the year and for the day to day operations of the Company as contained or reflected in the attached annual report and financial statements and more specifically identified in item 9 (2) of the Information Statement. The proposed resolution reads as follows:

"RESOLVED, That the stockholders of DMCI Holdings, Inc. approve, ratify and confirm all the acts, decisions and resolutions of the Board of Directors and officers of the Corporation made or undertaken from May 16, 2017 and until the date of this meeting as they are reflected in the books and records of the Corporation."

6. *Appointment of Independent Auditors.* The stockholders will be requested to

approve the appointment of SyCip, Gorres, Velayo & Co. as independent auditors of the Corporation. The proposed resolution reads as follows:

"RESOLVED, That the stockholders of DMCI Holdings, Inc. approve, ratify and confirm, as they do hereby, the appointment of SyCip Gorres Velayo & Co. as the external auditors of the Corporation for the current year."

7. *Election of Directors.* The profiles / business experience of the candidates to the Board of Directors are provided in the information statement. The candidates for this year are as follows:

Regular Directors:

ISIDRO A. CONSUNJI
CESAR A. BUENAVENTURA
JORGE A. CONSUNJI
VICTOR A. CONSUNJI
HERBERT M. CONSUNJI
MA. EDWINA C. LAPERAL
LUZ CONSUELO A. CONSUNJI

Independent Directors:

HONORIO O. REYES-LAO
ANTONIO JOSE U. PERIQUET

8. *Other Matters.* The stockholders to propose such other matters.
9. *Adjournment.* After all the businesses have been considered, the meeting shall be adjourned.

COVER SHEET

A	S	O	9	5	0	0	2	2	8	3
---	---	---	---	---	---	---	---	---	---	---

SEC Registration Number

[illegible][illegible][illegible]

(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			
---	---	---	---	---	---	--	---	---	---	---	--	---	---	---	---	---	---	---	---	---	---	--	---	---	---	---	--	--	--

[illegible]

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

HERBERT M. CONSUNJI

Contact Person

888-3000

Company Telephone Number

1	2
---	---

Month

Fiscal Year

3	1
---	---

Day

SEC Form 20-IS
Definitive Information Statement
(2018 Annual Stockholders'
Meeting)

FORM TYPE

0	5
---	---

Month

Annual Meeting

1	5
---	---

Day

N.A.

Secondary License Type, If Applicable

C	F	D
---	---	---

Dept Requiring this Doc	
-------------------------	--

None

Amended Articles Number / Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

[illegible]

File Number

LCU

[illegible]

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE

1. Check the appropriate box:

☐ Preliminary Information Statement

☒ **Definitive Information Statement**

2. Name of Corporation as specified in its charter: **DMCI Holdings, Inc.**

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

4. SEC Identification Number: **ASO95-002283**

5. BIR Tax Identification Code: **004-703-376**

6. Address of principal office Postal Code: **3rd Floor, Dacon Building
2281 Don Chino Roces Avenue
1231 Makati City
Metro Manila**

7. Corporation's telephone number, including area code: **(632) 888-3000**

8. Date, time and place of the meeting of security holders:
**May 15, 2018, Tuesday
9:30 A.M.
Main Lounge, Manila Polo Club
McKinley Road, Forbes Park
Makati City**

9. Approximate date on which the Information Statement is first to be sent or given to security holders: **April 16, 2018**

10. In case of Proxy Solicitations:

Name of Person Filing the Statement/Solicitor: **The Management of the Corporation**

Address and Telephone No.: **3rd Floor, Dacon Building
2281 Don Chino Roces Avenue
1231 Makati City
Metro Manila
(632) 888-3000**

11. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):

<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

12. Are any or all of Corporation's Securities Listed with the Philippine Stock Exchange?

Yes (√)

No ()

PART I
INFORMATION REQUIRED IN INFORMATION STATEMENT

A. GENERAL INFORMATION

Item 1. Date, Time and Place of Meeting

The enclosed proxy is solicited for and on behalf of the Management of **DMCI HOLDINGS, INC.** (hereinafter called the “Corporation”) for use in connection with the annual meeting of the stockholders to be held on May 15, 2018 (Tuesday), at 9:30 A.M. at the Main Lounge, Manila Polo Club, McKinley Road, Forbes Park, Makati City.

The definitive information statement and form of proxy will be sent to the stockholders of record as of April 2, 2018 (the “Record Date”) on or before April 16, 2018.

The matters to be considered and acted upon at such meeting are referred to in the Notice and are more fully discussed in this statement.

The complete mailing address of the Corporation is:

3rd Floor, Dacon Building
2281 Don Chino Roces Avenue
1231 Makati City
Metro Manila, Philippines

Item 2. Dissenter’s Right of Appraisal

The proposed corporate actions to be voted upon by the stockholders at the May 15, 2018 annual meeting are not among the items provided in Section 81 of the Corporation Code of the Philippines, with respect to which a dissenting stockholder may exercise his appraisal right. Thus, the dissenter’s right of appraisal as provided under Section 81 of the Corporation Code of the Philippines is not applicable in any of the matters to be voted upon by the stockholders.

Item 3. Interest of Certain Persons in or Opposition to Matters to be Acted Upon

No director, officer, nominee for director, or associate of any of the foregoing, has any substantial interest, direct or indirect, by security holdings or otherwise, on any matter to be acted upon, other than election to office. No director has informed the Corporation in writing of any intention to oppose any action to be taken during the meeting.

B. CONTROL AND COMPENSATION INFORMATION

Item 4. Voting Securities and Principal Holders thereof

(a) As of March 31, 2018, the Corporation has the following outstanding shares:

Common shares (voting)**13,277,470,000 shares***

**Of the total outstanding common shares, 2,063,586,537 common shares representing 15.54% of the outstanding common shares are owned by foreign shareholders.*

(b) The Record Date for the Annual Stockholders' Meeting is on April 2, 2018. Only the holders of Common Shares as of the Record Date shall be entitled to vote on the following matters to be submitted for stockholders' approval: (i) approval of the minutes of the previous meeting, (ii) approval of the Management Report for the year ending December 31, 2017; (iii) ratification of all acts of the Board of Directors and officers during the previous year, (iv) appointment of the independent auditor, and (v) election of directors.

(c) In the election of directors, every stockholder entitled to vote shall have the right to vote in person or by proxy the number of common shares of stock standing in his name as of Record Date. A stockholder entitled to vote may vote such number of shares for as many persons as there are directors to be elected, or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit. Provided, that the total number of votes cast by a stockholder shall not exceed the number of shares owned by him as shown in the books of the Corporation multiplied by the whole number of directors to be elected.

Pursuant to the provisions of Article III, Section 3 of the Amended By-Laws of the Corporation, all nominations for the election of directors shall be submitted in writing to the Board of Directors, with the consent of the nominees, at least sixty (60) days before the scheduled annual stockholders' meeting.

With respect to the other matters to be submitted for stockholders' approval, each outstanding common share shall be entitled to one vote.

(d) **Security Ownership of Certain Record and Beneficial Owners**

The following table sets forth as of **March 31, 2018**, the record and/or beneficial owners of more than 5% of the outstanding Common Shares of the Corporation which are entitled to vote and the amount of such record and/or beneficial ownership.

Title of Class	Name, Address of Record Owner and Relationship with Issuer	Name and Address of Beneficial Owner and Relationship with Record Owner	Citizenship	Number of Shares Held	Percent of Class
Common	DACON Corporation	See attached			

	2281 Pasong Tamo Extension Makati City Dacon Corp. is a stockholder of the Corporation	Schedule 2. Beneficial owners are stockholders of Dacon Corp. ¹	Filipino	6,839,387,309	51.51%
Common	DFC Holdings, Inc. Dacon Bldg. 2281 Don Chino Roces Avenue, Makati City DFC Holdings, Inc. is a stockholder of the Corporation	See attached Schedule 2 Beneficial owners are stockholders of DFC Holdings, Inc.	Filipino	2,380,442,010	17.93%
Common	Philippine Central Depository, Inc. (PCD) Ground Floor, Makati Stock Exchange Building 6767, Ayala Avenue Makati City PCD is the registered owner of the shares in the books of the Corporation's transfer agent	See attached Schedule 2. The beneficial owners of such shares are Philippine Depository and Trust Corporation ("PDTC") participants, who hold the shares on their behalf or on behalf of their clients	Foreigner	2,053,961,687	15.47%
	Philippine Central	(See attached			

¹ Mr. Victor A. Consunji or Mr. Jorge A. Consunji shall have the right to vote the shares of DACON Corporation.

Common	Depository, Inc. (PCD) Ground Floor, Makati Stock Exchange Building 6767, Ayala Avenue Makati City PCD is the registered owner of the shares in the books of the Corporation's transfer agent	Schedule 2.) The beneficial owners of such shares are Philippine Depository and Trust Corporation ("PDTC") participants, who hold the shares on their behalf or on behalf of their clients	Filipino	1,555,271,948	11.71%
--------	---	---	----------	----------------------	---------------

Below is the list of the individual beneficial owners under PCD, Inc. account holding more than 5% of the outstanding Common Shares of the Corporation.

Title of Class	Name and Address of Beneficial Owner and Relationship with Record Owner	Citizenship	Number of Shares Held	Percent of Class
Common	The Hongkong and Shanghai Bank Corp. Ltd Clients Acct. HSBC Securities Services 12/F The Enterprise Center, Tower 1 6766 Ayala Ave. Makati	Foreign	1,127,804,624	8.50%

(e) Security Ownership of Management

The table sets forth as of **March 31, 2018** the record or beneficial stock ownership of each Director of the Corporation and all Officers and Directors as a group.

Title of Class	Name of Beneficial Owner	Amount and Nature of Beneficial Ownership		Citizenship	Percent of Class
Common	Isidro A. Consunji	65,000	Direct	Filipino	0.0005%
Common	Cesar A. Buenaventura	900,000	Direct	Filipino	0.0068%

Common	Ma. Edwina C. Laperal	3,315,000	Direct	Filipino	0.0050%
Common	Victor A. Consunji	5,000	Direct	Filipino	0.0000%
Common	Jorge A. Consunji	5,000	Direct	Filipino	0.0000%
Common	Herbert M. Consunji	23,000	Direct	Filipino	0.0002%
Common	Luz Consuelo A. Consunji	1,000	Direct	Filipino	0.0000%
Common	Antonio Jose U. Periquet	125,000	Direct	Filipino	0.0009%
Common	Honorio O. Reyes-Lao	175,000	Direct	Filipino	0.0013%
Common	Cristina C. Gotianun	5,500	Direct	Filipino	0.0000%
Common	Noel A. Laman	100,000	Direct	Filipino	0.0008%
Common	Victor S. Limlingan	5,000	Direct	Filipino	0.0000%
Common	Ma. Pilar P. Gutierrez	0	N/A	Filipino	0.0000%
Common	Brian T. Lim	0	N/A	Filipino	0.0000%
Common	Tara Ann C. Reyes	0	N/A	Filipino	0.0000%
Common	Cherubim O. Mojica	0	N/A	Filipino	0.0000%
Aggregate Ownership		4,724,500			0.0350%

All the above named directors and officers of the Corporation are the record and beneficial owners of the shares of stock set forth opposite their respective names.

(f) Voting Trust Holders of 5% or more

The Corporation is not aware of any person holding more than 5% of the shares of Corporation under a voting trust or similar agreement.

(g) Changes in Control

From January 1, 2017 to date, there has been no change in control of the Corporation. Neither is the Corporation aware of any arrangement which may result in a change in control of it.

(h) Certain Relationship and Related Transactions

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.

Transactions entered into by the Group with other related parties are at arm's length and have terms similar to the transactions entered into with third parties. These are settled in cash, unless otherwise specified. The 'Other related parties' are entities under common control. In the regular course of business, the Group's significant transactions with 'Other related parties' include the following:

2017			
	Reference	Due from (Due to)	Amount / Volume
Affiliates			
<i>Receivable from related parties</i>			
Construction contracts	(a)	₱42,972	₱2,105
Receivable from affiliates	(b)	58,976	5,078

Equipment rentals	(c)	16,214	–
Payroll processing	(d)	23,352	7,459
Sale of materials and reimbursement of shared and operating expenses	(e)	11,484	8,902
		₱152,998	
Payable to related parties			
Payable to affiliates	(f)	(₱20,729)	₱32
Mine exploration, coal handling and hauling services	(g)	(209,739)	64,800
Labor charges	(o)	(1,500)	–
Equipment rental expenses	(h)	(2,325)	–
Other general and administrative expense	(i)	(847)	–
Office and parking rental	(k)	(74,975)	64,983
Arrastre and cargo services	(l)	(1,723)	6
Nickel delivery	(n)	(₱3,140)	₱–
Construction contracts	(a)	(24,563)	–
Purchases of office supplies and refreshments	(m)	(2)	–
		(₱339,543)	
2016			
	Reference	Due from(Due to)	Amount / Volume
Affiliates			
Receivable from related parties			
Construction contracts	(a)	₱40,867	₱11,072
Receivable from affiliates	(b)	53,898	–
Equipment rentals	(c)	17,374	17,374
Payroll processing	(d)	15,893	539
Sale of materials and reimbursement of shared and operating expenses	(e)	2,582	2,582
		₱130,614	
Payable to related parties			
Payable to affiliates	(f)	(₱26,003)	₱6,905
Mine exploration, coal handling and hauling services	(g)	(847,609)	2,034,138
Labor charges	(o)	(42,331)	–
Equipment rental expenses	(h)	(32,479)	10,277
Other general and administrative expense	(i)	(12,895)	6,005
Aviation services	(j)	(12,725)	–
Office and parking rental	(k)	(2,477)	8,486
Arrastre and cargo services	(l)	(1,666)	1,906
Nickel delivery	(n)	(844)	844
Construction contracts	(a)	(342)	876
Purchases of office supplies and refreshments	(m)	(2)	–
		(₱979,373)	

- (a) The Group services to its other affiliates in relation to its construction projects. Outstanding receivables lodged in “Receivables from related parties” amounted to P42.97 million and P40.87 million as of December 31, 2017 and 2016, respectively.

In addition, receivables/payables of the Group from its affiliate amounting to P24.56 million and P0.34 million is lodged in “Costs and estimated earnings in excess of billings on uncompleted contracts” or “Billings in excess of costs and estimated earnings on uncompleted contracts” in 2017 and 2016, respectively.

- (b) The Group has outstanding receivable from its affiliates amounting to P58.98 million and P53.90 million as of December 31, 2017 and 2016, respectively. This mainly pertains to the sale of investment in 2014 which remain uncollected to date.

- (c) The Group rents out its equipment to its affiliates for their construction projects. Outstanding receivables from equipment rentals amounted to P16.21 million and P17.37 million as of December 31, 2017 and 2016, respectively.
- (d) 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 P23.35 million and P15.89 million as of December 31, 2017 and 2016, respectively.
- (e) 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 P11.48 million and P2.58 million as of December 31, 2017 and 2016, respectively.
- (f) The Group has outstanding payable to affiliates amounting to P20.73 million and P26.00 million as at December 31, 2017 and 2016, respectively. This mainly pertains to receivables collected by the Group in behalf of the affiliates.
- (g) 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 P209.74 million and P847.61 million as of December 31, 2017 and 2016, respectively.

- (h) 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 P2.32 million and P32.48 million as of December 31, 2017 and 2016, respectively.
- (i) 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 "Miscellaneous" of "Operating expenses". Outstanding payable of the Group recorded under "Payable to related parties" amounted to P0.85 million and P12.90 million as of December 31, 2017 and 2016, respectively.
- (j) 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 nil and P12.73 million as of December 31 2017 and 2016.
- (k) An affiliate had transactions with the Group for space rental 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 P74.98 million and P2.48 million as at December 31, 2017 and 2016, respectively.

- (l) In 2017 and 2016, an affiliate had transactions with the Group for shipsiding services. The outstanding balance to the affiliate amounting to P1.72 million and P1.67 million is lodged under "Payable to related parties" in the consolidated statements of financial position as of December 31, 2017 and 2016, respectively.
- (m) In 2017 and 2016, the Group engaged its affiliates to supply various raw materials, office supplies and refreshments. The outstanding balance to its affiliates is lodged in the "Payable to related parties" as of December 31, 2017 and 2016, respectively.
- (n) 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 P3.14 million and P0.84 million as of December 2017 and 2016, respectively.
- (o) 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 P1.50 million and P42.33 million as of December 2017 and 2016, respectively.

Terms and conditions of transactions with related parties

Outstanding balances as of December 31, 2017 and 2016, are unsecured and interest free, are all due within one year, normally within 30-60 day credit term. As of December 31, 2017 and 2016, the Group 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.

Item 5. Directors and Executive Officers

(a) Incumbent Directors and Executive Officers.

The following are the incumbent directors and executive officers of the Corporation:

Name	Position	Age	Citizenship
Isidro A. Consunji	Chairman of the Board President/Chief Executive Officer	69	Filipino
Cesar A. Buenaventura	Vice-Chairman of the Board	88	Filipino
Herbert M. Consunji	Vice President & Chief Finance Officer/Director/Compliance Officer	65	Filipino
Ma. Edwina C. Laperal	Treasurer	56	Filipino
Luz Consuelo A. Consunji	Director	64	Filipino
Jorge A. Consunji	Director	66	Filipino
Victor A. Consunji	Director	67	Filipino

Antonio Jose U. Periquet	Director (Independent)	56	Filipino
Honorio O. Reyes-Lao	Director (Independent)	73	Filipino
Cristina C. Gotianun	Assistant Treasurer	63	Filipino
Victor S. Limlingan	Managing Director	74	Filipino
Noel A. Laman	Corporate Secretary	77	Filipino
Ma. Pilar P. Gutierrez	Asst. Corporate Secretary	41	Filipino
Brian T. Lim	Vice President & Senior Finance Officer	32	Filipino
Cherubim O. Mojica	Vice President & Corporate Communications Head	40	Filipino
Tara Ann C. Reyes	Investor Relations Officer	40	Filipino

The incumbent directors of the Corporation have been nominated to the Board of Directors for the ensuing year and they have all accepted their respective nomination.

The following are the Corporate Governance Committees pursuant to the Corporation's Manual on Corporate Governance and Article VI of the Amended By-laws.

BOARD COMMITTEES	MEMBERS
Audit and Related Party Transaction (RPT)	Honorio O. Reyes-Lao (Chairman) Antonio Jose U. Periquet Cesar A. Buenaventura
Risk Oversight	Antonio Jose U. Periquet (Chairman) Honorio O. Reyes-Lao Jorge A. Consunji
Corporate Governance (with functions of Nomination & Election and Compensation & Remuneration committees)	Antonio Jose U. Periquet (Chairman) Honorio O. Reyes-Lao Cesar A. Buenaventura

On February 14, 2007, the SEC approved the Company's Amended By-Laws which incorporated the provisions of SRC Rule 38. The nominees for independent directors namely, Messrs. Antonio Jose U. Periquet and Honorio O. Reyes-Lao, are compliant with the term limits under SEC Memorandum Circular No. 4, series of 2017, which provides that a company's independent director shall serve for a maximum cumulative term of nine (9) years, and that the reckoning of the cumulative nine-year term is from the year 2012. Pursuant to the said SEC circular, both Messrs. Honorio Reyes-Lao and Antonio Jose U. Periquet have been independent directors of the Company for six (6) years since 2012.

(b) Term of office.

The term of office of the directors and executive officers is one (1) year from their election as such until their successors are duly elected and qualified.

(c) Business experience of the Directors and Officers during the past five (5) years.

BOARD OF DIRECTORS

1. Regular Directors

Isidro A. Consunji – is 69 years old; has served the Corporation as a regular director for twenty two (22) 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., Crown Equities, Inc., Wire Rope Corporation of the Philippines, Construction Industry Authority of the Phils., and Philippine Overseas Construction Board. **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 88 years old; has served the Corporation as a regular director for twenty two (22) years since March 1995; is a regular/independent Director of the following: **(Listed)** Semirara Mining and Power Corp., iPeople Inc. (Independent Director), Petroenergy Resources Corp., Concepcion Industrial Corp (Independent Director); Pilipinas Shell Petroleum Corp. (Independent Director); **(Non-listed)** D.M. Consunji, Inc., Mitsubishi-Hitachi Power Systems Phils, Inc. (Chairman) **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*, Trustee of Bloomberry Cultural Foundation, Trustee of ICTSI Foundation Inc., recipient of the Honorary Officer, Order of the British Empire (OBE) by Her Majesty Queen Elizabeth II.

Herbert M. Consunji – is 65 years old; has served the Corporation as a regular director for twenty two (22) years since March 1995; is a regular Director of the following: **(Listed)** Semirara Mining and Power Corporation; **(Non-listed)** D.M. Consunji, Inc., Subic Water and Sewerage Company, 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.** Top Management Program, Asian Institute of Management; 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*), Financial Executives Institute of the Philippines (*Member*), Shareholders Association of the Philippines (*Member*).

Jorge A. Consunji – is 66 years old; has served the Corporation as a regular director for twenty two (22) 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 of the Phils., 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 67 years old; has served the Corporation as a regular director for twenty two (22) 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, Sem-Cal Industrial Park Development Corp., St. Raphael Power Generation Corp., Semirara Enegery Utilities Inc., Semirara Claystone, Inc., Sem-Balayan Power Generation Corp., 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 56 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 (9 years and 9 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 64 years old; has served the Corporation as a regular director from July 2016. She is 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).

2. Independent Directors

Honorio O. Reyes-Lao - is 73 years old; has served the Corporation as an Independent Director for eight (8) years and eight (8) months since July 2009. Pursuant to SEC Memorandum Circular No. 4-2017, an independent director shall serve for a maximum cumulative term of nine (9) years, and that the reckoning of the cumulative nine-year term is from the year 2012. Pursuant to the said SEC circular, Mr. Lao is deemed to have been an independent director of the Company for six (6) years since 2012. Mr. Lao is also an independent director of Semirara Mining and Power Corporation and a director of Philippine Business Bank **(Listed)**; **Non-Listed** (Past Positions) DMCI Project Developers, Inc. (independent director from 2016-present), Southwest Luzon Power Generation Corp. (2017-present), Sem-Calaca Power Corp. (2017-present), 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 56 years old; Mr. Periquet has been an Independent Director of the company since August 2010. Pursuant to SEC Memorandum Circular No. 4-2017, an independent director shall serve for a maximum cumulative term of nine (9) years, and that the reckoning of the cumulative nine-year term is from the year 2012. Pursuant to the said SEC circular, Mr. Periquet is deemed to have been an independent director of the Company for six (6) years since 2012. Mr. Periquet is also a director of the following: **(Listed)** ABS-CBN Corporation, Ayala Corporation, Bank of the Philippine Islands, The Max's Group of Companies, Philippine Seven Corporation, Inc.; **(Non-listed)** Albizia ASEAN Tenggara Fund, Campden Hill Group, Inc. (Chairman), Pacific Main Properties and Holdings (Chairman), Lyceum of the Philippines University, BPI Capital Corporation, BPI Family Savings Bank, Inc., BPI Asset Management and Trust Corporation (Chairman); **Education.** Mr. Periquet is a graduate of the Ateneo de Manila University (AB Economics). He also holds an MSc in Economics from Oxford University and an MBA from the University of Virginia. **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*.

3. Officers

Noel A. Laman is 77 years old; has served the Corporation as Corporate Secretary for almost twenty three (23) 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 41 years old; has served the Corporation as Assistant Corporate Secretary for almost eight (8) 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 74 years old; has served the Corporation as Managing Director for eight (8) 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*.

Ma. Cristina C. Gotianun is 63 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*.

Brian T. Lim is 32 years old; was appointed Vice President & Senior Finance Officer of the Company last November 2016. He served as Finance Officer from August 15, 2012 to November 2016. He used to work with Sycip, Gorres, Velayo & Co. (SGV) for five years as assurance director/audit manager. He is a Certified Public Accountant, First Placer (2007). **Civic Affiliations.** Member, Financial Executives Institute of the Philippines; Member, Philippines Institute of Certified Public Accountants (PICPA); Associate Member, Shareholders Association of the Philippines.

Cherubim O. Mojica worked as the Head of Corporate Communications Department of Maynilad from October 2008 to 2014; Corporate Communications Coordinator of First Philippine Corp. from December 2000 to July 2007; 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 and was appointed as Vice President & Corporate Communications Officer in November 2016.

(d) Independent Directors.

Mr. Antonio Jose U. Periquet and Mr. Honorio Reyes Lao are currently the Corporation's independent directors. Mr. Honorio Reyes Lao was first elected to such position during the annual meeting held in July, 2009, while Mr. Periquet was first elected to such position on August 24, 2010. SEC Memorandum Circular No. 4 - 2017 provides that a company's independent director shall serve for a maximum cumulative term of nine (9) years, and that the reckoning of the cumulative nine-year term is from the year 2012. Pursuant to the said SEC circular, both Messrs. Honorio Reyes-Lao and Antonio Jose U. Periquet are deemed to have been independent directors of the Company for six (6) years since 2012.

Under its Manual of Corporate Governance, the Corporation is required to have at least two (2) Independent Directors or such number of Independent Directors as shall constitute at least twenty (20%) percent of the members of the Board of Director of the Corporation. Attached hereto as Schedule 1 is the Final List of Candidates for Independent Directors. The candidates for independent directors were nominated as such by Mr. Jose L. Merin, who has no family and/ or business relationships or affiliations with the two (2) nominees. The two (2) nominees for Independent Directors were selected by the Board Nomination and Election Committee in accordance with the guidelines in the Manual of Corporate Governance, the Code of Corporate Governance (SEC Memorandum Circular No. 2, Series of 2002), and the Guidelines on the nomination and election of Independent Directors (SRC Rule 38). The nominees for independent directors are likewise compliant with the term limits provided under SEC Memorandum Circular No. 4, series of 2017.

(e) Other directorships held in reporting companies naming each company.

Director's Name	Corporate Name of the Group Company
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 (<i>formerly DMCI</i>)

	<i>Calaca Corp.)</i> Semirara Claystone, Inc. Dacon Corporation DFC Holdings, Inc. Wire Rope Corporation of the Philippines Atlas Consolidated Mining and Development Corp. Construction Industry Authority of the Phils. Philippine Overseas Construction Board
Cesar A. Buenaventura	D.M. Consunji, Inc. Semirara Mining and Power Corp. iPeople Inc.Petroenergy Resources Corp. Concepcion Industrial Corp.Mitsubishi-Hitachi Phils, Inc. Pilipinas Shell Petroleum Corp.
Herbert M. Consunji	Semirara Mining and Power Corp. (Listed) D.M. Consunji, Inc. DMCI Project Developers, Inc. Subic Water and Sewerage Company, Inc. DMCI Mining Corp. DMCI Power Corp. Sem-Calaca Res Corporation Sem-Calaca Power Corp. Sem-Cal Industrial Park Developers, Inc. Southwest Luzon Power Generation Corp.
Ma. Edwina C. Laperal	Semirara Mining and Power Corp. (Listed) D.M. Consunji, Inc. DMCI Project Developers, Inc. Dacon Corporation DMCI Urban Property Developers, Inc Sem-Calaca Power Corp. Dacon Corp. DFC Holdings, Inc.
Victor A. Consunji	Semirara Mining and Power Corp. (Listed) DMCI Power Corp. Sem-Calaca Power Corp. Southwest Luzon Power Generation Corp. Sem Calaca Res Corporation Sem-Cal Industrial Park Development Corp. St. Raphael Power Generation Corp. Semirara Enegery Utilities Inc. Semirara Claystone, Inc. Sem-Balayan Power Generation Corp. 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.
Jorge A. Consunji	Semirara Mining and Power Corp. (company subsidiary) 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. Maynilad Water Holdings, Inc. Maynilad Water Services, Inc. Dacon Corp. DFC Holdings, Inc. Beta Electric Corporation Wire Rope Corporation of the Philippines
Honorio O. Reyes-Lao	Philippine Business Bank (Listed) Semirara Mining and Power Corporation (Listed) Southwest Luzon Power Generation Corp. (Independent Director) Sem-Calaca Power Corp. (Independent Director) DMCI Project Developers, Inc. (Independent Director) 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)
Antonio Jose U. Periquet	ABS-CBN Corporation (Listed) Ayala Corporation (Listed) Bank of the Philippine Islands (Listed) Max's Group Inc. (Listed) Philippine Seven Corporation (Listed) Campden Hill Group, Inc. Pacific Main and Properties Holdings Lyceum of the Philippines University BPI Capital Corporation

	BPI Family Savings Bank, Inc. Albizia ASEAN Tenggara Fund
--	--

(f) Family Relationship

The family relationship up to the fourth civil degree either by consanguinity or affinity among directors, executive officers or persons nominated or chosen by the Corporation to become directors or executive officers is stated below:

<u>Name</u>	<u>Relationship</u>
Isidro A. Consunji	Brother of Victor A. Consunji, Jorge A. Consunji, Luz Consuelo A. Consunji, Ma. Edwina C. Laperal and Maria Cristina C. Gotianun
Herbert M. Consunji	Cousin of Isidro A. Consunji, Jorge A. Consunji, Victor A. Consunji, Luz Consuelo A. Consunji, Ma. Edwina C. Laperal and Maria Cristina C. Gotianun

(g) Since the last annual stockholders' meeting of the Corporation, no Director has resigned or declined to stand for re-election to the Board of Directors of the Corporation because of any disagreement with the Corporation on any matter relating to the Corporation's operations, policies or practices.

(h) Involvement in Legal Proceedings

None of the directors and officers was involved in the past five (5) years in any bankruptcy proceeding. Neither have they been convicted by final judgment in any criminal proceeding, nor been subject to any order, judgment or decree of competent jurisdiction, permanently enjoining, barring, suspending, or otherwise limiting their involvement in any type of business, securities, commodities or banking activities, nor found in an action by any court or administrative body to have violated a securities or commodities law.

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

(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. In a Resolution dated February 16, 2016, the Office of the City Prosecutor for Taguig City dismissed the Complaint-Affidavit dated November 6, 2014 of complainants Andrew David Pope and Annalyn Pope, because of Spouses Pope’s failure to show the element of deceit as would establish probable cause to indict the respondents for syndicated *estafa*. Spouses Pope filed a Petition for Review dated May 6, 2016 (“Petition”) with the Department of Justice (“DOJ”), seeking to reverse and set aside the Taguig City Prosecutor’s Office’s (“TCPO”) Resolution dated

February 16, 2016 insofar as it dismissed Pope Spouses' complaint for syndicated *estafa* against the Corporation's directors and officers. The impleaded officers and directors filed their Comment on May 27, 2016. The review is still pending with the DOJ.

(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 heard before the Court of Appeals (CA) for the issuance of a Writ of Kalikasan, whereby Agham Party List ("Agham") alleged that DMCI Holdings Inc. (as owner of the Zambales port and owner of DMCI Mining Corporation) and DMCI Mining Corp. (collectively known as "DMCI") violated environmental laws in the construction and/or operation of their port in Zambales. However, DENR and other regulatory agencies strictly monitored the development and operation of the port, and confirmed that the Company had not violated any environmental and regulatory laws.

Thus, CA dismissed Agham's petition for lack of merit. Agham elevated the case by way of an appeal before the Supreme Court. This case remains pending to date.

(i) Significant employees

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

Significant Employees	Position held in Registrant	Age
Tara Ann C. Reyes	Investor Relations Officer	40

Although the Corporation has and will likely continue to rely significantly on the aforementioned individuals, it is not dependent on the services of any particular employee. It does not have any special arrangements to ensure that any employee will remain with the Corporation and will not compete upon termination.

(j) Business experience of the significant employees of the Corporation for the last five years:

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.

Item 6. Compensation of Directors and Executive Officers

ANNUAL COMPENSATION

Name	Principal Position	Salary	Bonus	Per Diem Allowance**	Other annual compensation
------	--------------------	--------	-------	----------------------	---------------------------

Isidro A. Consunji	Chairman of the Board of Directors/President				
Herbert M. Consunji	Vice President & Chief Financial Officer				
Ma. Edwina C. Laperal ²	Treasurer				
Ma. Cristina C. Gotianun ³	Asst. Treasurer				
Victor S. Limlingan	Managing Director				
	YEARS				
	2015	P 8,239,699.30		P 190,000.00	
	2016	P 8,239,699.30		P 1,170,000.00	
	2017	P 10,634,322.22		P 1,520,000.00	
	2018*	P 10,634,322.22		P 1,520,000.00	
	TOTAL:	P 37,748,043.04		P 4,400,000.00	
	YEARS				
All other directors and executive officers as a group unnamed	2015	P 5,275,301.00		P 450,000.00	
	2016	P 2,820,953.00		P 4,560,000.00	
	2017	P 4,136,665.00		P 3,920,000.00	
	2018*	P 4,136,665.00		P 3,920,000.00	
	TOTAL:	P 16,369,584.00		P 12,850,000.00	

**Approximate figures*

*** In 2015, each director received Php10,000 for every regular meeting of the Board. The per diem was increased to Php 80,000.00 for every regular meeting of the Board effective March 31, 2016.*

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.

Item 7. Independent Public Accountant

- (a) The auditing firm, Sycip Gorres Velayo & Co. will be recommended to the stockholders for appointment as the Corporation's principal accountant for the ensuing fiscal year. Conformably

² The Treasurer does not receive any compensation as Treasurer of the Corporation. However, she receives the usual *per diem* as a regular director of the Corporation.

³ The Assistant Treasurer does not receive any compensation as Assistant Treasurer of the Corporation.

with SRC Rule 68(3)(b)(iv), the Corporation's independent public accountant shall be rotated, or the handling partner shall be changed, every 5 years.

- (b) SyCip Gorres Velayo & Co. was the same principal accountant of the Corporation for the fiscal year most recently completed, December 31, 2017.
- (c) Representatives of SGV & Co. are expected to be present at the stockholders' meeting. They will have the opportunity to make a statement if they desire to do so and they are expected to be available to respond to appropriate questions.
- (d) The members of the Corporation's Audit Committee are:

Honorio O. Reyes-Lao (Independent Director)	Chairman
Antonio Jose U. Periquet (Independent Director)	Member
Cesar A. Buenaventura	Member
- (e) The audit firm Sycip Gorres Velayo & Co. has no shareholdings in the Corporation nor any right, whether legally enforceable or not, to nominate persons or to subscribe for the securities in the Corporation. Sycip Gorres Velayo & Co. will not receive any direct or indirect interest in the Corporation or in any securities thereof (including options, warrants or rights thereto) pursuant to or in connection with the Offer. The foregoing is in accordance with the Code of Ethics for Professional Accountants in the Philippines.
- (f) There are no disagreements on any matter of accounting principle or practices, FS disclosures, etc., between Sycip Gorres Velayo & Co. and the Corporation.

C. ISSUANCE AND EXCHANGE OF SECURITIES

Item 8. Authorization or Issuance of Securities Other than for Exchange

There are no issues regarding the issuance of securities other than for exchange.

D. OTHER MATTERS

Item 9. Action with respect to Reports

Summary of Items to be submitted for Stockholders' Approval

- (1) ***Approval of the Minutes of the Annual Stockholders' Meeting held on May 16, 2017***

The minutes of the annual stockholders' meeting held on May 16, 2017 will be submitted for approval of the stockholders at the annual meeting to be held on May 15, 2018. Below is a summary of the items and/or resolutions approved at the annual stockholders' meeting held on May 16, 2017:

- (a) The Chairman of the Board of Directors of the Corporation called the meeting to order.
- (b) The Secretary of the meeting certified that a quorum existed for the transaction of business.
- (c) The stockholders approved the minutes of the annual stockholders' meeting held on July 27, 2016.
- (d) The President of the Corporation presented the management report. He presented the highlights of the performance of the Corporation, the details of which were incorporated into the Corporation's annual report as distributed to the stockholders. The management report included a discussion on (1) the Corporation's consolidated revenue and net income, (2) the Corporation's construction, coal and nickel mining, and real estate business segments, and (3) the Corporation's new businesses. Stockholders were given the opportunity to ask questions relating to the management report. After the question and answer portion, and upon motion duly made and seconded, the management report was approved.
- (e) Upon motion duly made and seconded, the stockholders ratified the acts of the officers and the Board of Directors of the Corporation for the year 2016 until the date of the annual stockholders' meeting, as they are reflected in the books and records of the Corporation.
- (f) Upon motion duly made and seconded, the auditing firm Sycip Gorres Velayo and Co. was appointed as independent auditors of the Corporation for the then current fiscal year.
- (g) The following were elected as directors of the Corporation for the then current year, to serve as such for a period of one year and until their successors shall have been elected and qualified:
 - (1) Isidro A. Consunji
 - (2) Cesar A. Buenaventura
 - (3) Victor A. Consunji
 - (4) Jorge A. Consunji
 - (5) Ma. Edwina C. Laperal
 - (6) Luz Consuelo A. Consunji
 - (7) Herbert M. Consunji
 - (8) Honorio O. Reyes-Lao (independent director)
 - (9) Antonio Jose U. Periquet (independent director)
- (h) Upon motion duly made and seconded, the annual stockholders' meeting was adjourned.

(2) *Ratification of the Acts of the Board of Directors and Officers*

Resolutions, contracts, and acts of the board of directors and management for ratification refer to those passed or undertaken by them during the year and for the day to day operations of the Company as contained or reflected in the minute books, annual report and financial statements. These

acts are covered by resolutions of the Board of Directors. Specifically these resolutions include the following:

Date of Board Meeting	Resolutions Passed/Matters Approved
May 16, 2017	<p>Election of the following officers:</p> <p>David M. Consunji – Chairman Emeritus Isidro A. Consunji – Chairman of the Board/President Cesar A. Buenaventura – Vice-Chairman of the Board Herbert M. Consunji – Executive Vice-President, Chief Finance Officer, Chief Compliance Officer and Chief Risk Officer Brian T. Lim – Vice-President & Senior Finance Officer Cherubim O. Mojica – Vice-President & Corporate Communications Head Ma. Edwina C. Laperal – Treasurer Cristina C. Gotianun – Assistant Treasurer Victor S. Limlingan – Managing Director Noel A. Laman – Corporate Secretary Ma. Pilar M. Pilaes-Gutierrez – Assistant Corporate Secretary</p>
July 11, 2017	<p>Authority to obtain Car Stickers from Forbes Park Association and Dasmariñas Village Homeowners’ Association for the service vehicles assigned to the Corporation’s designated officers.</p>
August 10, 2017	<p>Presentation and Approval of Consolidated Financial Statements as of June 30, 2017</p> <p>Other Matters:</p> <ul style="list-style-type: none"> (a) Presentation of a comparative summary of the ranking of conglomerates based on market capitalization (b) Presentation of the climate change policy of DMCI HI (c) Schedule of the first General Assembly of the company’s subsidiaries (d) Appointment of Mr. Herbert M. Consunji as Data Protection Officer (e) Approval of the Proposed Alternative Dispute Resolution Policy of the Corporation (f) Presentation on the results of the Best Jobs Survey (g)
September 18, 2017	<p>Approval to Obtain a Car Sticker from Dasmariñas Village Homeowners’ Association for the service vehicle assigned to Mr. Herbert M. Consunji</p>
October 27, 2017	<p>Approval of the sale of a company vehicle</p>
November 8, 2017	<p>Amendments to the Board Charter and Nomination Election Policy</p>
December 5, 2017	<ul style="list-style-type: none"> - Authority to transact with China Banking Corporation and Designation of Authorized Signatories/Representatives for Such Purpose - Sale of Company Vehicle - Purchase of a brand new service vehicle
March 8, 2018	<ul style="list-style-type: none"> - Calling of the 2018 ASM on May 15, 2018 - Cash dividend declaration - Reappointment of SGV as external auditors (subject to stockholders’ ratification) - Approval of audited financial statements for 2017 - Appointment of committee members:

BOARD COMMITTEES	MEMBERS
Audit and Related Party Transaction (RPT)	Honorio O. Reyes-Lao (Chairman) Antonio Jose U. Periquet Cesar A. Buenaventura
Board Risk Oversight	Antonio Jose U. Periquet (Chairman) Honorio O. Reyes-Lao Jorge A. Consunji
Corporate Governance (with functions of Nomination & Election and Compensation & Remuneration committees)	Antonio Jose U. Periquet (Chairman) Honorio O. Reyes-Lao Cesar A. Buenaventura

Item 10. Summary of Voting Matters/Voting Procedures

(a) Summary of Matters to be presented to Stockholders

- (1) Approval/ratification of the minutes of the annual meeting of stockholders held on May 16, 2017. Approval of said minutes shall constitute confirmation of all the matters stated in the minutes. The minutes of the May 16, 2017 annual stockholders' meeting are posted in the website of the Corporation as early as one day after the said meeting.
- (2) Approval of the Management Report for the year ending December 31, 2017. Upon approval thereof, the same shall form part of the records of the Corporation.
- (3) Ratification of Acts of Directors and Officer. Resolutions, contracts, and acts of the board of directors and management for ratification refer to those passed or undertaken by them during the year and for the day to day operations of the Company as contained or reflected in the attached annual report and financial statements and more specifically identified in item 9 (2) of this Information Statement.
- (4) Appointment of Independent Auditors. Selection by the stockholders of SyCip Gorres Velayo & Co. as independent auditors of the Corporation.
- (5) Election of Directors

Election of a Board of nine (9) directors, each of whom will hold office until the next annual meeting of stockholders and until his or her successor is elected and qualified.

The nominees for directors are:

Regular Directors:

ISIDRO A. CONSUNJI
CESAR A. BUENAVENTURA
JORGE A. CONSUNJI
VICTOR A. CONSUNJI
HERBERT M. CONSUNJI
MA. EDWINA C. LAPERAL
LUZ CONSUELO A. CONSUNJI

Independent Directors:

HONORIO O. REYES-LAO
ANTONIO JOSE U. PERIQUET

Two (2) Independent Directors⁴ of the Corporation within the purview of SRC Rule 38 are Messrs. Honorio O. Reyes-Lao and Antonio Jose U. Periquet.

(b) Voting Procedures

- (1) Approval/ratification of the minutes of the annual stockholders' meeting held on May 16, 2017
 - (A) Vote required: A majority of the outstanding common stock present in person or by proxy, provided constituting a quorum.
 - (B) Method by which votes shall be counted: Each outstanding common stock shall be entitled to one (1) vote. The stockholders shall vote by ballot.
- (2) Approval of the Management Report
 - (A) Vote required: A majority of the outstanding common stock present in person or by proxy, provided constituting a quorum.
 - (B) Method by which votes shall be counted: Each outstanding common stock shall be entitled to one (1) vote. The stockholders shall vote by ballot.
- (3) Ratification of the Acts of the Board of Directors and Officers
 - (A) Vote required: A majority of the outstanding common stock present in person or by proxy, provided constituting a quorum.
 - (B) Method by which votes shall be counted: Each outstanding common stock shall be entitled to one (1) vote. The stockholders shall vote by ballot.

⁴ An "Independent Director" shall mean a person other than an officer or employee of the Corporation or its subsidiaries, or any other individual having a relationship with the Corporation, which would interfere with the exercise of independent judgment in carrying out the responsibilities of a director.

(4) Appointment of Independent External Auditors

- (A) Vote required: A majority of the outstanding common stock present in person or by proxy, provided constituting a quorum.
- (B) Method by which votes shall be counted: Each outstanding common stock shall be entitled to one (1) vote. The stockholders shall vote by ballot.

(5) Election of Directors

- (A) Vote required. The nine (9) candidates receiving the highest number of votes shall be declared elected.
- (B) Method by which votes will be counted. Cumulative voting applies. Under this method of voting, a stockholder entitled to vote shall have the right to vote in person or by proxy the number of shares of stock standing in his own name on the stock books of the Corporation as of the Record Date, and said stockholder may vote such number of shares for as many persons as there are directors to be elected or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit. The stockholders shall vote by ballot.

The nine nominees obtaining the highest number of votes will be proclaimed as Directors of the Corporation for the ensuing year, provided two of whom must be independent directors.

Sycip, Gorres, Velayo and Co. (SGV) was appointed as Board of Canvassers. The Board of Canvassers shall have the power to count and tabulate all votes, assents and consents; determine and announce the result; and to do such acts as may be proper to conduct the election or vote with fairness to all stockholders.

PART II
PROXY FORM
DMCI HOLDINGS, INC.

Item 1. Identification

This proxy is being solicited for and on behalf of the Management of the Corporation. The Chairman of the Board of Directors or, in his absence, the President of the Corporation will vote the proxies at the annual stockholders' meeting to be held on May 15, 2018.

Item 2. Instruction

- (a) The proxy must be duly accomplished by the stockholder of record as of Record Date. A proxy executed by a corporation shall be in the form of a board resolution duly certified by the Corporate Secretary or in a proxy form executed by a duly authorized corporate officer accompanied by a Corporate Secretary's Certificate quoting the board resolution authorizing the said corporate officer to execute the said proxy.
- (b) Duly accomplished proxies may be mailed or submitted personally to the Corporate Secretary of the Corporation not later than May 5, 2018 at the following address:

The Corporate Secretary
DMCI Holdings, Inc.
3rd Floor, DACON Building
2281 Pasong Tamo Extension
1231 Makati City
Philippines
- (c) In case of shares of stock owned jointly by two or more persons, the consent of all co-owners must be necessary for the execution of the proxy. For persons owning shares in an "and/or" capacity, any one of them may execute the proxy.
- (d) Validation of proxies will be held by the Stock Transfer Agent on May 10, 2018 at 2:00 p.m. at the principal office of the Corporation at the 3rd Floor, DACON Building, 2281, Don Chino Roces Avenue, Makati City, Philippines.
- (e) Unless otherwise indicated by the stockholder, a stockholder shall be deemed to have designated the Chairman of the Board of Directors, or in his absence, the President of the Corporation, as his proxy for the annual stockholders meeting to be held on May 15, 2018.
- (f) If the number of shares of stock is left in blank, the proxy shall be deemed to have been issued for all of the stockholder's shares of stock in the Corporation as of Record Date.
- (g) The manner in which this proxy shall be accomplished, as well as the validation hereof shall be governed by the provisions of SRC Rule 20 (11)(b)

- (h) The stockholder executing the proxy shall indicate the manner by which he wishes the proxy to vote on any of the matters in (1), (2), (3), (4) , and (5) below by checking the appropriate box. Where the boxes (or any of them) are unchecked, the stockholder executing the proxy is deemed to have authorized the proxy to vote for the matter.

The Undersigned hereby appoints:

- (a) The Chairman of the Board of Directors of DMCI Holdings, Inc., or in his absence,
the President of DMCI Holdings, Inc.,
(b) _____

as his/her/its Proxy to attend the above annual meeting of the stockholders of DMCI Holdings, Inc., and any adjournment or postponement thereof, and thereat to vote all shares of stock held by the undersigned as specified below and on any matter that may properly come before said meeting.

- (1) Approval/ratification of the minutes of the annual stockholders' meeting held on May 16, 2017.

☐ FOR ☐ AGAINST ☐ ABSTAIN

- (2) Approval of the Management Report

☐ FOR ☐ AGAINST ☐ ABSTAIN

- (3) Ratification of the acts of the Board of Directors and Officers as contained in the attached annual report, the audited financial statements of the Corporation for the year ended December 31, 2017 and discussed in item 9 (2) of the Information Statement.

☐ FOR ☐ AGAINST ☐ ABSTAIN

- (4) Appointment of SGV & Co. as Independent External Auditors

☐ FOR ☐ AGAINST ☐ ABSTAIN

- (5) Election of Directors.

☐ FOR all nominees listed below, except those whose names are stricken out

☐ WITHHOLD authority to vote for all nominees listed below.

(Instruction: To strike out a name or withhold authority to vote for any individual nominee, draw a line through the nominee's name in the list below).

Regular Directors:

ISIDRO A. CONSUNJI
CESAR A. BUENAVENTURA
JORGE A. CONSUNJI
VICTOR A. CONSUNJI
HERBERT M. CONSUNJI
MA. EDWINA C. LAPERAL
LUZ CONSUELO A. CONSUNJI

Independent Directors:

ANTONIO JOSE U. PERIQUET
HONORIO O. REYES-LAO

☐ FOR

☐ AGAINST

☐ ABSTAIN

Item 3. Revocability of Proxy

Any stockholder who executes the proxy enclosed with this statement may revoke it at any time before it is exercised. The proxy may be revoked by the stockholder executing the same at any time by submitting to the Corporate Secretary a written notice of revocation not later than the start of the meeting, or by attending the meeting in person and signifying his intention to personally vote his shares. Shares represented by an unrevoked proxy will be voted as authorized by the stockholder.

Item 4. Persons Making the Solicitation

The solicitation is made by the Management of the Corporation. No director of the Corporation has informed the Corporation in writing that he intends to oppose an action intended to be taken up by the Management of the Corporation at the annual meeting. Solicitation of proxies shall be made through the use of mail or personal delivery. The Corporation will shoulder the cost of solicitation which is approximately Php80,000.00.

Item 5. Interest of Certain Persons in Matters to be Acted Upon

No director, officer, nominee for director, or associate of any of the foregoing, has any substantial interest, direct or indirect, by security holdings or otherwise, on any matter to be acted upon at the annual stockholders' meeting to be held on May 15, 2018 other than election to office.

Date

(Signature above printed name, including title when signing for a corporation or partnership or as an agent, attorney or fiduciary).

No. of shares held: _____

**PART III
SIGNATURE**

Management does not intend to bring any matter before the meeting other than those set forth in the Notice of the annual meeting of stockholders and does not know of any matters to be brought before the meeting by others. If any other matter does come before the meeting, it is the intention of the persons named in the accompanying proxy to vote the proxy in accordance with their judgment.

ACCOMPANYING THIS INFORMATION STATEMENT ARE COPIES OF THE (1) NOTICE OF THE ANNUAL STOCKHOLDERS' MEETING CONTAINING THE AGENDA THEREOF; (2) PROXY INSTRUMENT; AND (C) THE CORPORATION'S MANAGEMENT REPORT PURSUANT TO SRC RULE 20 (4).

UPON THE WRITTEN REQUEST OF A STOCKHOLDER, THE CORPORATION WILL PROVIDE, WITHOUT CHARGE, A COPY OF THE CORPORATION'S ANNUAL REPORT IN SEC FORM 17-A AND THE CORPORATION'S LATEST QUARTERLY REPORT IN SEC FORM 17-Q DULY FILED WITH THE SECURITIES AND EXCHANGE COMMISSION. THE STOCKHOLDER MAY BE CHARGED A REASONABLE COST FOR PHOTOCOPYING THE EXHIBITS.

ALL REQUESTS MAY BE SENT TO THE FOLLOWING:

DMCI Holdings, Inc.
3rd Floor, DACON Building,
2281 Pasong Tamo Extension,
1231 Makati City.

Attention: The Corporate Secretary

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in the City of Makati on April 5, 2018.

DMCI HOLDINGS, INC.



By: NOEL A. LAMAN
Corporate Secretary

**FINAL LIST OF CANDIDATES FOR THE BOARD OF DIRECTORS
2018-2019**

Isidro A. Consunji – is 69 years old; has served the Corporation as a regular director for twenty two (22) 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., Wire Rope Corporation of the Philippines, Philippine Overseas Construction Board (Chairman), Construction Industry Authority of the Phils. **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 88 years old; has served the Corporation as a regular director for twenty two (22) years since March 1995; is a regular/independent Director of the following: **(Listed)** Semirara Mining and Power Corp., iPeople Inc. (Independent Director), Petroenergy Resources Corp., Concepcion Industrial Corp (Independent Director); Pilipinas Shell Petroleum Corp. (Independent Director); **(Non-listed)** D.M. Consunji, Inc., Mitsubishi-Hitachi Power Systems Phils, Inc. (Chairman) **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*, Trustee of Bloomberry Cultural Foundation, Trustee of ICTSI Foundation Inc., recipient of the Honorary Officer, Order of the British Empire (OBE) by Her Majesty Queen Elizabeth II.

Herbert M. Consunji – is 65 years old; has served the Corporation as a regular director for twenty two (22) years since March 1995; is a regular Director of the following: **(Listed)** Semirara Mining and Power Corporation; **(Non-listed)** D.M. Consunji, Inc., Subic Water and Sewerage Company, 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.** Top Management Program, Asian Institute of Management; 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 66 years old; has served the Corporation as a regular director for twenty two (22) 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 of the Phils., 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 67 years old; has served the Corporation as a regular director for twenty two (22) 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, Sem-Cal Industrial Park Development Corp., St. Raphael Power Generation Corp., Semirara Enegery Utilities Inc., Semirara Claystone, Inc., Sem-Balayan Power Generation Corp., 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 56 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 (9 years and 9 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 64 years old; has served the Corporation as a regular director from July 2016. She is 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).

A. INDEPENDENT DIRECTORS

Honorio O. Reyes-Lao - is 73 years old; has served the Corporation as an Independent Director for eight (8) years and eight (8) months since July 2009. Pursuant to SEC Memorandum Circular No. 4-2017, an independent director shall serve for a maximum cumulative term of nine (9) years, and that the reckoning of the cumulative nine-year term is from the year 2012. Pursuant to the said SEC circular, Mr. Lao is deemed to have been an independent director of the Company for six (6) years since 2012. Mr. Lao is also an independent director of Semirara Mining and Power Corporation and a director of Philippine Business Bank (Listed); **(Non-Listed)** DMCI Project Developers, Inc. (independent director from 2016-present), Southwest Luzon Power Generation Corp. (2017-present), Sem-Calaca Power Corp. (2017-present), 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 56 years old; Mr. Periquet has been an Independent Director of the company since August 2010. Pursuant to SEC Memorandum Circular No. 4-2017, an independent director shall serve for a maximum cumulative term of nine (9) years, and that the reckoning of the cumulative nine-year term is from the year 2012. Pursuant to the said SEC circular, Mr. Periquet is deemed to have been an independent director of the Company for six (6) years since 2012. Mr. Periquet is also a director of the following: **(Listed)** ABS-CBN Corporation, Ayala Corporation , Bank of the Philippine Islands, The Max's Group of Companies, Philippine Seven Corporation, Inc.; **(Non-listed)** Albizia ASEAN Tenggara Fund, Campden Hill Group, Inc. (Chairman), Pacific Main Properties and Holdings (Chairman), Lyceum of the Philippines University, BPI Capital Corporation, BPI Family Savings Bank, Inc., BPI Asset Management and Trust Corporation (Chairman); **Education.** Mr. Periquet is a graduate of the Ateneo de Manila University (AB Economics). He also holds an MSc in Economics from Oxford University and an MBA from the University of Virginia. **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.

SCHEDULE 2

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 **March 31, 2018**.

(1) PCD Nominee Corporation ⁵	3,609,233,635 shares	27.18%
(2) DACON Corporation	6,838,807,440 shares	51.51%
(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
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.	114,429	0.35%
VALEMOUNT CORPORATION	4,088,194	12.46%
CHRISMON INVESTMENTS, INC.	4,088,195	12.46%
EASTHEIGHTS HOLDINGS CORPORATION	4,088,195	12.46%
GULFSHORE INCORPORATED	4,088,195	12.46%
INGLEBROOK HOLDINGS CORPORATION	4,088,195	12.46%
JAGJIT HOLDINGS, INC.	4,088,195	12.46%
LA LUMIERE HOLDINGS, INC.	4,088,195	12.45%

⁵PCD Nominee Corporation, a wholly-owned subsidiary of Philippine Depository and Trust Corporation ("PDTC"), is the registered owner of the shares in the books of the Corporation's transfer agent in the Philippines. The beneficial owners of such shares are PDTC participants, who hold the shares on their behalf or on behalf 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

RICE CREEK HOLDINGS, INC.	4,088,195	12.46%
Total :	32,820,000	100.00%

Mr. Victor A. Consunji and/or Mr. Jorge A. Consunji and/or Ms. Cristina C. Gotianun shall have the right to vote the shares of DACON Corporation.

DFC Holdings, Inc.

The following are the beneficial owners of DFC Holdings, Inc.:

SHAREHOLDER	NO. OF SHARES SUBSCRIBED	% OWNERSHIP
Isidro A. Consunji	698,689	0.07%
Victor A. Consunji	1,637,578	0.16%
Jorge A. Consunji	2,044,715	0.20%
Ma. Edwina C. Laperal	781,076	0.08%
Cristina C. Gotianun	2,079,530	0.20%
Inglebrook Holdings	127,626,311	12.43%
Eastheights Holdings	127,443,924	12.41%
Crismon Investment, Inc.	126,245,470	12.30%
Valemont Corporation	126,687,422	12.34%
Gulfshore Incorporated	126,280,285	12.30%
Jagjit Holdings, Inc.	128,325,000	12.50%
La Lumiere Holdings, Inc.	128,325,000	12.50%
Rice Creek Holdings, Inc.	128,325,000	12.50%
Firenze Holdings, Inc.	100,000	0.01%
TOTAL	1,026,600,000	100.00%

Ms. Ma Edwina C. Laperal and/or Ms. Cristina C. Gotianun shall have the right to vote the shares of DFC Holdings, Inc.

Philippine Depository & Trust Corp. OUTSTANDING BALANCES FOR A SPECIFIC COMPANY - ADHOC Company Code - DMC000000000 & Company Name - DMCI HOLDINGS		
Selection Criteria : Security ID From :DMC000000000 To :DMC000000000 Input Date :3/28/2018		
BPNAME	ADDRESS	HOLDINGS
UPCC SECURITIES CORP.	UNIT 1202 TOWER ONE AND EXCHANGE PLAZA □ AYALA AVENUE, MAKATI CITY	287,600.00
UPCC SECURITIES CORP.	UNIT 1202 TOWER ONE AND EXCHANGE PLAZA □ AYALA AVENUE, MAKATI CITY	31,000.00
A & A SECURITIES, INC.	Rm. 1906 Ayala Ave. Condominium 6776 Ayala Ave., Makati City	13,976,320.00
A & A SECURITIES, INC.	Rm. 1906 Ayala Ave. Condominium 6776 Ayala Ave., Makati City	6,819,811.00
A & A SECURITIES, INC.	Rm. 1906 Ayala Ave. Condominium 6776 Ayala Ave., Makati City	1,042,104.00
ABACUS SECURITIES CORPORATION	Unit 2904-A East Tower, PSE Centre Exchange Road, Ortigas Center Pasig City	15,000.00
ABACUS SECURITIES CORPORATION	Unit 2904-A East Tower, PSE Centre Exchange Road, Ortigas Center Pasig City	10,653,208.00

BPNAME	ADDRESS	HOLDINGS
ABACUS SECURITIES CORPORATION	Unit 2904-A East Tower, PSE Centre Exchange Road, Ortigas Center Pasig City	6,577.00
PHILSTOCKS FINANCIAL INC	Unit 1101 Orient Square Building Emerald Avenue Ortigas Center, Pasig City	122,451.00
PHILSTOCKS FINANCIAL INC	Unit 1101 Orient Square Building Emerald Avenue Ortigas Center, Pasig City	4,906,090.00
PHILSTOCKS FINANCIAL INC	Unit 1101 Orient Square Building Emerald Avenue Ortigas Center, Pasig City	230,089.00
A. T. DE CASTRO SECURITIES CORP.	Suite 701, 7/F Ayala Tower I, Exchange Plaza, Ayala Triangle, Ayala Ave., Makati City	558,310.00
ALL ASIA SECURITIES MANAGEMENT CORP.	All Asia Capital Center 105 Paseo de Roxas St. Makati City	3,500.00
ALPHA SECURITIES CORP.	UNIT 3003, ONE CORPORATE CENTRE, 30TH FLOOR, JULIA VARGAS STREET, COR MERALCO AVENUE STREET, ORTIGAS CENTER, PASIG CITY	60,500.00
BA SECURITIES, INC.	Rm 401-403 CLMC Bldg, 256-259 EDSA Greenhills Mandaluyong City	10,000.00

BPNAME	ADDRESS	HOLDINGS
BA SECURITIES, INC.	Rm 401-403 CLMC Bldg, 256-259 EDSA Greenhills Mandaluyong City	195,500.00
BA SECURITIES, INC.	Rm 401-403 CLMC Bldg, 256-259 EDSA Greenhills Mandaluyong City	25,000.00
AP SECURITIES INCORPORATED	Suites 2002/2004, The Peak, 107 Alfaro St., Salcedo Village, Makati City	97,700.00
AP SECURITIES INCORPORATED	Suites 2002/2004, The Peak, 107 Alfaro St., Salcedo Village, Makati City	3,391,686.00
AP SECURITIES INCORPORATED	Suites 2002/2004, The Peak, 107 Alfaro St., Salcedo Village, Makati City	198,700.00
ANSALDO, GODINEZ & CO., INC.	340 Nueva St., Binondo Manila	154,000.00
ANSALDO, GODINEZ & CO., INC.	340 Nueva St., Binondo Manila	6,249,400.00
AB CAPITAL SECURITIES, INC.	8/F Phinma Plaza 39 Plaza Drive, Rockwell Center Makati City	400.00

BPNAME	ADDRESS	HOLDINGS
AB CAPITAL SECURITIES, INC.	8/F Phinma Plaza 39 Plaza Drive, Rockwell Center Makati City	4,030,800.00
AB CAPITAL SECURITIES, INC.	8/F Phinma Plaza 39 Plaza Drive, Rockwell Center Makati City	231,000.00
AB CAPITAL SECURITIES, INC.	8/F Phinma Plaza 39 Plaza Drive, Rockwell Center Makati City	100.00
AB CAPITAL SECURITIES, INC.	8/F Phinma Plaza 39 Plaza Drive, Rockwell Center Makati City	500.00
SARANGANI SECURITIES, INC.	UNIT 2 D1 VERNIDA I CONDOMINIUM 120 AMORSOLO ST., LEGASPI VILLAGE, MAKATI CITY	339,100.00
SARANGANI SECURITIES, INC.	UNIT 2 D1 VERNIDA I CONDOMINIUM 120 AMORSOLO ST., LEGASPI VILLAGE, MAKATI CITY	16,500.00
SB EQUITIES, INC.	18/F, Security Bank Centre 6776 Ayala Avenue, Makati City	2,224,556.00
SB EQUITIES, INC.	18/F, Security Bank Centre 6776 Ayala Avenue, Makati City	5,907,371.00

BPNAME	ADDRESS	HOLDINGS
SB EQUITIES, INC.	18/F, Security Bank Centre 6776 Ayala Avenue, Makati City	10,000.00
ASIA PACIFIC CAPITAL EQUITIES & SECURITIES CORP.	24/F Galleria Corporate Center EDSA corner Ortigas Avenue, Pasig City	50,600.00
ASIASEC EQUITIES, INC.	8/F Chatham House□ 116 Valero cor. V.A. Rufino Sts□ Salcedo Village, Makati City 1227	29,963,850.00
ASTRA SECURITIES CORPORATION	Units 1204-1205 Ayala Tower One Ayala Ave. cor. Paseo de Roxas Makati City	1,117,350.00
CHINA BANK SECURITIES CORPORATION	Unit 6f, 6th Floor 8101 Pearl Plaza, Pearl Drive Ortigas Center, Pasig City	45,000.00
BELSON SECURITIES, INC.	4th Floor Belson House 271 Edsa, Mandaluyong City	924,300.00
BELSON SECURITIES, INC.	4th Floor Belson House 271 Edsa, Mandaluyong City	1,112,500.00
B. H. CHUA SECURITIES CORPORATION	872 G. Araneta Avenue, Quezon City	542,500.00

BPNAME	ADDRESS	HOLDINGS
JAKA SECURITIES CORP.	Unit 814, Ayala Tower I Ayala Ave., Makati City	245,500.00
JAKA SECURITIES CORP.	Unit 814, Ayala Tower I Ayala Ave., Makati City	90,000.00
BPI SECURITIES CORPORATION	8/F BPI Head Office Bldg., Ayala Ave., cor. Paseo de Roxas Makati City	246,100.00
BPI SECURITIES CORPORATION	8/F BPI Head Office Bldg., Ayala Ave., cor. Paseo de Roxas Makati City	14,735,823.00
BPI SECURITIES CORPORATION	8/F BPI Head Office Bldg., Ayala Ave., cor. Paseo de Roxas Makati City	64.00
CAMPOS, LANUZA & COMPANY, INC.	Unit 2003B East Tower, PSE Center Exchange Road, Ortigas Center Pasig City	364,700.00
CAMPOS, LANUZA & COMPANY, INC.	Unit 2003B East Tower, PSE Center Exchange Road, Ortigas Center Pasig City	33,300.00
SINCERE SECURITIES CORPORATION	1203-A East Tower, PSE Centre, Exchange Road, Ortigas Center, Pasig City	231,350.00

BPNAME	ADDRESS	HOLDINGS
SINCERE SECURITIES CORPORATION	1203-A East Tower, PSE Centre, Exchange Road, Ortigas Center, Pasig City	300,000.00
CENTURY SECURITIES CORPORATION	1105 Galleria Corporate Center Ortigas Ave., Quezon City	40,000.00
BDO NOMURA SECURITIES INC	8/F PCIB Tower 2, Dela Costa St., Makati City	687,027.00
BDO NOMURA SECURITIES INC	8/F PCIB Tower 2, Dela Costa St., Makati City	18,130,000.00
BDO NOMURA SECURITIES INC	8/F PCIB Tower 2, Dela Costa St., Makati City	476,660.00
BDO NOMURA SECURITIES INC	8/F PCIB Tower 2, Dela Costa St., Makati City	10,325.00
CITISECURITIES, INC.	Rm. 2701-B Tektite Tower Center Exchange Rd, Pasig City	1,262,170.00
CITISECURITIES, INC.	Rm. 2701-B Tektite Tower Center Exchange Rd, Pasig City	250,000.00

BPNAME	ADDRESS	HOLDINGS
CITISECURITIES, INC.	Rm. 2701-B Tektite Tower Center Exchange Rd, Pasig City	25,000.00
TRITON SECURITIES CORP.	26/F LKG Tower, 6801 Ayala Avenue Makati City	352,250.00
TRITON SECURITIES CORP.	26/F LKG Tower, 6801 Ayala Avenue Makati City	10,000.00
IGC SECURITIES INC.	Suite 1006, Tower I & Exchange Plaza Ayala Triangle, Ayala Avenue Makati City	80,000.00
IGC SECURITIES INC.	Suite 1006, Tower I & Exchange Plaza Ayala Triangle, Ayala Avenue Makati City	3,596,550.00
CUALOPING SECURITIES CORPORATION	Suite 1801 Tytana Centre Condominium Plaza Lorenzo Ruiz, Binondo, Manila	90,000.00
CUALOPING SECURITIES CORPORATION	Suite 1801 Tytana Centre Condominium Plaza Lorenzo Ruiz, Binondo, Manila	100,000.00
DBP-DAIWA CAPITAL MARKETS PHILPPINES, INC.	18/F Citibank Tower 8741 Paseo de Roxas Makati City	86,900.00

BPNAME	ADDRESS	HOLDINGS
DAVID GO SECURITIES CORP.	UNIT 2702D EAST TOWER, PHILIPPINE STOCK EXCHANGE CENTRE, EXCHANGE ROAD, ORTIGAS CENTER, PASIG CITY	2,741,500.00
DIVERSIFIED SECURITIES, INC.	5/F PDCP Bank Centre, Herrera cor. Alfaro Sts., Salcedo Village, Makati City	300,010.00
DIVERSIFIED SECURITIES, INC.	5/F PDCP Bank Centre, Herrera cor. Alfaro Sts., Salcedo Village, Makati City	220,000.00
E. CHUA CHIACO SECURITIES, INC.	113 Renta St., Binondo, Manila	1,050,600.00
E. CHUA CHIACO SECURITIES, INC.	113 Renta St., Binondo, Manila	135,050.00
EQUITABLE SECURIITES (PHILS.) INC.	3/F Cacho-Gonzalez Bldg, Aguirre cor. Trasierra St, Legaspi Village Makati City	6,000.00
EAST WEST CAPITAL CORPORATION	2/F U-Bix Building 1331 Angono St., Makati City	1,102,750.00
EASTERN SECURITIES DEVELOPMENT CORPORATION	1701 Tytana Ctr. Bldg, Binondo, Manila	1,806,411.00

BPNAME	ADDRESS	HOLDINGS
EQUITIWORLD SECURITIES, INC.	807-809 Philippine Stock Exchange Ayala Tower 1, Ayala Avenue Makati City	239,500.00
EVERGREEN STOCK BROKERAGE & SEC., INC.	Suite 606 - 607, 6th Floor, Tower One Phil. Stock Exchange Plaza, Ayala Triangle, Ayala Ave. Makati City	1,611,700.00
EVERGREEN STOCK BROKERAGE & SEC., INC.	Suite 606 - 607, 6th Floor, Tower One Phil. Stock Exchange Plaza, Ayala Triangle, Ayala Ave. Makati City	65,000.00
EVERGREEN STOCK BROKERAGE & SEC., INC.	Suite 606 - 607, 6th Floor, Tower One Phil. Stock Exchange Plaza, Ayala Triangle, Ayala Ave. Makati City	10,000.00
FIRST ORIENT SECURITIES, INC.	Unit 1201 Ayala Triangle Tower One Ayala Avenue, Makati City	62,300.00
FIRST INTEGRATED CAPITAL SECURITIES, INC.	Units 1211-1212 Tower I & Exchange Plaza, Ayala Ave. Cor. Paseo de Roxas, Makati City	1,252,450.00
FIRST INTEGRATED CAPITAL SECURITIES, INC.	Units 1211-1212 Tower I & Exchange Plaza, Ayala Ave. Cor. Paseo de Roxas, Makati City	65,000.00
F. YAP SECURITIES, INC.	Unit 2301 PSE Center (East Tower) Exchange Rd., Ortigas Center Pasig City	27,200.00

BPNAME	ADDRESS	HOLDINGS
F. YAP SECURITIES, INC.	Unit 2301 PSE Center (East Tower) Exchange Rd., Ortigas Center Pasig City	124,750.00
AURORA SECURITIES, INC.	UNIT 2405A WEST TOWER PHILIPPINE STOCK EXCHANGE CENTRE ORTIGAS, PASIG CITY	61,000.00
AURORA SECURITIES, INC.	UNIT 2405A WEST TOWER PHILIPPINE STOCK EXCHANGE CENTRE ORTIGAS, PASIG CITY	35,000.00
GLOBALINKS SECURITIES & STOCKS, INC.	# 706 Ayala Tower One Ayala Avenue Cor. Paseo de Roxas St. Makati City	16,045,135.00
GLOBALINKS SECURITIES & STOCKS, INC.	# 706 Ayala Tower One Ayala Avenue Cor. Paseo de Roxas St. Makati City	502,000.00
GLOBALINKS SECURITIES & STOCKS, INC.	# 706 Ayala Tower One Ayala Avenue Cor. Paseo de Roxas St. Makati City	70.00
GLOBALINKS SECURITIES & STOCKS, INC.	# 706 Ayala Tower One Ayala Avenue Cor. Paseo de Roxas St. Makati City	577,500.00
JSG SECURITIES, INC.	4th Floor, A&T Building, 244 Escolta Street, Binondo, Manila	85,500.00

BPNAME	ADDRESS	HOLDINGS
GOLDSTAR SECURITIES, INC.	2201-B East Tower, PSE Centre Exchange Rd, Ortigas Center Pasig City	1,110,500.00
GOLDSTAR SECURITIES, INC.	2201-B East Tower, PSE Centre Exchange Rd, Ortigas Center Pasig City	21,500.00
GUILD SECURITIES, INC.	Unit 1215 Tower One & Exchange Plaza Ayala Ave., Makati City	71,300.00
HDI SECURITIES, INC.	UNIT 2305-B 23/F ORIENT SQUARE BLDG., F. ORTIGAS, JR. ROAD, ORTIGAS CENTRE, PASIG CITY, 1605	540,400.00
HDI SECURITIES, INC.	UNIT 2305-B 23/F ORIENT SQUARE BLDG., F. ORTIGAS, JR. ROAD, ORTIGAS CENTRE, PASIG CITY, 1605	2,000.00
H. E. BENNETT SECURITIES, INC.	Rm. 1704 World Trade Exchange Bldg., 215 Juan Luna St., Binondo, Manila	32,000.00
H. E. BENNETT SECURITIES, INC.	Rm. 1704 World Trade Exchange Bldg., 215 Juan Luna St., Binondo, Manila	75,000.00
HK SECURITIES, INC.	Suite 102 Columbia Tower, Ortigas Ave., Mandaluyong City	5,000.00

BPNAME	ADDRESS	HOLDINGS
I. ACKERMAN & CO., INC.	Suite 705, Tower I Bldg. PSE Plaza, Ayala Triangle Ayala Ave., Makati City	143,000.00
I. ACKERMAN & CO., INC.	Suite 705, Tower I Bldg. PSE Plaza, Ayala Triangle Ayala Ave., Makati City	5,000.00
I. B. GIMENEZ SECURITIES, INC.	3/F NEW ROSARIO ORTIGAS ARCADE, NO. 42, ORTIGAS EXTENSION, ROSARIO, PASIG CITY	475,800.00
INVESTORS SECURITIES, INC,	Unit 604-605 Tower One & Exchange Plaza Ayala Triangle, Ayala Ave. cor Paseo de Roxas Makati City	3,388,750.00
IMPERIAL,DE GUZMAN,ABALOS & CO.,INC.	Ground Floor, EDSA Central Square Shaw Boulevard, Mandaluyong City	545,200.00
IMPERIAL,DE GUZMAN,ABALOS & CO.,INC.	Ground Floor, EDSA Central Square Shaw Boulevard, Mandaluyong City	10,000.00
INTRA-INVEST SECURITIES, INC.	11/F ACT Tower, 135 Sen. Gil Puyat Ave., Salcedo Vill., Makati City	392,400.00
INTRA-INVEST SECURITIES, INC.	11/F ACT Tower, 135 Sen. Gil Puyat Ave., Salcedo Vill., Makati City	71,200.00

BPNAME	ADDRESS	HOLDINGS
J.M. BARCELON & CO., INC.	#5 PENNSYLVANNIA STREET, BRGY. MARIANA, NEW MANILA, QUEZON CITY	82,600.00
VALUE QUEST SECURITIES CORPORATION	Unit 1006B West Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas, Pasig City	49,400.00
STRATEGIC EQUITIES CORP.	Unit 610-611 PSE Plaza, Tower I, Ayala Triangle, Ayala Ave., Makati City	25,000.00
STRATEGIC EQUITIES CORP.	Unit 610-611 PSE Plaza, Tower I, Ayala Triangle, Ayala Ave., Makati City	4,732,100.00
STRATEGIC EQUITIES CORP.	Unit 610-611 PSE Plaza, Tower I, Ayala Triangle, Ayala Ave., Makati City	276,000.00
LARRGO SECURITIES CO., INC.	Rm. 202 2/F Rufino Building, Ayala Avenue, Makati City	2,840,600.00
LARRGO SECURITIES CO., INC.	Rm. 202 2/F Rufino Building, Ayala Avenue, Makati City	800,050.00
LOPEZ, LOCSIN, LEDESMA & CO., INC.	405 URBAN BUILDING, SEN. GIL. PUYAT AVENUE, MAKATI CITY	439,700.00

BPNAME	ADDRESS	HOLDINGS
LOPEZ, LOCSIN, LEDESMA & CO., INC.	405 URBAN BUILDING, SEN. GIL. PUYAT AVENUE, MAKATI CITY	15,000.00
LUCKY SECURITIES, INC.	Unit 1402-B PSE Center Exchange Road, Ortigas Center Pasig City	3,540,700.00
LUCKY SECURITIES, INC.	Unit 1402-B PSE Center Exchange Road, Ortigas Center Pasig City	585,000.00
LUYS SECURITIES COMPANY, INC.	28/F LKG Tower 6801 Ayala Ave. Makati City	304,000.00
MANDARIN SECURITIES CORPORATION	28/F LKG Tower 6801 Ayala Ave. Makati City	170.00
MANDARIN SECURITIES CORPORATION	28/F LKG Tower 6801 Ayala Ave. Makati City	82,000.00
MARINO OLONDRIZ Y CIA	#20 Arguilla St. San Lorenzo Village, Makati City	9,000.00
COL Financial Group, Inc.	2401-B EAST TOWER, PSE CENTRE EXCHANGE ROAD, ORTIGAS CENTER PASIG CITY	615,800.00

BPNAME	ADDRESS	HOLDINGS
COL Financial Group, Inc.	2401-B EAST TOWER, PSE CENTRE EXCHANGE ROAD, ORTIGAS CENTER PASIG CITY	38,532,838.00
COL Financial Group, Inc.	2401-B EAST TOWER, PSE CENTRE EXCHANGE ROAD, ORTIGAS CENTER PASIG CITY	206,900.00
DA MARKET SECURITIES, INC.	Unit 2402-B West Tower, PSE Center Exchange Road, Ortigas Center Pasig City	75,000.00
MERCANTILE SECURITIES CORP.	UNIT 804 FORT LEGEND TOWERS 3RD AVENUE COR. 31ST ST. FORT BONIFACIO GLOBAL CITY TAGUIG CITY	606,600.00
MERIDIAN SECURITIES, INC.	Suite 2702B&C Tektite Tower I Ortigas Centre, Pasig City	929,600.00
MDR SECURITIES, INC.	Unit 1806, 8/F Medical Plaza Ortigas Bldg., Pasig City	585,000.00
DEUTSCHE REGIS PARTNERS, INC.	23/F Tower I, Ayala Triangle, Makati City	117.00
DEUTSCHE REGIS PARTNERS, INC.	23/F Tower I, Ayala Triangle, Makati City	3,268,650.00

BPNAME	ADDRESS	HOLDINGS
DEUTSCHE REGIS PARTNERS, INC.	23/F Tower I, Ayala Triangle, Makati City	170,000.00
MOUNT PEAK SECURITIES, INC.	#748 C.K. Bldg., Juan Luna St., Binondo, Manila	42,800.00
NEW WORLD SECURITIES CO., INC.	215 JUAN LUNA STREET, UNIT 2608 WORLD TRADE EXCHANGE BLDG., BINONDO, MANILA	76,200.00
OPTIMUM SECURITIES CORPORATION	No. 11 E. O. Bldg., United St. cor. 2nd St. Bo. Kapitolyo, Pasig City	1,431,200.00
OPTIMUM SECURITIES CORPORATION	No. 11 E. O. Bldg., United St. cor. 2nd St. Bo. Kapitolyo, Pasig City	20,000.00
OPTIMUM SECURITIES CORPORATION	No. 11 E. O. Bldg., United St. cor. 2nd St. Bo. Kapitolyo, Pasig City	20,000.00
RCBC SECURITIES, INC.	Unit 1008 Tower I & Exchange Plaza Ayala Avenue, Makati City	1,233,140.00
RCBC SECURITIES, INC.	Unit 1008 Tower I & Exchange Plaza Ayala Avenue, Makati City	5,922,100.00

BPNAME	ADDRESS	HOLDINGS
RCBC SECURITIES, INC.	Unit 1008 Tower I & Exchange Plaza Ayala Avenue, Makati City	75,000.00
RCBC SECURITIES, INC.	Unit 1008 Tower I & Exchange Plaza Ayala Avenue, Makati City	2,500.00
PAN ASIA SECURITIES CORP.	910 Tower One & Exchange Plaza Ayala Avenue, Makati City	210,100.00
PAPA SECURITIES CORPORATION	GROUND FLOOR, ACE BUILDING, DE LA ROSA CORNER RADA ST., LEGASPI VILLAGE, MAKATI CITY	3,615,761.00
PAPA SECURITIES CORPORATION	GROUND FLOOR, ACE BUILDING, DE LA ROSA CORNER RADA ST., LEGASPI VILLAGE, MAKATI CITY	289,700.00
MAYBANK ATR KIM ENG SECURITIES, INC.	17/F Tower One & Exchange Plaza, Ayala Triangle, Ayala Avenue Makati City	130,500.00
MAYBANK ATR KIM ENG SECURITIES, INC.	17/F Tower One & Exchange Plaza, Ayala Triangle, Ayala Avenue Makati City	2,537,900.00
MAYBANK ATR KIM ENG SECURITIES, INC.	17/F Tower One & Exchange Plaza, Ayala Triangle, Ayala Avenue Makati City	6,200.00

BPNAME	ADDRESS	HOLDINGS
MAYBANK ATR KIM ENG SECURITIES, INC.	17/F Tower One & Exchange Plaza, Ayala Triangle, Ayala Avenue Makati City	115,000.00
MAYBANK ATR KIM ENG SECURITIES, INC.	17/F Tower One & Exchange Plaza, Ayala Triangle, Ayala Avenue Makati City	6,020,345.00
MAYBANK ATR KIM ENG SECURITIES, INC.	17/F Tower One & Exchange Plaza, Ayala Triangle, Ayala Avenue Makati City	120,000.00
PLATINUM SECURITIES, INC.	Unit 801, Antel Corporate Ctr., 121 Valero St., Salcedo Village Makati City	13,000.00
PNB SECURITIES, INC.	3/F PNB Financial Center Roxas Blvd., Pasay City	64,600.00
PNB SECURITIES, INC.	3/F PNB Financial Center Roxas Blvd., Pasay City	1,143,815.00
PNB SECURITIES, INC.	3/F PNB Financial Center Roxas Blvd., Pasay City	260,000.00
PREMIUM SECURITIES, INC.	Unit 1415, Tower 1 & Exchange Plaza Ayala Avenue cor. Paseo de Roxas Makati City	213,700.00

BPNAME	ADDRESS	HOLDINGS
PRYCE SECURITIES, INC.	15/F PRYCE CENTER BUILDING, 1179 CHINO ROCES AVENUE□ BAGTIKAN, MAKATI CITY	385.00
SALISBURY BKT SECURITIES CORPORATION	SALISBURY BKT SECURITIES CORP□ U1214 PSE TOWER ONE AND EXCHANGE PLAZA AYALA AVENUE MAKATI CITY	116,900.00
SALISBURY BKT SECURITIES CORPORATION	SALISBURY BKT SECURITIES CORP□ U1214 PSE TOWER ONE AND EXCHANGE PLAZA AYALA AVENUE MAKATI CITY	194.00
SALISBURY BKT SECURITIES CORPORATION	SALISBURY BKT SECURITIES CORP□ U1214 PSE TOWER ONE AND EXCHANGE PLAZA AYALA AVENUE MAKATI CITY	12,600.00
QUALITY INVESTMENTS & SECURITIES CORPORATION	Suite 1602 Tytana Plaza Oriente St, Binondo Manila	828,900.00
R & L INVESTMENTS, INC.	675 Lee St., Mandaluyong City	370,000.00
ALAKOR SECURITIES CORPORATION	9/F Quad Alpha Centrum, 125 Pioneer St. Mandaluyong City	95,000.00
ALAKOR SECURITIES CORPORATION	9/F Quad Alpha Centrum, 125 Pioneer St. Mandaluyong City	250,000.00

BPNAME	ADDRESS	HOLDINGS
R. COYIUTO SECURITIES, INC.	5/F Corinthian Plaza, Paseo de Roxas, Legaspi Village Makati City	750.00
R. COYIUTO SECURITIES, INC.	5/F Corinthian Plaza, Paseo de Roxas, Legaspi Village Makati City	1,649,250.00
R. COYIUTO SECURITIES, INC.	5/F Corinthian Plaza, Paseo de Roxas, Legaspi Village Makati City	700.00
REGINA CAPITAL DEVELOPMENT CORPORATION	Unit 806 Tower 1 & Exchange Plaza Ayala Triangle, Ayala Avenue Makati City	2,320,150.00
REGINA CAPITAL DEVELOPMENT CORPORATION	Unit 806 Tower 1 & Exchange Plaza Ayala Triangle, Ayala Avenue Makati City	67,000.00
REGINA CAPITAL DEVELOPMENT CORPORATION	Unit 806 Tower 1 & Exchange Plaza Ayala Triangle, Ayala Avenue Makati City	6,900.00
R. NUBLA SECURITIES, INC.	Rm 405 Co Ban Kiat Building II, 231 Juan Luna St., Binondo, Manila	6,257,300.00
R. NUBLA SECURITIES, INC.	Rm 405 Co Ban Kiat Building II, 231 Juan Luna St., Binondo, Manila	14,827,850.00

BPNAME	ADDRESS	HOLDINGS
R. NUBLA SECURITIES, INC.	Rm 405 Co Ban Kiat Building II, 231 Juan Luna St., Binondo, Manila	85,300.00
AAA SOUTHEAST EQUITIES, INCORPORATED	Ground Floor, Fortune Life Building #162 Legaspi St., Legaspi Village Makati City	172,000.00
R. S. LIM & CO., INC.	1509 Galvani Street San Isidro, Makati City	177,500.00
RTG & COMPANY, INC.	Unit 602 Tower 1 & Exchange Plaza Ayala Triangle, Makati City	21,645,050.00
RTG & COMPANY, INC.	Unit 602 Tower 1 & Exchange Plaza Ayala Triangle, Makati City	10,000.00
RTG & COMPANY, INC.	Unit 602 Tower 1 & Exchange Plaza Ayala Triangle, Makati City	30,000.00
S.J. ROXAS & CO., INC.	Unit 612 Tower One,& Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City	406,250.00
S.J. ROXAS & CO., INC.	Unit 612 Tower One,& Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City	8,000.00

BPNAME	ADDRESS	HOLDINGS
S.J. ROXAS & CO., INC.	Unit 612 Tower One,& Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City	100,000.00
SECURITIES SPECIALISTS, INC.	8/F LTA BLDG 118 PEREA ST LEGASPI VILLAGE MAKATI CITY 1226	155,550.00
SECURITIES SPECIALISTS, INC.	8/F LTA BLDG 118 PEREA ST LEGASPI VILLAGE MAKATI CITY 1226	75,300.00
FIDELITY SECURITIES, INC.	2103-B PSE Centre, Exchange Road, Ortigas, Pasig City	64,000.00
SUMMIT SECURITIES, INC.	Unit 2102 B/C PSE Center Tektite Tower East Exchange Road, Ortigas Center Pasig City	1,728,300.00
SUMMIT SECURITIES, INC.	Unit 2102 B/C PSE Center Tektite Tower East Exchange Road, Ortigas Center Pasig City	2,584,200.00
STANDARD SECURITIES CORPORATION	#34 Jefferson St., GHW, San Juan Metro Manila	796,500.00
SUPREME STOCKBROKERS, INC	UNIT G. GARDEN LEVEL, CORINTHIAN PLAZA, PASEO DE ROXAS AVENUE, LEGASPI VILLAGE, MAKATI CITY	320,000.00

BPNAME	ADDRESS	HOLDINGS
SUPREME STOCKBROKERS, INC	UNIT G. GARDEN LEVEL, CORINTHIAN PLAZA, PASEO DE ROXAS AVENUE, LEGASPI VILLAGE, MAKATI CITY	75,000.00
TANSENGCO & CO., INC.	U-2308 World Trade Exchange Condominium 215 Juan Luna St., Binondo, Manila	159,500.00
THE FIRST RESOURCES MANAGEMENT & SECURITIES CORP.	Rms. 801-802, PSE Tower 1 Ayala Ave., cor. Paseo de Roxas,Ayala Triangle, Makati City	1,891,100.00
THE FIRST RESOURCES MANAGEMENT & SECURITIES CORP.	Rms. 801-802, PSE Tower 1 Ayala Ave., cor. Paseo de Roxas,Ayala Triangle, Makati City	1,675,400.00
TOWER SECURITIES, INC.	1802-C Tektite Tower I Exchange Road, Ortigas Centre Pasig City	50,000.00
TOWER SECURITIES, INC.	1802-C Tektite Tower I Exchange Road, Ortigas Centre Pasig City	9,881,250.00
APEX PHILIPPINES EQUITIES CORPORATION	Unit 902, Antel Corporate Center, No. 139 Valero St., Salcedo Vill., Makati City	7,100.00
TRI-STATE SECURITIES, INC.	Unit 1007, 10/F Ayala Triangle Tower I, Ayala Avenue, Makati City	28,000.00

BPNAME	ADDRESS	HOLDINGS
TRI-STATE SECURITIES, INC.	Unit 1007, 10/F Ayala Triangle Tower I, Ayala Avenue, Makati City	3,000.00
UCPB SECURITIES, INC.	Suite 1612, 16/F Ayala Tower I Exchange Plaza, Ayala Ave. cor. Paseo de Roxas Makati City	3,737,850.00
UCPB SECURITIES, INC.	Suite 1612, 16/F Ayala Tower I Exchange Plaza, Ayala Ave. cor. Paseo de Roxas Makati City	200,000.00
UCPB SECURITIES, INC.	Suite 1612, 16/F Ayala Tower I Exchange Plaza, Ayala Ave. cor. Paseo de Roxas Makati City	1,500.00
E.SECURITIES, INC.	11/F Exportbank Plaza Chino Roces cor. Sen. Gil J. Puyat Ave., Makati City	150,000.00
VENTURE SECURITIES, INC.	Unit 811 Tower One & Exchange Plaza Ayala Triangle Ayala Ave. cor. Paseo de Roxas Makati City	606,500.00
VENTURE SECURITIES, INC.	Unit 811 Tower One & Exchange Plaza Ayala Triangle Ayala Ave. cor. Paseo de Roxas Makati City	600,000.00
VENTURE SECURITIES, INC.	Unit 811 Tower One & Exchange Plaza Ayala Triangle Ayala Ave. cor. Paseo de Roxas Makati City	20,000.00

BPNAME	ADDRESS	HOLDINGS
VENTURE SECURITIES, INC.	Unit 811 Tower One & Exchange Plaza Ayala Triangle Ayala Ave. cor. Paseo de Roxas Makati City	67,500.00
FIRST METRO SECURITIES BROKERAGE CORP.	Unit 1515, 15/F Ayala Tower One Ayala Triangle, Ayala Ave. cor Paseo de Roxas Makati City	16,200.00
FIRST METRO SECURITIES BROKERAGE CORP.	Unit 1515, 15/F Ayala Tower One Ayala Triangle, Ayala Ave. cor Paseo de Roxas Makati City	10,030,442.00
FIRST METRO SECURITIES BROKERAGE CORP.	Unit 1515, 15/F Ayala Tower One Ayala Triangle, Ayala Ave. cor Paseo de Roxas Makati City	8,262,400.00
FIRST METRO SECURITIES BROKERAGE CORP.	Unit 1515, 15/F Ayala Tower One Ayala Triangle, Ayala Ave. cor Paseo de Roxas Makati City	79,050.00
WEALTH SECURITIES, INC.	2103 PSE Centre, Exchange Road Ortigas Centre, Pasig City	2,205,700.00
WEALTH SECURITIES, INC.	2103 PSE Centre, Exchange Road Ortigas Centre, Pasig City	285.00
WEALTH SECURITIES, INC.	2103 PSE Centre, Exchange Road Ortigas Centre, Pasig City	17,608,300.00

BPNAME	ADDRESS	HOLDINGS
WESTLINK GLOBAL EQUITIES, INC.	6/F Philippine Stock Exchange Plaza Ayala Avenue, Makati City	56,000.00
WESTLINK GLOBAL EQUITIES, INC.	6/F Philippine Stock Exchange Plaza Ayala Avenue, Makati City	8,000.00
BERNAD SECURITIES, INC.	3/F 1033 M.H. del Pilar St. Ermita, Manila	318,000.00
YAO & ZIALCITA, INC.	Yao & Zialcita, Inc., 5G Vernida I Condominium, 120 Amorsolo St., Legaspi Village, Makati City	100,000.00
YAO & ZIALCITA, INC.	Yao & Zialcita, Inc., 5G Vernida I Condominium, 120 Amorsolo St., Legaspi Village, Makati City	1,373,000.00
PHIL-PROGRESS SECURITIES CORPORATION	Rm. 110 PPL Bldg., U.N. Ave. Cor. San Marcelino St., Manila	20,000.00
YU & COMPANY, INC.	Unit E 1606-B Tektite Tower 1 Exchange Road, Ortigas Center Pasig City	643,500.00
BDO SECURITIES CORPORATION	27/F Tower I & Exchange Plaza Ayala Ave., Makati City	62,890,535.00

BPNAME	ADDRESS	HOLDINGS
BDO SECURITIES CORPORATION	27/F Tower I & Exchange Plaza Ayala Ave., Makati City	62,933,271.00
BDO SECURITIES CORPORATION	27/F Tower I & Exchange Plaza Ayala Ave., Makati City	28.00
PCCI SECURITIES BROKERS CORP.	3/F PCCI Corporate Centre 118 Alfaro St, Salcedo Village Makati City	3,545,950.00
PCCI SECURITIES BROKERS CORP.	3/F PCCI Corporate Centre 118 Alfaro St, Salcedo Village Makati City	3,388,250.00
EAGLE EQUITIES, INC.	179 Kaimito St. Valle Verde II, Pasig City	24,600.00
EAGLE EQUITIES, INC.	179 Kaimito St. Valle Verde II, Pasig City	183,450.00
GOLDEN TOWER SECURITIES & HOLDINGS, INC.	4-B Vernida I Condominium, 120 Amorsolo St., Legaspi Village, Makati City	627,900.00
GOLDEN TOWER SECURITIES & HOLDINGS, INC.	4-B Vernida I Condominium, 120 Amorsolo St., Legaspi Village, Makati City	75,000.00

BPNAME	ADDRESS	HOLDINGS
SOLAR SECURITIES, INC.	Unit 3002-A East Tower, Phil. Stock Exchange Centre, Exchange Road, Ortigas Complex, Pasig City	1,228,850.00
G.D. TAN & COMPANY, INC.	Unit 2203-A East Tower, PSE Center Exchange Road, Ortigas Center, Pasig City	46,600.00
G.D. TAN & COMPANY, INC.	Unit 2203-A East Tower, PSE Center Exchange Road, Ortigas Center, Pasig City	168,000.00
G.D. TAN & COMPANY, INC.	Unit 2203-A East Tower, PSE Center Exchange Road, Ortigas Center, Pasig City	100.00
VC SECURITIES CORPORATION	6TH FLOOR WILSON CORPORATE CENTER, 225 A WILSON ST. GREENHILLS, SAN JUAN	11,500.00
VC SECURITIES CORPORATION	6TH FLOOR WILSON CORPORATE CENTER, 225 A WILSON ST. GREENHILLS, SAN JUAN	20,000.00
CLSA PHILIPPINES, INC.	Trafalgar Plaza, Unit 17-D, 105 H.V. dela Costa St., Salcedo Vill., Makati City	30.00
CLSA PHILIPPINES, INC.	Trafalgar Plaza, Unit 17-D, 105 H.V. dela Costa St., Salcedo Vill., Makati City	31,140.00

BPNAME	ADDRESS	HOLDINGS
PHILIPPINE EQUITY PARTNERS, INC.	Unit 19C Citibank Tower Citibank Plaza 8741 Paseo de Roxas Makati City	193.00
PHILIPPINE EQUITY PARTNERS, INC.	Unit 19C Citibank Tower Citibank Plaza 8741 Paseo de Roxas Makati City	154,000.00
UNICAPITAL SECURITIES INC.	4F Majalco Bldg Benavidez cor Trasierra Sts Legaspi Vill., Makati City	841,000.00
UNICAPITAL SECURITIES INC.	4F Majalco Bldg Benavidez cor Trasierra Sts Legaspi Vill., Makati City	1,081,350.00
UNICAPITAL SECURITIES INC.	4F Majalco Bldg Benavidez cor Trasierra Sts Legaspi Vill., Makati City	97.00
UNICAPITAL SECURITIES INC.	4F Majalco Bldg Benavidez cor Trasierra Sts Legaspi Vill., Makati City	182,500.00
SunSecurities, Inc.	2703 27th Floor One Corporate Center, J. Vargas Cor. Meralco Ave., Ortigas Center, Pasig City	13,000.00
ARMSTRONG SECURITIES, INC.	Unit 2205-A, 22/F PSE Centre Exchange Road, Ortigas Centre, Pasig City	30,000.00

BPNAME	ADDRESS	HOLDINGS
KING'S POWER SECURITIES, INC.	RM 1602 FEDERAL TOWER DASMARINAS ST., BINONDO, MANILA	263,000.00
STAR ALLIANCE SECURITIES CORP.	1201 ONE GLOBAL PLACE, 5TH AVE. COR. 25TH ST., BONIFACIO GLOBAL CITY, TAGUIG CITY	10,000.00
BANCO DE ORO - TRUST BANKING GROUP	17/F, South Tower, BDO Corporate Centre cor H.V. Dela Costa and Makati Avenue Makati City City	23,505,469.00
BANCO DE ORO - TRUST BANKING GROUP	17/F, South Tower, BDO Corporate Centre cor H.V. Dela Costa and Makati Avenue Makati City City	46,457,181.00
BDO-TIG SECURITIES SERVICES	16F SOUTH TOWER, BDO CORPORATE CENTER. 7899 MAKATI AVE., MAKATI CITY	181,000.00
BANK OF COMMERCE - TRUST SERVICES GROUP	PHIL FIRST BUILDING, 6764 AYALA AVE., MAKATI CITY PHILIPPINES	30,000.00
BANK OF COMMERCE - TRUST SERVICES GROUP	PHIL FIRST BUILDING, 6764 AYALA AVE., MAKATI CITY PHILIPPINES	439,600.00
COCOPLANS, INC.	5/F RUFINO PLAZA, AYALA AVE. COR. V.A. RUFINO ST., MAKATI CITY	35,000.00

BPNAME	ADDRESS	HOLDINGS
CHINA BANKING CORPORATION - TRUST GROUP	8/F CBC Building, 8745 Paseo de Roxas cor. Villar Streets Makati City	452,395.00
CHINA BANKING CORPORATION - TRUST GROUP	8/F CBC Building, 8745 Paseo de Roxas cor. Villar Streets Makati City	2,018,245.00
CITIBANK N.A.	11/F Citibank Tower Villar corner Valero Sts. Makati City, MM	132,121,244.00
CITIBANK N.A.	11/F Citibank Tower Villar corner Valero Sts. Makati City, MM	25,010,546.00
CITIBANK N.A.	11/F Citibank Tower Villar corner Valero Sts. Makati City, MM	344,731,974.00
DEUTSCHE BANK MANILA-CLIENTS A/C	26/F Ayala Tower One Ayala Triangle, Makati City	634,564,758.00
DEUTSCHE BANK MANILA-CLIENTS A/C	26/F ayala Tower One, Ayala Triangle, Makati City	3,889,571.00
GOVERNMENT SERVICE INSURANCE SYSTEM	GSIS Hqs., Financial Center Roxas Blvd., Pasay City	184,049,739.00

BPNAME	ADDRESS	HOLDINGS
THE HONGKONG AND SHANGHAI BANKING CORP. LTD. -CLIENTS' ACCT.	HSBC Securities Services 12th Floor, The Enterprise Center, Tower I 6766 Ayala Avenue corner Paseo de Roxas Makati City	701,132,553.00
THE HONGKONG AND SHANGHAI BANKING CORP. LTD. -CLIENTS' ACCT.	HSBC Securities Services 12th Floor, The Enterprise Center, Tower I 6766 Ayala Avenue corner Paseo de Roxas Makati City	320,852,050.00
THE HONGKONG AND SHANGHAI BANKING CORP. LTD. -CLIENTS' ACCT.	HSBC Securities Services 12th Floor, The Enterprise Center, Tower I 6766 Ayala Avenue corner Paseo de Roxas Makati City	87,414,611.00
THE HONGKONG AND SHANGHAI BANKING CORP. LTD. -CLIENTS' ACCT.	HSBC Securities Services 12th Floor, The Enterprise Center, Tower I 6766 Ayala Avenue corner Paseo de Roxas Makati City	18,405,410.00
THE HONGKONG & SHANGHAI BANKING CORP. LTD. -OWN ACCOUNT	HSBC Securities Services 12th Floor, The Enterprise Center, Tower I 6766 Ayala Avenue corner Paseo de Roxas Makati City	6,000.00
LAND BANK OF THE PHILIPPINES-TRUST BANKING GROUP	LBP PLAZA 1598 M.H. DEL PILAR COR DR. J. QUINTOS STS., MALATE MANILA	255,800.00
LAND BANK OF THE PHILIPPINES-TRUST BANKING GROUP	LBP PLAZA 1598 M.H. DEL PILAR COR DR. J. QUINTOS STS., MALATE MANILA	149,350.00
MAA GENERAL ASSURANCE PHILS., INC.	10/F PEARLBANK CENTER, 146 VALERO ST. SALCEDO VILL., MAKATI CITY	1,929,800.00

BPNAME	ADDRESS	HOLDINGS
UCPB GENERAL INSURANCE CO., INC.	25th Floor, LKG Tower Ayala Avenue, Makati City	274,400.00
AB CAPITAL & INVESTMENT CORP. - TRUST & INVESTMENT DIV.	G/F, Asianbank Centre Bldg., Sen. Gil Puyat Extension cor. Tordesillas St., Salcedo Village Makati City	4,250.00
AB CAPITAL & INVESTMENT CORP. - TRUST & INVESTMENT DIV.	G/F, Asianbank Centre Bldg., Sen. Gil Puyat Extension cor. Tordesillas St., Salcedo Village Makati City	2,152,210.00
ASIA UNITED BANK - TRUST & INVESTMENT GROUP	347 G/F Morning Star Bldg. Sen. Gil Puyat, Makati City	265,000.00
UNITED COCONUT PLANTERS LIFE ASSURANCE CORPORATION	6774 Cocolife Building, Ayala Avenue, Makati City	2,250,000.00
SSS PROVIDENT FUND	8F SSS BLDG. EAST AVENUE, DILIMAN QUEZON CITY	4,012,050.00
PNB LIFE INSURANCE, INC.	10/F Allied Bank Center 6754 Ayala Avenue cor. Legazpi St., Makati City	1,234,350.00
PNB TRUST BANKING GROUP	3/F PNB Financial Center Roxas Blvd., Pasay City	3,676,459.00

BPNAME	ADDRESS	HOLDINGS
PNB TRUST BANKING GROUP	3/F PNB Financial Center Roxas Blvd., Pasay City	10,874,350.00
SAN MIGUEL CORPORATION RETIREMENT PLAN-STP	San Miguel Corporation Retirement Plan 40 San Miguel Avenue, Ortigas Center Mandaluyong City	2,760,000.00
RCBC TRUST & INVESTMENT DIVISION	333 Sen. Gil J. Puyat Ave. Makati City	1,631,050.00
RCBC TRUST & INVESTMENT DIVISION	333 Sen. Gil J. Puyat Ave. Makati City	845,400.00
RCBC TRUST & INVESTMENT DIVISION - VARIOUS TAXABLE ACCTS	333 SEN. GIL J. PUYAT AVE., MAKATI CITY	373,300.00
RCBC TRUST & INVESTMENT DIVISION - VARIOUS TAXABLE ACCTS	333 SEN. GIL J. PUYAT AVE., MAKATI CITY	95,250.00
STANDARD CHARTERED BANK	6756 Ayala Avenue Makati City	154,603,539.00
STANDARD CHARTERED BANK	6756 Ayala Avenue Makati City	81,400,200.00

BPNAME	ADDRESS	HOLDINGS
STANDARD CHARTERED BANK	6756 Ayala Avenue Makati City	90,520,510.00
MBTC - TRUST BANKING GROUP	5/F Metrobank Plaza Sen. Gil J. Puyat Ave. Makati City	30,369,807.00
MBTC - TRUST BANKING GROUP	5/F Metrobank Plaza Sen. Gil J. Puyat Ave. Makati City	131,100.00
MBTC - TRUST BANKING GROUP	5/F Metrobank Plaza Sen. Gil J. Puyat Ave. Makati City	8,497,450.00
SOCIAL SECURITY SYSTEM	SSS Bldg., East Ave., Diliman, Quezon City	124,970,933.00
SOCIAL SECURITY SYSTEM	SSS Bldg., East Ave., Diliman, Quezon City	48,550,267.00
UNITED COCONUT PLANTERS BANK-TRUST BANKING	5/F, UCPB Bldg., Makati Ave. Makati City	4,519,160.00

BPNAME	ADDRESS	HOLDINGS
UNITED FUND, INC.	Cocolife Building, Ayala Avenue, Makati City	458,000.00
	Total Holdings:	3,609,233,635.00

If no written notice of any error or correction is received by PDTC within five (5) calendar days from receipt hereof, you shall be deemed to have accepted the accuracy and completeness of the details indicated in this report.

This document is computer generated and requires no signature.

CERTIFICATION OF INDEPENDENT DIRECTORS

I, **ANTONIO JOSE U. PERIQUET**, Filipino, of legal age and a resident of No. 27 Banaba Road, Forbes Park, Makati City after having been duly sworn to in accordance with law do hereby declare that:

1. I was elected as independent director of **DMCI HOLDINGS, INC.** (the "Corporation") at the annual stockholders' meeting held on May 16, 2017, and I have been its independent director since 2010.
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Listed		
ABS-CBN Corporation	Independent Director	2013 – present
Ayala Corporation	Independent Director	2010 – present
Bank of the Philippine Islands	Independent Director	2012 – present
Max's Group Inc.,	Independent Director	2014 – present
Philippine Seven Corporation	Independent Director	2010 – present
Non-listed		
BPI Asset Management and Trust Corporation	Chairman	2017 – present
Campden Hill Group, Inc.	Chairman	2012 – present
Pacific Main Properties and Holdings	Chairman	1999 – present
BPI Capital Corp.	Independent Director	2010 – present
BPI Family Savings Bank, Inc.	Independent Director	2012 – present
Lyceum of the Philippines University	Trustee	2010 – present
Albizia ASEAN Tenggara Fund	Independent Director	July 2015 - present

1. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **DMCI HOLDINGS, INC.**, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
2. I am not related to any of the directors/officers/substantial shareholders of **DMCI HOLDINGS, INC.**, its subsidiaries and affiliates, nor a relative in any other way than the relationship provided under Rule 38.2.3 of the Securities Regulation Code.
3. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
4. I am not an officer or director of any government agency.


5. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
6. I shall inform the Corporate Secretary of **DMCI HOLDINGS, INC.** of any changes in the abovementioned information within five days from its occurrence.

Done this MAR 16 2018 of March 2018 at Makati City.


ANTONIO JOSE U. PERIQUET
Affiant

SUBSCRIBED AND SWORN to before me this MAR 16 2018 day of _____ at MAKATI CITY, affiant personally appeared before me and exhibited to me his/her Passport No. P6023226A issued at Manila on 13 February 2018.

Doc. No. 281
Page No. 57
Book No. 47
Series of 2018


ATTY. RAYMOND A. RAMOS
COMMISSION NO. M-277
NOTARY PUBLIC FOR MAKATI CITY
UNTIL DECEMBER 31, 2018
NO. 15 J.P. RIZAL EXTN COR. TANGULE ST
COMEMBO, MAKATI CITY
SC Roll No. 62179/04-26-2013
IBP NO. 022957/01-04-2013 Makati City
PTR NO MKT-5614630 01-03-2015 MAKATI CITY
MCLE Compliance No. V-0004514/10-31-2014

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **HONORIO O. REYES-LAO**, Filipino, of legal age and with office address at the 3/F Dacon Bldg. 2281 Chino Roces Avenue, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I was elected as independent director of **DMCI HOLDINGS, INC.** (the “Corporation”) at the annual stockholders’ meeting held on May 16, 2017, and I have been its independent director since 2009.
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Listed		
Philippine Business Bank	Director	2010 – present
Semirara Mining and Power Corporation	Independent Director	May 2017 - present
Non-listed		
DMCI Project Developers, Inc.	Independent Director	July 2016 – present
Space2Place, Inc.	Chairman/Director	2014 – present
Southwest Luzon Power Generation Corp.	Independent Director	2017 – present
Sem-Calaca Power Corporation	Independent Director	2017 – present
Gold Venture Lease and Management Services Inc.	Director & President	2008-2009
Antel Group of Companies	Business Consultant	2007-2009
East West Banking Corporation	Senior Management Consultant	2005-2006
China Banking Corporation	Various positions	1970-2004
First Sovereign Asset Management Corporation	Director	2004-2006
CBC Forex Corporation	Director	1998-2002
CBC Insurance Brokers, Inc	Director	1998-2004
CBC Properties and Computers Center, Inc.	Director	1993-2006

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **DMCI HOLDINGS, INC.**, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am related to the following subsidiaries of DMCI Holdings, Inc.

Name of Subsidiary	Position
DMCI Project Developers, Inc.	Independent Director since July 1, 2016
Semirara Mining and Power Corporation (<i>listed</i>)	Independent Director since May 2, 2017


5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
6. I am not an officer or director of any government agency.
7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
8. I shall inform the corporate secretary of **DMCI HOLDINGS, INC.** of any changes in the abovementioned information within five days from its occurrence.

Done this MAR 16 2018 day of _____ 2018 at Makati City.


HONORIO O. REYES-LAO
Affiant

SUBSCRIBED AND SWORN to before me this MAR 16 2018 day of _____
at MAKATI CITY, affiant personally appeared before me and exhibited to me
his/her Passport No. EC 0087958 issued at DFA MANILA on January 23, 2014.

Doc. No. 282
Page No. VP
Book No. Y7
Series of 2018


ATTY. RAYMOND A. RAMOS
COMMISSION NO. M-277
NOTARY PUBLIC FOR MAKATI CITY
UNTIL DECEMBER 31, 2018
NO. 15 J.P. RIZAL EXIN COR TANGQUE ST.
COMEMBO, MAKATI CITY
SC Roll No. 62179/04-26-2013
IBP NO. 0229570-04-2014/Posig City
PTR NO MKT-661483C 11-03-2018/MAKATI CITY
MCLE compliance no. V-0004514/10-31-2014

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) ss

CERTIFICATION


I, **HERBERT M. CONSUNJI**, of legal age, Filipino, and with business address at the 3rd Floor, Dacon Building, 2281 Don Chino Roces Avenue, Makati City, after having been duly sworn in accordance with law, depose and say that:

1. I am the Executive Vice President, Chief Finance Officer and Chief Compliance Officer of **DMCI HOLDINGS, INC.**, a corporation organized and existing under the laws of the Philippines (the "Corporation");
2. In connection with the Annual Stockholders' Meeting of the Corporation scheduled on May 15, 2018, 9:30 A.M. at the Manila Polo Club, Makati City, I hereby certify that except for Mr. Isidro A. Consunji, **none** of the Corporation's directors and officers is connected with any government agencies or its instrumentalities;
3. Mr. Isidro A. Consunji is currently a director of the Construction Industry Authority of the Philippines ("CIAP") and Chairman of the Philippine Overseas Construction Board ("POCB"). The CIAP and the POCB have confirmed that they consent to Mr. Isidro A. Consunji's nomination as director of the Corporation, considering that Mr. Consunji was already a director of the Corporation when he was appointed to the CIAP and POCB.
4. I am executing this Certification in compliance with the requirements of the Securities and Exchange Commission.


HERBERT M. CONSUNJI
Chief Compliance Officer *mt*

SUBSCRIBED AND SWORN to before me this MAR 26 2018 at Makati City, affiant exhibiting to me his passport no. EC1759533 issued on July 30, 2014 at DFA Manila.

Doc. No. 448;
Page No. 91;
Book No. 48;
Series of 2018.


ATTY. RAYMOND A. RAMOS
COMMISSION NO. M-277
NOTARY PUBLIC FOR MAKATI CITY
UNTIL DECEMBER 31, 2018
NO. 15 J.P. RIZAL EXTN. COR. TANGUILE ST.
COMEMBO, MAKATI CITY
SCR# No. 6217904-26-2013
IBP NO. 022957/01-04-2018/Pasig City
PTP NO MKT-6614630, 01-03-2018/MAKATI CITY
MCLE Compliance No. V-0004514/10-31-2014



March 21, 2018

Securities and Exchange Commission
Secretariat Bldg. PICC Complex
Roxas Blvd., Manila 1307

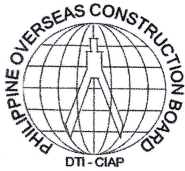
Attention: Director Vicente Graciano P. Felizmenio, Jr.
Markets and Securities Regulation Department

Gentlemen:

We advise that Mr. Isidro A. Consunji is an incumbent Chairman of the Philippine Overseas Construction Board and Board Member of the Construction Industry Authority of the Philippines (CIAP). Mr. Consunji was already a director of DMCI Holdings, Inc. (DMCI-HI) when he was appointed to these government positions in CIAP. Accordingly, CIAP interposes no objection on, and hereby permits the nomination and election, of Mr. Isidro A. Consunji as director/Chairman of the Board of DMCI-HI.

Very truly yours,


Ma. ESTRELLA C. GODIA
Acting Board Secretary, CIAP



March 21, 2018

Securities and Exchange Commission
Secretariat Bldg. PICC Complex
Roxas Blvd., Manila 1307

Attention: Director Vicente Graciano P. Felizmenio, Jr.
Markets and Securities Regulation Department

Gentlemen:

We advise that Mr. Isidro A. Consunji is an incumbent Chairman of the Board of Directors of Philippine Overseas Construction Board (PCOB). Mr. Consunji was already a director of DMCI Holdings, Inc. (DMCI-HI) when he was appointed as board member of the POCB. Accordingly, POCB interposes no objection on, and hereby permits the nomination and election, of Mr. Isidro A. Consunji as director/ Chairman of the Board of DMCI-HI.

Very truly yours,

Ma. LEA CRISELDA S.J. ANOLIN
Acting Chief & Board Secretary
Philippine Overseas Construction Board



**Management Report
Pursuant To SRC Rule 20 (4)**

I. **INCORPORATED HEREIN ARE THE AUDITED ANNUAL FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2017 OF DMCI HOLDINGS, INC. (“The Corporation”).**

II. **CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE**

There has been no change or disagreements with certifying accountants.

III. **MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION**

CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD DECEMBER 31, 2017

Full Year 2017 vs Full Year 2016

I. RESULTS OF OPERATIONS

Below is a table on the net income contributions of the Company's businesses for 2017 and 2016:

NET INCOME AFTER NON-CONTROLLING INTERESTS

(in Php Millions)	For the Year		Variance	
	2017	2016 Restated¹	Amount	%
SEMIRARA MINING AND POWER CORPORATION	P7,972	P6,906	P1,066	15%
DMCI HOMES ¹	3,551	2,419	1,132	47%
MAYNILAD	1,648	1,865	(217)	-12%
D.M. CONSUNJI, INC.	1,043	938	105	11%
DMCI POWER (SPUG)	359	424	(65)	-15%
DMCI MINING	113	(65)	178	274%
PARENT & OTHERS	79	82	(3)	-4%
NET INCOME EXCLUDING ONE-TIME INVESTMENT GAINS	14,765	12,569	2,196	17%
ONE-TIME INVESTMENT GAINS	–	111	(111)	-100%
REPORTED NET INCOME	P14,765	P12,680	P2,085	16%

¹ Restated for comparative purposes using percentage of completion method for DMCI Homes

DMCI Holdings, Inc. (the “Company”) recorded a 16 percent increase in consolidated net income in 2017 due to higher profit contributions from its coal energy, real estate, construction and nickel mining businesses.

Consolidated net income rose to P14.8 billion in 2017 from P12.7 billion last year, following the restatement of prior year results of DMCI Homes. The restatement reflects the shift in accounting policy from completed contract method to percentage of completion (POC) method, which was done to align with current accounting practice in the real estate industry.

The Company likewise posted an 18 percent growth in consolidated revenues from P68.3 billion in 2016 to P80.7 billion in 2017 driven by the double-digit growth in sales in coal energy, real estate and off-grid

power businesses. Meanwhile, EBITDA rose to P32.7 billion, 24 percent up from P26.3 billion recorded last year.

Net income contributions from Semirara Mining and Power Corporation jumped 15 percent from P6.9 billion to P8.0 billion due to the 20 percent increase in average coal prices and 21 percent increase in gross electric output.

All-time high real estate sales led to a 47 percent surge in net income contribution of DMCI Homes, from P2.4 billion restated income in 2016 to P3.6 billion in 2017.

Meanwhile, net earnings share from affiliate Maynilad contracted 12 percent from P1.9 billion to P1.6 billion because of the delayed implementation of its tariff adjustment, coupled with a one-time-gain last year from the re-measurement of its deferred tax liability using Optional Standard Deduction in computing income tax.

Net income contributions from D.M. Consunji, Inc. increased 11 percent from P938 million to slightly over P1 billion due to lower operating costs and additional revenue from contract modification.

Off-grid energy business DMCI Power Corporation ended the year with a 15 percent decline in profitability. From P424 million, its earnings slipped to P359 million due primarily to the expiration of its income tax holiday for its Masbate operations.

DMCI Mining Corporation returned to profitability in 2017, after a significant drop in operating costs and shipping 525 thousand wet metric tons of nickel ore from its old inventory. From a net loss of P65 million in 2016, the nickel company recorded P113 million net income in 2017.

DMCI Holdings and other investments income slipped 4 percent from P82 million to P79 million due to the full period effect of the partial sale of its stake in Subic Water and Sewerage Company (Subic Water). The Company, through its subsidiary DMCI Project Developers, Inc., sold 10 percent and retained 30 percent of Subic Water's outstanding capital stock.

Excluding a one-time gain of P111 million from the partial sale of its stake in Subic Water in 2016, consolidated net income rose 17 percent year-on-year from P12.6 billion to P14.8 billion.

SEMIRARA MINING AND POWER CORPORATION

The coal and on-grid power businesses are reported under Semirara Mining and Power Corporation, a 56.54% owned subsidiary of DMCI Holdings, Inc.

COAL

Expanded mining capacity allowed Semirara to produce 13.2 million metric tons (MT) of coal in 2017, a 3% improvement from 12.8 million MT last year. Meanwhile, coal volume grew by 2% from 12.8 million MT in 2016 to 13.1 million MT in 2017. Coal exports reached 6.4 million MT accounting for 49% of total sales volume during the period. Meanwhile, domestic coal sales volume reached 6.7 million MT, 28% up from 5.3 million MT last year as power and cement plant customers increased their off-take this year. Average selling price of coal rose by 20% from P1,886 in 2016 to P2,268 in 2017 as global coal prices are

significantly higher this year than last year. On the other hand, strip ratio during the year increased to 9.51:1 from 5.27:1 last year resulting to higher coal cost of sales in 2017. The favorably low stripping ratio in 2016 is due to the wrap-up activities in the Panian mine while strip ratio for 2017 pertains to the full operations of the new mines, Molave and Narra.

POWER

Power generation from 2x300 MW Units 1 and 2 and 2x150MW Units 3 and 4 totaled 5,202 GWh in 2017 compared to 4,288 GWh last year. The 21% growth was mainly due to the increased capacity of Unit 1 after upgrading works made during the first quarter of the year. Unit 1 current capacity increased to 250-270MW from 180-200MW last year. The full year operations of the 2x150 MW in 2017 also contributed to higher power generation during the year. Consequently, total volume sold in 2017 stood at 5,159 GWh, 7% up from 4,801 GWh sold last year. Meanwhile, average price rose by 9% from P3.65/KWh in 2016 to P3.96/KWh in 2017. Higher global coal prices in 2017 pulled up fuel component of Bilateral Contract Quantity (BCQ) pricing.

PROFITABILITY

Consolidated net income after tax surged 18% to P14.2 billion in 2017 from P12.0 billion in 2016. Net of eliminations, the coal segment generated a net income of P6.1 billion up by 12% from last year, while Sem-Calaca (Units 1 and 2) and Southwest Luzon Power and Generation (Units 3 and 4) generated P4.6 billion and P3.7 billion, respectively, or a 25% increase from last year for the power segment. As a result, net income contribution to the Parent Company improved 15% from P6.9 billion in 2016 to P8.0 billion in 2017.

For detailed information – refer to SMPC Preliminary Information Statement filed with SEC and PSE.

DMCI HOMES

DMCI Project Developer's Inc. (PDI) net income contribution amounted to P3.6 billion in 2017, a 47% surge from P2.4 billion last year. The strong double-digit growth was mainly driven by the 45% improvement in revenues from P13.8 billion in 2016 to P19.9 billion in 2017. On the other hand, total costs (under cost of sales and operating expenses) grew at a slightly slower pace of 44% to P15.7 billion in 2017 from P10.9 billion in 2016.

On June 2017, DMCI PDI changed its accounting policy on recognition of real estate sales and cost of sales from completed contract method to Percentage of Completion (POC) method as allowed under the Philippine Financial Reporting Standards (PFRS). The shift in accounting policy is to align the company's revenue recognition with the current practice in the industry.

Sales and reservations jumped 22% from P31.2 billion in 2016 to P38.0 billion this year buoyed by strong demand for residential condominium coming from new launches as well as existing projects.

During the year, the Company has launched four new projects with a total estimated sales value of P32.8 billion, namely Prisma Residences in Pasig City, Mulberry Place in Taguig City, The Orabella in Quezon City and Kai Garden Residences in Mandaluyong City.

Capex disbursements grew by 51% to P12.2 billion from P8.1 billion last year. Of the amount spent in 2017, 77% went to development cost and the rest to land and asset acquisition.

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) and Marubeni Corporation of Japan, 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.

During the year, billed volume grew by 2.6%, from 498.60 million cubic meters (mcm) to 511.66 mcm. Meanwhile, water supply increased by 6.2% which is faster than billed volume growth resulting to a relatively higher average non-revenue water of 32.26% compared to 29.93% last year.

Continued expansion mostly into the southern areas of the concession, namely in Cavite, Muntinlupa, Las Piñas and Paranaque, brought connections up to a total of 1,358,758 billed services, a 3.5% growth from last year.

Maynilad's water service revenue rose by 2.9% to P16.59 billion from P16.12 billion last year mainly due to higher billed volume during the period coupled with the 1.9% inflation rate adjustment on Maynilad's basic charge implemented last April 2017. The new rebased rates won by Maynilad in arbitration remain unimplemented.

Cash operating expenses grew by 14.5% due to higher personnel cost as a result of a redundancy and right-sizing program to optimize headcount and higher light and power costs during the period. Excluding these two items, all other expenses declined 4.5%.

As a result, EBITDA stood at P13.7 billion in 2017, a 3.9% decline from P14.3 billion last year due to the delay in implementation of the rate rebasing tariff that is needed to cover the growth in cash operating expenses.

Noncash operating expenses rose by 11.6% primarily driven by increases in amortization of intangible assets which grew in line with Maynilad's continuing capital expenditure program.

Meanwhile, reported net income grew 0.8% to P6.83 billion in 2017 compared to P6.78 billion in 2016 due to lower taxes as a result of deferred tax asset adjustment last year.

After adjustments at the consortium company level, the Company's equity in net earnings reported a 12% drop to P1.6 billion from P1.9 billion last year due to the re-measurement of deferred tax liability recorded in 2016 in the consortium level regarding the use of the optional standard deduction (OSD) in computing its income tax.

Rate Rebasing Update

The matter of Maynilad's tariffs for the entire 2013-2017 five-year Business Plan period, together with the two related arbitration awards in its favor, remain unresolved. In summary:

- In 2015, Maynilad received an arbitration award in its favor against the Metropolitan Waterworks and Sewerage System (“MWSS”), which centered on treatment of Corporate Income Tax as an expense to be recovered through the tariff.
- MWSS did not act on this award and so Maynilad, in accordance with its concession agreement, sought to be kept whole by the Republic of the Philippines (“RoP”). RoP refused to act on this so Maynilad, with reluctance, launched an arbitration claim in Singapore seeking full recovery of forgone revenues. On 24th July 2017, Maynilad was notified that all three members of the arbitration panel voted unanimously to uphold its claim.
- On 9th February 2018, the RoP unexpectedly applied to the High Court in Singapore seeking to have the award in Maynilad’s favor vacated. Furthermore, the RoP is seeking to have the hearings in secret rather than in open court.

Maynilad is in constructive and collaborative dialogue with a newly revitalized MWSS regarding the 2018-2022 five-year Business Plan. However, it appears that the matter of the Corporate Income Tax recoverability through the tariff and the now sizeable cash claim on the RoP will take further time to resolve. While Maynilad strives to meet its service obligations, the ongoing refusal of MWSS and RoP to address either the tariff matter or the revenue claim is hampering financing of the required capital expenditures.

D.M. CONSUNJI, INC.

Earnings from construction business grew 11% from P938 million to slightly over P1.0 billion in 2017. Construction revenues from external customers for the year stood at P13.1 billion, a 5% slip from P13.8 billion in 2016 as major infrastructure projects were substantially completed last year. On the other hand, total costs (under cost of services and operating expenses) declined at a faster pace of 7% from P12.5 billion in 2016 to P11.7 billion in 2017. Consequently, total operating income grew by 7% due to lower operating costs and favorable settlement of pending claims.

The Company reported a total order book (balance of work) of P24.8 billion at the end of December 2017, from P20.1 billion at the close of 2016. Awarded projects during the year totaled P15.5 billion which includes Cavite- Laguna Expressway Project of MPCALA Holdings, Inc., a petrochemical plant of JG Summit, Maven of Ortigas & Co., Anchor Grandsuites of Anchor Land Holdings, Bued Viaduct and Roadway of Private Infra Development Corporation, 105MW conventional power plant of Sarangani Energy Corporation.

Meanwhile, major ongoing projects in the orderbook include among others, Metro Manila Skyway Stage 3 of Citra Central Expressway Corp., Six Senses Resort (Phase 2) of Federal Land, LRT2 Masinag Stations of the Department of Transportation, City Gate of Ayala Land, The Imperium and The Royalton of Ortigas & Co. and Radiance Manila Bay (North and South) of Robinson Land Corporation.

DMCI POWER (SPUG)

An added growth area of the power segment is under DMCI Power Corporation (DPC), a wholly-owned subsidiary of DMCI Holdings, Inc. DPC provides off-grid power to missionary areas through long-term power supply agreements with local electric cooperatives.

As of December 31, 2017, the total installed rated capacity is 99.54MW. Out of the total, 31.85MW (12.40MW bunker-fired and 19.45MW diesel) is in Masbate, 48.44MW (9.90MW bunker-fired and 38.54MW diesel) is in Palawan, a 4x3.89 (15.56) MW bunker-fired plant in Oriental Mindoro and a 3x1.23 (3.69) MW diesel-fired in Sultan Kudarat.

Sales volume reported in Masbate (98.82 GWh), Palawan (97.77 GWh) and Mindoro (50.47 GWh) totaled 247.06 GWh, a 4% growth due to increase energy dispatch of the electric cooperatives to our plants. Total off-grid revenue went up by 18% to P2.7 billion from P2.3 billion last year due to higher fuel prices which pulled up the average selling price. Meanwhile, total cash expenses (under cost of sales and operating expenses) grew at a faster pace at 20% to P2.1 billion this year also driven by higher fuel prices for the year. As a result, EBITDA stood at P678 million in 2017, 7% up from P633 million in 2016.

Net income contribution of the off-grid power segment slipped by 15% from P424 million in 2016 to P359 million in 2017 despite the improvement in EBITDA. The decline is due mainly to the expiration of income tax holiday of DMCI Masbate Power.

DMCI MINING

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

DMCI Mining Corporation returned to profitability in 2017, after a significant drop in operating costs and shipping from its old inventory. From a net loss of P65 million in 2016, the nickel company recorded P113 million net income in 2017.

Revenues amounted to P759 million in 2017 compared to P1.6 billion in 2016 driven by fewer nickel ore shipments as there were no production due to the suspension and closure orders from the Department of Environment and Natural Resources (DENR). Nickel ore shipments during the year came from the existing stockpiles in response with the order to remove such from the DENR.

Composite average price declined by 1% from P1,456 per WMT to P1,446 per WMT in 2017 while average ore grade is 1.59% in 2016 compared to 1.51% in 2017.

The segment's total depletion, depreciation and amortization amounted to P110 million in 2017 compared to P307 million in 2016. Meanwhile, total company cash cost per WMT (under cost of sales and operating expenses) amounted to P1,123 per WMT in 2017 compared to P1,085 per WMT in 2016.

DMCI Mining Corporation is currently dealing with the Order of Suspension issued against Berong Nickel Corporation, and the Closure Order issued against Zambales Diversified Metals Corporation. Both have pending appeals to reopen with the Office of the President to resume operations. DENR is also conducting a review of the mining audits that have recommended the suspension or closure of several mining companies.

Explanation of movement in consolidated income statement accounts:

Revenue

Consolidated revenue in 2017 amounted to P80.7 billion compared to P68.3 billion last year. The 18% upsurge was mainly driven by higher percentage of completion revenues in the real estate business, the increase in generation due to the improved capacity of the on-grid power business and higher average prices in the coal business.

Cost of Sales and Services

Consolidated cost of sales and services grew at a slower pace than revenues at 13% from P41.0 billion in 2016 to P46.2 billion in 2017 due to lower replacement power after upgrading works done for Calaca Unit 1 and the lower operating costs of the nickel and construction businesses.

Gross Profit

Gross profit rose by 26% from P27.3 billion to P34.5 billion in 2017. On-grid power, coal, real estate and construction businesses contributed to the increase in gross profit from last year.

The 21% improvement in power generation and 9% rise in average selling prices contributed to higher gross profit from the on-grid power business. Meanwhile, gross profit from the coal business also increase mainly due to higher average selling price during 2017. From P1,886 in 2016, average selling price of coal rose by 20% to P2,268 in 2017. Higher percentage of completion revenues in the real estate business and lower operating costs in the construction business also contributed to the growth in consolidated gross profit in 2017.

Operating Expenses

Higher coal revenue generated during the period resulted to the increase in government royalties from P2.6 billion to P4.3 billion in 2017. Excluding government royalties, operating expenses actually grew by 23% due mainly to the depreciation recorded by Sem-Calaca pertaining to the components of the power plant for replacement. Full year commercial operations of the 2x150MW power plant (SLPGC) and higher commission expense in the real estate business also contributed to the increase in operating expense for 2017.

Equity in Net Earnings

Equity in net earnings of associate declined by 12% as a result of lower income take up from Maynilad consortium.

Finance Costs

Consolidated finance costs slipped by 5% due to higher capitalized interest cost of ongoing projects in real estate business.

Finance Income

Consolidated finance income slightly improved by 1% mainly due to higher average balance of cash and cash equivalents in 2017.

Other Income-net

Other income grew by 5% to P1.4 billion in 2017 due mainly to higher income from cancellation and other penalty charges in the real estate business.

Gain on Sale of Investment

This pertains to the partial sale of the 10% stake in Subic Water at the end of first quarter 2016. The Group's remaining interest in Subic Water is 30% following the sale.

Provision for Income Tax

Higher taxable profits of Sem Calaca (Units 1 and 2) and the POC accounting profits in the real estate segment accounted for the 31% increase in consolidated provision for income tax (both current and deferred) in 2017.

II. CONSOLIDATED FINANCIAL CONDITION

December 31, 2017 (Audited) vs December 31, 2016 (Audited)

The Company's financial condition for the period improved as consolidated total assets and total equity amounted to P172 billion and P94 billion, respectively as of December 31, 2017. This is an improvement of 10% and 12%, respectively

Consolidated cash and cash equivalents stood at P25.3 billion as of December 31, 2017, a 35% improvement from P18.7 billion last year due mainly to higher cash generated from operations during the year (P25.9 billion) and additional loan availment (P2.6 billion net of payments). This is despite higher dividends paid (P11 billion), capital expenditures for equipment in coal and power segments (P8.2 billion) and higher income taxes paid (P3.1 billion).

Total receivables (current and non-current) increased by 35% from P21.1 billion to P28.4 billion mainly attributed to higher recognized revenues from the real estate business.

Consolidated inventories grew by 4% from P33.4 billion to P34.7 billion coming mainly from continuing work in progress in the real estate business and higher spare parts inventory for maintenance in the on-grid power business.

Other current assets rose to P8.2 billion, a 32% increase due mainly to advances to suppliers for equipment and spare parts of the coal business and input vat of SLPGC that were recoverable within 12 months from the reporting period.

Investments in associates and joint ventures jumped by 5% to P13.5 billion mainly due to equity in net earnings from Maynilad.

Property plant and equipment remained at P55.7 billion as of end of 2017 and 2016. Acquisitions for the year were offset by higher depreciation mainly pertaining to the 2x300MW power plant components for replacement.

Investment properties slipped by 7% mainly due to amortization for the year.

Other noncurrent assets declined by 55% as deferred input vat of SLPGC were reclassified to other current assets which is expected to be applied or realized within one year.

Accounts and other payables increased by 4% to P18.8 billion mainly attributed to normal trade transactions with suppliers and subcontractor in the real estate and construction businesses.

Customers' advances and deposits expanded to P7.9 billion in 2017, 45% up from P5.5 billion last year due mainly to payments received from real estate customers, the corresponding revenue of which has yet to be recognized due to revenue collection threshold.

Payment of creditable income taxes resulted to the drop in income tax payable by 57% from last year balance.

Liabilities for purchased land rose by 45% to P2.2 billion in 2017 mainly due to the acquisition of land for real estate development.

From P2.6 billion, short-term debt dropped by 59% to P1.1 billion in 2017 due to debt repayments by the on-grid power business.

Long-term debt grew by 12% to P38.4 billion upon loan drawdown of the real estate, coal and power businesses for capital expenditures.

Deferred tax liabilities slightly increased by 1% mainly due to the excess of accounting over taxable income in real estate sales.

Other noncurrent liabilities fell by 17% to P2.3 billion in 2017 due to reclassification of noncurrent payables of the construction business which will be due within 12 months.

After generating a net income of P14.8 billion and payment of cash dividends of P6.4 billion, consolidated retained earnings stood at P58.3 billion, 17% up from P50 billion balance last year.

Non-controlling interest increased by 9% as a result of the non-controlling share in the consolidated net income of Semirara.

III. KEY RESULT INDICATORS

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

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

SEGMENT REVENUES

(in Php Millions)	For the Year		Variance	
	2017	2016 Restated ¹	Amount	%
SEMIRARA MINING AND POWER CORPORATION	P43,944	P36,584	P7,360	20%
DMCI HOMES ¹	19,904	13,759	6,145	45%
D.M. CONSUNJI, INC.	13,066	13,817	(751)	-5%
DMCI POWER (SPUG)	2,713	2,302	411	18%
DMCI MINING	759	1,573	(814)	-52%
PARENT & OTHERS	317	252	65	26%
TOTAL REVENUE	P80,703	P68,287	P12,416	18%

¹ Restated for comparative purposes using percentage of completion method for DMCI Homes

The initial indicator of the Company's gross business results is seen in the movements of the different business segment revenues. As indicated above, consolidated revenues grew by 18% mainly driven by robust real estate sales and reservation, higher average coal prices and improved energy generation.

NET INCOME AFTER NON-CONTROLLING INTERESTS

(in Php Millions)	For the Year		Variance	
	2017	2016 Restated ¹	Amount	%
SEMIRARA MINING AND POWER CORPORATION	P7,972	P6,906	P1,066	15%
DMCI HOMES ¹	3,551	2,419	1,132	47%
MAYNILAD	1,648	1,865	(217)	-12%
D.M. CONSUNJI, INC.	1,043	938	105	11%
DMCI POWER (SPUG)	359	424	(65)	-15%
DMCI MINING	113	(65)	178	274%
PARENT & OTHERS	79	82	(3)	-4%
NET INCOME EXCLUDING ONE-TIME INVESTMENT GAINS	14,765	12,569	2,196	17%
ONE-TIME INVESTMENT GAINS	—	111	(111)	-100%
REPORTED NET INCOME	P14,765	P12,680	P2,085	16%

¹ Restated for comparative purposes using percentage of completion method for DMCI Homes

The net income (after non-controlling interest) of the Company have multiple drivers for growth from different business segments. In 2017, the Company reported a 16% growth in consolidated net income due to the strong performance of its real estate, coal, on-grid power, construction and nickel mining businesses.

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 was P1.11/share, 16% improvement from P0.96/share EPS last year reflecting the double-digit growth in consolidated net income for 2017.

RETURN ON COMMON EQUITY

Return on common equity is defined as the amount of net income a company earns per amount of shareholders equity. It is one of the common metrics used by investor to determine how effectively their capital is being reinvested. It is arrived at by dividing the net income share of the parent company over the average parent equity. The Company's return on common equity rose by 1% point from 19.4% in 2016 to 20.5%.

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. Net debt to equity ratio is computed by dividing the bank debt net of cash and cash equivalents over total equity.

Total borrowings stood at P39.5 billion from P36.9 billion last year, which resulted to a net debt to equity ratio of 15% compared to 22% last year.

FINANCIAL SOUNDNESS RATIOS

	December 31, 2017	December 31, 2016 as restated ¹
Current Ratio	260%	230%
Net Debt to Equity Ratio	15%	22%
Asset to Equity Ratio	184%	186%
Return on Assets	13.3%	12.5% 12.5%*
Return on Parent Equity	20.5%	19.4% 19.3%*
Interest Coverage Ratio	13.7 times	11.8 times 11.7 times*
Gross Margin (%)	42.7%%	40.0%
Net Profit Margin (%)	25.9%	26.4% 26.2%*

¹ Restated for comparative purposes using percentage of completion method for DMCI Homes

* Excluding one-time investment gain of P111 million pertaining to partial sale of Subic Water share

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 March 8, 2018, the BOD of the Parent Company has declared cash dividends amounting P0.28 regular dividends and P0.20 special cash dividends in favor of the stockholders of record as of March 23, 2018 and payable on April 6, 2018.
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 thereof.
10. All necessary disclosures were made under SEC Form 17-C.

CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD DECEMBER 31, 2016

Full Year 2016 vs Full Year 2015

I. RESULTS OF OPERATIONS

Below is a table on the net income contributions of the Company's businesses for 2016 and 2015:

NET INCOME AFTER NON-CONTROLLING INTERESTS				
(in Php Millions)	For the Year		Variance	
	2016	2015	Amount	%
SEMIRARA MINING AND POWER CORPORATION	P6,906	P4,813	P2,093	43%
DMCI HOMES	1,923	3,587	(1,664)	-46%
MAYNILAD	1,865	2,312	(447)	-19%
D.M. CONSUNJI, INC.	938	628	310	49%
DMCI POWER (SPUG)	424	382	42	11%
DMCI MINING	(65)	501	(566)	-113%
PARENT & OTHERS	83	82	1	1%
NET INCOME EXCLUDING ONE-TIME INVESTMENT GAINS	12,074	12,305	(231)	-2%
ONE-TIME INVESTMENT GAINS	111	530	(419)	-79%
TOTAL NET INCOME	P12,185	P12,835	(P650)	-5%

DMCI Holdings, Inc. recorded a flat core net income growth in 2016 at P12.1 billion from P12.3 billion the previous year despite the challenges in its real estate, nickel and water businesses. The sustained profitability is mainly driven by the record year performance of Semirara, the strong rebound of its construction business and the steady growth in its off-grid power business.

The Company posted a 13% improvement in consolidated revenues from P57.2 billion in 2015 to P64.9 billion in 2016 and an 8% growth in consolidated core EBITDA from P23.7 billion to P25.6 billion driven by the strong performance of its coal, power and construction segments.

Semirara Mining and Power Corporation (SMPC) contributed a record high level of P6.9 billion to DMCI Holdings' bottom line, a 43% increase from the P4.8 billion reported last year due to higher coal sales and the commercial operations of the 2x150MW power plant under Southwest Luzon Power and Generation Corporation (SLPGC).

DMCI Homes recognized a 46% drop in net income to P1.9 billion due to the deferred recognition of revenues from its completed high-rise projects, which normally take three to four years to complete.

Contrary to local industry practice, the mid-range property developer realizes sales earnings only when the unit is fully completed and at least 15% of the contract price has been collected.

Meanwhile, despite the improvement in operational performance, net income contributions from affiliate Maynilad dropped 19% from P2.3 billion to P1.9 billion, following the expiration of its income tax holiday in December 2015.

Construction-arm D.M. Consunji, Inc. made a strong comeback in 2016, earning P938 million or 49% more than P628 million the previous year. The combination of higher revenues and improved margins accounted for the strong performance of the construction segment.

Off-grid supplier DMCI Power Corporation continued to churn steady growth, posting an 11% increase from P382 million to P424 million. Higher electricity sales in Masbate and Palawan, coupled with the full-year operations of its Oriental Mindoro power plant accounted for the growth.

The suspensions of DMCI Mining's nickel assets combined with receding nickel prices led to the decline in its profitability. From a full year net income of P501 million in 2015, it posted a full year net loss of P65 million in 2016.

Meanwhile, DMCI Holdings and other investments contributed P83 million in 2016, 1% increase from previous year contribution.

Including the one-time investment gains, the consolidated net income of DMCI Holdings slipped 5% from P12.8 billion in 2015 to P12.2 billion in 2016. Subsidiary DMCI Project Developers Inc. (DMCI Homes) was left with a 30% interest after divesting its 10% stake in Subic Water and Sewerage Company (Subic Water) in March this year which resulted to a one-time investment gain of P111 million. Meanwhile, the one-time investment gain of P530 million in 2015 pertains to the sale of the 25% share in Private Infra Dev Corporation (PIDC), the project proponent and operator of the Tarlac-Pangasinan-La Union Toll Expressway (TPLEX).

SEMIRARA MINING AND POWER CORPORATION

Below is SMPC's management discussion and analysis of results of operations and financial condition for the period ending and as of December 31, 2016 as lifted from its Definitive Information Statement submitted to SEC and PSE.

PRODUCTION – COMPARATIVE REPORT 2015 vs 2016

Coal

On 12 February 2016, the Department of Environment and Natural Resource (DENR) approved the Company's request to amend our Environmental Clearance Certificate (ECC) allowing us to increase our mining capacity from 8 million tons to 12 million tons. Two months after, on 29 April 2016, DENR issued another amendment further increasing maximum capacity to 16 million tons per annum.

With the amendment of the ECC, the Company embarked on a capacity expansion program by investment in additional CAPEX. Weather conditions were also favorable throughout the year. As a result, total materials moved increased by 42% YoY to 125.43 million bank cubic meters (bcm), inclusive of the 46.97 million bcm pre-stripping at Molave mine from 22 million last year.

Clean coal production consequently increased by 33% YoY to 11.91 million metric tons (tons) from 7.98 million tons in 2015. In addition, 1.15 million tons of low-grade coal were produced in 2015 and 900 thousand tons in 2016.

The aggregate strip ratio slightly increased to 9.08 compared to 9.02:1 last year. However, the strip ratio in Panian significantly dropped to 3.94:1 as it was already closed in September.

To prepare for anticipated increase in coal production, the Company is constructing an additional transfer line and shiploading system.

Meanwhile, the Board of Investments (BOI) approved the registration of a new mine, Molave mine on 24 February 2016. Like the Narra Mine, as a BOI-registered project, revenues from Molave mine production will be entitled to full or 100% income tax holiday (ITH). Molave contains higher quality coal which can be sold to local plants that are designed to use coal fuel higher than our average 5,300 kcal coal.

In 2016, improvement of shipyard facilities was completed, such that there are already three shiploaders that can simultaneously operate. One of these shiploaders can accommodate 70,000 ton Panamax vessels used in our export sales. Apart from improving loading efficiency, we are able to save around \$2 barging cost of mid-stream loading in order to load up a Panamax vessel.

Coal sales volume registered a new record high this year, increasing by 52% YoY to 12.8 million tons from 8.4 million tons last year. Clean coal ending inventory closed at 893 thousand tons, 7% higher than same period last year's ending inventory of 829 thousand tons.

The table below shows the comparative production data for 2015 and 2016.

(in millions except strip ratio)	ACTUAL					ACTUAL					VARIANCE	
	Q1	Q2	Q3	Q4	2016	Q1	Q2	Q3	Q4	2015	vs 2015	
PRODUCTION												
Total Materials (BCM)	30.8	36.5	23.8	34.3	125.4	26.3	27.8	9.5	25.0	88.6	36.8	42%
Pre-Stripping (BCM)	-	28.1	18.9		47.0				22.0	22.0	25.0	0%
Prod'n Stripping (BCM)	30.8	8.5	4.9	34.3	78.5	26.3	27.8	9.5	3.0	66.6	11.8	18%
Clean Coal (MT)	3.4	2.0	2.8	3.6	11.9	2.3	2.2	1.1	2.4	8.0	3.9	49%
Strip Ratio (W:C)	8.3	3.5	1.0	8.7	5.9	10.6	12.0	8.3	0.5	7.6	(1.8)	-23%
Saleable Coal (MT)	3.4	2.0	2.8	3.6	11.9	2.3	2.1	1.0	2.6	8.0	3.9	49%
Unwashed Coal (MT)	0.3	0.2	0.1	0.3	0.9	0.4	0.3	0.2	0.3	1.1	(0.2)	-22%
Beg. Inventory (MT)	0.8	1.8	0.4	0.8	0.8	0.4	0.3	0.6	0.3	0.4	0.4	115%
End Inventory (MT)	1.8	0.4	0.4	0.9	0.9	0.3	0.6	0.3	0.8	0.8	0.1	8%

SCPC

The originally scheduled 31-day maintenance shutdown for Unit 2 from November 20, 2015 to Dec 20, 2016 has extended until mid April 2016. As a result, total gross generation is down by 27% YoY to 2,909 GWhr from 3,959 GWhr last year. Consequently, capacity factor also dropped by 27%.

Total plants' availability fell by 15% YoY to 13,047 hours from 15,314 hours.

Unit One

Unit 1 generated 1,339 GWh as of Q4 this year, 26% lower than last year's generation of 1,819 GWh. Average capacity dropped by 23% to 176 MW from 228 MW last year. Last year's capacity was higher due to the high grade coal production in Panian last year. Capacity factor dropped YoY to 51% from Q4 2015's 69%.

The Unit's operating hours decreased insignificantly this year to 7,616 hours compared to last year's 7,971 hours.

Unit Two

Gross generation of Unit 2 dropped by 27% YoY to 1,570 GWh from 2,140 GWh last year.

The unit did not generate any power in Q1 2016 while on maintenance shutdown. The maintenance shutdown which started on 20 November 2015 was originally scheduled for one month. However, it lasted until 13 April 2016.

Average Capacity dropped by 1% YoY to 289MW from 291 MW last year. Notably however, capacity stabilized to 300MW after the shutdown. Capacity factor also dropped to 60% from 81% last year.

Unit 2's availability likewise dropped to 62% YoY in the current period from 84% last year. Unplanned outages this year registered at 3,353 hours, 398% more than last year's 673 hours.

The table below shows the comparative production data for 2015 and 2016.

COMPARATIVE PLANT PERFORMANCE DATA											
AO Q4'15 VS AO Q4'16											
	Q1 '15	Q2 '15	Q3 '15	Q4 '15	AO Q4 '15	Q1 '16	Q2 '16	Q3 '16	Q4 '16	AO Q4 '16	Q1 '15
Gross Generation, Gwh											
Unit 1	456	495	450	419	1,819	344	359	303	334	1,339	-26%
Unit 2	558	656	549	376	2,140	-	535	470	565	1,570	-27%
Total Plant	1,014	1,151	998	795	3,959	344	894	773	899	2,909	-27%
% Availability											
Unit 1	77%	91%	96%	100%	91%	84%	92%	84%	87%	87%	-5%
Unit 2	91%	100%	85%	60%	84%	0%	82%	76%	89%	62%	-26%
Total Plant	84%	96%	90%	80%	87%	42%	87%	80%	88%	74%	-15%
Capacity Factor											
Unit 1	70%	75%	68%	64%	69%	53%	54%	46%	51%	51%	-27%
Unit 2	86%	99%	83%	57%	81%	0%	81%	71%	86%	60%	-27%
Total Plant	78%	87%	75%	61%	75%	26%	67%	58%	69%	55%	-27%

SOUTHWEST LUZON POWER GENERATION CORPORATION (SLPGC)

Unlike last year when the 2 x 150 MW plants only started generating in Q3, both power units were generating energy more reliably starting February 2016. Official declaration of commercial operations was on 26 August 2016 for both units, with a Provisional Authority to operate at 140 MW per plant.

Unit Three

Unit 3 generated 711 GWh as of Q4 this year. Average capacity is 119 MW, with a capacity factor of 54%. The unit operated for 5,974 hours this year.

Unit Four

Gross generation of Unit 4 is 672 GWh. Average Capacity is 117 MW, while capacity factor is at 51%

Unit's operating hours this year is 5,723 hours.

The table below shows the comparative production data for 2015 and 2016.

COMPARATIVE PLANT PERFORMANCE DATA											
Q4 '15 vs Q4 '16											
	<u>Q1 '15</u>	<u>Q2 '15</u>	<u>Q3 '15</u>	<u>Q4 '15</u>	<u>Tot Yr '15</u>	<u>Q1 '16</u>	<u>Q2 '16</u>	<u>Q3 '16</u>	<u>Q4 '16</u>	<u>Tot Yr '16</u>	<u>% Inc (Dec)</u>
Gross Generation, GWh											
Unit 3	-	-	107	52	160	65	250	255	141	711	345%
Unit 4	-	-	8	43	51	152	287	111	122	672	1207%
Total Plant	-	-	115	96	211	217	537	366	263	1,383	555%
% Availability											
Unit 3	0%	0%	46%	21%	15%	34%	88%	90%	61%	70%	360%
Unit 4	0%	0%	7%	19%	2%	55%	97%	49%	59%	67%	2903%
Total Plant	0%	0%	26%	20%	9%	45%	93%	69%	60%	69%	686%
Capacity Factor											
Unit 3	0%	0%	32%	16%	11%	20%	76%	77%	43%	58%	429%
Unit 4	0%	0%	2%	13%	1%	46%	87%	34%	37%	56%	6641%
Total Plant	0%	0%	17%	15%	6%	33%	81%	55%	40%	57%	870%

MARKETING – COMPARATIVE REPORT 2015 vs. 2016

Coal

Coal sales volume breached the record this year, increasing by 52% YoY at 12.82 million tons from 8.43 million tons last year.

Export sales accounted for 59% of total coal sales volume this year at 7.55 million tons, increasing by 143% from last year's 3.11 million tons. Increase in coal production allowed the Company to service more demand from export markets.

Meanwhile, local sales slightly dropped by 1% YoY to 5.27 million tons from 5.32 million tons last year. This figure is inclusive of low-grade coal of 955 thousand tons and 1.95 million tons in 2015 and 2016,

respectively. Deliveries to power customers increased by 8% with increased orders from other plants not owned by the Company.

On the other hand, sales to cement plants dropped by 31% YoY to 710 thousand tons from 1.03 million tons last year because some plants opted to buy lower-priced imported coal, especially in the first three quarters of the current year.

Sales to other industrial plants also decreased by 18% YoY to 298 thousand tons from 362 thousand tons last year.

Some cement plants and customers with small boilers are now using alternative fuel, thus explaining the drop in off-take of cement and other industrial plants.

Composite average FOB price per ton dropped by 3% YoY to PHP1,885 from PHP1,943 in 2015. Although global coal prices moved up starting September, prior to that, prices were depressed. In addition, deliveries of lower price low-grade coal to own power units this year, more than doubled. Average price of low-grade coal is PHP867/ton vs regular coal's average price of PHP1,974/ton.

The table below shows the comparative sales volume data for 2015 and 2016.

Customer	Q1	Q2	Q3	Q4	2016	%	Q1	Q2	Q3	Q4	2015	%	% change
Calaca	705	767	617	474	2,563	20%	666	626	661	743	2,696	32%	-5%
GBPs	122	278	168	393	960	7%	202	208	166	200	775	9%	24%
Others PPs	186	147	182	218	733	6%	111	99	139	112	462	5%	59%
Power Plants	1,012	1,192	967	1,085	4,256	33%	980	932	966	1,055	3,933	47%	8%
Cement	147	161	174	228	710	6%	278	246	278	224	1,027	12%	-31%
Others Plants	69	76	63	90	298	2%	93	114	91	65	362	4%	-18%
Local	1,228	1,428	1,204	1,404	5,264	41%	1,351	1,292	1,336	1,344	5,323	63%	-1%
Export	1,674	2,246	1,818	1,813	7,550	59%	1,054	534	562	956	3,105	37%	143%
Total	2,902	3,674	3,022	3,217	12,814	100%	2,404	4,230	1,898	2,300	8,428	100%	52%

POWER

SCPC

SCPC's Energy sales dropped by 12% YoY to 3,322 GWh from 3,754 GWh last year. Composite average price per Kwh also decreased by 3% YoY at PHP3.31 from PHP3.41 last year due to lower spot sales during the year. Moreover, Newcastle index, which is the benchmark for fuel pass-through, was down in the first half of the year. Last year, higher composite average price was driven by high volume of spot sales with higher price than bilateral contracts.

Average price for bilateral contracts dropped by 1% YoY to PHP3.29/KWh from PHP3.33/KWh last year due to lower Newcastle prices which are the contracts' index.

On the other hand, spot sales' average price is 11% lower YoY at PHP4.48/KWh from PHP5.05/KWh.

Of the total energy sold, 99% or 3,276 GWh were sold to bilateral contracts, while the remaining 1% were sold to the spot market.

MERALCO remained to be the single biggest customer, accounting for 92% of the total energy sales of the bilateral contracts; BATELEC I and Trans-Asia comprised 5% and 1% of total sales, respectively. Trans-Asia bilateral contracting 45MW has ended March 25, 2016

Spot Market Sales dropped by 73% YoY to 46 GWh, as against 173 GWh last year.

Of the total energy sold, 82% was sourced from own generation, while 18% 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 a de-rated capacity, in order to be able to supply committed capacity to some of its customers.

The table below shows the comparative marketing data for 2016 and 2015.

COMPARATIVE SALES VOLUME DATA (in GWh)											
CUSTOMER	Q1 '15	Q2 '15	Q3 '15	Q4 '15	AO Q4 '15	Q1 '16	Q2 '16	Q3 '16	Q4 '16	AO Q4 '16	% Inc (Dec)
Bilateral Contracts	902	1,031	937	710	3,581	422	954	978	922	3,276	-9%
Spot Sales	80	65	20	8	173	2	12	4	29	46	-73%
GRAND TOTAL	982	1,096	957	719	3,754	424	966	982	950	3,322	-12%
Composite Ave Price	3.56	3.37	3.30	3.40	3.41	3.90	2.97	3.16	3.53	3.31	-3%

SLPGC

SLPGC has a total contracted capacity of 202 MW. In Q1, two contracts totaling to 102 MW are already effective, while the remaining 100MW became effective in Q2. Most of the plants' generated energy or 1,281 GWh served SLPGC's contracts, while 197 GWh were sold to spot. Composite average price for the period is PHP4.42/KWh.

Bilateral contracts account for 81% or 1,186GWhr of energy sold, while 6% or 95GWhr is sold to SCPC as replacement power, while spot market took up 13% or 197GWhr.

MPower accounts for 34% of the total energy sales of the bilateral contracts; VECO and GN Power comprised 24% and 23% of total sales, respectively.

Of the total energy sold, 79% was sourced from own generation, while 21% was purchased from the spot market. SLPGC procured power from the spot market during hour intervals where 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.

The table below shows the comparative marketing data for 2015 and 2016.

COMPARATIVE SALES VOLUME DATA (in GWh)											
CUSTOMER	<u>Q1 '15</u>	<u>Q2 '15</u>	<u>Q3 '15</u>	<u>Q4 '15</u>	<u>Tot Yr '15</u>	<u>Q1 '16</u>	<u>Q2 '16</u>	<u>Q3 '16</u>	<u>Q4 '16</u>	<u>Tot Yr '16</u>	<u>% Inc (Dec)</u>
Bilateral Contracts	-	-	23	92	115	208	413	346	313	1,281	1011%
Spot Sales	-	-	83	10	94	41	94	31	31	197	111%
GRAND TOTAL	-	-	107	102	209	250	507	377	344	1,478	608%
Composite Ave Price			2.56	4.51	3.51	4.22	4.13	4.45	4.97	4.42	26%

FINANCE

Sales and Profitability

Revenues

Before Eliminations

	2015	2016	Variance	Remarks
Coal	16,373	24,157	48%	Increased sales volume by 52%
SCPC	12,797	10,984	-14%	14% decrease in energy sales; 3% decrease in price/KWh
SLPGC	101	5,747	5564%	510% increase in energy sales; 46% increase in price/KWh

After Eliminations (Consolidated)

	2015	2016	Variance	Remarks
Coal	11,782	20,079	70%	Increase in sales volume sold to external customer by 79%
SCPC	12,797	10,758	-16%	12% decrease in energy sales; 3% decrease in price/KWh
SLPGC	101	5,747	5564%	510% increase in energy sales; 46% increase in price/KWh
Total	24,680	36,584	48%	increased coal & SLP GC revenues offset drop in SCPC revenues

Before Eliminations

	2015	2016	Variance	Remarks
Coal	8,633	13,018	51%	Higher volume sold; Despite the recognition of one time provision for Panian mine rehabilitation; higher strip ratio of the new mines in Q4; mine development costs and slope stability costs are no longer capitalized after commercial operations of Narra and Molave the cost per MT still improve by 4%
SCPC	6,347	7,437	17%	Inclusive of replacement power of PHP3.38/kwh after the plants consumed allowable downtime.
SLPGC	67	2,462	3568%	Already in commercial operations, hence cost is already under cost of sales

After Eliminations (Consolidated)

	2015	2016	Variance	Remarks
Coal	6,388	11,013	72%	Higher volume sold; booking of additional expense for mine development; higher strip ration of the new mines in Q4. Additional provision for Panian mine final rehab and slope stability costs are no longer capitalized after commercial operations of Narra and Molave.
SCPC	4,133	5,508	33%	Inclusive of replacement power of PHP3.38/kwh after the plants consumed allowable downtime.
SLPGC	21	2,179	10335%	Already in commercial operations, hence cost is already under cost of sales
Total	10,542	18,701	77%	Depreciation dropped 12% YoY to PHP1.74 billion from PHP1.98 billion last year

Consolidated Gross Profit

	2015	2016	Variance	Remarks
Coal	5,394	9,066	68%	Increase due to higher volume sold despite lower coal profitability due lower average selling price
SCPC	8,664	<u>5,475</u>	<u>-37%</u>	SCPC and SLPGC contributed PHP8.66 billion and PHP108.96 million, respectively, this year.
SLPGC	81	<u>3,342</u>	<u>4048%</u>	
Total	14,138	17,883	26%	Lower cost offset decrease in revenues
<i>Gross Profit Margin</i>	<i>57%</i>	<i>49%</i>	<i>-15%</i>	

Consolidated OPEX

	2015	2016	Variance	Remarks
Coal	2,336	3,225	38%	Higher revenue generation translated to higher government royalties from Php1.8 B in 2015 to Php2.7 B in 2016
SCPC	1,975	1,480	-25%	Mainly comprised of management fees and taxes and licenses; increase 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	72	294	306%	Non-capitalizable expenses
Others	5	1	-90%	OPEX of pre-operating subsidiaries
Total	4,389	4,999	14%	Increase is mainly driven by coal business' growth in OPEX

Consolidated Finance Income

	2015	2016	Variance	Remarks
Coal	23	41	82%	Higher cash levels in 2016
SCPC	17	11	-31%	Less placements, lower rates
SLPGC	18	31	69%	Interest for undisbursed loan proceeds
Others	0	0	-4%	Interest of placed cash of pre-operating subsidiaries
Total	58	83	45%	Higher cash levels offset lower placement interest rates

Consolidated Finance Costs

	2015	2016	Variance	Remarks
Coal	130	228	76%	Interest rates are higher in 2016 vs 2015
SCPC	147	90	-39%	PHP1.73 billion from PHP2.30 billion in 2015. Also, a portion of its higher priced long-term loan was converted to cheaper short-term loan.
SLPGC	1	280	21331%	Since SLPGC is already on commercial operations in 2016, interest expense is no longer capitalized, unlike in 2015.
Total	278	599	115%	Higher interest expense of coal and recognition of interest expense of SLPGC offset drop in finance cost of SCPC

Consolidated FOREX Gains / (Losses)

	2015	2016	Variance	Remarks
Coal	(328)	(347)	6%	Result of the valuation of USD denominated loans and foreign currency denominated transactions.
SCPC	30	(52)	-272%	Loss on foreign currency denominated transactions.
SLPGC	(3)	(4)	48%	Loss on foreign currency denominated transactions.
Total	(300)	(403)	34%	Weaker PHP vs USD in 2016

Consolidated Other Income

	2015	2016	Variance	Remarks
Coal	248	169	-32%	Higher other income in 2015 due to booking of one-time insurance recoveries and gain from asset disposal totaling PHP136.55million.
SCPC	125	123	-2%	Unit 2 was down in Q1 2016, hence less fly ash is sold as cement additive.
SLPGC	67	645	861%	Power sold during plant commissioning.
Others		2		Other income of pre-operating subsidiary
Total	441	938	113%	Higher SLPGC other income due to better performance of plants while on commissioning in 2016 vs 2015

Consolidated NIBT

	2015	2016	Variance	Remarks
Coal	2,871	5,476	91%	Higher coal sales pushed profitability up in 2016
SCPC	6,713	3,537	-47%	More downtimes resulted to less energy generation, thus decreased profitability in 2016
SLPGC	90	3,890	4245%	Better plant performance in 2016 translated to improved profits during the year.
Others	(5)	2	-135%	Net expenses of pre-operating subsidiaries
Total	9,669	12,904	33%	Higher coal and SLPGS profitability offset drop in SCPC earnings

Consolidated Income Tax Provision

	2015	2016	Variance	Remarks
Coal	(38)	58	-254%	Minimal coal tax provision is due to the Income tax holiday it enjoys as a BOI-registered company. The increase over last year is due to recognition of deferred tax liabilities
SCPC	1,217	640	-47%	Drop in SCPC's tax provision is a result of drop in profitability in 2016.
SLPGC	4	165	4424%	Minimal SLPGC tax provision is due to the Income tax holiday it enjoys as a BOI-registered company. The increase over last year is due to income taxes paid on BCQ sales from Spot Purchases

Total	1,182	863	-27%	Coal and SLPGC still has ITH, while only SCPC is in tax position. The decline is due to SCPC's lower provisioning in 2016.
--------------	--------------	------------	-------------	--

NIAT

Before Eliminations (Core Income)

	2015	2016	Variance	Remarks
Coal	5,255	7,495	43%	Growth in income is due to higher coal sales volume.
SCPC	3,282	1,418	-57%	More plant downtimes translated to lower revenues and lower profitability in 2016. Average price/KWh is also slightly lower, while cost of sales/KWh is 32% higher.
SLPGC	40	3,218	7871%	Higher energy sales, further augmented by 46% better average price/KWh of power sold boosted profitability. SLPGC also enjoys ITH

After Eliminations (Consolidated)

	2015	2016	Variance	Remarks
Coal	2,909	5,417	86%	Growth in income is due to higher coal sales volume. Revenues from coal sold to own power units is eliminated.
SCPC	5,497	3,347	-39%	More plant downtimes translated to lower revenues and lower profitability in 2016.
SLPGC	86	3,275	3713%	Higher energy sales, further augmented by 46% better average price/KWh of power sold boosted profitability. SLPGC also enjoys ITH
Others	(5)	2	-142%	Net expenses of pre-operating subsidiaries
Total	8,487	12,041	42%	Higher coal and SLPGC profitability offsets drop in SCPC earnings
EPS	7.94	11.28	42%	2016 outstanding shares is net of 3.46 million shares held in treasury.

Other Comprehensive Income/Loss is related to remeasurement gain/(losses) on pension plan, net of income tax effect in the amount of P7.11 million gain and P17.04 million loss in 2016 and 2015, respectively. Total Comprehensive Income resulted to P12.05 billion for 2016 from P8.69 billion in 2015.

DMCI HOMES

DMCI Project Developer's Inc. (PDI) reported P2 billion in net income during the year. Excluding a one-time investment gain of P111 million from the sale of its 10% stake in Subic Water, the company contributed P1.9 billion in net earnings, a 46% drop from the previous year. Although it registered record-high sales and reservations during the year, its deferred recording of accounting revenues pulled down its overall profitability. Recognized accounting revenues fell from P13.7 billion to P10.4 billion in 2016, a 24% drop due to fewer completed units this year.

Unlike local industry practice of using percentage-of-completion accounting, the company adopts a more conservative approach of recognizing real estate revenues by realizing sales only when the unit is

fully completed and at least 15% of contract price has been collected. Major revenue source includes Zinnia Towers, The Birchwood and One Castilla Place which accounts for 46% of recognized revenues.

Sales and reservations increased by 65% from P18.8 billion in 2015 to P31.2 billion this year buoyed by strong demand for residential condominium coming from new launches as well as existing projects. Top selling projects during the year include Brixton Place, Lumiere Residences and Oak Harbor Residences, a luxury waterfront property in Bay City Paranaque.

In 2016, the company has launched seven projects with a total estimated sales value of P38.1 billion more than 200% increase compared to only five projects in 2015 with a sales value of P11.4 billion. These projects include Alea Residences in Bacoar City; Brixton Place in Pasig City; Verdon Parc in Davao City; Calathea Place in Paranaque City; and The Celandine, Infina Towers in Quezon City and Oak Harbor Residences in Bay City Paranaque.

Cost of real estate sales declined nearly 20 percent from P6.8 billion to P5.5 billion due to the decrease in revenue. Meanwhile, operating expenses grew 14 percent from P2.4 billion to P2.8 billion as a result of increase in taxes and licenses, marketing and selling and salaries and wages.

Capex disbursements dropped by 21% to P7.8 billion from P9.9 billion in 2015. Of the amount spent in 2016, 92% went to development cost and the rest to land acquisition.

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) and Marubeni Corporation of Japan, 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 2016, as Maynilad reported higher earnings before interest, taxes and depreciation (EBITDA). From P13.69 billion, EBITDA climbed 4.2% to P14.27 billion the current year.

During the year, billed volume grew 3.5%, from 481.53 million cubic meters (mcm) to 498.60 mcm which is faster than the 1.9% increase in water supply. Average non-revenue water for the year improved to 29.93% compared to 31.01% last year.

Continued expansion into the southern areas of the concession, namely in Muntinlupa, Las Piñas and Cavite, brought connections up to a total of 1,312,223 billed services, a 3.7% growth from last year.

As a result, Maynilad's water service revenue for the year rose by 6.3% from P15.16 billion in 2015 to P16.12 billion in 2016. The increase in revenues was primarily driven by the 3.5% increase in billed volume, coupled with 2.3% increase in average effective tariff. Total revenues from operations, including other fees and services such as sewer services, amounted to P20.03 billion, a 5.8% increase from P18.92 billion last year.

With total operating expenses increasing faster than revenues, income from operations grew at a marginal rate of 0.3% to P11.82 billion from P11.79 billion last year. Higher personnel cost, water treatment chemicals, outside services, and repairs and maintenance costs mainly contributed to the increase in operating expenses during the current year. Reported net income, on the other hand, declined by 28.8% to P6.78 billion due to the expiry of the company's income tax holiday (ITH) in December 2015 which resulted to an income tax expense of P3.23 billion during the year.

After adjustments at the consortium company level, the Company's equity in net earnings reported a 19% decrease from P2.31 billion last year to P1.87 billion this year due to expiry of income tax holiday. The decline was moderated by the re-measurement of the deferred tax liability recorded in the consortium level as a result of Maynilad selecting the more beneficial optional standard deduction (OSD) in computing its income taxes as opposed to the more traditional itemized deduction. As a result of this deferred tax adjustment, the positive impact on DMCI's equity in net earnings amounted to P174.0 million.

Rate Rebasing Update

Under Maynilad's concession agreement with the Philippine Government, Maynilad may request tariff rate adjustments based on movements in the Philippine consumer price index, foreign exchange currency differentials, a rate rebasing process scheduled to be conducted every five years (Rate Rebasing) and certain extraordinary events. Any rate adjustment requires approval by Metropolitan Water Sewerage System (MWSS) and the Regulatory Office (RO). Any tariff adjustments that are not granted, in a timely manner, in full or at all, could have a material adverse effect on Maynilad's results of operations and financial condition.

For the Fourth Rate Rebasing Period, after a two-year delay in Maynilad's water tariff for the rate rebasing for the period from 2013 to 2017, Maynilad received a favorable award in its arbitration proceedings on December 29, 2014 (Final Award). The new rate should result in a 9.8% increase in the 2013 average basic water charge of P31.28 per cubic meter, inclusive of the P1.00 Currency Exchange Rate Adjustment (CERA) which the MWSS has incorporated into the basic charge. However, the MWSS refused to implement the Final Award notwithstanding Maynilad's repeated written demands for implementation.

On February 20, 2015, Maynilad wrote a letter to the Philippine Government, through the Department of Finance (DOF), to call on the undertaking which the Republic of the Philippines (Republic) issued in favor of Maynilad on July 31, 1997 and March 17, 2010. The undertaking provides, among other things, that the Republic shall indemnify Maynilad in respect of any loss that is occasioned by a delay caused by the Republic or any government-owned agency in implementing any increase in the Standard Rates beyond the date for its implementation in accordance with the Concession Agreement.

Following the inaction of the Philippine Government represented by the DOF in response to Maynilad's request to compel MWSS to implement the Final Award, Maynilad wrote again a letter to the Republic on March 9, 2015, through the DOF, to reiterate its demand against the undertaking. The letters dated February 20 and March 9, 2015 are collectively referred to as the "Demand Letters." Maynilad demanded that it be paid, immediately and without further delay, the P3.4 billion in revenue losses that it had sustained as a direct result of the MWSS' and the RO's refusal to implement its correct Rebasing Adjustment from January 1, 2013 (the commencement of the 4th Rate Rebasing Period) to February 28, 2015.

On March 27, 2015, Maynilad served a Notice of Arbitration and Statement of Claim upon the Republic, through the DOF. Maynilad gave notice and demanded that the Republic's failure or refusal to pay the amounts required under the Demand Letters be, pursuant to the terms of the undertaking, referred to arbitration before a three-member panel appointed and conducting proceedings in Singapore in accordance with the 1976 United Nations Commission on International Trade Law (UNCITRAL) Arbitration Rules. The arbitration panel was constituted in 2015.

On February 17, 2016, Maynilad wrote again a letter to the Republic, through the DOF, to reiterate its demand against the Undertaking and to update its claim in the amount of P5.6 billion. On March 31, 2016, Maynilad filed its Amended Statement of Claim. On April 28, 2016, the Republic, through the DOF, filed its Statement of Defense. Hearings on the arbitration will begin in December 2016 with expected resolution by second quarter of 2017.

On 25 July 2015, Maynilad filed a Petition for Confirmation and Execution of the Final Award with the Regional Trial Court of Quezon City. As of 25 July 2016, the parties have completed the presentation of their respective evidence. Hearings on the arbitration completed in December 2016 and Maynilad imminently expect resolution in their favor.

D.M. CONSUNJI, INC.

DMCI's earnings for full year 2016 amounted to P938 million, 49% up from P628 million due to higher revenues and improved margins. Despite the challenges of right-of-way and utility relocation issues, construction revenues from external customers improved by 4% to P13.8 billion while EBITDA rose by 17% mainly coming from its infrastructure and building projects. Meanwhile, total construction costs (under cost of services and operating expenses) grew at a slower pace of 2% reaching P12.5 billion in 2016 from P12.3 billion in 2015 due to better cost control on its construction projects.

The Company reported a total order book (balance of work) of P20.1 billion at the end of December 2016, from P29.2 billion at the close of 2015. This balance of work excludes a portion of the Skyway Stage 3 Section 2, which is undergoing revision in design due to right of way acquisition issues. Major infrastructure projects (47%) coupled with a considerable volume of building projects (42%) dominated the orderbook as of end of year.

In 2016, the Company completed the following major construction projects among others; the Advance Works of the Metro Manila Skyway Stage 3 Project, NAIA Expressway - At Grade Works, NAIA IPT3 Apron Rehabilitation, 1x135MW (Unit 2) South Luzon Thermal Energy Corporation Power Plant, 2x150MW Southwest Luzon Power Generation Corporation Power Plant, TV5 Sheridan Phase 2 Project and La Farge Norzagaray Cement Grinding Plant.

Awarded projects in 2016 totaled P8.2 billion which includes City Gate, a mixed-use development of Ayala Land in the Makati Central Business District, a 50ML water reservoir with Maynilad in Quezon City, a 2X23MW gas turbine plant of Southwest Luzon Power Generation Corp. in Batangas, One Griffinstone Building in Ayala Alabang, NCCC Mall of NCCC Group of Companies in Buhangin, Davao City, Six Senses Resort Phase 2, a high-end residential condominium of Federal Land, Inc. in Pasay City, and the design and construction of stations of LRT Line 2 East (Masinag) Extension.

Meanwhile, major ongoing 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 (S1 and S2) of Citra Central Expressway Corp. (a unit of San Miguel Corporation), civil works on LRT Line 2 East Masinag Viaduct, 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, and the Paranaque Sewer Network of Maynilad. In 2016, major sections of the NAIA Expressway were opened for public use which improved the traffic flow in the congested areas going to the airport terminals.

DMCI POWER (SPUG)

An added growth area of the power segment is under DMCI Power Corporation (DPC), a wholly-owned subsidiary of DMCI Holdings, Inc. DPC provides off-grid power to missionary areas through long-term power supply agreements with local electric cooperatives.

As of December 31, 2016, the total installed rated capacity is 96.84MW. Out of the total, 29.61MW (12.40MW bunker-fired and 17.21MW diesel) is in Masbate, 47.98MW (diesel) in Palawan, a 4x3.89 (15.56) MW bunker-fired plant in Oriental Mindoro and a 3x1.23 (3.69) MW diesel-fired in Sultan Kudarat. On June 2015, Sultan Kudarat Electric Cooperative (SUKECO) and DPC entered into an Electric Supply Agreement (ESA) covering a three-year period starting on the commercial operation date of January 2016. Meanwhile, a 2x4.95MW bunker-fired plant in Aborlan, Palawan has started commercial operations last December 2016.

Due to increase in energy dispatch of the electric cooperatives to our plants and full year operation in Oriental Mindoro, sales volume reported in Masbate (94.91 GWh), Palawan (91.27 GWh), Mindoro (51.76 GWh) and Sultan Kudarat (1.67 GWh) totaled 239.61 GWh, an increase of 14% from a total of 210.05 GWh last year.

Consequently, the total off-grid generation revenue and net income went up by 6% and 11%, respectively. Revenue increased to P2.30 billion in 2016 compared to P2.17 billion in 2015. Meanwhile, net income went up to P424 million compared to last year's P382 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.

The suspensions, coupled with receding nickel prices and sluggish demand for lower-grade nickel led to the decline in net income contributions of DMCI Mining Corporation. From a net income of P501 million in 2015, the company reported a net loss of P65 million in 2016.

Revenues amounted to P1.57 billion during the year compared to P3.14 billion last year as a result of fewer nickel ore shipments and depressed nickel ore prices. Total ore shipments dropped by 35% year-on-year from 1.65 million wet metric tons (WMT) last year to 1.08 million WMT this year. The ore shipments mostly came from Berong (1.03 million WMT) at a composite average price of P1,489 per WMT versus P1,910 in 2015, a 22% decline in average price. Average ore grade is 1.63% in 2016 compared to 1.61% in 2015. The segment's total depletion, depreciation and amortization amounted to

P307 million in 2016 compared to P437 million in 2015 as a result of lower production using output method depletion. Total company cash cost per WMT (under cost of sales and operating expenses) amounted to P1,085 per WMT in 2016 compared to P961 per WMT in 2015.

DMCI Mining Corporation is currently dealing with the Order of Suspension issued against its operating company in Palawan, Berong Nickel Corporation (BNC), and the Closure Order issued against Zambales Diversified Metals Corporation (ZDMC), its operating company in Zambales. DMCI Mining has already filed for a motion for reconsideration with the DENR for Suspension Order and Closure Order against BNC and ZDMC

Explanation of movement in consolidated income statement accounts:

Revenues

Consolidated revenues increased by 13% to P64.9 billion during the year compared to P57.2 billion last year due to the strong performance from coal, power and construction businesses.

Favorable weather conditions and expanded mining capacity allowed Semirara to produce 11.9 million metric tons (MMT) of clean coal in 2016, a 33 percent jump from the nearly 8 MMT the previous year. Likewise, its coal sales increased by 52% from 8.4 MMT to 12.8MMT in 2016. Coupled with the commercial operations of its 2x150MW power plant (SLPGC), Semirara recorded a 48% growth in revenue from P24.7 billion to P36.6 billion in 2016. Construction revenues posted a 4% improvement in revenue from P13.2 billion to P13.8 billion in 2016 primarily coming from its infrastructure and building projects. Meanwhile, revenue from off-grid power business, DMCI Power, has increased by 6% to P2.3 billion in 2016 due to higher energy sales during the year.

Cost of Sales and Services

Consolidated cost of sales and services grew faster than revenues from P31.8 billion in the previous year to P38.4 billion during the year accounting for a 21% increase year-on-year due mainly to additional provisioning for site rehabilitation of Panian mine, replacement power due to prolonged shutdown of Sem-Calaca Unit 2 and the commercial operations of SLPGC.

Gross Profit

Gross profit grew by 4% to P26.5 billion from P25.4 billion last year. During the year, the Company's coal, power and construction businesses posted higher gross profit that were offset by lower contribution from the real estate and nickel mining businesses.

Higher coal production and sales pushed Semirara's gross profit up despite lower average selling price due to softer coal prices during the first half of the year and delivery of more lower-priced low-grade coal. SLPGC (2x150MW) contributed to Semirara's profitability upon the start of its commercial operations during the year, offsetting the drop in SCPC (2x300MW) due to Unit 2 shutdown in the first quarter of 2016. Meanwhile, gross profit from the construction segment has increased by 36% driven by higher revenue contribution from its infrastructure and building projects and better cost control across its projects. The gross profit of the off-grid power business has also increased by 21% due mainly to higher electricity sales in Masbate and Palawan coupled with the full year operation of its 15.6MW bunker-fired plant in Oriental Mindoro. On the other hand, the real estate segment recognized a 29% drop in its gross profit during the year due mainly to the deferred recognition of revenues from high rise projects. Meanwhile, gross profit from DMCI Mining has decreased by 53% from last year due to lower

nickel sales volume brought by the suspension of its Zambales and Palawan mines coupled with receding nickel prices in 2016.

Operating Expenses

Higher coal revenue generated during the year resulted to the 48% increase in government royalties from P1.8 billion to P2.6 billion in 2016.

Excluding government share, operating expenses slightly grew by 3% to P7 billion in 2016 due mainly to the increase in taxes and licenses paid by the real estate, coal and on-grid power businesses.

Equity in Net Earnings

Equity in net earnings of associates dropped by 19% from P2.4 billion in 2015 to P1.9 billion in 2016 due mainly to lower income of Maynilad following the expiration of its income tax holiday in December 2015.

Finance Income

Consolidated finance income decreased by 5% mainly due to lesser in-house financing in real estate business as buyers have shifted more to bank financing.

Finance Costs

Consolidated finance cost grew by 75% during the year due mainly to the cessation of borrowing cost capitalization upon the commercial operations of SLPGC (2x150 MW) and lesser capital expenditures in the real estate business which resulted to lower capitalization and more expense recognition.

Gain on Sale of Investments

This pertains to the sale of the 10% interest in Subic Water and 25% interest in PIDC in 2016 and 2015, respectively. As of the end of 2016, the Group's remaining interest in Subic Water is 30%.

Other Income-net

Other income grew 75% to P1.8 billion in 2016 due mainly to commission income of SLPGC recognized during the first half of the year and higher income from cancellation of real estate sales.

Provision for Income Tax

Lower taxable profits from the real estate, on-grid power (units 1 and 2) and nickel mining businesses resulted to the drop in consolidated provision for income tax by 37% during the year. New power plant, SLPGC, is entitled for income tax holiday for a period of 4 years from the start of commercial operations.

II. CONSOLIDATED FINANCIAL CONDITION

December 31, 2016 (Audited) vs December 31, 2015 (Audited)

The Company's financial condition for the period improved as consolidated total assets and total equity amounted to P158 billion and P83 billion, respectively as of December 31, 2016. This is an improvement of 6% and 11%, respectively

Consolidated cash and cash equivalents slightly dropped by 2% from P19.2 billion in December 31, 2015 to P18.7 billion in December 31, 2016. Cash generated from operations (P20.1 billion) improved by 42% year on year. However, cash investments for capital expenditures mainly for coal and power segments

(P8.7 billion), loan repayments (P3.7 billion net of availments) and dividend payments (P8.2 billion) causes the slight decrease in the consolidated cash balance of the Group.

Total receivables (current and non-current) increased by 11% from P16 billion to P17.7 billion mainly attributed to higher coal and power sales during December 2016.

Consolidated inventories grew by 11% from P34.4 billion to P38.2 billion coming mainly from continuing work in progress in the real estate segment.

Other current assets slightly decreased by 2% to P6.9 billion mainly due to input VAT claims during the year of the on-grid power segment.

Investments in associates and joint ventures increased by 11% to P12.8 billion mainly due to equity in net earnings from Maynilad.

Property plant and equipment amounted to P55.8 billion as of end of 2016, 13% up from last year ending balance attributed to additional capital expenditures for power plant expansion and acquisition of equipment of the coal and power segments. This also includes P5 billion capitalized development costs that were previously recorded as exploration and evaluation asset and were transferred to PPE in 2016 upon its commercial operations.

Investment properties decreased by 28% mainly due to reclassification to real estate inventories upon change in use of the property.

Exploration and evaluation asset dropped by 93% to P0.2 billion from P3.2 billion last year due to reclassification of capitalized development costs.

Deferred tax assets decreased by 24% mainly due to the realization of previous year tax benefit of the construction segment.

Other noncurrent assets grew by 18% mainly due to additional deferred input VAT from the on-grid power segment.

Accounts and other payables increased by 17% to P18.1 billion mainly attributed to normal trade transactions with suppliers and subcontractor and higher government share in the coal segment.

Customers' advances and deposits rose by 45% due to payments received from real estate customers, the corresponding revenue of which has yet to be recognized under full completion method of accounting.

Payments of income taxes due coupled with lower taxable profits from real estate, on-grid power (Units 1 and 2) and nickel mining segments resulted to the drop in income tax payable by 20% from last year's balance.

Liabilities for purchased land shrank by 49% to P1.5 billion in 2016 mainly due to payments made by the real estate segment to sellers of land.

From P3.7 billion, short-term debt dropped by 29% to P2.6 billion in 2016 due to debt repayments by the coal segment.

Long-term debt fell by 8% to P34.3 billion attributed to repayments made by the on-grid power, real estate and construction segments during the year.

Deferred tax liabilities increased by 18% mainly due to the excess of accounting over taxable income in real estate sales.

Other noncurrent liabilities grew 6% to P2.8 billion in 2016 attributed mainly to additional provision for mine rehabilitation of the coal segment.

After generating a net income of P12.2 billion and payment of cash dividends of P6.4 billion, consolidated retained earnings stood at P49.5 billion, 13% up from P43.7 billion balance last year.

Non-controlling interest increased by 28% as a result of the non-controlling interest share in the consolidated net income of the listed subsidiary SMPC.

III. KEY RESULT INDICATORS

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

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

SEGMENT REVENUES

(in Php Millions)	For the Period		Variance	
	2016	2015	Amount	%
SEMIRARA MINING AND POWER CORPORATION	P36,585	P24,680	P11,905	48%
D.M. CONSUNJI, INC.	13,817	13,249	568	4%
DMCI HOMES	10,370	13,677	(3,307)	-24%
DMCI POWER (SPUG)	2,302	2,169	133	6%
DMCI MINING	1,573	3,139	(1,566)	-50%
PARENT & OTHERS	252	290	(38)	-13%
TOTAL	P64,899	P57,204	P7,695	13%

The initial indicator of the Company’s gross business results is seen in the movements of the different business segment revenues. As reported above, consolidated revenues grew by 13% year-on-year. The significant improvements in the coal, power and construction revenues were offset by the drop in the real estate and nickel mining revenues.

NET INCOME AFTER NON-CONTROLLING INTERESTS

(in Php Millions)	For the Year		Variance	
	2016	2015	Amount	%
SEMIRARA MINING AND POWER CORPORATION	P6,906	P4,813	P2,093	43%
DMCI HOMES	1,923	3,587	(1,664)	-46%
MAYNILAD	1,865	2,312	(447)	-19%
D.M. CONSUNJI, INC.	938	628	310	49%
DMCI POWER (SPUG)	424	382	42	11%
DMCI MINING	(65)	501	(566)	-113%
PARENT & OTHERS	83	82	1	1%
NET INCOME EXCLUDING ONE-TIME INVESTMENT GAINS	12,074	12,305	(231)	-2%
ONE-TIME INVESTMENT GAINS	111	530	(419)	-79%
TOTAL NET INCOME	P12,185	P12,835	(P650)	-5%

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, the Company reported a 5% dip in consolidated net income due to reduced profitability from the real estate, nickel mining and water businesses.

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 was P0.92/share, 5% down from P0.97/share EPS last year which reflects the drop in consolidated net income of the Company.

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.

As of December 31, 2016, current assets stood at P81.2 billion while current liabilities amounted P35.8 billion accounting for a current ratio of 2.27x or an improvement of 23% from last year.

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. 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 P36.9 billion from P40.8 billion last year, which resulted to a net debt to equity ratio of 22%, an improvement of 7% from last year.

FINANCIAL SOUNDNESS RATIOS

	December 31, 2016	December 31, 2015
Current Ratio	227%	185%
Net Debt to Equity Ratio	22%	29%
Asset to Equity Ratio	190%	199%
Return on Assets	12.1% 12.0%*	12.2% 11.9%*
Return on Parent Equity	18.7% 18.6%*	21.6% 20.7%*
Interest Coverage Ratio	11.4 times 11.4 times*	11.4 times 11.1 times*
Gross Margin (%)	40.9%	44.4%
Net Profit Margin (%)	27.0% 26.8%*	29.6% 28.7%*

* Excluding one-time investment gains pertaining to sale of 10% interest in Subic Water and sale of 25% interest in PIDC in 2016 and 2015, respectively

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 11, 2016, 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 27, 2016. This was paid on June 10, 2016 with a total amount of P6,373 million.
4. On April 5, 2017, 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 April 21, 2017 and payable on May 5, 2017 with a total amount of P6,373 million.
5. 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;
6. 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.
7. 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
8. 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.
9. 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
10. The Group does not have any offering of rights, granting of stock options and corresponding plans thereof.
11. All necessary disclosures were made under SEC Form 17-C.

EXTERNAL AUDIT FEES

1. Audit and Audit Related Fees

Below are the External Audit Fees of the Company and its subsidiaries for two fiscal years:

	2017	2016
	Fee	Fee
DMCI Holdings, Inc.	P3,268,000.00	P3,112,095.00
Semirara Mining and Power Corporation	2,184,000.00	2,080,000.00
Sem-Calaca Power Corporation	1,915,000.00	1,820,000.00
Southwest Luzon Power Corporation	866,250.00	787,500.00
Semirara Claystone Inc.	40,000.00	40,000.00
St. Raphael Power Power Generation Corp.	35,000.00	35,000.00
Sem-Cal Industrial Park Developers, Inc.	30,000.00	30,000.00
Sem Calaca RES Corporation	30,000.00	30,000.00
Semirara Energy Utilities, Inc.	25,000.00	25,000.00
Southeast Luzon Power Generation Corp.	25,000.00	25,000.00
D. M. Consunji, Inc.	1,255,166.00	1,218,608.00
Wire Rope Corporation of the Philippines	461,948.00	439,950.00
Beta Electric Corporation	414,430.00	394,695.00
DMCI Project Developers Inc.	2,382,916.00	2,313,511.00
DMCI Homes Inc.	420,985.00	418,360.00
PDI Hotels, Inc.	155,873.00	148,450.00
DMCI Homes Property Management Corporation	82,688.00	78,750.00
Zenith Mobility Solutions Services, Inc	55,125.00	52,500.00
Riviera Land Corporation	55,125.00	52,500.00
DMCI Masbate Power Corporation	346,461.00	329,963.00
DMCI Power Corporation	259,350.00	247,000.00
DMCI Palawan Power Corporation	10,000.00	10,000.00
Berong Nickel Corporation*	1,100,000.00	1,100,000.00
Nickeline Resources Holdings, Inc. *	615,000.00	615,000.00
Ulugan Resources Holdings, Inc. *		
Zambales Diversified Metals Corp.		
DMCI Mining Corporation	349,388.00	332,750.00
Zambales Chromite Mining Company, Inc.	150,000.00	150,000.00
Fil-Asian Strategic Resources & Prop. Corp.	145,000.00	145,000.00
Fil-Euro Asia Nickel Corp	110,000.00	110,000.00
Montemina Resources Corp	104,990.00	104,990.00
TMM Management Inc.	85,000.00	85,000.00
Ulugan Nickel Corporation	85,000.00	85,000.00

	2017	2016
Montague Resources Phil. Corp	82,500.00	82,500.00
ZDMC Holdings	82,500.00	82,500.00
Heraan Holdings	82,500.00	82,500.00
Mt. Lanat Metals Corp.	80,000.00	80,000.00
ZamNorth Holdings Corp.	80,000.00	80,000.00
Zambales Nickel Processing Corp.	80,000.00	80,000.00
Total	P17,550,195.00	P16,904,122.00

**Group fees*

2. Other assurance and related services by the external auditor that are reasonable related to the performance of the audit review of the Company's financial statements – NONE
3. Tax Fees – **NONE**
4. All other fees – **Php438,000.00 (non-audit fees)**
5. The Audit Committee has checked all financial reports against its compliance with both the internal financial management handbook and pertinent accounting standards, including regulatory requirements. They have pre-approved all audit plans, scope and frequency one (1) month before the conduct of external audit. The financial statement was then presented to and approved by the Audit Committee and Board of Directors. Payments and fees related to the services by the external auditor were discussed and approved by Audit Committee, Internal Auditor and Accounting group.

IV. BUSINESS AND GENERAL INFORMATION

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 five major subsidiaries, namely: **D.M. Consunji, Inc., DMCI Project Developers, Inc., Semirara Mining and Power Corporation, DMCI Power Corporation and DMCI Mining Corporation.** In addition, the Company has an indirect ownership in Maynilad Water Services, Inc. through a 27 percent stake in **Maynilad Water Holding Company, Inc.**, which owns 93 percent of the water concessionaire.

D. M. Consunji, Inc. (DMCI), a wholly owned subsidiary, is engaged in general construction services. 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 leading engineering and construction firms in the country. It operates in four key construction segments: building, energy, infrastructure, and utilities. Over the years, its pioneering methodologies and expertise have allowed it to complete close to a thousand projects of varying scale and complexity in the Philippines and abroad. From high-rise, commercial and residential buildings, institutional facilities to heavy civil works, elevated and at grade roads, bridges, power plants, industrial

plants, water and sewer facilities, DMCI is a major contributor in changing the domestic infrastructure landscape to improve the lives of millions of Filipinos.

DMCI Project Developers, Inc. (PDI), a wholly owned subsidiary incorporated in 1995 initially as a housing division under DMCI. Subsequently in 1999, DMCI Homes was spun off to address the surge in demand for urban homes. Since then, the Company has made high-quality living available to average Filipino families through its innovative designs, proprietary technologies and cost-efficient methodologies. Its core products include larger-than-usual condominium units with resort-inspired amenities in mid-rise and high-rise developments in Metro Manila, Baguio City and Davao City.

Semirara Mining and Power Corporation (SMPC), was established in 1980 and is engaged in the exploration, mining, development and sales of coal resources on Semirara Island in Caluya, Antique. In 1997, the Company purchased 40% interest in SMPC. Currently, SMPC is 56% owned by the Company. It is the largest coal producer in the Philippines which accounts for more than 90% of the country's total coal production, and the only power generation company in the country that owns and mines its own fuel source (coal).

DMCI Power Corporation (DPC) is a wholly-owned subsidiary of the Company incorporated in 2006 and is engaged in the business of a generation company which designs, constructs, invest in, and operate power plants. DPC provides off-grid power to missionary areas through long-term power supply agreements with local electric cooperatives. It currently operates and maintains bunker-fired power plants and diesel generating sets in parts of Masbate, Oriental Mindoro, Palawan and Sultan Kudarat.

DMCI Mining Corporation (DMC) incorporated in 2007 to engage in ore and mineral mining and exploration. It has two nickel mining assets, namely Berong Nickel Corp (BNC) and Zambales Diversified Metals Corp (ZDMC). The former operates in Berong, Long Point, Moorsom and Ulugan, all in the province of Palawan, while the latter is located in Acoje, Zambales. Both mining companies use open pit technique to extract nickel, chromite and iron laterite.

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. (MWSI). The Company's economic interest in MWSI decreased to 25% from 41%, after Marubeni acquired 20% of economic interest in Maynilad last February 2013.

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 strong economic growth explains the continued expansion in the construction industry. To optimize its resources and profitability, DMCI has been focusing on selected markets where construction demand has remained relatively strong, particularly, in more complex building structures 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, DMCI Homes is well-positioned to capture the end-user market with much lower price for the same market with that of its competitor.

Dependence on a few customers. – Not applicable

Transactions with and/or dependence on related parties. - Aside from inter-company transactions within the group of companies, the Company, through DMCI, has contracts with Maynilad for major and big-ticket engineering and construction works.

Need for governmental approval of products and services. – Not applicable

Effect of existing or probable governmental regulations to the business. – Not applicable to DMCI Holdings, Inc. The operating subsidiaries and affiliate comply with all existing and applicable government regulations and secure all government approvals for its registered activities. For DMCI and PDI, it is required under Philippine laws to secure construction permits and environmental clearances from appropriate government agencies prior to actually undertaking each project. Meanwhile, SMPC and DMC are required under Philippine laws to secure mining and exploration permits, as well as environmental clearances from appropriate government agencies for its continuing operations. The power businesses under SMPC and DPC, on the other hand, is required to comply with the provisions of the Electric Power Industry Reform Act (EPIRA) that was passed in June 2001. For Maynilad, any tariff rate adjustments require the approval of the Metropolitan Waterworks and Sewerage System (MWSS) and regulatory office.

Estimate of amount spent for research and development activities. Research and development activities of DMCI Holdings, Inc. and its subsidiaries are done on a per project basis. DMCI Holdings, Inc. and its subsidiaries do not allocate fixed percentages or specific amounts as the costs of research and development varies depending on the nature of the project.

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. To avoid fines and/or temporary cessation of operations in the coal and nickel mining businesses, SMPC and DMC must comply with the terms of the Environmental Compliance Certificate (ECC). Meanwhile, the power businesses are required to be compliant with certain environmental laws such as the Clean Air Act (RA 9275). For Maynilad, wastewater facilities are required to be maintained in compliance with environmental standards set primarily by the Department of Environment and Natural Resources (DENR) regarding effluent quality. DMCI Holdings, Inc. and its subsidiaries has made continuous efforts to meet and exceed all statutory and regulatory standards.

Total number of employees and number of full time employees.

Total No. of Employees	12
Fulltime Employees	12

V. DIRECTORS AND EXECUTIVE OFFICERS

Identify Directors, Including Independent Directors, and Executive Officers

Name	Position	Age	Citizenship
Isidro A. Consunji	Chairman of the Board President/Chief Executive Officer	69	Filipino
Cesar A. Buenaventura	Vice-Chairman of the Board	88	Filipino
Herbert M. Consunji	Vice President & Chief Finance Officer/Director/Compliance Officer	65	Filipino
Ma. Edwina C. Laperal	Treasurer	56	Filipino
Cristina C. Gotianun	Assistant Treasurer	63	Filipino
Jorge A. Consunji	Director	65	Filipino
Victor A. Consunji	Director	66	Filipino
Antonio Jose U. Periquet	Director (Independent)	67	Filipino
Honorio O. Reyes-Lao	Director (Independent)	73	Filipino
Victor S. Limlingan	Managing Director	74	Filipino
Noel A. Laman	Corporate Secretary	75	Filipino
Pilar P. Gutierrez	Asst. Corporate Secretary	41	Filipino
Brian T. Lim	Vice President & Senior Finance Officer	32	Filipino
Cherubim O. Mojica	Vice President & Corporate Communications Head	40	Filipino
Tara Ann C. Reyes	Investor Relations Officer	40	Filipino

V.1 REGULAR DIRECTORS

Isidro A. Consunji – is 69 years old; has served the Corporation as a regular director for twenty two (22) 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., Wire Rope Corporation of the Philippines. 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 88 years old; has served the Corporation as a regular director for twenty two (22) years since March 1995; is a regular/independent Director of the following: (Listed) Semirara Mining and Power Corp., iPeople Inc. (Independent Director), Petroenergy Resources Corp., Concepcion Industrial Corp (Independent Director); Pilipinas Shell Petroleum Corp. (Independent Director); (Non-listed) D.M. Consunji, Inc., Mitsubishi-Hitachi Power Systems Phils, Inc. (Chairman) 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, Trustee of Bloomberry Cultural Foundation, Trustee of ICTSI Foundation Inc., recipient of the Honorary Officer, Order of the British Empire (OBE) by Her Majesty Queen Elizabeth II.

Herbert M. Consunji – is 65 years old; has served the Corporation as a regular director for twenty two (22) years since March 1995; is a regular Director of the following: (Listed) Semirara Mining and Power Corporation; (Non-listed) D.M. Consunji, Inc., Subic Water and Sewerage Company, 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. Top Management Program, Asian Institute of Management; 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), Financial Executives Institute of the Philippines (Member), Shareholders Association of the Philippines (Member).

Jorge A. Consunji – is 66 years old; has served the Corporation as a regular director for twenty two (22) 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 of the Phils., 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 67 years old; has served the Corporation as a regular director for twenty two (22) 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, Sem-Cal Industrial Park Development Corp., St. Raphael Power Generation Corp., Semirara Enegery Utilities Inc., Semirara Claystone, Inc., Sem-Balayan Power Generation Corp., 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 56 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 (9 years and 9 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 64 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).

2. Independent Directors

Honorio O. Reyes-Lao - is 73 years old; has served the Corporation as an Independent Director for eight (8) years and eight (8) months since July 2009; is director of Semirara Mining and Power Corporation and Philippine Business Bank (Listed); Non-Listed (Past Positions) DMCI Project Developers, Inc. (2016-present), Southwest Luzon Power Generation Corp. (2017-present), Sem-Calaca Power Corp. (2017-present), 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 56 years old; Mr. Periquet has been an Independent Director of the company since August 2010; he is director of the following: (Listed) ABS-CBN Corporation, Ayala Corporation , Bank of the Philippine Islands, The Max's Group of Companies, Philippine Seven Corporation, Inc.; (Non-listed) Albizia ASEAN Tenggara Fund, Campden Hill Group, Inc. (Chairman), Pacific Main Properties and Holdings (Chairman), Lyceum of the Philippines University, BPI Capital Corporation, BPI Family Savings Bank, Inc., BPI Asset Management and Trust Corporation (Chairman); Education. Mr. Periquet is a graduate of the Ateneo de Manila University (AB Economics). He also holds an MSc in Economics from Oxford University and an MBA from the University of Virginia. 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.

VI. MARKET PRICE OF AND DIVIDENDS ON REGISTRANT'S COMMON EQUITY AND RELATED STOCKHOLDER MATTERS

1. Market Information

Both common and preferred shares of DMCI Holdings, Inc. are traded on the Philippine Stock Exchange.

The high and low sales prices of the Company's equity at the Philippine Stock Exchange for each quarter of the last two fiscal years and the first quarter of 2017 are set forth below.

Common Share Prices

		High	Low
2016	First Quarter	13.90	10.62
	Second Quarter	13.40	11.56
	Third Quarter	13.20	11.36
	Fourth Quarter	14.00	11.78
2017	First Quarter	13.58	11.26
	Second Quarter	15.20	11.40
	Third Quarter	16.70	14.20
	Fourth Quarter	16.48	13.86
2018	First Quarter	15.06	12.12

Preferred Share Prices

		High	Low
2016	First Quarter	0	0
	Second Quarter	0	0
	Third Quarter	0	0
	Fourth Quarter	0	0
2017	First Quarter	0	0
	Second Quarter	0	0
	Third Quarter	0	0
	Fourth Quarter	0	0
2018	First Quarter	0	0

Price information as of the latest practicable trading date: As of **March 26, 2018**:

	High	Low	Close	Volume
Common Shares	12.80	12.12	12.30	6,893,400
Preferred Shares	0.00	0.00	0.00	0.00

If the information called for by the aforementioned paragraph 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 market in the Philippines, indicate the amounts of common equity – **Not applicable**

2. Holders

As of **February 28, 2018** the Company had a total of 710 shareholders of which 697 were holders of a total of 13,277,470,000 common shares and 14 were holders of a total of 3,780 preferred shares. The following table sets forth the list of the Top 20 common shareholders of the Corporation as of February 28, 2018 indicating the number of shares held by each and the percentage to the total outstanding shares

	NAME	No. Of Shares	PERCENTAGE
1.	DACON CORPORATION	6,838,807,440	51.51%
2.	DFC HOLDINGS, INC.	2,380,442,010	17.93%
3.	PCD NOMINEE CORPORATION (FOREIGN)	2,091,541,252	15.75%
4.	PCD NOMINEE CORPORATION (FILIPINO)	1,517,592,383	11.43%
5.	DMCI RETIREMENT PLAN	99,900,000	0.75%
6.	BERIT HOLDINGS CORPORATION	99,791,687	0.75%
7.	FERNWOOD INVESTMENT, INC.	75,856,020	0.57%
8.	GUADALUPE HOLDINGS CORPORATION	54,588,045	0.41%
9.	DOUBLE SPRING INVESTMENTS CORPORATION	20,331,005	0.15%
10.	AUGUSTA HOLDINGS, INC.	19,039,670	0.14%
11.	DMCI RETIREMENT FUND	13,000,000	0.10%
12.	JOSEFA CONSUNJI REYES	5,650,000	0.04%
13.	MA. EDWINA/MIGUEL DAVID C. LAPERAL	2,750,000	0.02%
14.	YNTALCO REALTY DEVT. CORPORATION	2,500,000	0.02%
15.	BENIGNO DELA VEGA	2,050,000	0.01%
16.	WINDERMERE HOLDINGS, INC.	1,905,715	0.01%
17.	AO ZHENG	1,840,000	0.01%
18.	MAKATI SUPERMARKET CORP.	1,727,500	0.01%
19.	ENRIQUE G. FILAMOR	1,570,000	0.01%
20.	XIUFEN LI	1,464,000	0.01%
	TOTAL	13,231,704,627	99.66%

3. Dividends

Set forth below are cash dividends declared on each class of its common equity by the Company 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:

- (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 dividend of P1.20 per common share and a special cash dividend of P1.20 per common share to the shareholders of record of May 30, 2014.
- (15) On May 15, 2014, The Board approved the declaration of (1) **regular cash dividends** in the amount of P1.20 per common share or a total of P3,186,592,800.00; and (2) **special cash dividends** of P1.20 per common share or a total of P3,186,592,800.00, or a grand total of P6,373,185,600.00 out of the unrestricted retained earnings of the Corporation as of December 31, 2013, in favor of the common stockholders of record as of May 30, 2014, and payable on June 13, 2014.
- (16) 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 is due to be paid on June 10, 2015 with a total amount of P6,373 million.
- (17) On May 11, 2016, 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 27, 2016. This is due to be paid on June 10, 2016 with a total amount of P6,373 million.
- (18) On April 5, 2017, 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 April 21, 2017. This is due to be paid on May 5, 2017 with a total amount of P6,373 million.
- (19) On March 8, 2018, the BOD of the Parent Company has declared cash dividends amounting P0.28 regular dividends and P0.20 special cash dividends in favor of the stockholders of record as of March 23, 2018. This is due to be paid on April 6, 2018 with a total amount of P6,373 million.

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 or Exempt Securities Including Recent Issuance of Securities Constituting an Exempt Transaction - **NONE**

VII. DISCUSSION ON COMPLIANCE WITH LEADING PRACTICE ON CORPORATE GOVERNANCE

1. The Company has adopted the New Code of Corporate Governance and filed its New Manual on Corporate Governance on May 22, 2017.
2. The Independent Directors of the Company have submitted their Certificate of Qualifications as required by Securities and Exchange Commission in the promotion of meaningful compliance with Section 38 of the Securities Regulation Code (SRC);
3. The Corporation has adapted the following policies to adhere with the best practices of Corporate Governance – Alternative Dispute Resolution, Anti-Corruption and Bribery, Board Diversity, Climate Change Policy, Community Interaction, Compensation and Remuneration Policy, Conflict of Interest, Corporate Disclosures Policies and Procedures, Customer Welfare, Dividend Policy, Environmentally Friendly Value Chain, Enterprise Risk Management, Executive Succession, Health, Safety and General Welfare, Insider Trading, Nomination and Election, Related Party Transactions, Safeguarding Creditors Rights, Supplier and Contractor, and Whistle Blower Policy. Likewise, the Board developed its Charter in accordance with the Corporation Code, Manual on Corporate Governance and other applicable laws.
4. The Board also created the Corporate Governance Committee with functions of the nomination & election and the compensation & remuneration, to provide adequate support in fulfilling the Board's oversight function in relation to compliance and good governance best practices. The Board likewise established the Executive Committee (ExCom) composed of five members to be elected by the Board from among its members. The Presidents and Chief Executive Officers of the Corporation's subsidiaries may be appointed by the Board as ex-officio members of the Excom.
5. The Board reviewed the Corporation's Vision, Mission, Corporate Strategy and Corporate Values.
6. The Corporation has set up all committees set forth under the Manual of Corporate Governance to strictly adhere with the rules governing the Manual.
7. The Corporation has developed a corporate website (www.dmciholdings.com) wherein corporate information and updates, disclosures, and financial information are being uploaded for investors' and shareholders' information.

8. There are no major deviations from the adopted Manual on Corporate Governance

VIII. UPON THE WRITTEN REQUEST OF A STOCKHOLDER, THE CORPORATION WILL PROVIDE, WITHOUT CHARGE, A COPY OF THE CORPORATION'S ANNUAL REPORT IN SEC FORM 17-A DULY FILED WITH THE SECURITIES AND EXCHANGE COMMISSION. THE STOCKHOLDER MAY BE CHARGED A REASONABLE COST FOR PHOTOCOPYING THE EXHIBITS.



DMCI HOLDINGS
I N C O R P O R A T E D

3rd Floor
DACON Building
2281 Don Chino Roces Ave.
Makati City 1231, Philippines

Telephone
(632) 888 • 3000
Facsimile
(632) 816 • 7362
Website
www.dmciholdings.com

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR CONSOLIDATED FINANCIAL STATEMENTS

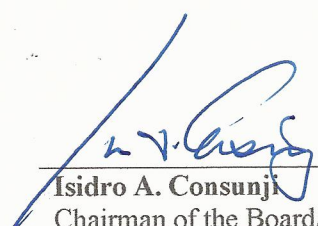
The management of **DMCI HOLDINGS, INC. AND SUBSIDIARIES** is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, for the years ended December 31, 2017 and 2016, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.


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

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

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

SyCip Gorres Velayo & Co., the independent auditor appointed by the stockholders, has audited the financial statements of the company in accordance with Philippine Standards on Auditing, and in its report to the stockholders or members, has expressed its opinion on the fairness of presentation upon completion of such audit.



Isidro A. Consunji
Chairman of the Board/
Chief Executive Officer

Herbert M. Consunji
Chief Financial Officer

Signed this March 08, 2018

COVER SHEET

for

AUDITED FINANCIAL STATEMENTS

SEC Registration Number

A	S	O	9	5	0	0	2	2	8	3
---	---	---	---	---	---	---	---	---	---	---

COMPANY NAME

D	M	C	I		H	O	L	D	I	N	G	S	,		I	N	C	.		A	N	D		S	U	B	S	I	D	
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	
1		D	O	N		C	H	I	N	O		R	O	C	E	S		A	V	E	N	U	E	,		M	A	K	A	
T	I		C	I	T	Y																								

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

www.dmciholdings.com

Company's Telephone Number

888-3000

Mobile Number

N/A

No. of Stockholders

701

Annual Meeting (Month / Day)

Third Tuesday of May

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

hmc@dmcinet.com

Telephone Number/s

888-3000

Mobile Number

N/A

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 AUDITOR'S REPORT

The Stockholders and the Board of Directors
DMCI Holdings, Inc.
3rd Floor, Dacon Building
2281 Don Chino Roces Avenue
Makati City

Opinion

We have audited the consolidated financial statements of DMCI Holdings, Inc. and its subsidiaries (the Group), which comprise the consolidated statements of financial position as at December 31, 2017, 2016 and January 1, 2016, and the consolidated statements of income, consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for each of the three years in the period ended December 31, 2017, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2017, 2016 and January 1, 2016, and its consolidated financial performance and its consolidated cash flows for each of the three years in the period ended December 31, 2017 in accordance with Philippine Financial Reporting Standards (PFRSs).

Basis for Opinion

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

Key Audit Matters

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



We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Revenue and Cost Recognition based on Percentage-of-Completion

The Group derives 41% and 51% of its revenues and costs respectively from construction contracts and real estate agreements which are material to the consolidated financial statements. Revenues and costs from construction contracts are determined using the percentage-of-completion measured principally on the basis of the actual cost incurred as of a reporting date over the estimated total cost of the project. Percentage-of-completion for real estate revenue and cost recognition is measured on the basis of physical proportion of work. This matter is important to our audit because the revenue and cost recognition process requires significant management estimation, particularly with respect to the projects' total cost, stage of completion, contract price variations and liquidating damages and requires the technical expertise of the Group's project engineers. Note 3 to the consolidated financial statements provide the relevant discussion regarding this matter.

Audit Response

We obtained an understanding of the Group's processes to accumulate actual costs incurred and to estimate the costs to complete, measurement of the physical proportion of work and tested the relevant controls. For construction contracts, we compared the contract price used in recognizing revenue to the original signed customer contracts and approved change orders; examined the signed supplemental agreements and purchase orders with the customers for additional costs incurred, such as those arising from unforeseen project delays and changes in plan; examined the approved total estimated completion costs, any revisions to the job order sheets, and the cost variance analysis against the supporting details and on a test basis, we examined the invoices and other supporting third party correspondence for the actual costs incurred. We also inspected the associated project documentation, such as the S-curve schedule and bill of quantities, and inquired about the significant deviations against plans. For real estate agreements, we traced the percentage-of-completion to the engineer's certified report and reviewed the supporting documents to the engineer's certified report. For both construction contracts and real estate agreements, we conducted ocular inspections on selected projects where we inquired of the status of the projects under construction with the Group's engineers. We considered the competence and objectivity of the Group's engineers with reference to their professional qualifications, experience and reporting responsibilities.

Recoverability of goodwill, property and equipment and mining properties

Under PFRS, the Group is required to annually test goodwill for impairment. In addition, if there are indicators of impairment, the Group tests the recoverability of property and equipment and mining properties. As of December 31, 2017, the Group has goodwill that is attributable to Zambales Diversified Metals Corporation (ZDMC) and Zambales Chromite Mining Company (ZCMC) amounting to ₱1,637 million, and property and equipment and mining properties amounting to ₱1,028 million, which are considered significant to the consolidated financial statements. ZCMC has applied for renewal of its Mineral Production Sharing Agreement (MPSA) before its term ended in 2016, while both ZDMC and



Berong Nickel Corporation received suspension orders in 2016 and Notice of Issuance of an Order in February 2017. The assessment of recoverability of goodwill, property and equipment and mining properties requires significant management judgment and is based on assumptions, such as estimated timing of resumption of operations, mine production, nickel prices, price inflation and discount rate. Relevant information on these matters are disclosed in Notes 3, 13 and 33 to the consolidated financial statements.

Audit Response

We obtained an understanding of the Group's impairment assessment process and the related controls. We performed tests of controls on the management processes and controls. We involved our internal specialist in evaluating the methodologies and the assumptions used, which include the estimated timing of resumption of operations, mine production, nickel prices, price inflation and discount rate. With respect to mineral production, we compared the forecasted mine production with the three-year work program submitted by the Group to the Mines and Geosciences Bureau and with the historical mine production output. We compared the nickel prices, price inflation and discount rate with externally published data. We also reviewed the Group's disclosures about those assumptions to which the outcome of the impairment test is most sensitive, specifically those that have the most significant effect on the determination of the recoverable amount of goodwill, property and equipment and mining properties. We discussed with management the status of renewal of the MPSA and also obtained management assessment, as supported by its internal legal counsel's opinion, of the potential impact of the suspension orders on the Group's mining operations, particularly the recoverability of the affected assets and any potential liabilities.

Estimation of Decommissioning and Site Rehabilitation Costs

The Group has recognized provision for decommissioning and site rehabilitation for the open pit mines of its coal mining activities totaling to ₱1,687 million as of December 31, 2017. This matter is important to our audit because the amount involved is material and the estimation of the provision requires the exercise of significant management judgment and estimation, including the use of assumptions, such as the costs of backfilling, reforestation, rehabilitation activities on marine and rainwater conservation and maintenance of the rehabilitated area, inflation rate, and discount rate. Relevant information on the provision for decommissioning and site rehabilitation costs are disclosed in Notes 3 and 20 to the consolidated financial statements.

Audit response

We obtained an understanding of management's processes and controls in the estimation of future decommissioning and site rehabilitation costs, which involved the Group's engineers. We performed tests of controls on the management processes and controls. We evaluated the competence, capabilities and objectivity of the engineers and reviewed the latest comprehensive mine rehabilitation plans prepared by the Group's Environmental Department Head. We obtained an understanding from the engineers about their bases for identifying and estimating the costs for various mine rehabilitation and closure activities, such as backfilling, reforestation and maintenance of the rehabilitated area. We compared the cost estimates to billings, invoices and official receipts. We also evaluated the discount and inflation rates used by comparing these to external data.



Estimation of Mineable Ore Reserves

The Group's coal mining properties totaling to ₱5,576 million as of December 31, 2017 are amortized using the units-of-production method. Under this method, management is required to estimate the volume of mineable ore reserves for the remaining life of the mine which is a key input to the amortization of the coal mining properties. This matter is significant to our audit because the estimation of the mineable ore reserves for the remaining life of the Group's Narra and Molave mines requires significant estimation from management's specialist. The related information on the estimation of mineable ore reserves and related coal mining properties are discussed in Notes 3 and 13 to the consolidated financial statements.

Audit response

We obtained an understanding of management's processes and controls in the estimation of mineable ore reserves. We performed tests of controls on the management processes and controls. We evaluated the competence, capabilities and objectivity of the external specialist engaged by the Group to perform an independent assessment of the ore reserves. We reviewed the specialist's report and obtained an understanding of the nature, scope and objectives of their work and basis of estimates including any changes in the reserves during the year. We also tested the application of the estimated ore reserves in the amortization of mining properties.

Investment in Associates

The Group's investment in Maynilad Water Holdings Company, Inc. (MWHCI) comprise 98% of its investments in associates, while the Group's equity in net earnings of MWHCI represents 11% of the Group's net income attributable to the parent company, which are material to the consolidated financial statements. Maynilad Water Services, Inc. (MWSI), which is the main source of MWHCI's net income, is affected by (a) the recognition and measurement of provisions related to ongoing regulatory proceedings and disputes and tax assessments, and (b) the amortization of service concession assets using the units-of-production method. These matters are significant to our audit because the estimation of the potential liability that might result from these proceedings, disputes and tax assessments, and since amortization of the service concession assets require significant management estimation, particularly in determining the total estimated volume of billable water over the remaining period of the concession agreement. Note 11 to the consolidated financial statements provide the relevant discussion regarding this matter.



Audit Response

Our audit procedures included, among other things, obtaining the relevant financial information from MWHCI for the purpose of determining the Group's equity in net earnings to be recorded in the consolidated financial statements. On the provisions, we involved our internal specialists in evaluating management's assessment on whether provisions on the contingencies should be recognized, and the estimation of such amount. We also discussed with management and obtained their assessment on the expected outcome and the status of the regulatory proceedings and disputes arbitration. In addition, we obtained correspondences from relevant government agencies and tax authorities, replies from third party legal counsels and relevant historical and recent judgment issued by the court on similar matters. On the amortization of concession assets using the units-of-production method, we obtained and reviewed the schedule of amortization of concession assets including the related assumptions. We reviewed the related assumptions about the estimated billable water volume.

Other Information

Management is responsible for the other information. The other information comprises the information included in the SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2017, but does not include the consolidated financial statements and our auditor's report thereon. The SEC Form 20-IS, SEC Form 17-A and Annual Report for the year ended December 31, 2017 are expected to be made available to us after the date of this auditor's report.

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

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

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

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

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

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



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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.



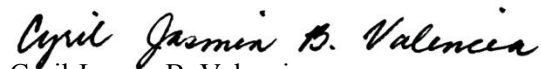
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

The engagement partner on the audit resulting in this independent auditor's report is Cyril Jasmin B. Valencia.

SYCIP GORRES VELAYO & CO.



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. 08-001998-74-2018,

February 26, 2018, valid until February 25, 2021

PTR No. 6621337, January 9, 2018, Makati City

March 8, 2018



INDEPENDENT AUDITOR'S 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, 2017, 2016, January 1, 2016 and for each of the three years in the period ended December 31, 2017, included in this Form 17-A, and have issued our report thereon dated March 8, 2018. 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.

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. 08-001998-74-2018,

February 26, 2018, valid until February 25, 2021

PTR No. 6621337, January 9, 2018, Makati City

March 8, 2018



DMCI HOLDINGS, INC. AND SUBSIDIARIES**CONSOLIDATED STATEMENTS OF FINANCIAL POSITION****(Amounts in Thousands)**

	December 31, 2017	December 31, 2016 (As restated - Note 2)	January 1, 2016 (As restated - Note 2)
ASSETS			
Current Assets			
Cash and cash equivalents (Notes 4 and 36)	₱25,323,774	₱18,738,106	₱19,150,603
Receivables - net (Notes 7, 21 and 36)	21,984,999	15,609,842	13,976,331
Costs and estimated earnings in excess of billings on uncompleted contracts (Note 8)	1,201,589	1,753,204	2,015,033
Inventories (Note 9)	34,698,636	33,374,563	32,158,201
Other current assets (Notes 5, 6, 10 and 36)	8,290,495	6,316,668	6,501,813
Total Current Assets	91,499,493	75,792,383	73,801,981
Noncurrent Assets			
Noncurrent receivables (Notes 7 and 36)	6,434,989	5,460,191	3,258,967
Investments in associates and joint ventures (Note 11)	13,460,601	12,761,044	11,457,732
Investment properties (Note 12)	194,241	209,141	288,542
Property, plant and equipment (Note 13)	55,701,022	55,751,702	49,440,223
Exploration and evaluation asset (Note 14)	225,535	224,645	3,238,442
Goodwill (Note 33)	1,637,430	1,637,430	1,637,430
Deferred tax assets - net (Note 29)	427,961	416,017	543,859
Pension assets - net (Note 23)	1,019,687	893,764	958,979
Other noncurrent assets (Notes 5, 14 and 36)	1,213,617	2,721,166	2,311,660
Total Noncurrent Assets	80,315,083	80,075,100	73,135,834
	₱171,814,576	₱155,867,483	₱146,937,815

LIABILITIES AND EQUITY**Current Liabilities**

Short-term debt (Notes 15 and 36)	₱1,071,101	₱2,621,109	₱3,707,354
Current portion of liabilities for purchased land (Notes 16 and 36)	24,356	906,622	2,201,291
Accounts and other payables (Notes 17, 21 and 36)	18,757,346	18,121,112	15,424,339
Billings in excess of costs and estimated earnings on uncompleted contracts (Note 8)	2,604,954	2,311,377	2,095,481
Customers' advances and deposits (Note 18)	7,918,434	5,505,546	4,184,585
Current portion of long-term debt (Notes 19 and 36)	4,626,407	3,193,487	11,291,955
Income tax payable	152,968	359,237	448,439
Total Current Liabilities	35,155,566	33,018,490	39,353,444

(Forward)



	December 31, 2017	December 31, 2016 (As restated - Note 2)	January 1, 2016 (As restated - Note 2)
Noncurrent Liabilities			
Long-term debt - net of current portion (Notes 19 and 36)	₱33,811,174	₱31,070,773	₱25,763,651
Liabilities for purchased land - net of current portion (Notes 16 and 36)	2,195,790	623,151	816,135
Deferred tax liabilities - net (Note 29)	4,444,307	4,441,267	3,586,396
Pension liabilities - net (Note 23)	315,561	217,470	142,200
Other noncurrent liabilities (Notes 20 and 36)	2,285,624	2,751,734	2,600,395
Total Noncurrent Liabilities	43,052,456	39,104,395	32,908,777
Total Liabilities	78,208,022	72,122,885	72,262,221
Equity			
Equity attributable to equity holders of the Parent Company:			
Paid-in capital (Note 22)	17,949,868	17,949,868	17,949,868
Retained earnings (Notes 2 and 22)	58,308,942	49,917,571	43,610,261
Premium on acquisition of non-controlling interests (Note 32)	(599,082)	(522,903)	(161,033)
Remeasurements on retirement plans - net of tax (Note 23)	708,374	621,851	699,491
Net accumulated unrealized gains on AFS financial assets (Note 6)	35,699	27,211	21,435
Other equity (Notes 11 and 34)	(41,391)	2,279	285,105
Total Equity	76,362,410	67,995,877	62,405,127
Non-controlling interests (Note 22)	17,244,144	15,748,721	12,270,467
Total Equity	93,606,554	83,744,598	74,675,594
	₱171,814,576	₱155,867,483	₱146,937,815

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		
	2017	2016 (As restated - Note 2)	2015 (As restated - Note 2)
REVENUE			
Coal mining	₱23,489,591	₱20,079,462	₱11,781,825
Electricity sales	23,166,558	18,807,365	15,067,372
Real estate sales	19,903,980	13,758,636	12,428,597
Construction contracts	13,066,376	13,816,649	13,247,380
Nickel mining	759,267	1,573,086	3,138,852
Merchandise sales and others	316,968	252,290	291,502
	80,702,740	68,287,488	55,955,528
COSTS OF SALES AND SERVICES (Note 24)			
Coal mining	11,910,436	11,013,500	6,318,151
Electricity sales	10,219,687	9,082,981	5,559,033
Real estate sales	12,367,038	8,086,776	6,651,341
Construction contracts	11,176,468	12,096,004	11,977,790
Nickel mining	322,946	527,325	916,460
Merchandise sales and others	236,106	175,362	228,762
	46,232,681	40,981,948	31,651,537
GROSS PROFIT	34,470,059	27,305,540	24,303,991
OPERATING EXPENSES (Note 25)	12,993,825	9,686,760	8,595,330
	21,476,234	17,618,780	15,708,661
OTHER INCOME (EXPENSES)			
Equity in net earnings of associates and joint ventures (Note 11)	1,694,046	1,926,337	2,376,424
Finance income (Notes 4, 7, 10 and 26)	450,847	446,325	467,506
Foreign exchange losses	(363,508)	(406,511)	(188,615)
Finance costs (Note 27)	(876,921)	(954,982)	(545,716)
Gain on sale of investments (Note 11)	—	131,498	562,727
Other income - net (Note 28)	1,796,574	1,751,539	1,002,033
	2,701,038	2,894,206	3,674,359
INCOME BEFORE INCOME TAX	24,177,272	20,512,986	19,383,020
PROVISION FOR INCOME TAX (Note 29)	3,261,802	2,489,902	3,261,442
NET INCOME (Note 35)	₱20,915,470	₱18,023,084	₱16,121,578
NET INCOME ATTRIBUTABLE TO:			
Equity holders of the Parent Company	₱14,764,557	₱12,680,496	₱12,033,428
Non-controlling interests	6,150,913	5,342,588	4,088,150
	₱20,915,470	₱18,023,084	₱16,121,578
Basic/diluted earnings per share attributable to equity holders of the Parent Company (Note 30)	₱1.11	₱0.96	₱0.91

See accompanying Notes to Consolidated Financial Statements.



DMCI HOLDINGS, INC. AND SUBSIDIARIES**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**

(Amounts in Thousands)

	Years Ended December 31		
	2017	2016 (As restated - Note 2)	2015 (As restated - Note 2)
NET INCOME	₱20,915,470	₱18,023,084	₱16,121,578
OTHER COMPREHENSIVE INCOME			
Items to be reclassified subsequently to profit or loss			
Changes in fair values of AFS financial assets (Note 6)	8,488	5,730	8,600
Cumulative translation adjustment (Note 34)	—	—	24,853
	8,488	5,730	33,453
Items not to be reclassified to profit or loss in subsequent periods			
Remeasurement gains (losses) on pension plans - net of tax (Note 23)	60,088	(75,129)	(186,424)
Share in other comprehensive income (loss) of associates (Note 11)	(43,670)	2,279	—
	16,418	(72,850)	(186,424)
OTHER COMPREHENSIVE INCOME (LOSS)	24,906	(67,120)	(152,971)
TOTAL COMPREHENSIVE INCOME	₱20,940,376	₱17,955,964	₱15,968,607
TOTAL COMPREHENSIVE INCOME			
ATTRIBUTABLE TO:			
Equity holders of the Parent Company	₱14,815,898	₱12,610,911	₱11,888,376
Non-controlling interests	6,124,478	5,345,053	4,080,231
	₱20,940,376	₱17,955,964	₱15,968,607

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 (Notes 2 and 22)	Premium on Acquisition of Non-controlling Interest (Note 32)	Remeasurements on Pension Plans (Note 23)	Net Accumulated Unrealized Gain on Available-for-Sale Financial Assets (Note 6)	Other Equity (Notes 11 and 34)	Total	Non-controlling Interests (Note 22)	Total Equity
For the Year Ended December 31, 2017											
Balances as of January 1, 2017, as previously reported	₱13,277,474	₱4,672,394	₱17,949,868	₱49,521,603	(₱522,903)	₱621,851	₱27,211	₱2,279	₱67,599,909	₱15,748,721	₱83,348,630
Effect of change in accounting policy (Note 2)	—	—	—	395,968	—	—	—	—	395,968	—	395,968
Balances as of January 1, 2017, as restated	13,277,474	4,672,394	17,949,868	49,917,571	(522,903)	621,851	27,211	2,279	67,995,877	15,748,721	83,744,598
Comprehensive income											
Net income	—	—	—	14,764,557	—	—	—	—	14,764,557	6,150,913	20,915,470
Other comprehensive income (loss)	—	—	—	—	—	86,523	8,488	(43,670)	51,341	(26,435)	24,906
Total comprehensive income	—	—	—	14,764,557	—	86,523	8,488	(43,670)	14,815,898	6,124,478	20,940,376
Acquisition of noncontrolling interest	—	—	—	—	(76,179)	—	—	—	(76,179)	(24,193)	(100,372)
Cash dividends declared (Note 22)	—	—	—	(6,373,186)	—	—	—	—	(6,373,186)	(4,604,862)	(10,978,048)
Balances at December 31, 2017	₱13,277,474	₱4,672,394	₱17,949,868	₱58,308,942	(₱599,082)	₱708,374	₱35,699	(₱41,391)	₱76,362,410	₱17,244,144	₱93,606,554
For the Year Ended December 31, 2016											
Balances as of January 1, 2016, as previously reported	₱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
Effect of change in accounting policy (Note 2)	—	—	—	(99,586)	—	—	—	—	(99,586)	—	(99,586)
Balances as of January 1, 2016, as restated	13,277,474	4,672,394	17,949,868	43,610,261	(161,033)	699,491	21,435	285,105	62,405,127	12,270,467	74,675,594
Comprehensive income											
Net income, as previously reported	—	—	—	12,184,942	—	—	—	—	12,184,942	5,342,588	17,527,530
Effect of change in accounting policy (Note 2)				495,554					495,554	—	495,554
Net income, as restated				12,680,496					12,680,496	5,342,588	18,023,084
Other comprehensive income (loss)	—	—	—	—	—	(77,640)	5,776	2,279	(69,585)	2,465	(67,120)
Total comprehensive income, as restated	—	—	—	12,680,496	—	(77,640)	5,776	2,279	12,610,911	5,345,053	17,955,964
Disposal of subsidiaries (Note 33)	—	—	—	—	—	—	—	(285,105)	(285,105)	—	(285,105)
Acquisition of noncontrolling interest	—	—	—	—	(361,870)	—	—	—	(361,870)	(25,677)	(387,547)
Cash dividends declared (Note 22)	—	—	—	(6,373,186)	—	—	—	—	(6,373,186)	(1,841,122)	(8,214,308)
Balances at December 31, 2016, as restated	₱13,277,474	₱4,672,394	₱17,949,868	₱49,917,571	(₱522,903)	₱621,851	₱27,211	₱2,279	₱67,995,877	₱15,748,721	₱83,744,598



	Capital Stock (Note 22)	Additional Paid-in Capital (Note 22)	Total Paid-in Capital (Note 22)	Unappropriated Retained Earnings (Notes 2 and 22)	Premium on Acquisition of Non-controlling Interest (Note 32)	Remeasurements on Pension Plans (Note 23)	Net Accumulated Unrealized Gain on Available-for-Sale Financial Assets (Note 6)	Other Equity (Notes 11 and 34)	Total	Non-controlling Interests (Note 22)	Total Equity
For the Year Ended December 31, 2015											
Balances as of January 1, 2015, as previously reported	₱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
Effect of change in accounting policy (Note 2)	—	—	—	701,652	—	—	—	—	701,652	—	701,652
Balances as of January 1, 2015, as restated	13,277,474	4,672,394	17,949,868	37,950,019	(161,033)	877,774	13,057	260,252	56,889,937	10,404,173	67,294,110
Comprehensive income											
Net income, as previously reported	—	—	—	12,834,666	—	—	—	—	12,834,666	4,088,150	16,922,816
Effect of change in accounting policy (Note 2)	—	—	—	(801,238)	—	—	—	—	(801,238)	—	(801,238)
Net income, as restated				12,033,428	—	—			12,033,428	4,088,150	16,121,578
Other comprehensive income (loss)	—	—	—	—	—	(178,283)	8,378	24,853	(145,052)	(7,919)	(152,971)
Total comprehensive income, as restated	—	—	—	12,033,428	—	(178,283)	8,378	24,853	11,888,376	4,080,231	15,968,607
Cash dividends declared (Note 22)	—	—	—	(6,373,186)	—	—	—	—	(6,373,186)	(2,213,937)	(8,587,123)
Balances as of December 31, 2015, as restated	₱13,277,474	₱4,672,394	₱17,949,868	₱43,610,261	(₱161,033)	₱699,491	₱21,435	₱285,105	₱62,405,127	₱12,270,467	₱74,675,594



DMCI HOLDINGS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Amounts in Thousands)

	Years Ended December 31		
	2017	2016 (As restated - Note 2)	2015 (As restated - Note 2)
CASH FLOWS FROM OPERATING ACTIVITIES			
Income before income tax	₱24,177,272	₱20,512,986	₱19,383,020
Adjustments for:			
Depreciation, depletion and amortization (Notes 12, 13, 14, 24 and 25)	8,054,761	5,392,822	3,634,594
Finance costs (Note 27)	876,921	954,982	545,716
Loss on write-down of non-current assets (Notes 14 and 25)	156,069	—	—
Loss on write-down of property, plant and equipment (Notes 13 and 25)	27,828	14,316	16,088
Provisions for doubtful accounts, probable losses and loss on sale of assets (Note 25)	6,315	217,632	960,954
Net unrealized foreign exchange loss (gain)	(41,190)	(29,873)	214,450
Gain on sale of property, plant and equipment and investment properties - net (Notes 12, 13 and 28)	(144,934)	(390)	(90,922)
Unrealized market gain on financial assets at FVPL (Notes 5 and 28)	(219,668)	—	—
Net movement in net pension asset	(274,278)	(59,742)	(49,421)
Finance income (Note 26)	(450,847)	(446,325)	(467,506)
Equity in net earnings of associates and joint ventures (Note 11)	(1,694,046)	(1,926,337)	(2,376,424)
Gain on sale of undeveloped land (Notes 9 and 28)	—	(73,182)	—
Gain on sale of investments (Note 11)	—	(131,498)	(562,727)
Dividend income (Note 28)	—	(4,282)	(4,288)
Operating income before changes in working capital	30,474,203	24,421,109	21,203,534
Decrease (increase) in:			
Receivables	(7,352,743)	(4,061,287)	(114,304)
Inventories	17,545	(462,840)	(4,976,568)
Costs and estimated earnings in excess of billings on uncompleted contracts	551,615	261,829	52,484
Other current assets	(1,755,770)	258,261	2,022,477

(Forward)



Years Ended December 31			
	2017	2016 (As restated - Note 2)	2015 (As restated - Note 2)
Increase (decrease) in:			
Accounts and other payables	₱581,172	₱2,416,758	(₱1,653,823)
Billings in excess of costs and estimated earnings on uncompleted contracts	293,577	215,896	(458,333)
Liabilities for purchased land	690,373	(1,487,653)	838,241
Customers' advances and deposits	2,412,887	1,320,961	349,908
Cash generated from operations	25,912,859	22,883,034	17,263,616
Interest received	449,861	440,942	405,224
Income taxes paid	(3,148,539)	(1,694,289)	(2,723,212)
Interest paid and capitalized as cost of inventory (Notes 9 and 19)	(1,082,951)	(770,700)	(856,620)
Net cash provided by operating activities	22,131,230	20,858,987	14,089,008
CASH FLOWS FROM INVESTING ACTIVITIES			
Dividends received	793,472	568,723	562,710
Additions to:			
Property, plant and equipment (Notes 3 and 13)	(8,152,503)	(6,691,397)	(6,327,499)
Investments in associates and joint ventures (Note 11)	—	(58,500)	—
Available-for-sale financial assets (Note 6)	(2,950)	(3,500)	—
Exploration and evaluation asset (Note 14)	(890)	(1,933,949)	(718,652)
Investment properties (Note 12)	—	—	(77,869)
Proceeds from disposals of:			
Property, plant and equipment	151,645	3,348	166,341
Investments in associates and joint ventures (Note 11)	—	210,672	76,835
Undeveloped land (Note 9)	—	246,431	—
Investment properties (Note 12)	—	3,150	—
Interest paid and capitalized as cost of property, plant and equipment (Note 13)	(4,837)	(112,939)	(455,707)
Decrease (increase) in other noncurrent assets	1,437,052	(460,058)	303,758
Net cash used in investing activities	(5,779,011)	(8,228,019)	(6,470,083)

(Forward)



Years Ended December 31			
	2017	2016 (As restated - Note 2)	2015 (As restated - Note 2)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from availment of:			
Long-term debt	₱8,103,812	₱7,327,976	₱7,475,784
Short-term debt	1,583,992	9,160,557	8,313,038
Payments of:			
Long-term debt	(3,983,950)	(8,347,806)	(5,859,510)
Short-term debt	(3,134,000)	(11,814,390)	(6,632,891)
Dividends paid to equity holders of the Parent Company (Note 22)	(6,377,259)	(6,373,759)	(6,373,185)
Dividends paid to non-controlling interests (Note 22)	(4,604,862)	(1,841,122)	(2,213,937)
Interest	(740,382)	(934,276)	(589,982)
Acquisition of non-controlling interest	(101,856)	(387,547)	—
Increase (decrease) in other noncurrent liabilities	(508,017)	276,659	2,120,741
Net cash used in financing activities	(9,762,522)	(12,933,708)	(3,759,942)
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS			
	(4,029)	(109,757)	61,852
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	6,585,668	(412,497)	3,920,835
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	18,738,106	19,150,603	15,229,768
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 4)	₱25,323,774	₱18,738,106	₱19,150,603

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 with a corporate life of 50 years from and after the date of incorporation 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, 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 8, 2018.

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 financial assets at fair value through profit or loss (FVPL) and available-for-sale (AFS) financial assets 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.

The consolidated financial statements provide comparative information in respect of the previous periods. In addition, the Group presents an additional consolidated statement of financial position at the beginning of the earliest period presented when there is a retrospective application of an accounting policy, a retrospective restatement, or a reclassification of items in the consolidated financial statements. An additional consolidated statement of financial position as at January 1, 2016 is presented in these consolidated financial statements due to retrospective restatement caused by a change in the accounting policy on recognition of real estate sales and cost of sales from completed contract method to percentage-of-completion method. The Group changed its accounting policy in order to align its accounting policy with the industry practice and as preparation for the adoption of the new revenue standard.



The retrospective effects of the change in accounting policy are detailed below (amounts in thousands, except for earnings per share):

Consolidated Statements of Financial Position

	December 31, 2016	December 31, 2015	January 1, 2015
<i>Increase (decrease) in:</i>			
Assets			
Receivables - net (Note 7)	₱3,357,453	₱1,235,641	₱2,150,257
Inventories (Note 9)	(4,860,441)	(2,249,562)	(2,401,791)
Other current assets (Note 10)	(663,620)	(605,439)	(585,007)
Total Assets	(₱2,166,608)	(₱1,619,360)	(₱836,541)
Liabilities and Equity			
Accounts and other payables (Note 17)	42,310	30,592	2,563
Customers' advances and deposits (Note 18)	(2,774,586)	(1,507,686)	(1,841,464)
Deferred tax liabilities - net (Note 29)	169,700	(42,680)	300,708
Total liabilities	(2,562,576)	(1,519,774)	(1,538,193)
Retained earnings	395,968	(99,586)	701,652
Total Liabilities and Equity	(₱2,166,608)	(₱1,619,360)	(₱836,541)

Consolidated Statements of Comprehensive Income

	December 31, 2016	December 31, 2015
<i>Increase (decrease) in:</i>		
Real estate sales	₱3,388,712	(₱1,248,393)
Cost of real estate sales (Note 24)	2,610,880	(152,229)
Operating expenses (Note 25)	69,898	48,462
Income before income tax	707,934	(1,144,626)
Provision for income tax (Note 29)	212,380	(343,388)
Net income attributable to equity holders of the Parent Company	495,554	(801,238)
Other comprehensive income	—	—
Total comprehensive income attributable to equity holders of the Parent Company	₱495,554	(₱801,238)
Basic/Diluted Earnings per share	₱0.04	(₱0.06)

Consolidated Statements of Cash Flows

	December 31, 2016	December 31, 2015
<i>Increase (decrease) in:</i>		
Income before income tax	₱707,934	(₱1,144,626)
Operating income before changes in working capital	707,934	(1,144,626)
Cash generated from operations	(707,934)	1,144,626
Net cash provided by operating activities	₱—	₱—



Statement of Compliance

The consolidated financial statements of the Group have been prepared in compliance with Philippine Financial Reporting Standards (PFRSs).

Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Parent Company and its subsidiaries as of December 31, 2017, 2016, and January 1, 2016, and for each of the three years in the period ended December 31, 2017.

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.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the Parent Company and to the noncontrolling interests (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 related assets (including goodwill), liabilities, non-controlling interest and other components of equity, while any resultant gain or loss is recognized in profit or loss. Any investment retained is recognized at fair value.



The consolidated financial statements include the financial statements of the Parent Company and the following subsidiaries (which are all incorporated in the Philippines). The voting rights held by the Group in these subsidiaries are in proportion of their ownership interest.

	2017			2016		
	Direct	Indirect	Effective Interest	Direct	Indirect	Effective Interest
	(In percentage)					
General Construction:						
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
Manufacturing and others:						
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
Real Estate Development:						
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. ²	—	51.00	51.00	—	51.00	51.00
Marketing Arm:						
DMCI Homes, Inc. (DMCI Homes) ²	—	100.00	100.00	—	100.00	100.00
Coal Mining						
Semirara Mining and Power Corporation (SMPC)	56.54	—	56.54	56.51	—	56.51
On-Grid Power						
Sem-Calaca Power Corporation (SCPC) ³	—	56.54	56.54	—	56.51	56.51
Southwest Luzon Power Generation Corporation (SLPGC) ³	—	56.54	56.54	—	56.51	56.51
Sem-Calaca RES Corporation (SCRC) ^{3*}	—	56.54	56.54	—	56.51	56.51
SEM-Cal Industrial Park Developers, Inc. (SIPDI) ^{3*}	—	56.54	56.54	—	56.51	56.51
Semirara Energy Utilities, Inc. (SEUI) ^{3*}	—	56.54	56.54	—	56.51	56.51
Southeast Luzon Power Generation Corporation (SeLPGC) ^{3**}	—	56.54	56.54	—	56.51	56.51
Manufacturing						
Semirara Claystone, Inc. (SCI) ^{3*}	—	56.54	56.54	—	56.51	56.51
Off-Grid Power						
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
Nickel Mining:						
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 Resouces 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
Zambales Nickel Processing Corporation (ZNPC) ⁵	—	100.00	100.00	—	100.00	100.00
Zamnorth Holdings Corporation (ZHC) ⁵	—	100.00	100.00	—	100.00	100.00
ZDMC Holdings Corporation (ZDMCHC) ⁵	—	100.00	100.00	—	100.00	100.00

(Forward)



	2017			2016		
	Direct	Indirect	Effective Interest (In percentage)	Direct	Indirect	Effective Interest
<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, 2017 and 2016.

** Previously named SEM-Balayan Power Generation Corporation (SBPGC), was changed to Southeast Luzon Power Generation Corporation (SeLPGC) effective July 12, 2016.

*** DMCI Palawan was already liquidated as of December 31, 2017.

¹ DMCI's subsidiaries

² PDI's subsidiaries

³ SMPC's subsidiaries

⁴ DPC's subsidiaries

⁵ DMC's subsidiaries

Noncontrolling Interests

Noncontrolling interests represent the portion of profit or loss and net assets not owned, directly or indirectly, by the Group.

Noncontrolling interests are presented separately in the consolidated statement of income, consolidated statement of comprehensive income, and within equity in the consolidated statement of financial position, separately from parent shareholder's equity. Any losses applicable to the noncontrolling interests are allocated against the interests of the noncontrolling interest even if this results to the noncontrolling interest having a deficit balance. The acquisition of an additional ownership interest in a subsidiary without a change of control is accounted for as an equity transaction. Any excess or deficit of consideration paid over the carrying amount of the noncontrolling interest is recognized in equity of the parent in transactions where the noncontrolling interest are acquired or sold without loss of control.

The proportion of ownership interest held by noncontrolling interests on the consolidated subsidiaries are presented below. The voting rights held by the Group in these subsidiaries are in proportion of their ownership interest.

	2017	2016	2015
Beta Electric Corporation (Beta Electric)	46.05	46.05	46.05
Raco Haven Automation Philippines, Inc. (Raco)	49.86	49.86	49.86
Oriken Dynamix Company, Inc. (Oriken)	11.00	11.00	11.00
Zenith Mobility Solutions Services, Inc.	49.00	49.00	49.00
Semirara Mining and Power Corporation (SMPC)	43.46	43.49	43.68
Sem-Calaca Power Corporation (SCPC)	43.46	43.49	43.68
Southwest Luzon Power Generation Corporation (SLPGC)	43.46	43.49	43.68
Sem-Calaca RES Corporation (SCRC)	43.46	43.49	43.68
SEM-Cal Industrial Park Developers, Inc. (SIPDI)	43.46	43.49	43.68
Semirara Energy Utilities, Inc. (SEUI)	43.46	43.49	43.68
Southeast Luzon Power Generation Corporation (SeLPGC)	43.46	43.49	43.68
Semirara Claystone, Inc. (SCI)	43.46	43.49	43.68
Berong Nickel Corporation (BNC)	25.20	25.20	25.20
Ulugan Resources Holdings, Inc. (URHI)	70.00	70.00	70.00
Ulugan Nickel Corporation (UNC)	42.00	42.00	42.00
Nickeline Resources Holdings, Inc. (NRHI)	42.00	42.00	42.00
TMM Management, Inc. (TMM)	60.00	60.00	60.00
Wire Rope Corporation of the Philippines (Wire Rope)	38.30	38.30	38.30



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, 2017 and 2016, 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.

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 – property management
- e) DMCI-PDI Hotels, Inc. – hotel operator
- f) Zenith Mobility Solution Services, Inc. – mobility services provider of the Group.

As of December 31, 2017, HGC and DMCI Homes have ceased operations and are in the process of liquidation.

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 and 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.

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 started commercial operations on April 1, 2016.

Below are the other subsidiaries of SMPC, which are still under pre-operating stage as of December 31, 2017 and the nature of their principal activities:

- a) Sem-Calaca RES Corporation (SCRC) – retail electricity supplier
- b) Sem-Cal Industrial Park Developers Inc. (SIPDI) – economic zone developer
- c) Semirara Energy Utilities Inc. (SEUI) – electricity provider authorized to serve remote and unviable areas
- d) Southeast Luzon Power Generation Corporation (SeLPGC) – power generation
- e) Semirara Claystone Inc. (SCI) – manufacturing of commodities such as bricks, tiles and other merchandise produce from clay

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 48.44MW rated capacity in its power plant in Palawan, 29.45 MW modular diesel generation sets and 2x4.95 MW bunker-fired power plant in Palawan, 15.56MW rated capacity in Mindoro and 3.69MW rated capacity in Sultan Kudarat.

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. Total rated capacity as of December 31, 2017 is 31.85MW.

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. At a meeting of the



stockholders and Board of Directors held on July 27, 2016, the amendment of the By-Laws and Articles of Incorporation of DMCI Palawan to shorten its term to end on December 29, 2016 was duly adopted and approved. The net assets of DMCI Palawan as of December 29, 2016 amounted to ₱0.70 million and was already liquidated as of December 31, 2017.

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. Its operations is lodged under its two subsidiaries namely Berong Nickel Corporation and Zambales Diversified Metals Corporation.

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.

On February 8, 2017, BNC received an order from DENR maintaining the indefinite suspension order of its mining operations issued on June 2016 (see Note 38).

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.

On February 8, 2017, DENR issued an order cancelling the ZDMC's MPSA, based among others, on the suspension imposed on the ZDMC on July 7, 2016 (see Note 38).



Other nickel mining entities:

The following are nickel mining entities under DMCI Mining Corporation which are non-operational or under exploration phases as of the reporting date:

- a. Ulugan Resources Holdings, Inc. (URHI) – holding company
- b. Ulugan Nickel Corporation (UNC) – nickel mining
- c. Nickeline Resources Holdings, Inc. (NRHI) – holding company
- d. TMM Management, Inc. (TMM) – provider of management, investment and technical services
- e. Zambales Chromite Mining Company, Inc. (ZCMC) – nickel mining
- f. Fil-Asian Strategic Resources & Properties Corporation (FASRPC) – nickel mining
- g. Montague Resources Philippines Corporation (MRPC) – nickel mining
- h. Montemina Resources Corporation (MRC) – nickel mining
- i. Mt. Lanat Metals Corporation (MLMC) – nickel mining
- j. Fil-Euro Asia Nickel Corporation (FEANC) – nickel mining
- k. Heraan Holdings, Inc. (HHI) – holding company
- l. Zambales Nickel Processing Corporation (ZNPC) – nickel processing
- m. Zamnorth Holdings Corporation (ZHC) – holding company
- n. ZDMC Holdings Corporation (ZDMCHC) – holding company

Manufacturing

SemCem

Semirara Cement Corporation was registered with the Philippine Securities and Exchange Commission (SEC) on January 29, 1998. SemCem is primarily engaged in the manufacturing, marketing, distribution and trading of cement and related products. As of December 31, 2017, SemCem has not yet started commercial operations.

Wire Rope

Wire Rope was incorporated in the Philippines and registered with the Securities and Exchange Commission (SEC) on September 22, 1960 to produce, manufacture, fabricate, sell, distribute or otherwise deal in, wires, wire ropes and cables of all kinds and descriptions.

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, 2017.

- Amendments to PFRS 12, *Disclosure of Interests in Other Entities, Clarification of the Scope of the Standard* (Part of *Annual Improvements to PFRSs 2014 – 2016 Cycle*)

The amendments clarify that the disclosure requirements in PFRS 12, other than those relating to summarized financial information, apply to an entity's interest in a subsidiary, a joint venture or an associate (or a portion of its interest in a joint venture or an associate) that is classified (or included in a disposal group that is classified) as held for sale.

Adoption of these amendments did not have any impact on the Group's consolidated financial statements.

- Amendments to PAS 7, *Statement of Cash Flows, Disclosure Initiative*

The amendments require entities to provide disclosure of changes in their liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes (such as foreign exchange gains or losses).



The Group has provided the required information in Note 39 to the consolidated financial statements. As allowed under the transition provisions of the standard, the Group did not present comparative information for the years ended December 31, 2016 and January 1, 2016.

- *Amendments to PAS 12, Income Taxes, Recognition of Deferred Tax Assets for Unrealized Losses*

The amendments clarify that an entity needs to consider whether tax law restricts the sources of taxable profits against which it may make deductions upon the reversal of the deductible temporary difference related to unrealized losses. Furthermore, the amendments provide guidance on how an entity should determine future taxable profits and explain the circumstances in which taxable profit may include the recovery of some assets for more than their carrying amount.

The Group applied the amendments retrospectively. However, their application has no effect on the Group's financial position and performance as the Group has no deductible temporary differences or assets that are in the scope of the amendments.

Standards Issued But Not Yet Effective

Pronouncements issued but not yet effective are listed below. Unless otherwise indicated, the Group does not expect that the future adoption of the said pronouncements will have a significant impact on its consolidated financial statements. The Group intends to adopt the following pronouncements when they become effective.

Effective beginning on or after January 1, 2018

- *Amendments to PFRS 2, Share-based Payment, Classification and Measurement of Share-based Payment Transactions*

The amendments to PFRS 2 address three main areas: the effects of vesting conditions on the measurement of a cash-settled share-based payment transaction; the classification of a share-based payment transaction with net settlement features for withholding tax obligations; and the accounting where a modification to the terms and conditions of a share-based payment transaction changes its classification from cash settled to equity settled.

On adoption, entities are required to apply the amendments without restating prior periods, but retrospective application is permitted if elected for all three amendments and if other criteria are met. Early application of the amendments is permitted.

This is not applicable to the Group because it does not have share-based payment arrangements.

- *PFRS 9, Financial Instruments*

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. Retrospective application is required but providing comparative information is not compulsory. For hedge accounting, the requirements are generally applied prospectively, with some limited exceptions.

The Group plans to adopt the new standard on the mandatory effective date.



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 adoption is expected to impact the assessment of the Group's credit losses amount. The Group is currently assessing the impact of adopting this standard.

- PFRS 15, *Revenue from Contracts with Customers*
PFRS 15 establishes a new five-step model that will apply to revenue arising from contracts with customers. Under PFRS 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 principles in PFRS 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 PFRSs. Either a full retrospective application or a modified retrospective application is required for annual periods beginning on or after January 1, 2018. Early adoption is permitted. The Group plans to adopt the new standard on the required effective date using the modified retrospective method.

Based on its initial assessment, the requirements of PFRS 15 on the following may have significant impact on the Group's consolidated financial position, performance and disclosures:

- Measurement of transaction price for construction contracts particularly from variation orders
- Significant financing component in relation to advance payments received from customers or advance proportion of work performed for the customers of real estate and construction agreements
- Determination if existing documentation would meet the definition of contracts for real estate agreements
- Accounting for costs in obtaining the contract for real estate agreements
- Measurement of progress for real estate and construction contracts

The recognition and measurement requirements in PFRS 15 also apply to gains or losses on disposal of nonfinancial assets (such as items of property and equipment and intangible assets), when that disposal is not in the ordinary course of business.

- Amendments to PAS 28, *Measuring an Associate or Joint Venture at Fair Value* (Part of *Annual Improvements to PFRSs 2014 – 2016 Cycle*)
The amendments clarify that an entity that is a venture capital organization, or other qualifying entity, may elect, at initial recognition on an investment-by-investment basis, to measure its investments in associates and joint ventures at fair value through profit or loss. They also clarify that if an entity that is not itself an investment entity has an interest in an associate or joint venture that is an investment entity, the entity may, when applying the equity method, elect to retain the fair value measurement applied by that investment entity associate or joint venture to the investment entity associate's or joint venture's interests in subsidiaries. This election is made separately for each investment entity associate or joint venture, at the later of the date on which (a) the investment entity associate or joint venture is initially recognized; (b) the associate or joint venture becomes an investment entity; and (c) the investment entity associate or joint venture first becomes a parent. The amendments should be applied retrospectively, with earlier application permitted. The Group is currently assessing the impact of adopting this standard.



- Amendments to PAS 40, *Investment Property, Transfers of Investment Property*
The amendments clarify when an entity should transfer property, including property under construction or development into, or out of investment property. The amendments state that a change in use occurs when the property meets, or ceases to meet, the definition of investment property and there is evidence of the change in use. A mere change in management's intentions for the use of a property does not provide evidence of a change in use. The amendments should be applied prospectively to changes in use that occur on or after the beginning of the annual reporting period in which the entity first applies the amendments. Retrospective application is only permitted if this is possible without the use of hindsight.
- Philippine Interpretation IFRIC 22, *Foreign Currency Transactions and Advance Consideration*
The interpretation clarifies that, in determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which an entity initially recognizes the nonmonetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, then the entity must determine a date of the transactions for each payment or receipt of advance consideration. Entities may apply the amendments on a fully retrospective basis. Alternatively, an entity may apply the interpretation prospectively to all assets, expenses and income in its scope that are initially recognized on or after the beginning of the reporting period in which the entity first applies the interpretation or the beginning of a prior reporting period presented as comparative information in the financial statements of the reporting period in which the entity first applies the interpretation.

Effective beginning on or after January 1, 2019

- Amendments to PFRS 9, *Prepayment Features with Negative Compensation*
The amendments to PFRS 9 allow debt instruments with negative compensation prepayment features to be measured at amortized cost or fair value through other comprehensive income. An entity shall apply these amendments for annual reporting periods beginning on or after January 1, 2019. Earlier application is permitted.
- PFRS 16, *Leases*
PFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under PAS 17, *Leases*. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognize a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognize the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognize the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

Lessor accounting under PFRS 16 is substantially unchanged from today's accounting under PAS 17. Lessors will continue to classify all leases using the same classification principle as in PAS 17 and distinguish between two types of leases: operating and finance leases.



PFRS 16 also requires lessees and lessors to make more extensive disclosures than under PAS 17.

Early application is permitted, but not before an entity applies PFRS 15. A lessee can choose to apply the standard using either a full retrospective or a modified retrospective approach. The standard's transition provisions permit certain reliefs. The Group expects the standard to impact its operating lease arrangements for land, buildings and mining and construction equipments which will require recognition of right of use asset in the books and its related lease liability. The Group does not expect significant impact of the standards to its arrangements as a lessor.

- Amendments to PAS 28, *Long-term Interests in Associates and Joint Ventures*
The amendments to PAS 28 clarify that entities should account for long-term interests in an associate or joint venture to which the equity method is not applied using PFRS 9. An entity shall apply these amendments for annual reporting periods beginning on or after January 1, 2019. Earlier application is permitted.
- Philippine Interpretation IFRIC 23, *Uncertainty over Income Tax Treatments*
The interpretation addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of PAS 12 and does not apply to taxes or levies outside the scope of PAS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments.

The interpretation specifically addresses the following:

- Whether an entity considers uncertain tax treatments separately
- The assumptions an entity makes about the examination of tax treatments by taxation authorities
- How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates

An entity must determine whether to consider each uncertain tax treatment separately or together with one or more uncertain tax treatments. The approach that better predicts the resolution of uncertainty should be followed.

The Group is currently assessing the impact of adopting this interpretation.

Deferred effectivity

- Amendments to PFRS 10 and PAS 28, *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*
The amendments address the conflict between PFRS 10 and PAS 28 in dealing with the loss of control of a subsidiary that is sold or contributed to an associate or joint venture. The amendments clarify that a full gain or loss is recognized when a transfer to an associate or joint venture involves a business as defined in PFRS 3, Business Combinations. Any gain or loss resulting from the sale or contribution of assets that does not constitute a business, however, is recognized only to the extent of unrelated investors' interests in the associate or joint venture.

On January 13, 2016, the Financial Reporting Standards Council deferred the original effective date of January 1, 2016 of the said amendments until the International Accounting Standards Board (IASB) completes its broader review of the research project on equity accounting that may result in the simplification of accounting for such transactions and of other aspects of accounting for associates and joint ventures.



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. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments as defined by PAS 39. The Group has not designated any financial assets at FVPL as hedging instrument. 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.

Derivatives embedded in host contracts are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held for trading or designated at fair value through profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognized in the consolidated statement of income. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss category.

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 assets at FVPL pertain to investment in quoted equity securities and derivatives arising from contracts for differences entered with a third party as disclosed in Notes 5, 10 and 14 to consolidated financial statements and is included under 'Other current and noncurrent assets' in the consolidated statement of financial position. 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 and is included in ‘Other current assets’ in the consolidated statement of financial position.

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”, “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, 2017, 2016 and January 1, 2016, the Group's identified embedded derivatives consists of prepayment options for the loan agreements 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. NRV is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale for coal inventory. Cost is 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.

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 and Joint Ventures

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 equipment	2-13
Nickel mining 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.

Coal and nickel mining properties are amortized using the units-of-production method. Coal and nickel 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”), stripping costs (refer to accounting policy on “stripping costs”) 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.

Mineable Ore Reserves

Mineable ore reserves are estimates of the amount of coal and nickel that can be economically and legally extracted from the Group’s mining properties. The Group estimates its mineable ore reserves 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 mineable ore body. Changes in the reserve or resource estimates may impact the amortization of mine properties included as part of ‘Mining properties and equipment’ under ‘Property, plant and equipment’.



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 joint ventures and intangible assets.

Property, Plant and Equipment, Investment Properties and Intangible Assets

The Group assesses at each reporting date whether there is an indication that these assets 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 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 recoverable amount 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 current and noncurrent assets are carried at cost and 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, 2017 and 2016 amounted to ₱8,115.40 million and ₱4,836.59 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 significant revenue arrangements since it is the primary obligor in these 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 directly related production costs such as materials and supplies, fuel and lubricants, labor costs including outside services, depreciation and amortization, cost of decommissioning and site rehabilitation, and other related production overhead. These 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 proportion of 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 is 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). Revenue is recognized based on the actual excess generation delivered to the WESM.

Cost of electricity sales includes costs directly related to the production and sale of electricity such as cost of coal, coal handling expenses, bunker, lube, diesel, depreciation and other related production overhead costs. Cost of electricity sales are recognized at the time the related coal, bunker, lube and diesel inventories are consumed for the production of electricity. Cost of electricity sales 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

For real estate sales, the Group assesses whether it is probable that the economic benefits will flow to the Group when the sales prices are collectible. Collectability of the sales price is demonstrated by the buyer's commitment to pay, which in turn is supported by substantial initial payment (buyer's equity) and continuing investments that give the buyer a stake in the property sufficient that the risk of loss through default motivates the buyer to honor its obligation to the seller. Collectability is also assessed by considering factors such as the credit standing of the buyer, age and location of the property.

As discussed in Note 2, the Group changed its accounting policy on recognition of revenue and cost of sales from completed contract method to percentage-of-completion (POC) method. In accordance with Philippine Interpretations Committee, Q&A 2006-01, the percentage-of-completion method is used to recognize income from sales of projects where the Group has material obligations under the sales contract to complete the project after the property is sold, the equitable interest has been transferred to the buyer, construction is beyond preliminary stage (i.e., engineering, design work, construction contracts execution, site clearance and preparation, excavation and the building foundation are finished, and the costs incurred or to be incurred can be measured reliably). Under this method, revenue is recognized as the related obligations are fulfilled, measured principally on the basis of the estimated completion of a physical proportion of the contract work.

Any excess of collections over the recognized receivables are included in the "Customers' advances and deposits" account in the liabilities section of the consolidated statement of financial position.

When a sale of real estate does not meet the requirements for revenue recognition, the sale is accounted for under the deposit method. Under this method, revenue is not recognized, and the receivable from the buyer is not recorded. The real estate inventories continue to be reported on the consolidated statement of financial position as "Real estate held for sale and development" under "Inventories" account and the related liability as deposits under "Customers' advances and deposits".

Cost of real estate sales is recognized consistent with the revenue recognition method applied. Cost of subdivision land and condominium units sold before the completion of the development is determined on the basis of the acquisition cost of the land plus its full development costs, which include estimated costs for future development works, as determined by the Group's in-house technical engineers.



Forfeitures and cancellation of real estate contracts

Income from forfeited reservation and collections is recognized when the deposits from potential buyers are deemed nonrefundable due to prescription of the period for entering into a contracted sale. Such income 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.

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.

Income from commissioning

Income from commissioning pertains to the excess of proceeds from the sale of electricity produced during the testing and commissioning of the power plant over the actual cost incurred to perform the testing and commissioning.

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 when incurred.

Commission Expense

Commission paid to brokers for the services rendered on the sale of pre-completed real estate units are deferred when recovery is reasonably expected and are charged to expense in the period in which the related revenue is recognized. Commission expense is recorded under "Operating expense" account 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 ENK Plc. and its subsidiaries, which were sold 2016, is in United States Dollar. 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 ENK Plc. and its subsidiaries, the deferred cumulative amount previously recognized in OCI is recognized 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 equity holders of the Parent Company (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 equity holders of the Parent Company 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 closure of plants, dismantling and removing of structures, backfilling, reforestation, rehabilitation activities on marine and rainwater conservation and maintenance of rehabilitated area.



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 auditor's 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 accompanying consolidated financial statements in conformity with PFRS requires management to make judgments, estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. The judgments, estimates and assumptions used in the accompanying consolidated financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the consolidated financial statements. Actual results could differ from such estimates.

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 about the buyer's commitment to continue the sale which may be ascertained through the significance of the buyer's initial payments and the stage of completion of the project. The buyers' commitment is evaluated based on collections, credit standing and historical collection from buyers. 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. Management regularly evaluates the historical cancellations and back-outs if it would still support its current threshold of buyers' equity before allowing revenue recognition.



Exploration and evaluation expenditure

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. 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.

In 2016, the Group has assessed that it has completed all the activities necessary to commence commercial operations, including appropriate regulatory approvals, for the Narra and Molave minesites and has reclassified all the related exploration and evaluation asset to 'Property, plant and equipment' (see Notes 13 and 14).

Determination of components of ore bodies and allocation of measures for stripping cost allocation

The Group has identified that each of its two active mine pits, Narra and Molave, is a whole separate ore component and cannot be further subdivided into smaller components due to the nature of the coal seam orientation and mine plan.

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 (i.e., stripping ratio) is the most suitable production measure. The Group recognizes stripping activity asset by comparing the actual stripping ratio during the year for each component and the component's mine life stripping ratio.

Evaluation and Reassessment of Control

The Group refers to the guidance in PFRS 10, *Consolidated Financial Statements*, 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.



As of December 31, 2017 and 2016, the Group has ownership interests in the following entities (collectively called mining entities).

- a. Ulugan Resources Holdings, Inc. (URHI) - 30% direct interest
- b. Nickeline Resources Holdings, Inc. (NRHI) - 58% effective interest (40% direct interest and 18% indirect interest through URHI)
- c. Ulugan Nickel Corporation (UNC) - 58% effective interest (40% direct interest and 18% indirect interest through URHI)
- d. Berong Nickel Corporation (BNC) - 75% effective interest (40% direct interest and 35% indirect interest through NRHI and URHI)
- e. TMM Management, Inc. (TMM) - 40% direct interest

The remaining ownership of the above entities are owned by Atlas Consolidated Mining Corp. (Atlas), a third party.

As of December 31, 2017 and 2016, ownership interests in URHI and TMM represent 30% and 40%, respectively but were accounted for as subsidiaries because the Group has established that through Memorandum of Understanding (MOU) signed with Atlas that 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 decision making position in running the mining operations are occupied by the representatives of the Group.

On April 27, 2016, SMPC, a subsidiary, entered into a Joint Venture Agreement (JVA) with Meralco PowerGen Corporation (Mgen), a wholly owned subsidiary of Meralco. The joint arrangement was structured through a separate legal entity, SRPGC, an incorporated entity with the purpose of constructing, owning and operating a 2x350MW sub-critical boiler power plant project and marketing the power output of the power plant. SMPC accounted for the joint arrangement as a joint venture as SMPC and Mgen each holds a 50% ownership interest in SRPGC which clearly demonstrates joint control over SRPGC and the equal representation of SMPC and Mgen in SRPGC's BOD further signifies that there should be a unanimous consent between the two parties in order for significant activities to be undertaken by SRPGC.

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 ₱23,489.59 million, ₱20,079.46 million and ₱11,781.83 million in 2017, 2016 and 2015, respectively.



Estimating Mineable Ore Reserves

The Group uses the estimated minable ore reserve in the determination of the amount of amortization of mining properties using units-of-production method. The Group estimates its mineable ore reserves by using estimates provided by third party, and professionally qualified mining engineers and geologist (specialists). These estimates on the mineable ore reserves are determined based on the information obtained from activities such as drilling, core logging or geophysical logging, coal sampling, sample database encoding, coal seam correlation and geological modelling.

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 ₱14,431.03 million and ₱13,682.00 million in 2017 and 2016, 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 by in-house surveyors on a monthly basis with a confirmatory survey by third party surveyors 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, 2017 and 2016 amounted to ₱1,323.77 million and ₱1,821.98 million, respectively (see Note 9).

Estimating Decommissioning and Mine Site Rehabilitation

The Group is legally required to fulfill certain obligations under its Department of Environment and Natural Resources (DENR) issued Environmental Compliance Certificate when its activities have ended in the depleted mine pits. In addition, the Group assesses its mine rehabilitation provision annually. Significant estimates and assumptions are made in determining the provision for decommissioning, mine rehabilitation, and 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 (e.g., cost of backfilling, reforestation, rehabilitation activities on marine and rainwater conservation and maintenance of the rehabilitated area), technological changes, regulatory changes, cost increases, and changes in inflation rates and 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 carrying amount of the related assets and increase noncurrent liabilities. The provision at 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, 2017 and 2016, the provision for decommissioning and site rehabilitation for coal mining activities amounted to ₱1,686.54 million and ₱1,592.58 million, respectively (see Note 20). As at December 31, 2017 and 2016, provision for decommissioning and rehabilitation for the nickel mining activities amounted to ₱21.94 million and ₱25.87 million, respectively (see Note 20).

b. Construction

Revenue Recognition – Construction Contracts

The Group's construction revenue is based on the percentage-of-completion method measured principally on the basis of total actual cost incurred to date over the estimated total cost of the project. Actual cost incurred to date includes labor, materials and overhead which are billed and unbilled by contractors. The Group also updates the estimated total cost of the project based on



latest discussions with customers to include any revisions to the job order sheets and the cost variance analysis against the supporting details. The percentage-of-completion method is applied to the contract price after considering approved change orders.

When it is probable that total contract costs will exceed total contract revenue, the expected loss shall be recognized 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 regularly reviews 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 2017 and 2016. There is no assurance that the use of estimates may not result in material adjustments in future periods. Revenue from construction contracts amounted to ₱13,066.38 million, ₱13,816.65 million and ₱13,247.38 million in 2017, 2016 and 2015, respectively.

c. Real estate

Revenue Recognition – Real Estate Sales

The assessment process for the percentage-of completion and the estimated project development costs requires technical determination by management's specialists (project engineers) and involves significant management judgment. The Group applies percentage-of-completion method in determining real estate revenue and costs. The percentage-of-completion is measured principally on the basis of the estimated completion of a physical proportion of the contract work based on the inputs of the internal project engineers. The cost of sales is determined based on the estimated project development costs applied with the respective project's percentage-of-completion.

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, 2017 and 2016, the estimated provision for decommissioning and site rehabilitation amounted to ₱19.27 million and ₱13.71 million, respectively (see Note 20).

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 ₱29,886.82 million, ₱29,626.41 million and ₱29,308.02 million as of December 31, 2017, 2016 and January 1, 2016, respectively. Inventories carried at NRV amounted to ₱4,811.82 million, ₱3,748.16 million and ₱2,850.18 million as of December 31, 2017, 2016 and January 1, 2016, respectively (see Note 9).

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 collectability 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 ₱6.32 million, ₱192.20 million and ₱925.15 million in 2017, 2016 and 2015, respectively (see Notes 7 and 25). Receivables of the Group that were impaired and fully provided with allowance amounted to ₱1,656.58 million and ₱1,702.23 million as of December 31, 2017 and 2016, respectively (see Note 7).

Estimating Useful Lives of Property, Plant and Equipment (see 'Estimation of Movable Ore' for the Discussion of Amortization of Mining Properties)

The Group estimated the useful lives of its property, plant and equipment based on the period over which the assets are expected to be available for use. The estimated useful lives of property, plant and equipment 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 would increase depreciation expense and decrease noncurrent assets.

The Group incurred a loss from property, plant and equipment write-down due to the replacement of generation units and retirement of mining equipment amounting to ₱27.83 million, ₱14.32 million and ₱16.09 million in 2017, 2016 and 2015, respectively (see Notes 13 and 25).

In 2017, the BOD approved the rehabilitation of the Group's Units 1 and 2 coal-fired thermal power plant. This resulted to the scheduled replacement of the significant components of the power plant over the next three years which resulted to the accelerated recording of depreciation expense of ₱840.08 million during the year. The Group did not expect any salvage values for the parts to be replaced.

The carrying value of property, plant and equipment of the Group amounted to ₱55,701.02 million and ₱55,751.70 million as of December 31, 2017 and 2016, respectively (see Note 13).

Impairment Testing of Goodwill and Nickel Mining Segment Assets

The Group performed its annual impairment test of goodwill as of December 31, 2017. The goodwill of ₱1,637 million is attributable to the acquisition of ZDMC and ZCMC (see Note 33). In addition, due to the suspension of certain Mineral Production Sharing Agreement (MPSA) of the Group and to the probability of renewal of ZDMC's MPSA, the nickel mining segment assets were also subjected to impairment testing in 2017 (see Note 38).

The recoverable amount of the CGUs and nickel mining segment assets have 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, timing of production, nickel prices and inflation rate. The pre-tax discount rate applied to cash flow projections is 15.05%. As a result of this analysis, management concluded that the goodwill and nickel mining segment assets 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
- (e) Timing of resumption of operations

(a) Mine Production

Mine production projections are based on the three-year work program prepared and developed by the Group's mining engineers and geologists (specialist) 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 Shanghai Metals Market (SMM), which resulted to nickel prices ranging from US\$12.00 per Wet Metric Ton (WMT) to US\$78.00 per WMT for 2017 and 2016. 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 2.67% to 3.40% 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.

(e) Timing of Resumption of Operations

The mining operations of ZDMC and ZCMC are currently suspended. As discussed in Note 38, DENR issued an order cancelling the MPSA of ZDMC and an order of suspension to BNC due to alleged violation of certain mining laws, rules and regulations. Also, ZCMC applied for the renewal of its MPSA before its term ended in 2016.

The cashflows prepared by the Group considered various scenarios as to the timing of the resumption of their operations. Management assessed that the quality of the ore remain the same irrespective of the timing of extraction.

The sensitivity analysis below shows the reasonably 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 ranging from 36.77% to 42.05%.
- (b) Nickel prices: a decline in SMM ranging from 9.41% to 16.75%.
- (c) Price inflation: a general price index inflation increase for specific various cost and expenses exceeding the range of 3.25% to 8.60%.

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 ₱642.24 million and ₱611.05 million as of December 31, 2017 and 2016, respectively. The unrecognized deferred tax assets of the Group amounted to ₱1,473.83 million and ₱3,163.54 million as of December 31, 2017 and 2016, 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 net pension liabilities as at December 31, 2017 and 2016 amounted to ₱315.56 million and ₱217.47 million, respectively (see Note 23). Net pension assets amounted to ₱1,019.69 million and ₱893.76 million as of December 31, 2017 and 2016, 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.

Estimating recoverability of capitalized development costs

Initial capitalization of costs is based on management's judgment that technological and economic feasibility is confirmed. In determining the amounts to be capitalized, management makes assumptions regarding the expected future cash generation of the project, discount rates to be applied and the expected period of benefits.

As discussed in Note 14, the Group impaired its capitalized development cost for clay business amounting to ₱156.07 million in 2017 as management assessed that the feasibility of putting the clay production into commercial scale is not feasible. The impairment loss is recorded under 'Operating expenses' in the consolidated statements of comprehensive income.

Contingencies

The Group is currently involved in various legal proceedings and taxation matters. 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).



4. Cash and Cash Equivalents

This account consists of:

	2017	2016
Cash on hand and in banks	₱7,163,678	₱7,046,948
Cash equivalents	18,160,096	11,691,158
	₱25,323,774	₱18,738,106

Cash in banks earn 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 1.10% to 4.10% and 0.13% to 3.00% in 2017 and 2016, respectively.

Total finance income earned on cash in banks and cash equivalents amounted to ₱281.03 million, ₱229.04 million and ₱170.25 million in 2017, 2016 and 2015, respectively (see Note 26).

5. Financial Assets at FVPL

On February 2017, the Group entered into a five-year option agreement (until December 2021) with a retail electricity supplier (RES) with respect to their respective exposure to the Wholesale Electricity Spot Market (WESM) which does not constitute the supply of power by the Group to the RES. The option agreement stipulates the rights and obligations of the Group which includes the right to receive a fixed 'Exposure Guarantee Fee' and the obligation to pay a variable 'Exposure Adjustment' depending on the behavior of the electricity spot price in the WESM against the agreed 'Strike Price', adjusted by the various indices and rates, as determined on a monthly basis. The derivative is not designated as a hedging instrument against the Group's exposure in the WESM.

Significant inputs to the valuation includes WESM prices ranging from ₱2.67 to ₱3.58 per KWH, Philippine peso to US dollar foreign currency exchange rates ranging from ₱43.28 to ₱51.80, consumer price of 137.70 to 151.10 and coal price index of US\$48.80 to US\$103.44 based on a four-year historical data and discount rate of 4.92% based on PDST-R2 as of reporting date. The fair value of the derivative was determined using the market data approach, Monte Carlo simulation valuation which is categorized within level 3 of the fair value hierarchy.

As of December 31, 2017, the Group recognized derivative asset amounting to ₱219.67 million separately classified under 'Other current and noncurrent assets' (see Notes 10 and 14) and recorded realized and unrealized gain on financial asset at FVPL amounting to ₱36.60 million and ₱219.67 million, respectively, under "Other income" for the year ended December 31, 2017 (see Note 28).



6. Available-for-Sale Financial Assets

This account consists of:

	2017	2016
Quoted securities		
Cost at beginning of year	₱52,326	₱52,326
Additions	2,950	—
Cost at end of year	55,276	52,326
Cumulative unrealized gain recognized in equity	36,301	27,813
Balance at end of year	91,577	80,139
Unquoted securities – at cost		
Balance at beginning of year	113,327	110,702
Additions	—	3,500
Write-off	(1,242)	(875)
Balance at end of year	112,085	113,327
Less allowance for probable loss	108,211	108,211
	3,874	5,116
	₱95,451	₱85,255

Quoted securities

The quoted securities include investments in golf and yacht club shares. Movements in the unrealized gain follow:

	2017	2016
Balance at beginning of year	₱27,813	₱22,083
Changes in fair values of AFS financial assets	8,488	5,730
Balance at end of year	₱36,301	₱27,813

In 2017, the Group acquired shares of Sta. Elena Golf and Country Estate (Sta. Elena) amounting to ₱2.95 million.

Unquoted securities

This account consists mainly of investments in various shares of stock in management services and leisure and recreation entities which are accounted for at cost.

In 2016, the Group acquired additional shares of a leisure and recreation entity for a total price of ₱3.50 million. The Group has disposed and written off unquoted securities amounting to ₱1.24 million and ₱0.88 million in 2017 and 2016, respectively.

The aggregate cost of investments amounting to ₱108.21 million 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, 2017 and 2016.



7. Receivables

This account consists of:

	December 31, 2017	December 31, 2016 (As restated)	January 1, 2016 (As restated)
Trade:			
Real estate	₱15,370,770	₱9,723,411	₱8,138,189
Electricity sales	6,251,849	5,125,933	3,143,317
General construction (including retention receivables on uncompleted contracts of ₱2,265.09 million, ₱2,351.11 million and ₱1,563.01 million as of December 31, 2017 and 2016 and January 1, 2016, respectively)	5,122,670	4,204,199	4,872,791
Coal mining	2,091,869	2,357,217	1,318,380
Nickel mining	100,010	100,155	102,501
Merchandising and others	63,369	58,582	63,460
	29,000,537	21,569,497	17,638,638
Receivables from related parties (Note 21)	152,998	130,614	143,642
Other receivables	923,029	1,072,152	992,847
	30,076,564	22,772,263	18,775,127
Less allowance for doubtful accounts	1,656,576	1,702,230	1,539,829
	28,419,988	21,070,033	17,235,298
Less noncurrent receivables	6,434,989	5,460,191	3,258,967
	₱21,984,999	₱15,609,842	₱13,976,331

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 2017 and 2016, annual interest rates on installment contracts receivable range from 9.00% to 19.00%. Interest on real estate receivable amounted to ₱169.13 million, ₱205.92 million and ₱288.26 million in 2017, 2016 and 2015, respectively (see Note 26).

In 2015, the Group entered into various receivable purchase agreements with various local financial institutions whereby the Group sold its installment contracts receivable on a with recourse basis in the aggregate credit facility agreement totaling to ₱3,617.60 million.

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 ₱797.66 million, ₱1,310.90 million and ₱2,365.57 million as of December 31, 2017, 2016 and January 1, 2016, respectively. The installment contracts receivable on a with recourse basis are used as collaterals for the bank loans obtained. The non-current portion of trade receivable from real estate business is presented as part of ‘Non-current receivables’ in the consolidated statements of financial position. These portion of the receivables are expected to be collected beyond one year.



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.

General construction

General construction receivables principally consist of receivables arising from third-party construction projects. These receivables are based on progress billings provided to customers over the period of construction and 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.

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 a 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.

Other receivables also include claims from Power Sector Assets and Liabilities Management (PSALM) and National Power Corporation (NPC) for the recovery of amounts charged and withheld by PSALM for spot purchases of the Group in connection with NPC's over nomination of bilateral contracted capacity to a distribution utility company for the period January to June 2010. The claim was recognized by the Group as income after the Supreme Court has issued an Entry of Judgement in favor of the Group (see Notes 28 and 37).

Allowance for doubtful accounts

Receivables amounting to ₱1,656.58 million, ₱1,702.23 million and ₱1,539.83 million as of December 31, 2017, 2016 and January 1, 2016, respectively, were impaired and fully provided with allowance (see Note 37).

Movements in the allowance for impairment losses are as follows:

	2017					
	Trade Receivables					
	Real Estate	General Construction	Coal Mining	Nickel Mining	Electricity Sales	Total
At January 1	₱537	₱82,642	₱41,775	₱64,917	₱1,512,359	₱1,702,230
Provision (Note 25)	—	—	152	2,018	4,145	6,315
Reversal/write-off (Note 28)	—	(51,969)	—	—	—	(51,969)
At December 31	₱537	₱30,673	₱41,927	₱66,935	₱1,516,504	₱1,656,576



	2016					
	Trade Receivables					
	Real Estate	General Construction	Coal Mining	Nickel Mining	Electricity Sales	Total
At January 1	₱537	₱30,855	₱65,562	₱70,933	₱1,371,942	₱1,539,829
Provision (Note 25)	—	51,787	—	—	140,417	192,204
Reversal/write-off (Note 28)	—	—	(23,787)	(6,016)	—	(29,803)
At December 31	₱537	₱82,642	₱41,775	₱64,917	₱1,512,359	₱1,702,230

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:

	2017	2016
Total costs incurred	₱28,363,059	₱24,676,017
Add estimated earnings recognized	5,319,436	2,813,034
	33,682,495	27,489,051
Less total billings (including unliquidated advances from contract owners of ₱3,605.65 million in 2017 and ₱2,793.99 million in 2016)	35,085,860	28,047,224
	(₱1,403,365)	(₱558,173)

The foregoing balances are reflected in the consolidated statements of financial position under the following accounts:

	2017	2016
Costs and estimated earnings in excess of billings on uncompleted contracts	₱1,201,589	₱1,753,204
Billings in excess of costs and estimated earnings on uncompleted contracts	(2,604,954)	(2,311,377)
	(₱1,403,365)	(₱558,173)

9. Inventories

This account consists of:

	December 31, 2017	December 31, 2016 (As restated)	January 1, 2016 (As restated)
At Cost:			
Real estate held for sale and development	₱27,185,364	₱26,412,544	₱25,883,259
Coal inventory	1,323,765	1,821,981	1,647,625
Equipment parts, materials in transit and supplies	1,077,162	1,125,964	1,385,534
Nickel ore	300,527	265,918	391,604
	29,886,818	29,626,407	29,308,022
At NRV:			
Equipment parts, materials in transit and supplies	4,811,818	3,748,156	2,850,179
	₱34,698,636	₱33,374,563	₱32,158,201



Costs of equipment parts, materials in transit and supplies carried at NRV amounted to ₱4,881.13 million, ₱3,817.47 million and ₱2,920.48 million as of December 31, 2017, 2016 and January 1, 2016, respectively.

Real estate inventories recognized as cost of sales amounted to ₱12,117.87 million, ₱7,924.42 million and ₱6,521.27 million in 2017, 2016, and 2015, respectively (see Note 24). 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 2017 and 2016 amounted to ₱1,082.95 million and ₱770.70 million, respectively. The capitalization rates used to determine the amount of borrowing costs eligible for capitalization in 2017 and 2016 are 5.87% and 5.44%, 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:

	December 31, 2017	December 31, 2016 (As restated)	January 1, 2016 (As restated)
Balance at beginning of year	₱26,412,544	₱25,883,259	₱21,703,345
Construction/development cost incurred	8,603,981	7,229,609	6,680,486
Land acquired during the year	3,207,417	647,298	3,159,888
Borrowing costs capitalized	1,082,951	770,700	856,620
Cost of undeveloped land sold during the year	—	(173,248)	—
Recognized as cost of sales (Note 24)	(12,117,873)	(7,924,419)	(6,521,273)
Other adjustment/reclassifications	(3,656)	(20,655)	4,193
Balance at end of year	₱27,185,364	₱26,412,544	₱25,883,259

In 2016, the Group sold undeveloped land with a cost of ₱173.25 million for ₱246.43 million and recognized gain on sale of undeveloped land amounting to ₱73.18 million (see Note 28).

10. Other Current Assets

This account consists of:

	December 31, 2017	December 31, 2016 (As restated)	January 1, 2016 (As restated)
Advances to suppliers and contractors	₱3,968,421	₱2,321,593	₱2,089,921
Creditable taxes withheld	1,242,676	1,804,908	941,721
Input Value Added Tax (VAT) – net of allowance	1,590,671	713,870	1,735,135
Prepaid commission	511,468	417,225	365,187
Prepaid local taxes	261,826	275,079	207,748
Refundable deposits (Note 36)	239,119	259,756	291,902
Advances to officers and employees	98,316	234,153	212,445
Available-for-sale financial assets (Notes 6 and 36)	95,451	85,255	76,900

(Forward)



	December 31, 2017	December 31, 2016 (As restated)	January 1, 2016 (As restated)
Prepaid expenses	₱91,587	₱89,506	₱67,356
Financial asset at FVPL – current portion (Notes 5 and 36)	82,169	—	—
Investment in sinking fund (Note 19)	—	68,716	460,234
Others	108,791	46,607	53,264
	₱8,290,495	₱6,316,668	₱6,501,813

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.

Input VAT

Input VAT represents VAT imposed on the Group by its suppliers and contractors for the acquisition of goods and services required under Philippine taxation laws and regulations. Input VAT is applied against output VAT.

Prepaid commission

This account pertains to commission paid in advance for uncompleted real estate projects.

Prepaid local taxes

Prepaid taxes represent prepayment for taxes as well as local business and real estate taxes.

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 expenses

Prepaid expenses consist mainly of prepayments for rent and insurance.

Investment in sinking fund

In a special meeting of the BOD of SCPC held on March 9, 2010, the BOD authorized SCPC to establish, maintain, and operate trust and investment management accounts with Banco de Oro Unibank, Inc. (BDO) – Trust and Investment Group. The Omnibus Agreement (see Note 19) provided that the Security Trustee shall invest and reinvest the monies on deposit in Collateral Accounts. All investments made shall be in the name of the Security Trustee and for the benefit of the Collateral Accounts. BDO Unibank, Inc. – Trust and Investment Group made an investment in Sinking Fund amounting to nil, ₱68.72 million and ₱460.23 million as of December 31, 2017 and 2016 and January 1, 2016, respectively. Such security agreement was released in 2017 as discussed in Note 19.



Interest from sinking fund amounted to ₱0.69 million, ₱11.36 million and ₱8.99 million in 2017, 2016 and 2015, respectively (see Note 26).

Others

Others mainly include deposits for escrow funds which will be recovered within one (1) year.

11. Investments in Associates and Joint Ventures

The details of the Group's investments in associates and joint ventures follow:

	2017	2016
Acquisition cost		
Balance at beginning of year	₱489,368	₱446,138
Additions	—	52,385
Disposals	—	(9,155)
Balance at end of year	489,368	489,368
Accumulated impairment loss		
Balance at beginning and end of year	(₱7,828)	(₱7,828)
Accumulated equity in net earnings		
Balance at beginning of year	12,277,225	11,019,422
Equity in net earnings	1,694,046	1,926,337
Disposal	—	(70,019)
Dividends and others	(950,819)	(598,515)
Balance at end of year	13,020,452	12,277,225
Share in other comprehensive income (loss)	(41,391)	2,279
	₱13,460,601	₱12,761,044

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	
	2017	2016	2017	2016
Associates:				
Maynilad Water Holding Company, Inc. (MWHCI)	27.19%	27.19%	₱13,092,078	₱12,403,749
Subic Water and Sewerage Company, Inc. (Subic Water)	30.00	30.00	256,913	245,684
Bachy Soletanche Philippines Corporation (Bachy)	49.00	49.00	43,060	43,060
			13,392,051	12,692,493
Joint Ventures:				
DMCI-First Balfour Joint Venture (DMFB)	51.00%	51.00%	15,320	15,320
Beta-Micrologic JV Corporation	48.50	48.50	846	846
St. Raphael Power Generation Corporation (SRPGC)	50.00	50.00	52,384	52,385
			68,550	68,551
Total			₱13,460,601	₱12,761,044



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 2017 and 2016.

The following table summarizes the significant financial information of the associates and joint ventures that are material to the Group:

	2017	
	MWHCI	Subic Water
Statement of financial position		
Current assets	₱11,711,493	₱384,313
Noncurrent assets	93,030,619	1,441,426
Current liabilities	16,383,029	261,417
Noncurrent liabilities	35,136,744	290,260
Non-controlling interests	3,039,122	—
Equity attributable to parent company	50,183,217	1,274,062
Proportion of the Group's ownership	27.19%	30.00%
Equity in net assets of associates	13,644,817	382,219
Less unrealized gains and losses	552,739	125,306
Carrying amount of the investment	13,092,078	256,913
Statement of income		
Revenue	₱20,774,241	₱659,518
Costs and expenses	14,281,667	505,420
Net income	6,492,574	154,098
Net income attributable to NCI	465,591	—
Net income attributable to parent company	₱6,026,983	₱154,098
	2016	
	MWHCI	Subic Water
Statement of financial position		
Current assets	₱14,048,842	₱365,450
Noncurrent assets	84,205,598	1,273,280
Current liabilities	14,329,728	167,083
Noncurrent liabilities	33,899,394	315,316
Non-controlling interests	2,808,422	—
Equity attributable to parent company	47,216,896	1,156,331
Proportion of the Group's ownership	27.19%	30.00%
Equity in net assets of associates	12,838,274	346,899
Less unrealized gains and losses	434,525	101,215
Carrying amount of the investment	12,403,749	245,684
Statement of income		
Revenue	₱20,223,746	₱640,674
Costs and expenses	12,834,223	452,623
Net income	7,389,523	188,051
Net income attributable to NCI	528,533	—
Net income attributable to parent company	₱6,860,990	₱188,051

The Group's dividend income from MWHCI amounted to ₱758.47 million, ₱510.54 million, and ₱505.74 million in 2017, 2016 and 2015, respectively, while dividend income from Subic Water amounted to ₱35.00 million, ₱35.00 million and ₱40.00 million in 2017, 2016 and 2015, respectively.



Equity in net earnings from MWHCI amounted to ₱1,647.82 million, ₱1,865.50 million and ₱2,310.15 million in 2017, 2016 and 2015, respectively, while equity in net earnings from Subic Water amounted to ₱46.23 million, ₱60.83 million and ₱66.28 million in 2017, 2016 and 2015, respectively.

The carrying amount of the investment in MWHCI is reduced by unrealized gains and losses from transaction with a subsidiary of the Parent Company, relating to engineering and construction projects which are bidded out to various contractors and are awarded on an arms length basis. Equity in net earnings from MWHCI are adjusted for the realization of these unrealized gains and losses.

The aggregate carrying amount of the Group's individually immaterial investments in associates and joint ventures in 2017 and 2016 amounted to ₱111.61 million.

MWHCI

MWHCI is a company incorporated in the Philippines. The primary contribution in the consolidated net income of MWHCI is its 92.85% owned subsidiary, MWSI. MWSI is involved in the operations of privatized system of waterworks and sewerage services including the provision of allied and ancillary services. The Group's equity in net earnings of MWHCI represents its share in the consolidated net income attributable to MWHCI.

Rollforward of the cost of investment in MWHCI follows:

	2017	2016
Acquisition cost		
Balance at beginning and end of year	₱390,428	₱390,428
Accumulated equity in net earnings		
Balance at beginning of year	12,013,321	10,709,054
Equity in net earnings	1,647,818	1,865,503
Dividends received and other adjustments	(959,489)	(561,236)
Balance at end of year	12,701,650	12,013,321
	₱13,092,078	₱12,403,749

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).

On April 1, 2016, the PDI disposed its 915,580 shares of Subic Water with par value of ₱10 per share at ₱190.45 million, net of capital gains tax of ₱20.14 million. This resulted to decrease in Group's percentage of ownership in the associate from 40% to 30%. The related gain on sale amounting to ₱131.49 million is included under "Gain on sale of investments" in the "Other Income (Expenses)" account in the consolidated statements of income.

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, 2017 and 2016.

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.

On April 27, 2016, SMPC entered into a Joint Venture Agreement (JVA) with Meralco PowerGen Corporation (MGen), a wholly owned subsidiary of Meralco. MGen obtained 50% ownership interest on SRPGC through subscription of the remaining unissued capital stock of SRPGC. This resulted to SMPC's loss of control on SRPGC effective May 23, 2016. Management assessed that SRPGC is jointly controlled by SMPC and MGen and accounted for SRPGC as a joint venture. The loss from loss of control amounted to ₱6.12 million.

On April 28, 2016, SMPC paid the remaining ₱9.38 million of the previously subscribed 9.38 million shares of stock with a par value of ₱1.00 per share.

On May 27, 2016, SMPC paid a total of ₱46.00 million as additional investment.

As of December 31, 2017, SRPGC has not yet started commercial operations.

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.



On September 21, 2015, the sale of investments in PIDC was 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 presented in “Other Income (Expenses)” account under the line “Gain on sale of investments”.

12. Investment Properties

The movements in this account follow:

2017				
	Land	Buildings and Building Improvements	Condominium Units	Total
Cost				
Balances at beginning and end of year	₱21,649	₱209,498	₱44,347	₱275,494
Accumulated Depreciation and Amortization				
Balances at beginning of year	–	54,371	11,982	66,353
Depreciation and amortization (Note 24)	–	12,811	2,089	14,900
Balances at end of year	–	67,182	14,071	81,253
Net Book Value	₱21,649	₱142,316	₱30,276	₱194,241

2016				
	Land	Buildings and Building Improvements	Condominium Units	Total
Cost				
Balances at beginning of year	₱24,649	₱263,854	₱44,347	₱332,850
Disposals	(3,000)	–	–	(3,000)
Reclassifications	–	(54,356)	–	(54,356)
Balances at end of year	21,649	209,498	44,347	275,494
Accumulated Depreciation and Amortization				
Balances at beginning of year	–	34,351	9,957	44,308
Depreciation and amortization (Note 24)	–	20,020	2,025	22,045
Balances at end of year	–	54,371	11,982	66,353
Net Book Value	₱21,649	₱155,127	₱32,365	₱209,141

The aggregate fair values of the investment properties as of December 31, 2017 and 2016 amounted to ₱411.27 million and ₱470.73 million, respectively.

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 3.10% to 5.70%, 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') amounted to ₱110.01 million, ₱86.60 million and ₱72.26 million in 2017, 2016 and 2015, 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 ₱14.90 million, ₱22.15 million and ₱8.97 million in 2017, 2016 and 2015, respectively (see Note 24).

In 2016, the Group sold investment properties at a net gain included under the consolidated statements of income caption "Other income - net" amounting to ₱0.15 million (nil in 2017) (see Note 28).

There are no investment properties as of December 31, 2017 and 2016 that are pledged as security against liabilities.



13. Property, Plant and Equipment

The movements in this account follow:

	2017									
	Land and Land Improvements	Power Plant, Buildings and Building Improvements	Coal Mining Properties and Equipment	Nickel Mining Properties and Equipment	Construction Equipment, Machinery and Tools	Office Furniture, Fixtures and Equipment	Transportation Equipment	Leasehold Improvements	Construction in Progress	Total
Cost										
Balances at beginning of year	₱2,245,464	₱46,783,551	₱26,020,980	₱5,600,848	₱9,419,980	₱658,982	₱642,767	₱221,279	₱2,431,664	₱94,025,515
Additions	11,992	1,113,109	4,110,897	—	899,430	64,930	116,833	31,580	1,726,001	8,074,772
Transfers	—	1,307,943	45,849	—	13,771	—	—	—	(1,367,563)	—
Write-down and disposals	(6,070)	(3,549,401)	(3,607,042)	—	(1,133,152)	(88,553)	(144,913)	—	(2,200)	(8,531,331)
Adjustments (Note 20)	—	—	159,731	(4,044)	—	—	—	—	—	155,687
Balances at end of year	2,251,386	45,655,202	26,730,415	5,596,804	9,200,029	635,359	614,687	252,859	2,787,902	93,724,643
Accumulated Depreciation, Depletion and Amortization										
Balances at beginning of year	724,132	10,978,481	17,324,454	615,377	7,393,919	620,869	438,216	178,365	—	38,273,813
Depreciation, depletion and amortization (Notes 24 and 25)	85,183	3,478,628	3,553,199	10,202	940,434	66,741	66,865	45,348	—	8,246,600
Write-down and disposals	(1,934)	(3,521,198)	(3,607,042)	—	(1,133,152)	(88,553)	(144,913)	—	—	(8,496,792)
Balances at end of year	807,381	10,935,911	17,270,611	625,579	7,201,201	599,057	360,168	223,713	—	38,023,621
Net Book Value	₱1,444,005	₱34,719,291	₱9,459,804	₱4,971,225	₱1,998,828	₱36,302	₱254,519	₱29,146	₱2,787,902	₱55,701,022



	2016									
	Land and Land Improvements	Power Plant, Buildings and Building Improvements	Coal Mining Properties and Equipment	Nickel Mining Properties and Equipment	Construction Equipment, Machinery and Tools	Office Furniture, Fixtures and Equipment	Transportation Equipment	Leasehold Improvements	Construction in Progress	Total
Cost										
Balances at beginning of year	₱2,230,514	₱24,989,626	₱18,026,715	₱5,647,655	₱9,521,980	₱616,166	₱535,801	₱207,838	₱20,429,490	₱82,205,785
Additions	15,556	883,729	3,048,828	—	—	50,063	138,360	13,441	3,374,569	7,524,546
Transfers (Note 14)	—	21,292,624	4,967,882	(29,408)	(82,699)	—	—	—	(21,200,653)	4,947,746
Write-down, transfers and disposals	(606)	(382,428)	(13,675)	(16,139)	(19,301)	(6,194)	(31,394)	—	—	(469,737)
Adjustments (Note 20)	—	—	(8,770)	(1,260)	—	(1,053)	—	—	(171,742)	(182,825)
Balances at end of year	2,245,464	46,783,551	26,020,980	5,600,848	9,419,980	658,982	642,767	221,279	2,431,664	94,025,515
Accumulated Depreciation, Depletion and Amortization										
Balances at beginning of year	642,312	8,682,807	15,384,832	541,157	6,418,809	563,499	385,764	146,382	—	32,765,562
Depreciation, depletion and amortization (Notes 24 and 25)	82,426	2,678,081	1,950,123	76,044	994,386	64,615	86,014	31,983	—	5,963,672
Write-down, transfers and disposals	(606)	(382,407)	(10,501)	(1,824)	(19,276)	(7,245)	(33,562)	—	—	(455,421)
Balances at end of year	724,132	10,978,481	17,324,454	615,377	7,393,919	620,869	438,216	178,365	—	38,273,813
Net Book Value	₱1,521,332	₱35,805,070	₱8,696,526	₱4,985,471	₱2,026,061	₱38,113	₱204,551	₱42,914	₱2,431,664	₱55,751,702



In 2017, 2016 and 2015, the Group sold various equipment items at a net gain included under the consolidated statements of income caption “Other income” amounting to ₱144.93 million, ₱0.24 million and ₱86.16 million, respectively (see Note 28).

In 2017, 2016 and 2015, the Group incurred a loss on write-down of property, plant and equipment amounting to ₱27.83 million, ₱14.32 million and ₱16.09 million, respectively, due to the replacement of components of power plant and retirement of mining equipment (see Note 25).

The cost of fully depreciated assets that are still in use as of December 31, 2017 and 2016 amounted to ₱15,067.77 million and ₱13,532.38 million, respectively.

Construction in progress

There is a reclassification from construction in progress to power plant and building in the amount of ₱21,292.62 million for the completion of construction of 2x150MW coal-fired thermal power plant of SLPGC which started commercial operations on April 1, 2016, 1x15MW power plant of SMPC which started commercial operations in August 2016, the completion of rehabilitation of the Unit 2 power plant of SCPC last April 2016 and additional diesel generating sets purchased and installed in other areas of Palawan.

In 2017, there were reclassifications from construction in progress to power plant and building in the amount of ₱1,307.94 million for the ongoing regular rehabilitation of the Group’s coal - fired thermal power plant.

The capitalized borrowing cost included in the construction in progress account amounted to ₱112.94 million in 2016 with the average capitalization rate at 4.00%.

Coal and nickel mining properties

Coal mining properties include the expected cost of decommissioning and site rehabilitation of minesites and future clean-up of its power plants. The impact of annual re-estimation is shown in the rollforward as an adjustment (see Note 20). Mining properties also includes the stripping activity assets and exploration and evaluation assets for costs of materials and fuel used, cost of operating dump trucks, excavators and other equipment costs amount others. In 2016, the amount of ₱4,947.75 million was reclassified from exploration and evaluation assets to coal mining properties due to completion of development phase of Narra and Molave mines.

As of December 31, 2017 and 2016, coal mining properties included in “Coal Mining Properties and Equipment” amounted to ₱5,575.86 million and ₱5,183.44 million, respectively.

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 in 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.



As of December 31, 2017 and 2016, nickel mining properties included in “Nickel Mining Properties and Equipment” amounted to ₱5,509.88 million and ₱5,007.31 million, respectively.

As security for timely payment, discharge, observance and performance of the loan provisions, SCPC and SLPGC created, established, and constituted 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. On August 24, 2016, February 24, 2017 and April 12, 2017, Bank of Philippine Islands (BPI), Banco de Oro Unibank, Inc. (BDO) and Philippine National Bank (PNB), respectively, approved SCPC’s release of all security arrangements. The carrying values of these mortgaged assets (SLPGC in 2017, SLPGC and SCPC in 2016) amounted to ₱17,983.44 million and ₱33,131.66 million as of December 31, 2017 and 2016, respectively.

14. Exploration and Evaluation Asset and Other Noncurrent Assets

Exploration and evaluation assets are capitalized expenditures that are directly related to the exploration and evaluation of the area covered by the Group’s nickel and coal mining tenements. As of December 31, 2017 and 2016, exploration and evaluation asset amounted to ₱225.54 million and ₱224.65 million, respectively.

Nickel

Rollforward of exploration and evaluation asset related to nickel follows:

	2017	2016
Balance at beginning of year	₱224,645	₱222,977
Addition	890	1,668
Balance at end of year	₱225,535	₱224,645

These costs pertain to exploration activities on various nickel projects mainly in Candelaria and Sta. Cruz, Zambales and on the Moorsom, Dangla and Longpoint project in Palawan areas that were covered by related exploration permits granted to the nickel mining entities.

Coal

These costs are related to exploratory drilling and activities in Narra and Molave minesite which has started the development phases in 2013 and 2016, respectively. In 2016, the cumulative balance of exploration and evaluation asset for Narra and Molave amounted to ₱4,947.75 million. Both mines started commercial operations in the last quarter of 2016 which resulted to the reclassification of the cumulative amount of exploration and evaluation asset for coal mining to ‘Coal mining properties and Equipment’ which is included in ‘Property, plant and equipment’ (see Note 13).

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 consists of the following:

	2017	2016
Deferred input VAT	₱467,825	₱1,947,190
Claims for refunds and tax credits - net	188,455	183,975
Financial asset at FVPL - net of current portion (Notes 5 and 36)	137,499	—
Fund for future investment	95,474	95,474
Refundable deposits (Notes 10 and 36)	79,537	88,518
Software cost	77,598	73,893
Prepaid rent (Note 37)	71,788	77,658
Deposit for future investment	41,192	41,192
Security deposits (Note 36)	5,335	5,325
Capitalized development costs for clay business	—	156,069
Others	48,914	51,872
	₱1,213,617	₱2,721,166

Deferred input VAT

This pertains to the unamortized input VAT incurred from acquisition of capital assets mostly coming from the recently completed coal-fired power plant of SLPGC.

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. The balance as of December 31, 2017 and 2016 is presented net of allowance for impairment losses amounting to ₱15.29 million

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 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, 2017 and 2016, the Group has not yet complied with all the conditions set forth under the agreement.



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.

Software cost

Movements in software cost account follow:

	2017	2016
Cost		
Balance at beginning of year	₱320,550	₱278,529
Additions	55,632	42,021
Balance at end of year	376,182	320,550
Accumulated Amortization		
Balance at beginning of year	246,657	196,106
Amortization (Notes 24 and 25)	51,927	50,551
Balance at end of year	298,584	246,657
Net Book Value	₱77,598	₱73,893

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 ₱71.79 million and ₱76.66 million as of December 31, 2017 and 2016, respectively.

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 36). 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.

Capitalized development costs for clay business

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. Development activities are not yet completed as of December 31, 2017.

In 2017, the Group recognized impairment loss amounting to ₱156.07 million included under "Operating expenses" (see Note 25), due to the management's assessment that the inflow of future economic benefit from the asset is no longer probable given the current circumstances wherein the production activities are not yet in commercial capacity.



15. Short-term Debt

This account consists of the following:

	2017	2016
Acceptances and trust receipts payable	₱99,226	₱45,234
Bank loans	971,875	2,575,875
	₱1,071,101	₱2,621,109

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 2.90% to 5.00% and 2.40% to 2.55% in 2017 and 2016, 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.

During 2017 and 2016, the Group obtained unsecured bridge loans from local banks with total principal of ₱130.00 million and ₱743.00 million, respectively, subject to prevailing market rates. Loans obtained in 2017 and 2016 were used primarily for the construction of 3x1.23MW Diesel-Fired Power Plant in Tacurong City, Sultan Kudarat, 2x4.95MW Bunker-Fired Power Plant in Aborlan, Palawan, 2x23MW Gas Turbine Plant in Calaca, Batangas and working capital requirements. In 2017 and 2016, interest expense incurred from bank loans amounted to ₱29.34 million and ₱26.74 million, respectively. In 2017 and 2016, interest amounting to ₱4.84 million and ₱14.29 million, respectively, were capitalized as the loans were used for the construction of the power plants in the aforementioned locations. Capitalization rates are 2.90% to 3.50% and 2.50%, respectively.

As of December 31, 2017 and 2016, 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 ₱228.71 million, ₱421.41 million and ₱268.09 million in 2017, 2016 and 2015, respectively (see 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, 2017 and 2016 follow:

	2017	2016
Current	₱24,356	₱906,622
Noncurrent	2,195,790	623,151
	₱2,220,146	₱1,529,773

Liabilities for purchased land were recorded at fair value at initial recognition. 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 3.03% to 4.92% and 2.45% to 4.74% in 2017 and 2016, respectively based on applicable rates for similar types of liabilities.

Rollforward of unamortized discount are as follows:

	2017	2016
Balance at beginning of year	₱2,364	₱6,880
Accretion for the year (Note 27)	(1,551)	(4,516)
Balance at end of year	₱813	₱2,364

Accretion amounting to ₱1.55 million, ₱4.52 million and ₱3.50 million are recorded as finance costs in 2017, 2016 and 2015, respectively (see Note 27).

17. Accounts and Other Payables

This account consists of the following:

	December 31, 2017	December 31, 2016 (As restated)	January 1, 2016 (As restated)
Trade and other payables:			
Suppliers and subcontractors	₱10,016,382	₱7,415,170	₱9,813,359
Others	585,087	1,826,823	901,390
Accrued costs and expenses:			
Project costs	3,342,663	3,734,028	2,281,765
Payable to DOE and local government			
Units (LGU) (Note 31)	1,542,238	1,647,719	1,121,510
Withholding and others taxes	277,211	268,693	298,225
Salaries	263,135	224,293	156,774
Rental	86,079	11,084	210,851
Interest	34,223	158,232	162,753
Financial benefit payable	29,541	48,950	8,870
Various operating expenses	251,287	757,213	581,958
Output VAT payable	2,198,674	1,952,112	1,498,373
Refundable deposits	349,157	216,994	231,575
Payable to related parties (Note 21)	339,543	979,373	217,628
	19,315,220	19,240,684	17,485,031
Less noncurrent portion of trade and other payables (Note 20)	557,874	1,119,572	2,060,692
	₱18,757,346	₱18,121,112	₱15,424,339



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 noninterest-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.

Accrued project costs

Project costs represents accruals for direct materials, labor, overhead and subcontractor costs for work accomplished by the suppliers and subcontractors but were not yet billed.

Payable to DOE and LGU

Liability to DOE and LGU represents the share of DOE and LGU 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 (see 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.

Accrued operating expenses

Accrued operating expenses include accruals for contracted services, utilities, supplies, advertising, commission and other administrative expenses.

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.



18. Customers' Advances and Deposits

This account consists of:

	December 31, 2017	December 31, 2016 (As restated)	January 1, 2016 (As restated)
Real estate customers	₱7,869,698	₱5,480,262	₱4,170,284
Coal and nickel ore supply contracts	48,736	25,284	14,301
	₱7,918,434	₱5,505,546	₱4,184,585

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 yet met the revenue recognition conditions which includes: (a) related project is fully completed and (b) buyers' payment reaching the minimum required percentage of equity investment. When the conditions for revenue recognition are met for the related customer account, 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:

	2017	2016
Bank loans	₱38,437,581	₱34,264,260
Less current portion of bank loans	4,626,407	3,193,487
Noncurrent portion	₱33,811,174	₱31,070,773



Details of the bank loans follow (amounts in millions):

Loan Type	Date of Availment	Outstanding Balances		Maturity	Interest Rate	Payment Terms	Covenants/Collaterals
		2017	2016				
Local bank loans							
SMPC							
Peso loan 1	2016	₱1,837.50	₱2,100.00	Various quarterly maturities starting 2018 until 2021	Floating rate to be repriced every 3 months based on 3-months "PDST-R2" plus a spread of one percent (1%)	Interest payable every 3 months, principal to be paid on maturity date	Current Ratio not less than 1:1 and Debt-Equity Ratio not to exceed 2:1
Peso loan 2	2017	1,400.00	—	2020	Floating rate to be repriced every 3 months based on 3-months "PDST-R2" plus a spread of one percent (0.5%)	Interest payable every 3 months, principal to be paid on maturity date	Current Ratio not less than 1:1 and Debt-Equity Ratio not to exceed 2:1
Peso loan 3	2017	750.00	—	2020	Floating rate to be repriced every 3 months	Interest payable every 3 months, principal to be paid on maturity date	None
Dollar loan 1	2016	1,350.97	1,345.29	2019	Floating rate to be repriced every 3 months based on 3-months LIBOR plus a spread of 0.86%	Interest payable every 3 months, principal to be paid on maturity date	Current Ratio not less than 1:1 and Debt-Equity Ratio not to exceed 2:1
Dollar loan 2	2015	1,196.01	1,319.64	2018	Floating rate to be repriced every 3 months	Interest payable every 3 months, principal to be paid on maturity date	None
Dollar loan 3	2016	856.98	853.38	2019	Floating rate to be repriced every 3 months based on 3-months LIBOR plus a spread of 0.86%	Interest payable every 3 months, principal to be paid on maturity date	Debt Service Coverage Ratio not less than 1:1 and Debt-Equity Ratio not to exceed 2:1
SLPGC							
Mortgage payable	Various loan drawdowns from 2012 to 2015	7,647.96	9,343.56	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 Financial Covenants: Debt-Equity Ratio not exceeding 2:1
(Forward)							



Loan Type	Date of Availment	Outstanding Balances		Maturity	Interest Rate	Payment Terms	Covenants/Collaterals
		2017	2016				
<i>SCPC</i> Mortgage payable	2010	₱—	₱127.88	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 ₱14.93 billion as of December 31, 2016 (Note 13). As of December 31, 2017, BDO, BPI and PNB approved SCPC's release of all security arrangements.
Promissory Notes	2017	2,985.06	—	Various quarterly maturities starting 2021 until 2024	4.90% p.a.	The principal amount shall be payable in sixteen (16) equal consecutive quarterly installments commencing on the thirty-ninth month from the initial borrowing date. Final repayment date is seven (7) years after initial borrowing.	Financial Covenants: Debt-Equity Ratio not exceeding 2:1
<i>Wire Rope</i> Loans payable	Various	0.27	0.82	July 7, 2018	8.97% to 15.16%	Payable upon maturity of the loans.	Unsecured
Loans payable	Various	1.54	—	Various maturities from 2018 to 2020	8.97%	Payable upon maturity of the loans.	Unsecured
<i>Beta Electric</i> Loans payable	Various	2.66	3.99	Various monthly maturities starting 2010 to 2020	8.68%-10.25%	Payable in equal monthly installments starting April 2010 up to September 2020,	Transportation equipment with total carrying value of ₱3.44 million and ₱6.12 million as of December 31, 2017 and 2016, respectively, were pledged as collateral to secure Beta Electric's loans payable.
<i>BNC</i> Loans payable	2015	165.52	329.64	May 21, 2018	5.04% p.a.	50% to be paid 2 years from initial drawdown date and remaining 50% to be paid 3 yrs from initial drawdown date	Unsecured; 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	2014	—	499.24	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.	Unsecured; no covenant

(Forward)



Loan Type	Date of Availment	Outstanding Balances		Maturity	Interest Rate	Payment Terms	Covenants/Collaterals
		2017	2016				
<i>PDI</i>							
Fixed rate corporate notes	Various tranche from 2012 to 2017	₱18,676.61	₱16,298.69	Various maturities from 2016 to 2023	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%, PDST-R2 issued date for 5-year and 7-year treasury securities + 1.50%	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.	Unsecured; Financial Covenants: Debt-Equity Ratio not exceeding 3.2 times, for the ₱10 billion notes. Current ratio is at least 1.75 times.
Agreement to purchase receivables (with recourse)	Various	797.66	1,310.90	Various	5.09%-8.17% 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 ₱0.80 billion and ₱1.31 billion in 2017 and 2016, respectively (Note 7).
HomeSaver Bonds	2015 and 2017	768.84	731.23	Various maturities from 2018 to 2023	4.5%-5% p.a.	Trache A, C, D, and F are payable 3 years from the initial issue date; Tranche B, E and G is payable 5 years from the initial issue date.	Unsecured; Financial Covenants: Debt-Equity Ratio not exceeding 3.2 times. Current ratio is at least 1.75 times.
		38,437.58	34,264.26				
Less current portion		4,626.41	3,193.49				
Long-term debt, net of current portion		₱33,811.17	₱31,070.77				



SMPC

The remaining borrowing facility that can be drawn as of December 31, 2017 and 2016 amounts to ₱11,300.00 million and ₱7,900.00 million, respectively.

Interest expenses on long-term debt, net of capitalized interest, recognized under 'Finance cost' amounted to ₱196.72 million, ₱128.85 million and ₱44.09 million in 2017, 2016 and 2015, respectively.

The maturities of long-term debt at nominal values as of December 31, 2017 and 2016 follow:

	2017	2016
Due in:		
2018	₱1,852,257	₱1,319,641
2019	2,732,953	2,198,666
2020	2,675,000	2,100,000
2021	131,250	—
	₱7,391,460	₱5,618,307

All bank loans are clean and are compliant with loan covenants.

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 China Banking Corporation (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:

- 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.
- 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, 2017 and 2016, outstanding loan payable is ₱7.65 billion and ₱9.34 billion, respectively.



Rollforward of unamortized debt issuance cost follows:

	2017	2016
Balance at beginning of year	₱26,811	₱36,959
Amortization (Note 27)	(8,099)	(10,148)
Balance at end of year	₱18,712	₱26,811

In 2017, 2016 and 2015, SLPGC incurred interest expense on long-term debt (net of capitalized borrowing cost) amounting to ₱295.73 million, ₱272.38 million and nil, respectively (see Note 27).

In addition to the pledging of SLPGC shares, the mortgage payable by SLPGC provides, 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, 2017 and 2016.

A 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. In 2015, SLPGC has paid commitment fee amounting to ₱1.31 million and this was recognized under the “Finance costs” account in the consolidated statements of income (see Note 27).

The remaining borrowing facility that can be drawn as of December 31, 2017 and 2016 amounts to ₱1,100.00 million.

SCPC

On May 20, 2010, the Company entered into a ₱9,600.00 million Omnibus Loan Security Agreement (“the Omnibus Agreement”) with Banco de Oro Unibank, Inc. (BDO), Bank of Philippine Islands (BPI) and Philippine National Bank (PNB) as Lenders, SMPC as Pledgor, BDO Capital and Investment Corporation as Lead Arranger and Sole Bookrunner, BPI Capital Corporation and PNB Capital and Investment Corp. as Co-Arrangers, and BDO Unibank, Inc.-Trust and Investments Group as Security Trustee, Facility Agent, Registrar and Paying Agent. On May 30, 2017, SCPC has paid the last amortization of the Omnibus Agreement.

The Omnibus Agreement was entered into to finance the remaining balance of the purchase price of the Power Plant pursuant to the Asset Purchase Agreement (APA) and permanent working capital requirements of SCPC.

The loan was collateralized by all monies in the Collateral Accounts, supply receivables, proceeds of any asset and business continuity insurance obtained by the Company, 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 ₱14.93 billion as of December 31, 2016 (see Note 13). Further, 67% of issued and outstanding shares of SCPC owned by SMPC were also pledged on this loan. On August 24, 2016, February 24, 2017 and April 12, 2017, Bank of Philippine Islands (BPI), Banco de Oro Unibank, Inc. (BDO) and Philippine National Bank (PNB), respectively, approved SCPC’s release of all security arrangements.



Breakdown of the original Omnibus Agreement loan balances is as follows:

	Amount
BDO Unibank	₱6,000,000
BPI	2,000,000
PNB	1,600,000
	₱9,600,000

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 11:30a.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. Starting August 2015 amortization, interest is at floating rate per annum equivalent to three (3) months Philippine Dealing System Treasury Reference Rate PM (PDST-R2), plus a spread of 195 basis points.
- b. Repayment: The principal amount shall be payable in twenty-five (25) equal consecutive quarterly installments commencing on the twelfth month from the initial borrowing date. Final repayment date is seven (7) years after initial borrowing. The loan may be prepaid voluntarily provided the conditions in the Omnibus Agreement are satisfied. On February 29, 2016, the Company prepaid the long-term debt amounting to ₱1.60 billion.

On December 22, 2017, the SCPC entered into a ₱3,000.00 million interest bearing Promissory Note with BDO Unibank, Inc. Interest is payable every three months at a fixed annual interest rate of 4.9% per annum. The principal amount shall be payable in sixteen (16) equal consecutive quarterly installments commencing on the thirty-ninth month from the initial borrowing date. Final repayment date is seven (7) years after initial borrowing.

Rollforward of the deferred financing cost follows:

	2017	2016
Balance at beginning of year	₱120	₱6,241
Addition	15,000	—
Amortization (Note 27)	(184)	(6,121)
Balance at end of year	₱14,936	₱120

Amortization of deferred financing cost recognized under “Finance cost” account in the consolidated statements of income amounted to ₱0.18 million, ₱6.12 million and ₱10.95 million in 2017, 2016 and 2015, respectively (see Note 27).

In 2017, 2016 and 2015, SCPC incurred interest expense on long-term debt amounting to ₱1.53 million, ₱22.15 million and ₱124.49 million, respectively (see Note 27).

On February 29, 2016, SCPC prepaid the ₱1,600.88 million of the long-term portion of the debt.

As of December 31, 2017 and 2016, outstanding loan payable is ₱2,985.06 million and ₱127.88 million, respectively.



The remaining borrowing facility that can be drawn as of December 31, 2017 and 2016 amounts to 10,000.00 million and ₱6,200.00 million, respectively.

Loans payable

Wire Rope

Loans payable represents unsecured loans from local banks bearing annual interests of 8.97% and 8.97% to 15.16% in 2017 and 2016, respectively. Wire Rope availed of additional loans amounting to ₱1.54 million in 2017. It made payments to the loans amounting to ₱0.55 million and ₱0.67 million in 2017 and 2016, 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% per annum in 2017 and 2016, 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.

Interest expense on these long-term debt amounted to ₱0.32 million and ₱0.43 million in 2017 and 2016, respectively (see Note 27).

As of December 31, 2017 and 2016, the outstanding balance from loans amounted to ₱2.66 million and ₱3.99 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 ₱165.52 million and ₱329.64 million as at December 31, 2017 and 2016, respectively, 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. As of December 31, 2017 and 2016, BNC has complied with the debt covenants.

DMCI

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.

As of December 31, 2017 and 2016, outstanding loan payable amounts to nil and ₱499.24 million, respectively.



PDI

Fixed rate corporate notes

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.

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%

Tranches 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. Tranches 3 (Series H) and 4 (Series I) were issued in January 2016 in the aggregate principal amount of ₱2,500.00 million each. Tranches 5 (Series J) and 6 (Series K) were issued on February 2017 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 from Tranche 1 and 2 PDST-R2 Issue Date and ending 3 months after such Issue Date and every 3 months thereafter. The interest rate shall initially be the PDST-R2 rate for five-year (Tranche 1) and seven-year (Tranche 2) treasury securities on banking day immediately preceding an Issue Date plus the Margin (150 basis points) for each of the Tranche, gross any applicable withholding taxes. Interest is payable quarterly.

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 from PDST-F Issue Date ending 3 months after such Issue Date, and every 3 months thereafter. The interest rate shall initially be the PDST-F rate for seven-year treasury securities on banking day immediately preceding an Issue Date plus the Margin (125 basis points) for each of the Tranche, gross any applicable withholding taxes. Interest is payable quarterly.

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. As of December 31, 2016, Tranche 1 (Series A) and Tranche 2 (Series B) has been fully paid.

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 December 31, 2017 and 2016 amounted to ₱109.22 million and ₱116.31 million, respectively.



The rollforward analysis of unamortized debt issuance cost follows:

	2017	2016
Balance at beginning of year	₱116,305	₱117,405
Availments	23,025	25,000
Amortization of debt issue cost (Note 27)	(30,106)	(26,100)
Balance at end of year	₱109,224	₱116,305

In 2017 and 2016, interest expense incurred and capitalized interest related to long-term debt amounted to ₱1,149.90 million and ₱1,082.95 million and ₱1,032.98 million and ₱770.70 million, respectively. The average capitalization rates used are 5.87% and 5.44% of the average expenditures in 2017 and 2016, 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, 2017 and 2016, the Group is fully compliant with these requirements.

As of December 31, 2017 and 2016, 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 ₱797.66 million and ₱1,310.90 million as of December 31, 2017 and 2016, 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 (see Note 7). 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 5.09% to 8.17% in 2017 and 2016.

HomeSaver bonds

On November 16, 2015 (Initial Issue Date), 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 first issuance of bonds were offered through three investment options, namely, Tranche A, Tranche B and Tranche C. Details are as follows:

Tranche	Fixed interest rate	Maturity date	2017 (in millions)	2016 (in millions)
A	4.5%	Three (3) years from initial issue date	₱78.61	₱42.10
B	5.0%	Five (5) years from initial issue date	14.63	8.54
C	4.5%	Three (3) years from initial issue date	324.87	325.37



On March 21, 2016, PDI offered and issued the second bonds of up to ₱500.00 million to the public through four (4) investment options, namely, Tranche D, Tranche E, Tranche F, and Tranche G. Details are as follows:

Tranche	Fixed interest rate	Maturity date	2017 (in millions)	2016 (in millions)
D	4.75%	Three (3) years from initial issue date	₱43.91	₱18.48
E	5.25%	Five (5) years from initial issue date	22.65	9.29
F	4.75%	Three (3) years from initial issue date	155.81	157.83
G	5.25%	Five (5) years from initial issue date	128.36	169.62

As of December 31, 2017 and 2016, the aggregate HomeSaver Bonds issued amounted to ₱768.84 million and ₱731.23 million, respectively. The remaining unissued bonds amounted to ₱231.15 million and ₱268.77 million as of December 31, 2017 and 2016, respectively.

Management assessed that the Group has complied with all covenants required by the creditors of the above long-term debts.

20. Other Noncurrent Liabilities

The details of this account consist of:

	2017	2016
Provision for decommissioning and site rehabilitation (Note 13)	₱1,727,750	₱1,632,162
Noncurrent trade and other payables (Note 17)	557,874	1,119,572
	₱2,285,624	₱2,751,734

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. Noncurrent trade and other payable also includes cash received as advances from construction customers which are to be fulfilled by future construction services.

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 two minesites identified with coal deposits which are currently operational, namely Molave and Narra. Panian minesite has completed and closed its operations in September 2016. All minesites are 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 4.80% to 7.50% in 2017 and 3.86% to 8.77% in 2016. 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 sites. Segment breakdown of provision for provision for decommissioning and site rehabilitation follows:

	2017	2016
Coal	₱1,686,536	₱1,592,574
Nickel	21,948	25,875
On-grid power	19,266	13,713
	₱1,727,750	₱1,632,162

The rollforward analysis of the provision for decommissioning and site rehabilitation account follows:

	2017	2016
Balance at beginning of year	₱1,632,162	₱539,703
Additions (Note 24)	147,270	1,089,423
Effect of change in estimates (Note 13)	155,687	(10,030)
Actual usage	(293,107)	(12,868)
Accretion of interest (Note 27)	85,738	25,934
Balance at end of year	₱1,727,750	₱1,632,162

The addition of ₱1,089.42 million in 2016 pertains to a significant change in rehabilitation plan of Panian mine pit. The previous plan includes partial backfilling of open areas while portion will be converted into a lake. In 2016, the rehabilitation plan of Panian minepit was changed, such that the entire open pit will be covered with overburden from Narra and Molave mine pits. The addition of ₱147.27 million in 2017 pertains to a significant change in the timing of the rehabilitation plan of Panian mine pit. The previous plan to complete backfilling of Panian minepit for nine (9) years was accelerated into two (2) years, such that the entire open pit will be covered with overburden from Narra and Molave mine pits. The additional costs represent the incremental cost of moving the overburden from Narra and Molave pits, while the effect of change in estimate is due to the updating of discount rate and inflation rate (see Note 24).

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.



Transactions entered into by the Group with other related parties are at arm's length and have terms similar to the transactions entered into with third parties. These are settled in cash, unless otherwise specified. The 'Other related parties' are entities under common control. In the regular course of business, the Group's significant transactions with 'Other related parties' include the following:

2017			
	Reference	Due from (Due to)	Amount / Volume
Affiliates			
<i>Receivable from related parties</i> (Note 7)			
Construction contracts	(a)	₱42,972	₱2,105
Receivable from affiliates	(b)	58,976	5,078
Equipment rentals	(c)	16,214	—
Payroll processing	(d)	23,352	7,459
Sale of materials and reimbursement of shared and operating expenses	(e)	11,484	8,902
		₱152,998	
<i>Payable to related parties</i> (Note 17)			
Payable to affiliates	(f)	(₱20,729)	₱32
Mine exploration, coal handling and hauling services	(g)	(209,739)	64,800
Labor charges	(o)	(1,500)	—
Equipment rental expenses	(h)	(2,325)	—
Other general and administrative expense	(i)	(847)	—
Office and parking rental	(k)	(74,975)	64,983
Arrastre and cargo services	(l)	(1,723)	6
Nickel delivery	(n)	(₱3,140)	₱—
Construction contracts	(a)	(24,563)	—
Purchases of office supplies and refreshments	(m)	(2)	—
		(₱339,543)	
2016			
	Reference	Due from (Due to)	Amount / Volume
Affiliates			
<i>Receivable from related parties</i> (Note 7)			
Construction contracts	(a)	₱40,867	₱11,072
Receivable from affiliates	(b)	53,898	—
Equipment rentals	(c)	17,374	17,374
Payroll processing	(d)	15,893	539
Sale of materials and reimbursement of shared and operating expenses	(e)	2,582	2,582
		₱130,614	
<i>Payable to related parties</i> (Note 17)			
Payable to affiliates	(f)	(₱26,003)	₱6,905
Mine exploration, coal handling and hauling services	(g)	(847,609)	2,034,138
Labor charges	(o)	(42,331)	—
Equipment rental expenses	(h)	(32,479)	10,277
Other general and administrative expense	(i)	(12,895)	6,005
Aviation services	(j)	(12,725)	—
Office and parking rental	(k)	(2,477)	8,486
Arrastre and cargo services	(l)	(1,666)	1,906
Nickel delivery	(n)	(844)	844
Construction contracts	(a)	(342)	876
Purchases of office supplies and refreshments	(m)	(2)	—
		(₱979,373)	

- (a) The Group provides services to its other affiliates in relation to its construction projects. Outstanding receivables lodged in "Receivables from related parties" amounted to ₱42.97 million and ₱40.87 million as of December 31, 2017 and 2016, respectively.



In addition, receivables/payables of the Group from its affiliate amounting to ₱24.56 million and ₱0.34 million is lodged in “Costs and estimated earnings in excess of billings on uncompleted contracts” or “Billings in excess of costs and estimated earnings on uncompleted contracts” in 2017 and 2016, respectively.

- (b) The Group has outstanding receivable from its affiliates amounting to ₱58.98 million and ₱53.90 million as of December 31, 2017 and 2016, respectively. This mainly pertains to the sale of investment in 2014 which remain uncollected to date.
- (c) The Group rents out its equipment to its affiliates for their construction projects. Outstanding receivables from equipment rentals amounted to ₱16.21 million and ₱17.37 million as of December 31, 2017 and 2016, respectively.
- (d) 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 ₱23.35 million and ₱15.89 million as of December 31, 2017 and 2016, respectively.
- (e) 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 ₱11.48 million and ₱2.58 million as of December 31, 2017 and 2016, respectively.
- (f) The Group has outstanding payable to affiliates amounting to ₱20.73 million and ₱26.00 million as at December 31, 2017 and 2016, respectively. This mainly pertains to receivables collected by the Group in behalf of the affiliates.
- (g) 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 ₱209.74 million and ₱847.61 million as of December 31, 2017 and 2016, respectively.

- (h) 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 ₱2.32 million and ₱32.48 million as of December 31, 2017 and 2016, respectively.
- (i) 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 “Miscellaneous” of “Operating expenses”. Outstanding payable of the Group recorded under “Payable to related parties” amounted to ₱0.85 million and ₱12.90 million as of December 31, 2017 and 2016, respectively.
- (j) 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 nil and ₱12.73 million as of December 31 2017 and 2016.



- (k) An affiliate had transactions with the Group for space rental 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 ₱74.98 million and ₱2.48 million as at December 31, 2017 and 2016, respectively.
- (l) In 2017 and 2016, an affiliate had transactions with the Group for shipsiding services. The outstanding balance to the affiliate amounting to ₱1.72 million and ₱1.67 million is lodged under "Payable to related parties" in the consolidated statements of financial position as of December 31, 2017 and 2016, respectively.
- (m) In 2017 and 2016, the Group engaged its affiliates to supply various raw materials, office supplies and refreshments. The outstanding balance to its affiliates is lodged in the "Payable to related parties" as of December 31, 2017 and 2016, respectively.
- (n) 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 ₱0.84 million as of December 2017 and 2016, respectively.
- (o) 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 ₱1.50 million and ₱42.33 million as of December 2017 and 2016, respectively.

Terms and conditions of transactions with related parties

Outstanding balances as of December 31, 2017 and 2016, are unsecured and interest free, are all due within one year, normally within 30-60 day credit term. As of December 31, 2017 and 2016, the Group 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:

	2017	2016	2015
Short-term employee benefits	₱306,075	₱249,795	₱233,687
Post-employment benefits (Note 23)	21,863	27,302	23,401
	₱327,938	₱277,097	₱257,088

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, 2017 and 2016, the Parent Company's capital stock consists of:

	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

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, 2017:

Year	Number of Shares Registered (in billions)	Number of holders of securities as of year end
December 31, 2015	13.28	702
Add/(Deduct) Movement	—	(4)
December 31, 2016	13.28	698
Add/(Deduct) Movement	—	3
December 31, 2017	13.28	701

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.

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, 2017 and 2016 amounted to ₱8,115.40 million and ₱4,836.59 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:

	2017	2016	2015
April 5, 2017, ₱0.24 per share cash dividend to stockholders on record as of April 21, 2017, payable on or before May 5, 2017.	₱3,186,593	₱—	₱—
April 5, 2017, ₱0.24 per share cash dividend to stockholders on record as of April 21, 2017, payable on or before May 5, 2017.	3,186,593	—	—
May 11, 2016, ₱0.24 per share cash dividend to stockholders on record as of May 27, 2016, payable on or before June 10, 2016.	—	3,186,593	—
May 11, 2016, ₱0.24 per share cash dividend to stockholders on record as of May 27, 2016, payable on or before June 10, 2016.	—	3,186,593	—
May 15, 2015, ₱0.24 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, ₱0.24 per share cash dividend to stockholders on record as of May 29, 2015, payable on or before June 10, 2015.	—	—	3,186,593
	₱6,373,186	₱6,373,186	₱6,373,186

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 changes in equity.

On various dates in 2017, 2016 and 2015, partially owned subsidiaries of the Group declared dividends amounting to ₱10,652.86 million and ₱4,281.44 million and ₱5,615.00 million, respectively, of which dividends to non-controlling interest amounted to ₱4,604.86 million, ₱1,841.12 million, ₱2,213.94 million, respectively.

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 ₱36,531.75 million and ₱25,966.31 million as of December 31, 2017 and 2016, 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 equity attributable to equity holders of the Parent Company less unrealized gain or loss on AFS financial assets as capital.

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, 2017.

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" account) in the consolidated statements of income (see Notes 25 and 28):

<i>Pension Expense</i>	2017	2016	2015
Current service cost	₱134,628	₱126,975	₱84,082
Effect of the asset limit	3,003	1,393	509
Settlement loss	220	4,423	91
Net interest expense (income) on benefit obligation and plan assets	3,577	8,017	(2,083)
Past service cost - curtailment	—	(22,412)	(9,844)
Total pension expense	₱141,428	₱118,396	₱72,755



Pension Income

	2017	2016	2015
Current service cost	₱31,172	₱35,336	₱33,721
Effect of the asset limit	43,402	36,947	37,913
Net interest income on benefit obligation and plan assets	(88,240)	(83,040)	(86,729)
Total pension income	(₱13,666)	(₱10,757)	(₱15,095)

Movements in the fair value of plan assets of the Group follow:

	2017	2016
Balance at beginning of year	₱2,766,764	₱2,750,392
Interest income	155,915	140,661
Remeasurement gains (losses)	112,406	(100,315)
Benefits paid from plan assets	(88,122)	(51,742)
Contributions	32,403	27,768
Balance at end of year	₱2,979,366	₱2,766,764

Changes in the present value of the defined benefit obligation follow:

	2017	2016
Balances at beginning of year	₱1,277,624	₱1,209,637
Current service cost	165,800	162,311
Interest expense	71,252	65,638
Settlement loss	220	4,423
Past service cost - curtailment	—	(22,412)
Benefits paid - from plan assets	(88,122)	(51,742)
Benefits paid - direct payments	(47,150)	(24,759)
Remeasurement losses (gains) arising from:		
Financial assumptions	(61,259)	(24,499)
Demographic assumptions	24,478	12,535
Experience adjustments	89,576	(53,508)
Balances at end of year	₱1,432,419	₱1,277,624

Below is the net pension asset for those entities within the Group with net pension asset position:

	2017	2016
Present value of funded defined benefit obligations	(₱629,227)	(₱637,428)
Fair value of plan assets	2,491,735	2,344,038
	1,862,508	1,706,610
Effect on asset ceiling	(842,821)	(812,846)
Net pension asset	₱1,019,687	₱893,764



Movements in the net pension asset follow:

	2017	2016
Net pension asset at beginning of year	₱893,764	₱958,979
Remeasurements gain (loss) recognized in other comprehensive income	135,556	(77,243)
Net pension income (expense)	(10,086)	6,736
Contributions	453	5,292
Net pension asset at end of year	₱1,019,687	₱893,764

Movements in the effect of asset ceiling follow:

	2017	2016
Effect of asset ceiling at beginning of year	₱812,846	₱723,976
Interest on the effect of asset ceiling	46,405	38,340
Changes in the effect of asset ceiling	(16,430)	50,530
Effect of asset ceiling at end of year	₱842,821	₱812,846

Below is the net pension liability for those entities within the Group with net pension liability position:

	2017	2016
Present value of funded defined benefit obligations	(₱803,192)	(₱640,196)
Fair value of plan assets	487,631	422,726
Net pension liability	(₱315,561)	(₱217,470)

Movements in the net pension liability follow:

	2017	2016
Net pension liability at beginning of year	(₱217,470)	(₱142,200)
Net pension expense	(117,676)	(114,375)
Remeasurement loss recognized in other comprehensive income	(59,515)	(8,130)
Benefits paid - direct payment	47,150	24,759
Contributions	31,950	22,476
Net pension liability at end of year	(₱315,561)	(₱217,470)

Breakdown of reameasurements recognized in other comprehensive income in 2017 and 2016 follow:

	2017	2016
Remeasurement gains (losses) on plan assets	₱112,406	(₱100,315)
Remeasurement gains (losses) on defined benefit obligations	(52,795)	65,472
Changes in the effect of asset ceiling	16,430	(50,530)
Remeasurement gains (losses) on pension plans	76,041	(85,373)
Income tax effect	(15,953)	10,244
Net pension liability	₱60,088	(₱75,129)

The Group does not expect to contribute to the pension funds for the year 2018.



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 follows:

	2017	2016
Cash and cash equivalents		
Cash in banks	₱40,861	₱55,380
Time deposits	20,048	125,045
	60,909	180,425
Investments in stocks		
Common shares of domestic corporations		
Quoted	1,914,768	1,762,184
Unquoted	28,555	8,192
Quoted preference shares of domestic corporations	177,545	36,313
	2,120,868	1,806,689
Investment in government securities		
Fixed rate treasury notes (FXTNs)	507,831	500,805
Treasury bills (T-bills)	11,759	—
Retail treasury bonds (RTBs)	101,201	42,112
	620,791	542,917
Investment in other securities and debt instruments		
AAA rated debt securities	213,530	214,266
Not rated debt securities	11,940	12,119
	225,470	226,385
Other receivables	12,639	10,793
Accrued trust fees and other payables	(517)	(445)
Benefits payable	(60,794)	—
Fair value of plan assets	₱2,979,366	₱2,766,764

Trust fees paid in 2017, 2016 and 2015 amounted to ₱1.87 million, ₱1.78 million and ₱0.44 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. The fund holds investments in shares of stock of the Parent Company with fair market value of ₱1,888.27 million and ₱1,738.78 million as of December 31, 2017 and 2016, respectively.
- *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.

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:

	2017	2016	2015
Discount rate	5.62% to 6.22%	5.00% to 5.87%	5.00% to 6.36%
Salary increase rate	3.00% to 10.00%	3.00% to 10.00%	3.00% to 10.00%

The weighted average duration of significant defined benefit obligation per segment are as follows (average number of years):

	2017
Construction and others	23 years
Coal mining	25 years
Nickel mining	19 to 21 years
Real estate development	30 years
Power - On grid	17 to 24 years
Power - Off grid	22 years

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 year ended December 31, 2017.

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)	2017	2016
Discount rates	+100 basis points	(P105,922)	(P130,639)
	-100 basis points	168,477	134,300
Salary increases	+1.00%	151,475	135,347
	-1.00%	(94,309)	(114,551)

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:

	2017	2016
Less than 1 year	P359,293	P394,512
More than 1 year to 5 years	315,542	248,898
More than 5 years to 10 years	657,243	525,071
	P1,332,078	P1,168,481



24. Costs of Sales and Services

Details of costs of sales and services follow:

	December 31, 2017	December 31, 2016 (As restated)	December 31, 2015 (As restated)
Cost of Sales			
Cost of real estate inventory (Note 9)	₱12,117,873	₱7,924,419	₱6,521,273
Materials and supplies	3,602,912	4,508,399	3,091,755
Depreciation and amortization (Notes 12, 13 and 14)	2,888,171	1,261,886	745,144
Fuel and lubricants	2,677,270	1,493,340	1,165,441
Outside services	1,333,889	1,742,566	898,327
Direct labor	964,537	805,636	617,852
Production overhead	611,404	369,227	487,624
Provision for decommissioning and site rehabilitation (Note 20)	147,270	1,089,423	—
Hauling, shiploading and handling costs (Note 21)	145,016	425,909	128,503
Others	168,888	81,219	85,261
	24,657,230	19,702,024	13,741,180
Cost of Services			
Materials and supplies	₱8,073,780	₱6,944,590	₱7,360,305
Depreciation and amortization (Notes 12, 13 and 14)	3,541,100	3,216,474	2,090,768
Direct labor	2,892,880	2,965,631	2,127,668
Outside services	2,144,059	2,225,965	2,918,717
Fuel and lubricants	1,796,344	1,618,843	1,577,839
Production overhead	1,363,895	1,494,561	1,554,895
Spot purchases of electricity	1,252,555	2,495,357	107,406
Hauling, shiploading and handling costs (Note 21)	283,496	127,518	110,270
Others	227,342	190,985	62,489
	21,575,451	21,279,924	17,910,357
	₱46,232,681	₱40,981,948	₱31,651,537

Cost of real estate sales presented in the consolidated statement of income includes cost of running hotel and property management operations amounting to ₱249.17 million, ₱162.36 million and ₱130.07 million, respectively for 2017, 2016 and 2015.

Related revenue from hotel and property management operations amounted to ₱423.50 million, ₱330.81 million and ₱218.58 million, respectively for 2017, 2016 and 2015.



Depreciation, depletion and amortization included in the consolidated statements of income follow:

	December 31, 2017	December 31, 2016 (As restated)	December 31, 2015 (As restated)
Included in:			
Cost of electricity sales	₱2,836,265	₱2,439,553	₱1,298,297
Cost of coal mining	2,832,373	1,183,837	552,096
Cost of construction contracts and others	704,452	776,316	791,720
Cost of nickel mining	55,416	78,049	193,048
Cost of real estate development	765	605	751
Operating expenses (Note 25)	1,625,490	914,462	798,682
	₱8,054,761	₱5,392,822	₱3,634,594
Depreciation, depletion and amortization of:			
Property, plant and equipment (Note 13)	₱8,246,600	₱5,963,672	₱4,093,953
Other noncurrent assets (Note 14)	51,927	50,551	42,661
Investment properties (Note 12)	14,900	22,045	8,970
	₱8,313,427	₱6,036,268	₱4,145,584

Depreciation, depletion and amortization capitalized in ending inventories and mine properties included in 'Property, Plant and Equipment' amounted to ₱258.67 million, ₱643.45 million and ₱510.99 million in 2017, 2016 and 2015, respectively.

Salaries, wages and employee benefits included in the consolidated statements of income follow:

	2017	2016	2015
Presented under:			
Costs of sales and services	₱3,857,417	₱3,771,267	₱2,745,520
Operating expenses (Note 25)	1,552,390	1,527,526	1,276,762
	₱5,409,807	₱5,298,793	₱4,022,282



25. Operating Expenses

This account consists of:

	December 31, 2017	December 31, 2016 (As restated)	December 31, 2015 (As restated)
Government share (Note 31)	₱4,306,811	₱2,649,979	₱1,796,047
Depreciation and amortization (Notes 3, 12, 13, 14 and 24)	1,625,490	914,462	798,682
Salaries, wages and employee benefits (Notes 23 and 24)	1,552,390	1,527,526	1,276,762
Taxes and licenses	1,269,111	869,076	762,003
Commission	995,327	694,182	647,782
Repairs and maintenance	753,741	562,020	348,412
Outside services	507,743	493,887	466,538
Advertising and marketing	411,894	505,228	549,629
Rent (Notes 21 and 37)	271,773	216,635	82,382
Loss on write-down of property, plant and equipment and other non- current assets (Notes 3, 13 and 14)	183,897	14,316	16,088
Insurance	168,074	129,704	105,185
Communication, light and water	155,425	148,154	156,624
Entertainment, amusement and recreation	126,957	93,214	112,199
Transportation and travel	120,221	91,549	105,961
Supplies	95,767	75,694	59,063
Association dues	65,866	44,462	72,696
Provisions for doubtful accounts, probable losses and loss on sale of assets (Notes 7, 10, and 14)	6,315	217,632	960,954
Miscellaneous	377,023	439,040	278,323
	₱12,993,825	₱9,686,760	₱8,595,330

In 2017, the Group recorded accelerated depreciation for its generation units amounting to ₱840.08 million due to planned rehabilitation of the Group's 2x300MW coal-fired power plant in Calaca, Batangas.



26. Finance Income

Finance income is derived from the following sources:

	2017	2016	2015
Interest on:			
Real estate installment receivables (Note 7)	₱169,130	₱205,923	₱288,260
Short-term placements (Note 4)	204,827	143,267	117,246
Bank savings account (Note 4)	76,203	85,776	53,007
Investment from sinking fund (Note 10)	687	11,359	8,993
	₱450,847	₱446,325	₱467,506

27. Finance Costs

The finance costs are incurred from the following:

	2017	2016	2015
Long-term debt (Note 19)	₱522,532	₱458,817	₱226,138
Short-term debt (Note 15)	228,711	421,413	268,086
Amortization of debt issuance cost (Note 19)	38,389	44,302	39,566
Accretion on unamortized discount on liabilities for purchased land and provision for decommissioning and site rehabilitation (Notes 16 and 20)	87,289	30,450	11,926
	₱876,921	₱954,982	₱545,716

28. Other Income

This account consists of:

	2017	2016	2015
Forfeitures and cancellation of real estate contracts	₱607,216	₱490,940	₱319,776
Recoveries from insurance claims and claims from third party settlement (Note 7)	380,079	218,089	157,651
Gain on financial asset at FVPL (Note 5)	256,270	—	—
Sales of fly ash	178,932	129,153	133,119
Gain on sale of property, plant and equipment and investment properties - net (Notes 12 and 13)	144,934	390	90,922
Rental income (Note 12)	123,521	87,794	114,224
Reversal of allowance for doubtful accounts (Note 7)	51,969	29,803	10,684

(Forward)



	2017	2016	2015
Pension income (Note 23)	₱13,666	₱10,757	₱15,095
Management fee (Note 21)	3,101	1,362	5,112
Gain on sale of undeveloped land (Note 9)	—	73,182	—
Income from default payments	—	15,588	31,128
Income from commissioning	—	595,343	58,327
Dividend income	—	4,282	4,288
Others	36,886	94,856	61,707
	₱1,796,574	₱1,751,539	₱1,002,033

Gain on financial assets at FVPL

Gain on financial assets at FVPL relates to the fair value arising from five-year option agreement with a retail electricity supplier. This includes realized gain amounting to ₱36.60 million for the year ended December 31, 2017 (see Note 5).

Recoveries from insurance claims and claims from third parties settlement

Recoveries from insurance claims pertain to the amount reimbursed by the insurer on insured equipment that were damaged. In 2017, the Group recognized income from claims from PSALM and NPC as nature discussed in Notes 7 and 37.

Income from commissioning

Commissioning income pertains to net revenue earned by the Group from the testing phase of the 2X150 MW CFB coal-fired thermal power plant during the first quarter of 2016 and for the whole year of 2015.

Others

Others include penalty charges, holding fees, fees for change in ownership, transfer fees, restructuring fees, lease facilitation fees and others.

29. Income Tax

The provision for income tax shown in the consolidated statements of income consists of:

	December 31, 2017	December 31, 2016 (As restated)	December 31, 2015 (As restated)
Current	₱3,081,114	₱1,495,548	₱2,723,212
Deferred	135,829	950,686	475,948
Final	44,859	43,668	62,282
	₱3,261,802	₱2,489,902	₱3,261,442



The components of net deferred tax assets as of December 31, 2017 and 2016 follow:

	2017	2016
Deferred tax assets on:		
Allowance for:		
Doubtful accounts	₱467,529	₱473,303
Inventory obsolescence	20,218	20,218
Impairment	11,705	11,705
Pension liabilities – net	67,274	38,894
Accruals of expenses	4,152	5,880
Provision for decommissioning and site rehabilitation	3,581	3,113
NOLCO	126	545
Others	10,375	1,619
	584,960	555,277
Deferred tax liabilities on:		
Recoveries from claims from third party settlement	(99,024)	–
Pension assets - net	(31,919)	(9,877)
Unrealized foreign exchange gain	(15,743)	(14,216)
Unrealized gross profit on construction contracts	(10,313)	(115,167)
	(156,999)	(139,260)
	₱427,961	₱416,017

The components of net deferred tax liabilities as of December 31, 2017 and 2016 follow:

	2017	2016
Deferred tax assets on:		
Allowance for:		
Doubtful accounts	₱21,421	₱21,421
Probable losses	7,648	7,648
Pension liabilities - net	22,297	21,250
Unamortized discount on payable to landowners	5,916	5,451
	57,282	55,770
Deferred tax liabilities on:		
Excess of book over tax income pertaining to real estate sales	(₱2,582,418)	(₱2,535,367)
Effect of business combination	(1,370,931)	(1,370,931)
Capitalized interest on real estate for sale and development deducted in advance	(273,424)	(307,126)
Unrealized foreign exchange gain - net	(98,342)	(92,970)
Unrealized gross profit on construction contracts	(73,620)	(141,231)
Unrealized gain on financial assets at FVPL	(65,900)	–
Unamortized transaction cost on loans payable	(27,313)	(27,313)
Mine rehabilitation	(4,524)	(5,809)
Pension assets - net	–	(14,905)
Others	(5,117)	(1385)
	(4,501,589)	(4,497,037)
	(₱4,444,307)	(₱4,441,267)



The Group has the following deductible temporary differences, NOLCO and MCIT that are available for offset against future taxable income or tax payable for which deferred taxes have not been recognized:

	2017	2016
NOLCO	₱4,509,443	₱10,287,970
Allowance for impairment losses	280,693	124,677
Allowance for probable losses	52,957	52,957
Allowance for doubtful accounts	26,743	53,150
Pension liabilities - net	16,993	16,990
MCIT	7,782	2,814

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 Group did not recognize deferred tax assets on NOLCO and MCIT from the following periods:

Year Incurred	NOLCO	MCIT	Expiry Year
2017	₱419	₱6,205	2020
2016	1,946,517	222	2019
2015	2,562,928	1,355	2018
	₱4,509,864	₱7,782	

Rollforward analysis of the Group's NOLCO and MCIT follows:

	NOLCO		MCIT	
	2017	2016	2017	2016
Balances at beginning of year	₱10,289,786	₱11,878,163	₱2,814	₱5,977
Additions	419	1,946,517	6,205	222
Expirations and usage	(5,780,341)	(3,534,894)	(1,237)	(3,385)
Balances at end of year	₱4,509,864	₱10,289,786	₱7,782	₱2,814

The reconciliation of the statutory income tax rate to the effective income tax rate follows:

	December 31, 2017	December 31, 2016 (As restated)	December 31, 2015 (As restated)
Statutory income tax rate	30.00%	30.00%	30.00%
Adjustments for:			
Income under income tax holiday	(14.59)	(18.02)	(12.48)
Changes in unrecognized deferred tax assets	0.45	2.88	3.13
Nontaxable equity in net earnings of associates and jointly controlled entities	(2.10)	(2.82)	(3.68)
Foreign exchange gains - net	—	(0.59)	(0.21)

(Forward)



	December 31, 2017	December 31, 2016 (As restated)	December 31, 2015 (As restated)
Excess costs of construction contracts	(0.27)	0.42	0.38
Nondeductible expenses	0.27	0.22	0.14
Effect of OSD	(0.39)	—	—
Gain on sale of investment subjected to final tax at a lower rate - net	—	(0.16)	(0.84)
Interest income subjected to final tax at a lower rate - net	(0.30)	(0.13)	(0.11)
Depletion of mining rights	—	0.09	0.18
Dividend income	—	(0.01)	(0.01)
NOLCO	—	—	0.11
Others	0.42	0.26	0.22
Effective income tax rate	13.49%	12.14%	16.83%

Board of Investments (BOI) Incentives

PDI - New Developer of Mass Housing Project

On various dates in 2015, 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. One of the incentives include Income Tax Holiday (ITH) for a period of three (3) to four (4) years.

SMPC - Expanding Producer of Coal

Panian Minesite

On September 26, 2008, BOI issued in favor of SMPC a Certificate of Registration (COR) as an Expanding Producer of Coal in accordance with the provisions of the Omnibus Investments Code of 1987. As a registered entity, SMPC is entitled to certain fiscal and non-fiscal incentives which include among others an ITH for a period of six (6) years from September 2008 or actual start of operations whichever is earlier, but in no case earlier than the date of registration.

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.

SMPC's Certificate of Registration for Panian Minesite has expired on September 26, 2016 simultaneous to the full depletion of the mineable coal reserve.

Narra and Molave Minesite

On August 31, 2012 and February 24, 2016, BOI has granted SMPC COR as New Producer of Coal in accordance with the provisions of the Omnibus Investments Code of 1987 in relation to the operation in Narra Minesite (formerly Bobog) (COR No. 2012-183) and Molave Minesite (COR No. 2016-042).



As a registered entity, SMPC is entitled to ITH incentive for four (4) years from January 2015 and January 2017 for Narra Minesite and Molave Minesite or actual start of commercial operations, whichever is earlier, but in no case earlier than the date of registration. Income qualified for ITH availment shall not exceed by more than 10% the projected income represented by SMPC in its application provided the project's actual investments and employment match SMPC's representation in the application.

SMPC availed of tax incentive in the form of ITH on its income under registered activities amounting to ₱2,679.13 million, ₱2,747.09 million and ₱2,339.37 million in 2017, 2016 and 2015, 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. As a registered entity, SLPGC is entitled to certain fiscal and non-fiscal incentives which include among others an ITH for a period of 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;

SLPGC requested for the deferment of the start of commercial operation and on June 29, 2016, the BOI granted the request for the movement of the reckoning period for the ITH incentive from January 1, 2015 to January 1, 2016 due to the delay arising from interconnection issue which is considered as an operational force majeure. In 2017 and 2016, SLPGC availed of tax incentive in the form of ITH on its income under registered activities amounting to ₱799.28 million and ₱842.59 million, respectively.

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.

DMCI Masbate's ITH entitlement has expired on September 23, 2016. DMCI Masbate availed of tax incentive in the form of ITH on its income under registered activities amounting to nil and ₱53.45 million in 2017 and 2016, respectively.

DPC - BOI

New Operator of 15MW Bunker-Fired Power Plant on a Non-Pioneer Status

On July 30, 2014, the BOI issued the Certificate of Registration (COR) for the Company as New Operator of 15MW Bunker-Fired Power Plant on a Non-Pioneer Status under the Omnibus Investments Code of 1987, Executive Order (EO) No. 226.

As a registered entity, the Company is entitled to certain fiscal and non-fiscal incentives which include, among others, an ITH for a period of six (6) years from December 2014 or actual start of commercial operations, whichever is earlier but in no case earlier than the date of registration.



New Operator of 14MW Diesel-Fired Power Plant and Transfer of Grant of ITH Incentives from DMCI-Palawan

On April 28, 2015, the BOI issued the Certificate of Registration (COR) to DPC as Expanding Operator of a 14MW Diesel-Fired Power Plant on a Non-Pioneer Status in accordance with Omnibus Investments Code of 1987 (Executive Order No. 226). This effectively transfers incentives previously granted to DMCI-Palawan to DPC.

As a registered entity, DPC is entitled to certain fiscal and non-fiscal incentives which include among others an ITH for a period of three (3) years starting October 3, 2014 but subject to a taxable income from sales volume of 20.5 gigawatt-hours per year of the registered activity.

New Operator of 3x1.23MW Diesel-Fired Power Plant in Sultan Kudarat

On January 15, 2016, the BOI issued the COR to DPC as New Operator of 3x1.23MW Diesel-Fired Power Plant on a Non-Pioneer Status under the Omnibus Investments Code of 1987 (Executive Order No. 226).

As a registered entity, DPC is entitled to certain fiscal and non-fiscal incentives which include, among others, an ITH for a period of ten (10) years from January 15, 2016 or actual start of commercial operations, whichever is earlier but in no case earlier than the date of registration.

New Operator of 2x4.95MW Bunker-Fired Power Plant in Irawan, Aborlan, Palawan

On November 23, 2016, the BOI issued the COR to DPC as New Operator of 2x4.95MW Bunker-Fired Power Plant on a Pioneer Status under the Omnibus Investments Code of 1987 (Executive Order No. 226).

As a registered entity, DPC is entitled to certain fiscal and non-fiscal incentives which include, among others, an ITH for a period of six (6) years from December 1, 2016 or actual start of commercial operations, whichever is earlier but in no case earlier than the date of registration.

DPC availed of tax incentive in the form of ITH on its income under registered activities amounting to ₱49.53 million and ₱53.42 million in 2017 and 2016, respectively.

Tax Reform for Acceleration and Inclusion Act (TRAIN)

Republic Act (RA) No.10963 or the TRAIN was signed into law on December 19, 2017 and took effect January 1, 2018, making the new tax law enacted as of the reporting date. The TRAIN changes existing tax law and includes several provisions that will generally affect businesses on a prospective basis.



30. Earnings Per Share

The following table presents information necessary to calculate basic/diluted earnings per share on net income attributable to equity holders of the Parent Company (in thousands except basic/diluted earnings per share):

	December 31, 2017	December 31, 2016 (As restated)	December 31, 2015 (As restated)
Net income attributable to equity holders of Parent Company*	₱14,764,557	₱12,680,496	₱12,033,428
Divided by weighted average number of common shares	13,277,470	13,277,470	13,277,470
Basic/diluted earnings per share**	₱1.11	₱0.96	₱0.91

*Retrospectively adjusted for the change in accounting policy on recognition of real estate sales (see Note 2)

**The effect on earnings per share related to the restatements in 2016 and 2015 was an increase of ₱0.04 and a decrease of ₱0.06, respectively.

There were no dilutive potential ordinary shares. Accordingly, no diluted earnings per share is presented in 2017, 2016 and 2015.

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 ₱4.31 billion, ₱2.65 billion and ₱1.80 billion in 2017, 2016 and 2015, respectively, included under "Operating expenses" in the consolidated statements of income (see Note 25). Payable to DOE and LGU, amounting to ₱1.54 billion and ₱1.65 billion as of December 31, 2017 and 2016 are included under the "Accounts and other payables" account in the consolidated statements of financial position (see 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 in the consolidated financial statements of the subsidiary.

Semirara Mining and Power Corporation (SMPC) and Subsidiaries

	2017	2016
Consolidated statements of financial position		
Current assets	₱24,471,151	₱21,154,330
Noncurrent assets	44,070,264	44,606,147
Total assets	68,541,415	65,760,477
Current liabilities	13,751,022	15,652,537
Noncurrent liabilities	17,111,013	15,821,628
Total liabilities	30,862,035	31,474,165
Equity	₱37,679,380	₱34,286,312
Consolidated statements of comprehensive income		
Revenue	₱43,943,489	₱36,584,375
Cost of sales	20,333,482	18,701,021
Gross profit	23,610,007	17,883,354
Operating expenses	(8,207,029)	(4,998,866)
Other income (expenses)	61,490	19,262
Income before income tax	15,464,468	12,903,750
Provision for income tax	1,255,328	863,080
Net income	14,209,140	12,040,670
Other comprehensive income (loss)	(62,835)	7,106
Total comprehensive income	₱14,146,305	₱12,047,776
Cash flows information		
Operating	₱18,197,454	₱16,420,477
Investing	(7,272,338)	(6,689,483)
Financing	(9,440,375)	(7,316,858)
Effect of exchange rate changes on cash and cash equivalents	(6,871)	(166,705)
Net increase in cash and cash equivalents	₱1,477,870	₱2,247,431



The accumulated balances of material noncontrolling interest as at December 31, 2017 and 2016 amounted to ₱21,635.36 million and ₱15,522.25 million, respectively. Dividends paid to noncontrolling interests amounted to ₱4,633.44 million and ₱1,867.23 million in 2017 and 2016, respectively.

On August 15, 2016, the BOD of SMPC approved a share buy-back program wherein SMPC will buy-back shares at prevailing market price not exceeding 20 million shares for a period of 60 days beginning August 18, 2016. As of December 31, 2016, SMPC has bought-back a total of 3,463,570 shares for a total consideration of ₱387.55 million.

On December 7, 2017, the BOD of SMPC approved another share buy-back program wherein SMPC will buy-back shares at prevailing market price not exceeding 20,000 million shares for a period of 60 days beginning December 8, 2017. As of December 31, 2017, SMPC has bought-back additional 2,735,100 shares for a total consideration of ₱100.37 million.

The above share buy-back programs of SMPC resulted to an increase in the effective ownership of the Parent Company on SMPC and its subsidiaries by 0.03% and 0.18% in 2017 and 2016, respectively. Total consideration paid by SMPC for the acquisition of non-controlling interest amounting to ₱100.37 million and ₱387.55 million on 2017 and 2016, respectively. This resulted to the recognition of premium on acquisition of non-controlling interest amounting to ₱76.18 million and ₱361.87 million in 2017 and 2016, respectively.

33. Goodwill

Goodwill arising from business combination in the Group's consolidated statements of financial position as of December 31, 2017 and 2016 relates to the acquisition of the nickel mining entities with operations in Zambales area which was previously lodged under ENK, Plc. (ENK), an entity incorporated in London, United Kingdom.

On March 25, 2014, the Parent Company purchased from D&A Income Ltd. (D&A) 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 investment in ENK was previously treated as a joint venture because the strategic and financial operating decisions require the unanimous consent of both parties. 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 was obtained.

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
<u>Goodwill</u>	<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, particularly attributable to CGUs of ZDMC and ZCMC amounting to ₱877.19 million and ₱760.24 million, respectively. 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.

On March 31, 2016, the BOD of the Parent Company approved the restructuring of ENK. The dissolution and liquidation of ENK is part of the ongoing restructuring of the Parent Company's nickel mining subsidiaries in order to simplify the structure of the nickel mining segment and liquidate non-operating subsidiaries. On July 1, 2016, the Parent Company has completed the restructuring and ENK was subsequently sold to a third party liquidator. The local subsidiaries which controls the mining assets are now owned by DMC.

34. Other Equity

Other equity includes share of the Group in the other comprehensive income (loss) of its associates (see Note 11) and cumulative translation adjustment.

Cumulative translation adjustment represents exchange differences arising from the translation of financial statements of the foreign subsidiaries of ENK (including EN Iberia, EN Spain, Rusina, EN Holland and EN Philland) with functional currency of US Dollar.

In 2016, the cumulative translation adjustment pertaining to ENK were closed to profit or loss upon liquidation and disposal of ENK (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 and others- 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 of revenues, cost of sales and services and selling and general administrative expenses before depreciation and amortization and other operating income (expense).

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, through its on-grid power segment, has electricity sales to a power distribution utility company that accounts for about 18% of the Group's total revenue in 2017.

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 and depreciation and amortization information regarding business segments for the years ended December 31, 2017, 2016 and 2015 and property, plant and equipment additions, total assets and total liabilities for the business segments as of December 31, 2017, 2016 and 2015:



Year ended December 31, 2017

	Construction and Others*	Coal Mining	Nickel Mining	Real Estate Development	Power On-Grid	Power Off-Grid	Water	Parent Company	Total
Revenue	₱13,383,344	₱23,489,591	₱759,267	₱19,903,980	₱20,453,899	₱2,712,659	₱–	₱–	₱80,702,740
Equity in net earnings of associates and joint ventures	–	–	–	–	–	–	1,694,046	–	1,694,046
Other income (expense)	52,445	(153,360)	42,193	762,670	710,866	17,663	–	589	1,433,066
	13,435,789	23,336,231	801,460	20,666,650	21,164,765	2,730,322	1,694,046	589	83,829,852
Cost of sales and services (before depreciation and amortization)	10,708,122	9,078,062	267,530	12,366,273	5,887,497	1,495,926	–	–	39,803,410
General and administrative expense (before depreciation and amortization)	512,191	5,134,764	322,428	2,933,511	1,832,125	555,982	–	77,334	11,368,335
	11,220,313	14,212,826	589,958	15,299,784	7,719,622	2,051,908	–	77,334	51,171,745
EBITDA	2,215,476	9,123,405	211,502	5,366,866	13,445,143	678,414	1,694,046	(76,745)	32,658,107
Other income (expenses)									
Finance income (cost) (Notes 26 and 27)	(9,662)	(312,695)	(6,661)	117,547	(319,362)	(24,270)	–	129,029	(426,074)
Depreciation and amortization (Notes 24 and 25)	(730,854)	(2,822,107)	(110,257)	(377,755)	(3,799,839)	(209,271)	–	(4,678)	(8,054,761)
Pretax income	1,474,960	5,988,603	94,584	5,106,658	9,325,942	444,873	1,694,046	47,606	24,177,272
Provision for income tax (Note 29)	381,896	2,785	(10,386)	1,555,651	1,221,890	85,874	–	24,092	3,261,802
Net income	₱1,093,064	₱5,985,818	₱104,970	₱3,551,007	₱8,104,052	₱358,999	₱1,694,046	₱23,514	₱20,915,470
Net income attributable to non-controlling interest	₱40,938	₱2,568,078	(₱8,053)	₱–	₱3,549,950	₱–	₱–	₱–	₱6,150,913
Net income attributable to equity holders of the Parent Company	₱1,052,126	₱3,417,740	₱113,023	₱3,551,007	₱4,554,102	₱358,999	₱1,694,046	₱23,514	₱14,764,557
Segment Assets									
Cash	₱1,241,340	₱5,795,920	₱617,074	₱6,297,837	₱2,674,918	₱195,041	₱–	₱8,501,644	₱25,323,774
Receivables	5,390,226	2,059,670	101,187	15,868,781	4,128,079	859,706	–	12,339	28,419,988
Inventories	993,776	3,147,852	301,905	27,185,537	2,766,261	303,305	–	–	34,698,636
Investment in associates and joint venture	73,613	52,384	–	224,084	–	–	–	13,110,520	13,460,601
Property, plant and equipment	2,002,264	10,690,823	5,354,146	1,178,986	33,773,982	2,688,884	–	11,937	55,701,022
Others	3,912,585	1,716,181	2,585,307	2,375,899	2,967,347	555,060	–	98,176	14,210,555
	₱13,613,804	₱23,462,830	₱8,959,619	₱53,131,124	₱46,310,587	₱4,601,996	₱–	₱21,734,616	₱171,814,576
Segment Liabilities									
Customers' advances and deposits	₱–	₱48,733	₱3	₱7,869,698	₱–	₱–	₱–	₱–	₱7,918,434
Short-term and long-term debt	126,575	7,391,459	165,518	20,243,111	10,633,019	949,000	–	–	39,508,682
Others	8,339,433	8,955,003	2,316,124	7,339,173	2,699,047	1,114,410	–	17,716	30,780,906
	₱8,466,008	₱16,395,195	₱2,481,645	₱35,451,982	₱13,332,066	₱2,063,410	₱–	₱17,716	₱78,208,022
Other disclosures									
Property, plant and equipment additions (Note 13)	₱875,674	₱4,301,913	₱45,311	₱431,280	₱2,038,976	₱379,261	₱–	₱2,357	₱8,074,772
Acquisition of land for future development (Note 9)	–	–	–	3,207,417	–	–	–	–	3,207,417

*Revenue from construction segment includes sales and service revenue from WRCP.



Year ended December 31, 2016, as restated (see Note 2)

	Construction and Others*	Coal Mining	Nickel Mining	Real Estate Development	Power On-Grid	Power Off-Grid	Water	Parent Company	Total
Revenue	₱14,068,939	₱20,079,462	₱1,573,086	₱13,758,636	₱16,504,913	₱2,302,452	₱—	₱—	₱68,287,488
Equity in net earnings of associates and joint ventures	—	—	—	—	—	—	1,926,337	—	1,926,337
Other income (expense)	39,281	(180,270)	43,229	717,150	679,858	44,507	—	1,273	1,345,028
	14,108,220	19,899,192	1,616,315	14,475,786	17,184,771	2,346,959	1,926,337	1,273	71,558,853
Cost of sales and services (before depreciation and amortization)	11,502,888	9,829,662	441,599	8,086,011	5,600,300	1,043,128	—	—	36,503,588
General and administrative expense (before depreciation and amortization)	416,792	3,188,888	730,525	2,488,687	1,213,733	670,978	—	62,695	8,772,298
	11,919,680	13,018,550	1,172,124	10,574,698	6,814,033	1,714,106	—	62,695	45,275,886
EBITDA	2,188,540	6,880,642	444,191	3,901,088	10,370,738	632,853	1,926,337	(61,422)	26,282,967
Other income (expenses)									
Finance income (cost) (Notes 26 and 27)	(28,339)	(187,463)	(9,081)	(46,566)	(328,294)	(4,958)	—	96,044	(508,657)
Gain on sale of investments (Note 11)	—	—	—	131,498	—	—	—	—	131,498
Depreciation and amortization (Notes 24 and 25)	(825,523)	(1,203,505)	(307,425)	(342,215)	(2,535,864)	(172,981)	—	(5,309)	(5,392,822)
Pretax income	1,334,678	5,489,674	127,685	3,643,805	7,506,580	454,914	1,926,337	29,313	20,512,986
Provision for income tax (Note 29)	358,957	12,019	131,375	1,113,699	826,147	31,014	—	16,691	2,489,902
Net income	₱975,721	₱5,477,655	(₱3,690)	₱2,530,106	₱6,680,433	₱423,900	₱1,926,337	₱12,622	₱18,023,084
Net income attributable to non-controlling interest	₱29,627	₱2,362,363	₱60,894	₱—	₱2,889,704	₱—	₱—	₱—	₱5,342,588
Net income attributable to equity holders of the Parent Company	₱946,094	₱3,115,292	(₱64,584)	₱2,530,106	₱3,790,729	₱423,900	₱1,926,337	₱12,622	₱12,680,496
Segment Assets									
Cash	₱1,315,224	₱4,298,080	₱1,300,526	₱3,861,944	₱2,694,924	₱213,662	₱—	₱5,053,746	₱18,738,106
Receivables	4,281,336	2,329,040	100,919	10,439,630	3,235,482	673,460	—	10,166	21,070,033
Inventories	1,103,222	2,960,195	267,845	26,407,995	2,426,266	209,040	—	—	33,374,563
Investment in associates and joint venture	73,613	52,385	—	268,268	—	—	—	12,366,778	12,761,044
Property, plant and equipment	2,143,003	10,212,665	5,411,375	1,064,841	34,328,632	2,576,636	—	14,550	55,751,702
Others	4,127,656	978,207	2,415,505	3,087,886	3,020,508	449,521	—	92,752	14,172,035
	₱13,044,054	₱20,830,572	₱9,496,170	₱45,130,564	₱45,705,812	₱4,122,319	₱—	₱17,537,992	₱155,867,483
Segment Liabilities									
Customers' advances and deposits	₱—	₱25,281	₱3	₱5,480,262	₱—	₱—	₱—	₱—	₱5,505,546
Short-term and long-term debt	606,156	5,618,308	329,643	18,340,823	11,071,439	919,000	—	—	36,885,369
Others	8,240,197	8,702,926	2,362,501	5,799,450	3,589,662	998,973	—	38,261	29,731,970
	₱8,846,353	₱14,346,515	₱2,692,147	₱29,620,535	₱14,661,101	₱1,917,973	₱—	₱38,261	₱72,122,885
Other disclosures									
Property, plant and equipment additions (Note 13)	₱492,677	₱3,134,107	₱108,317	₱227,532	₱3,032,163	₱524,844	₱—	₱4,906	₱7,524,546
Acquisition of land for future development (Note 9)	—	—	—	647,298	—	—	—	—	647,298

*Revenue from construction segment includes sales and service revenue from WRCP.



Year ended December 31, 2015, as restated (see Note 2)

	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	₱12,428,597	₱12,898,346	₱2,169,026	₱—	₱—	₱55,955,528
Equity in net earnings of associates and joint ventures	—	—	—	—	—	—	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	12,924,322	13,082,855	2,210,564	2,376,424	13,204	59,145,370
Cost of sales and services (before depreciation and amortization)	11,414,832	5,766,055	723,412	6,650,590	3,131,376	1,129,360	—	—	28,815,625
General and administrative expense (before depreciation and amortization)	293,752	2,292,014	862,844	2,145,898	1,608,610	528,668	—	64,862	7,796,648
	11,708,584	8,058,069	1,586,256	8,796,488	4,739,986	1,658,028	—	64,862	36,612,273
EBITDA	1,864,855	3,644,347	1,675,890	4,127,834	8,342,869	552,536	2,376,424	(51,658)	22,533,097
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 (Note 11)	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	3,941,111	6,907,794	402,451	2,376,424	566,200	19,383,020
Provision (benefit) for income tax (Note 29)	299,367	15,885	503,630	1,155,697	1,219,865	20,449	—	46,549	3,261,442
Net income	₱683,947	₱2,949,274	₱736,937	₱2,785,414	₱5,687,929	₱382,002	₱2,376,424	₱519,651	₱16,121,578
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 of the Parent Company	₱656,612	₱1,702,111	₱501,286	₱2,785,414	₱3,109,928	₱382,002	₱2,376,424	₱519,651	₱12,033,428
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	8,759,639	1,454,049	608,902	—	4,901	17,235,298
Inventories	1,367,626	2,588,744	389,372	25,878,572	1,793,863	140,024	—	—	32,158,201
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	2,571,973	3,527,309	467,705	—	89,065	17,495,758
	₱14,701,400	₱14,816,784	₱12,350,769	₱44,248,416	₱42,335,898	₱3,542,532	₱—	₱14,942,016	₱146,937,815
Segment Liabilities									
Customers' advances and deposits	₱—	₱14,298	₱3	₱4,170,284	₱—	₱—	₱—	₱—	₱4,184,585
Short-term and long-term debt	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	6,426,355	2,759,115	823,939	—	37,410	27,314,676
	₱10,495,216	₱11,565,368	₱2,878,599	₱29,787,700	₱16,093,989	₱1,403,939	₱—	₱37,410	₱72,262,221
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



Geographic Information

Analysis of sales and revenue by geographical location

The financial information about the operations of the coal mining as of December 31, 2017, 2016 and 2015 reviewed by the management follows:

Customer Location	2017	2016	2015
Revenue			
Local	₱7,871,248	₱5,742,358	₱5,861,577
Export	15,618,342	14,337,104	5,920,248
	₱23,489,590	₱20,079,462	₱11,781,825

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 also has various significant 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, 2017 and 2016, 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.

	2017					Total
	On Demand	Within 1 year	Beyond 1 year to 2 years	Beyond 2 years to 3 years	Beyond 3 years	
Loans and Receivable						
Cash and cash equivalents	₱25,291,895	₱—	₱—	₱—	₱—	₱25,291,895
Receivables						
Trade:						
Real estate	8,452,326	3,265,294	1,515,710	265,003	1,871,900	15,370,233
General construction	1,789,261	1,880,979	1,403,264	18,493	—	5,091,997
Electricity sales	4,189,964	545,381	—	—	—	4,735,345
Coal mining	2,049,942	—	—	—	—	2,049,942
Nickel mining	5,539	27,536	—	—	—	33,075
Merchandising and others	16,752	46,617	—	—	—	63,369
Receivables from related parties	152,998	—	—	—	—	152,998
Other receivables	923,029	—	—	—	—	923,029
Financial asset at FVPL	—	82,169	48,766	44,785	43,948	219,668
Security deposits	—	—	5,335	—	—	5,335
Refundable deposits	—	239,119	79,537	—	—	318,656
	42,871,706	6,087,095	3,052,612	328,281	1,915,848	54,255,542
AFS financial assets						
Quoted securities	91,577	—	—	—	—	91,577
Unquoted securities	3,874	—	—	—	—	3,874
	95,451	—	—	—	—	95,451
Total undiscounted financial assets	42,967,157	6,087,095	3,052,612	328,281	1,915,848	54,350,993
Other Financial Liabilities						
Short-term debt	—	1,071,101	—	—	—	1,071,101
Accounts and other payables*	339,543	15,912,377	557,874	—	—	16,809,794
Liabilities for purchased land	—	24,356	1,937,416	63,795	194,579	2,220,146
Long-term debt	—	4,626,407	6,423,536	12,878,778	14,508,860	38,437,581
Total undiscounted financial liabilities	339,543	21,634,241	8,918,826	12,942,573	14,703,439	58,538,622
Liquidity gap	₱42,627,614	(₱15,547,146)	(₱5,866,214)	(₱12,614,292)	(₱12,787,591)	(₱4,187,629)

*Excludes non-financial liabilities



	2016					Total
	On Demand	Within 1 year	Beyond 1 year to 2 years	Beyond 2 years to 3 years	Beyond 3 years	
Loans and Receivable						
Cash and cash equivalents	₱18,694,255	₱—	₱—	₱—	₱—	₱18,694,255
Receivables						
Trade:						
Real estate	57,772	4,124,225	955,106	308,864	4,276,907	9,722,874
General construction	1,749,433	2,372,124	—	—	—	4,121,557
Electricity sales	3,152,315	461,259	—	—	—	3,613,574
Coal mining	2,315,442	—	—	—	—	2,315,442
Nickel mining	35,238	—	—	—	—	35,238
Merchandising and others	58,582	—	—	—	—	58,582
Receivables from related parties	130,614	—	—	—	—	130,614
Other receivables	1,072,152	—	—	—	—	1,072,152
Security deposits	—	—	—	5,325	—	5,325
Refundable deposits	—	259,756	88,518	—	—	348,274
	27,265,803	7,217,364	1,043,624	314,189	4,276,907	40,117,887
AFS financial assets						
Quoted securities	80,139	—	—	—	—	80,139
Unquoted securities	5,116	—	—	—	—	5,116
	85,255	—	—	—	—	85,255
Total undiscounted financial assets	27,351,058	7,217,364	1,043,624	314,189	4,276,907	40,203,142
Other Financial Liabilities						
Short-term debt	—	2,621,109	—	—	—	2,621,109
Accounts and other payables*	979,373	12,964,961	1,119,572	—	—	15,063,906
Liabilities for purchased land	—	906,622	434,629	53,091	135,431	1,529,773
Long-term debt	—	3,193,487	4,227,136	5,649,315	21,194,322	34,264,260
Total undiscounted financial liabilities	979,373	19,686,179	5,781,337	5,702,406	21,329,753	53,479,048
Liquidity gap	₱26,371,685	(₱12,468,815)	(₱4,737,713)	(₱5,388,217)	(₱17,052,846)	(₱13,275,906)

*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
- Wholesale Electricity Spot Market (WESM) price risk - movement WESM price for energy
- 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, 2017 and 2016.

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)	
	2017	2016	2017	2016
PSE	+24.73%	+0.11%	(P846)	P197
	-24.73%	-0.11%	846	(197)
Others	+8.65%	+13.24%	8,384	9,229
	-8.65%	-13.24%	(8,384)	(9,229)

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 24.73% and 8.65% in 2017 and 0.11% and 13.24% in 2016.

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):

	2017	2016
Domestic market	33.51%	41.08%
Export market	66.49%	58.92%

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, 2017 and 2016 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 1-year historical price movements in 2017 and 2016.

Change in coal price	Effect on income before income tax	
	2015	2016
<i>Based on ending coal inventory</i>		
Increase by 19% in 2017 and 35% in 2016	₱182,729	₱555,061
Decrease by 19% in 2017 and 35% in 2016	(182,729)	(555,061)
<i>Based on coal sales volume</i>		
Increase by 19% in 2017 and 35% in 2016	₱2,814,557	4,416,544
Decrease by 19% in 2017 and 35% in 2016	(2,814,557)	(4,416,544)

WESM Price Risk

This is the risk relating to the movement of WESM and its impact to the derivatives arising from the contract of differences discussed in Note 5.

The following table demonstrates the sensitivity to a reasonably possible change in WESM prices compared to the strike price of ₱4.25, with all variables held constant of the Group's income before taxes.

	2017
Increase by 4% in average WESM price	(₱77,381)
Decrease by 4% in average WESM price	114,619



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 income before income tax and equity to a reasonably possible change in interest rates, with all variables held constant, through the impact on floating rate borrowings:

	2017		
	Change in basis points	Effect on income before income tax	Effect on equity
Dollar floating rate borrowings	+100 bps	(P35,695)	(P24,986)
	-100 bps	35,695	24,986
Peso floating rate borrowings	+100 bps	(358,171)	(250,720)
	-100 bps	358,171	250,720
	2016		
	Change in basis points	Effect on income before income tax	Effect on equity
Dollar floating rate borrowings	+100 bps	(P35,183)	(P24,628)
	-100 bps	(35,183)	24,628
Peso floating rate borrowings	+100 bps	(307,666)	(215,366)
	-100 bps	307,666	215,366

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 2017 and 2016. 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, 2017 and 2016.

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 income before income 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)	
	2017	2016	2017	2016
US Dollar ¹	+2.39% -2.39%	+1.39% -1.39%	(P1,524) 1,524	(P6,634) 6,634
Japanese Yen ²	+4.63% -4.63%	+0.62% -0.62%	52 (52)	(20) 20
UK Pounds ³	+9.25% -9.25%	+21.80% -21.80%	688 (688)	1,556 (1,556)
E.M.U. Euro ⁴	+8.14% -8.14%	+8.18% -8.18%	(58) 58	47 (47)
SG Dollar ⁶	— —	+0.52% -0.52%	— —	(4) 4
CHF ⁷	— —	+5.40% -5.40%	— —	45 (45)
CNY ⁵	— —	+1.47% -1.47%	— —	(768) 768

1. The exchange rates used were P49.93 to \$1 and P49.72 to \$1 for the year ended December 31, 2017 and 2016, respectively.

2. The exchange rates used were P0.44 to ¥1 and P0.43 to ¥1 for the year ended December 31, 2017 and 2016, respectively.

3. The exchange rates used were P67.12 to £1 and P60.87 to £1 for the year ended December 31, 2017 and 2016, respectively.

4. The exchange rates used were P59.61 to €1 and P51.84 to €1 for the year ended December 31, 2017 and 2016, respectively.

5. The exchange rates used were P34.35 to SGD1 for the year ended December 31, 2016.

6. The exchange rates used were P48.44 to CHF1 for the year ended December 31, 2016.

7. The exchange rates used were P7.16 to CNY1 for the year ended December 31, 2016.

Information on the Group's foreign currency-denominated monetary assets and liabilities and their Philippine peso equivalents as of December 31, 2017 and 2016 follows:

	2017						
	U.S. Dollar	Japanese Yen	UK Pounds	E.M.U Euro	SG Dollar	CHF	Equivalent in PHP
Financial assets							
Cash and cash equivalents	\$71,221	¥2,548	£111	€17	\$—	CHF—	¥—
Receivables	17,430	—	—	—	—	—	—
	88,651	2,548	111	17	—	—	—
Financial liabilities							
Accounts payable and accrued expenses	(15,848)	(9)	—	(29)	—	—	—
Long-term loans	(74,077)	—	—	—	—	—	—
	(89,925)	(9)	—	(29)	—	—	—
	(\$1,274)	¥2,539	£111	(€12)	\$—	CHF—	¥—

	2016						
	U.S. Dollar	Japanese Yen	UK Pounds	E.M.U Euro	SG Dollar	CHF	Equivalent in PHP
Financial assets							
Cash and cash equivalents	\$66,811	¥2,741	£118	€17	\$—	CHF17	¥—
Receivables	18,622	—	—	—	—	—	—
Advances	300	—	—	—	—	—	—
	85,733	2,741	118	17	—	17	—
Financial liabilities							
Accounts payable and accrued expenses	(24,587)	(10,251)	—	(6)	(22)	—	(7,298)
Payable to related parties	—	—	—	—	—	—	—
Short-term loans	—	—	—	—	—	—	—
Long-term loans	(70,762)	—	—	—	—	—	—
	(95,349)	(10,251)	—	(6)	(22)	—	(7,298)
	(\$9,616)	(¥7,510)	£118	€11	(\$22)	CHF17	(¥7,298)



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, 2017 and 2016.

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, 2017 and 2016 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, 2017 and 2016, the Group's exposure to bad debts is significant for the power on-grid segment and those with doubtful of collection had been provided with allowance as discussed in Note 7.

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 ₱25,769.28 million and ₱16,836.55 million in 2017 and 2016, 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 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, 2017 and 2016, the credit quality per class of financial assets is as follows:

	2017				Total
	Neither past due nor impaired			Past due or Individually Impaired	
	Grade A	Grade B	Grade C		
Cash in bank and cash equivalents	₱25,291,895	₱—	₱—	₱—	₱25,291,895
AFS financial assets					
Quoted	—	91,577	—	—	91,577
Unquoted	—	3,874	—	109,453	113,327
Receivables					
Trade					
Real estate	13,989,831	765,567	74,196	541,176	15,370,770
Electricity sales	2,544,215	354,592	374,863	2,978,179	6,251,849
General construction	3,555,198	—	—	1,567,472	5,122,670
Coal mining	1,908,687	—	—	183,182	2,091,869
Nickel mining	4,340	—	—	95,670	100,010
Merchandising	63,369	—	—	—	63,369
Receivable from related parties	152,998	—	—	—	152,998
Other receivables	923,029	—	—	—	923,029
Financial asset at FVPL	219,668	—	—	—	219,668
Security deposits	5,335	—	—	—	5,335
Refundable deposits	318,656	—	—	—	318,656
Total	48,977,221	1,215,610	449,059	5,475,132	56,117,022
Allowance for Trade receivables:					
Real estate	₱—	₱—	₱—	₱537	₱537
General construction	—	—	—	30,673	30,673
Electricity sales	—	—	—	1,516,504	1,516,504
Coal mining	—	—	—	41,927	41,927
Nickel mining	—	—	—	66,935	66,935
Total allowance	—	—	—	1,656,576	1,656,576
Net amount	₱48,977,221	₱1,215,610	₱449,059	₱3,818,556	₱54,460,446



	2016				Total
	Neither past due nor impaired			Past due or Individually Impaired	
	Grade A	Grade B	Grade C		
Cash in bank and cash equivalents	₱18,694,254	₱—	₱—	₱—	₱18,694,254
AFS financial assets					
Quoted	—	80,139	—	—	80,139
Unquoted	—	5,116	—	109,086	114,202
Receivables					
Trade					
Real estate	8,235,721	797,676	139,509	550,505	9,723,411
Electricity sales	2,918,910	260,138	—	1,946,885	5,125,933
General construction	2,353,516	—	—	1,850,683	4,204,199
Coal mining	1,215,821	—	—	1,141,396	2,357,217
Nickel mining	6,503	—	—	93,652	100,155
Merchandising	58,582	—	—	—	58,582
Receivable from related parties	130,577	37	—	—	130,614
Other receivables	1,072,152	—	—	—	1,072,152
Security deposits	5,325	—	—	—	5,325
Refundable deposits	348,274	—	—	—	348,274
Total	35,039,635	1,143,106	139,509	5,692,207	42,014,457
Allowance for:					
Real estate	—	—	—	537	537
General construction	—	—	—	82,642	82,642
Electricity sales	—	—	—	1,512,359	1,512,359
Coal mining	—	—	—	41,775	41,775
Nickel mining	—	—	—	64,917	64,917
Total allowance	—	—	—	1,702,230	1,702,230
Net amount	₱35,039,635	₱1,143,106	₱139,509	₱3,989,977	₱40,312,227

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 or due to government actions or regulations. 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 except for ₱0.04 million (Grade B) 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, 2017 and 2016, the aging analysis of the Group's past due financial assets presented per class follows:

2017							
	Past due but not impaired					Past due and impaired	Total
	<30 days	30-60 days	61-90 days	91-120 days	>120 days		
Receivables							
Trade							
Real estate	₱67,264	₱32,272	₱25,951	₱194,850	₱220,302	₱537	₱541,176
General							
construction	1,448,469	30,614	10,719	46,997	—	30,673	1,567,472
Electricity sales	547,767	51,089	53,048	28,768	781,003	1,516,504	2,978,179
Coal mining	40,233	—	—	101,022	—	41,927	183,182
Nickel mining	5,054	—	3,617	20,064	—	66,935	95,670
	₱2,108,787	₱113,975	₱93,335	₱391,701	₱1,001,305	₱1,656,576	₱5,365,679
2016							
	Past due but not impaired					Past due and impaired	Total
	<30 days	30-60 days	61-90 days	91-120 days	>120 days		
Receivables							
Trade							
Real estate	₱260,723	₱46,140	₱12,145	₱21,436	₱209,524	₱537	₱550,505
General							
construction	1,768,041	—	—	—	—	82,642	1,850,683
Electricity sales	—	—	434,526	—	—	1,512,359	1,946,885
Coal mining	—	563,758	535,863	—	—	41,775	1,141,396
Nickel mining	—	2,140	2,962	23,633	—	64,917	93,652
	₱2,028,764	₱612,038	₱985,496	₱45,069	₱209,524	₱1,702,230	₱5,583,121

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 ₱180.72 million and ₱550.40 million as of December 31, 2017 and 2016, 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, 2017 and 2016:

	2017		2016, as restated	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Loans and Receivables				
Cash and cash equivalents				
Cash in banks	₱7,131,799	₱7,131,799	₱7,003,096	₱7,003,096
Cash equivalents	18,160,096	18,160,096	11,691,158	11,691,158
Receivables - net				
Trade				
Real estate	15,370,233	15,201,104	9,722,874	8,342,528
General construction	5,091,997	5,091,997	4,121,557	4,121,557
Electricity sales	4,735,345	4,735,345	3,613,574	3,613,574
Coal mining	2,049,942	2,049,942	2,315,442	2,315,442
Nickel mining	33,075	33,075	35,238	35,238
Merchandising and others	63,369	63,369	58,582	58,582
Receivable from related parties	152,998	152,998	130,614	130,614
Other receivables	923,029	923,029	1,072,152	1,072,152
Security deposits	5,335	5,335	5,325	5,325
Refundable deposits	318,656	318,656	348,274	348,274
	54,035,874	53,866,745	40,117,886	38,737,540
Financial assets at FVPL				
Financial assets at FVPL	219,668	219,668	—	—
AFS financial assets				
Quoted securities	91,577	91,577	80,139	80,139
Unquoted securities	3,874	3,874	5,116	5,116
	95,451	95,451	85,255	85,255
	₱54,350,993	₱54,181,864	₱40,203,141	₱38,822,795
Other Financial Liabilities				
Accounts and other payables	₱15,912,377	₱15,912,377	₱12,964,961	₱12,964,961
Liabilities for purchased land	2,220,146	2,092,414	1,529,773	1,424,421
Payable to related parties	339,543	339,543	979,373	979,373
Short-term and long-term debt	39,508,682	44,196,501	36,885,369	48,268,346
	₱57,980,748	₱62,540,835	₱52,359,476	₱63,637,101

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 3.05% to 4.91% in 2017 and 2.47% to 4.74% in 2016.

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 3.05% to 4.91% in 2017 and 2016. The discount rates used for liabilities for purchased land range from 3.03% to 4.92% in 2017 and 2.67% to 4.10% in 2016.

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.

There has been no reclassification from Level 1 to Level 2 or 3 category as of December 31, 2017 and 2016.

37. Contingencies and Commitments

SCPC - 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.

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.

On December 16, 2016, the Supreme Court issued a Notice of Decision and Decision dated December 5, 2016. In said Decision, the Supreme Court denied PSALM's Petition for Review on Certiorari with Prayer for issuance of Temporary Restraining Order and/or Preliminary injunction and affirmed the ruling of the Court of Appeals.

PSALM filed its Motion for Reconsideration dated January 19, 2017. On February 13, 2017, the Supreme Court rendered Decision denying with finality PSALM's Motion for Reconsideration.

On February 22, 2017, due to the denial with finality of PSALM's Motion for Reconsideration by the Supreme Court, SCPC filed with the ERC an Urgent Motion for Resolution of PSALM's Motion for Reconsideration pending with the ERC. SCPC prayed that the MR be denied and a writ of execution be issued in favor of SCPC.

On July 18, 2017, the ERC issued an Order granting PSALM's Motion for Reconsideration and setting aside its Order dated 23 June 2014. In the said Order, the ERC stated that the grant of PSALM's motion is without prejudice to the filing of SCPC of the appropriate money claims with COA.

Petition for Money Claim versus PSALM before the Commission on Audit (COA)

On November 27, 2017, SCPC filed before the COA a Petition for Money Claim against PSALM for the enforcement of the Decision dated July 6, 2011 and Order dated February 13, 2012 issued by the ERC in ERC Case No. 2010-058MC, as affirmed by the Court of Appeals in its Decision dated September 4, 2012 in CA-C.R. No. 123997, and by the Supreme Court in its Decision dated December 5, 2016 in G.R. No. 204719.

On December 11, 2017, SCPC received a copy of the Order dated November 29, 2017 issued by COA directing PSALM to submit its answer to SCPC's Petition dated November 27, 2017 within fifteen (15) days from receipt thereof. Upon confirmation from the Philippine Post Office - Quezon City, PSALM received a copy of the foregoing Order on December 14, 2017. PSALM has until December 29, 2017 within which to file its answer.

On February 7, 2018, SCPC filed with COA a Motion to Declare Respondent Power Sector Assets and Liabilities Management Corporation in Default in view of PSALM's failure to file Answer within the period provided by COA in the Order dated November 29, 2017. However, on February 15, 2018, the SCPC received a copy of PSALM's Motion to Admit Attached Answer with Answer both dated February 12, 2018. In its Answer, PSALM confirmed that it had not made any payments in connection with the ERC Decision dated July 6, 2011 but contended that SCPC's prayer for payment of interest should be denied because allegedly, SCPC's Petition dated November 27, 2017 and the ERC decision failed to state as to when the interest should be counted from. SCPC will prepare a Reply to PSALM's Answer when the COA admits PSALM's answer.

Since this case involves issues which have been settled by no less than the Supreme Court in a final and executory judgment, i.e. PSALM's liability in the principal amount of ₱476.70 million inclusive of VAT, the recovery of SCPC's money claim is certain. The filing of Petition with COA is for the purpose of executing the money judgment since the ERC refused to execute the same based on the rule that all money claims against the government must first be filed with the COA.



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 claimed by MERALCO against SCPC representing line loss amounts allegedly received by SCPC beginning 2009 amounts to ₱265.54 million.

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, 2017 the Joint Motion to Dismiss has yet to be resolved.

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.

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, SCPC estimated its exposure to the said ERC order. 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 from June 2014 to May 2016. Total payments amounted to ₱674.00 million.

In a Decision dated November 7, 2017, the Court of Appeals granted SCPC's Petition and declared the ERC's Orders dated 3 March 2014, 27 March 2014 and 15 October 2014 in ERC Case No. 2014-021 as null and void for being issued in violation of the Constitution and the applicable laws.



On December 14, 2017, SCPC received Meralco's and ERC's Motion for Reconsideration of the Court Appeal's Decision dated 8 and 12 December 2017, respectively. Likewise, SCPC received Motions for Leave to Intervene with Motion to Admit Attach Motion for Reconsideration filed by several third parties such as Mercury Drug Corporation, Riverbanks Development Corporation, Philippine Steelmakers Association and Ateneo de Manila University, seeking intervention in the instant case and reconsideration of the Court of Appeal's Decision.

The Court of Appeals is yet to issue an order requiring SCPC to comment on the pleadings filed by Meralco, ERC and third parties.

Please see judgments and estimates in Note 3 and the related disclosures on allowance for doubtful accounts in Note 7.

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.

PDI - Legal Claims

On June 16, 2015, the Supreme Court (SC) issued a temporary restraining order (TRO) that provisionally suspends the construction of the Torre de Manila, effective until further orders from the SC. Subsequently, on June 18, 2015, the Housing and Land Use Regulatory Board ("HLURB") issued an order temporarily suspending the License to Sell of PDI in respect of Torre de Manila. The order covers the temporary suspension and discontinuation of selling and advertising of units in Torre de Manila and the collection of amortization payments from unit buyers, until further orders from the HLURB. The SC ordered oral arguments for this case that commenced on July 21, 2015 and thereafter.

On April 25, 2017, the SC, in its en banc session, has dismissed the petition filed by the Order of the Knights of Rizal (OKOR) against the construction of Torre de Manila and has lifted the TRO issued on June 16, 2015. As of December 31, 2017, PDI has resumed construction of the project.



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, 2017 and 2016, future minimum lease receivables under the aforementioned operating lease are as follows:

	2017	2016
Within one year	₱27,153	₱36,779
After one year but not more than five years	55,156	28,608
More than five years	32,605	—
	₱114,914	₱65,387

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, 2017 and 2016, future minimum lease payments under the above mentioned operating lease are as follows:

	2017	2016
Within one year	₱90,521	₱74,560
After one year but not more than five years	147,746	63,277
More than five years	28,574	—
	₱266,841	₱137,837

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.

On February 14, 2014, SCPC reiterated its proposal to purchase the Calaca Leased Premises not identified as Optioned Assets.

On February 1, 2017, SCPC again reiterated to PSALM its proposal to purchase the Calaca Leased Premises.

As of the December 31, 2017, 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 ₱9.75 billion and ₱11.02 billion as at December 31, 2017 and 2016, respectively.



Standby Letters of Credit

The Group has outstanding irrevocable standby letters of credit amounting to ₱5.45 billion and ₱5.12 billion, respectively in 2017 and 2016, 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 Group is also currently involved in lawsuits or claims filed by third parties which is substantially labor related and civil cases 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 2017, 2016 and 2015 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.

On February 4, 2018, the DOE published Department Circular No. DC2018-01-0002, “Adopting Policies for the Effective and Efficient Transition to the Independent Market Operator for the Wholesale Electricity Spot Market”. This Circular shall take effect immediately after its publication in two (2) newspapers of general circulation and shall remain in effect until otherwise revoked. Pursuant to Section 37 and Section 30 of the EPIRA, jointly with the electric power participants, the DOE shall formulate the detailed rules for the wholesale electricity spot market. Said rules shall provide the mechanism for determining the price of electricity not covered by bilateral contracts between sellers and purchasers of electricity users. The price determination methodology contained in said rules shall be subject to the approval of ERC. Said rules shall also reflect accepted economic principles and provide a level playing field to all electric power industry participants.

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 that need to be complied within 44 months from the effectivity date, subject to the approval by DENR. The Group’s power plant 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. Contract for the Fly Ash of the Power Plant

On April 30, 2012, SCPC and Pozzolanica Australia Pty, Ltd. (“Pozzolanica”) executed the Contract for the Purchase of Fly Ash of the Power Plant (the “Pozzolanica Contract”). The Pozzolanica contract is valid and effective for a period of fifteen (15) years beginning February 1, 2012. Pozzolanica, as agreed, shall purchase 100 % percent of fly ashes produced or generated by the Power Plant of SCPC.



d. Supplemental Agreement with PALECO

On January 11, 2016, DPC and PALECO signed and executed the “Supplemental Agreement to the July 25, 2012 Power Supply Agreement” for the construction and operation of the 2x4.95MW bunker-fired power plant to augment capacity of DPC’s power plants in the province of Palawan. The Supplemental Agreement shall be valid and effective until such time that DPC’s coal-fired power plant becomes operational. The provisions of the PSA, in so far as they are not inconsistent with the provisions of the Supplemental Agreement, shall remain valid and binding between PALECO and DPC.

The DOE, through a letter dated June 24, 2016 to the BOI has endorsed and acknowledged the 2x4.95MW bunker-fired power plant as part of DPC’s augmentation plan to deliver its committed GDC under the PSA.

On November 23, 2016, the BOI issued the Certificate of Registration (COR) for the Company as New Operator of 15MW Bunker-Fired Power Plant on a Pioneer Status under the Omnibus Investments Code of 1987 (Executive Order No.226).

In the latter part of December 2016, the 2x4.95MW bunker-fired power plant started its commercial operation.

On January 5, 2017, the Energy Regulatory Commission (ERC) granted a Provisional Authority to Operate (PAO) relative to DPC’s application for the issuance of Certificate of Compliance (COC) for its 2x4.95MW Bunker-Fired Power Plant (BFPP)

e. 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.

f. SMPC - Special Order (SO) No. 2017-042, Series of 2017, Creation of DENR Regional Team to Conduct Investigation on the Semirara Mining and Power Corporation

On February 9, 2017, the SMPC received a Special Order (SO) No. 2017-042, Series of 2017 from Department of Environment and Natural Resources - Environment Management Bureau (DENR - EMB) Region VI. The DENR Team that was created through the SO conducted monitoring, inspection and investigation of the following in relation to the SMPC’s activities in Semirara Island:

- Compliance to their ECC;
- Ambient Air and Water Monitoring of Semirara Island;
- Investigation of alleged reclamation of the Parent Company; and
- Livelihood and Community Status in Semirara Island.



In accordance with the SO, the DENR Team proceeded with the investigation, monitoring and inspection on February 9 and 10, 2017. On March 13, 2017, the DENR-EMB Region 6 provided SMPC with the results of the investigation without adverse findings in particularly the report noted that SMPC was very much compliant with its ECC conditions.

g. ZDMC - Cancellation of Mineral Production Sharing Agreements (MPSA)

On February 8, 2017, the secretary of the DENR issued an order cancelling ZDMC's MPSA, based among others, on the suspension imposed on ZDMC on July 7, 2016. It was also grounded on findings noted from the mine audit conducted by the DENR and other violations of certain provisions of laws, rules and regulations which are allegedly committed by ZDMC.

On March 2, 2017, ZDMC filed a for motion for reconsideration (MR) with the DENR from which the DENR failed to act promptly upon the lapse of substantial period. Consequently, ZDMC filed a Notice of Appeal before the Office of the President (OP) on March 31, 2017 to question the cancellation of its MPSA.

As at March 8, 2018, the OP has not yet acted on the appeal of ZDMC. However, acting on the separate appeal filed by ZDMC, the OP granted ZDMC Mineral Ore Export Permit (MOEP) in order to dispose its ore stockpiles, provided that ZDMC will put up a surety bond amounting to ₱5.0 million in favor of the DENR as a guarantee, in which ZDMC has complied with.

h. BNC - Suspension of nickel mining operations

On June 28, 2016, BNC, received an indefinite Regional Suspension Order from Regional Office No. IV-B of MGB in connection with the discoloration of the Llabongan River which extended towards the surrounding area of the causeway within the Berong Bay.

On October 28, 2016, BNC received the results of the DENR Audit dated October 21, 2016 summarizing the findings and recommendation for BNC's actions. BNC submitted their response on November 5, 2016.

On February 8, 2017, the DENR issued an order to BNC maintaining the suspension of its mining operations under the MPSA on the grounds of violation of certain provisions of the Philippine Mining Act of 1995. BNC filed a motion before the Office of DENR Secretary on February 28, 2017 from which the DENR failed to act promptly upon the lapse of substantial period. Consequently, BNC filed a Notice of Appeal before the Office of the President (OP) on March 31, 2017 to question the order maintaining the suspension of its mining operations.

As at March 8, 2018, the OP has not yet acted on the appeal of BNC. However, acting on the separate appeal filed by BNC, the OP granted BNC MOEP in order to dispose its ore stockpiles, provided that BNC will put up a surety bond amounting to ₱5.0 million in favor of the DENR as a guarantee, in which BNC has complied with.

i. Sales Agreement

BNC and ZDMC entered into various sales agreements with different customers to sell and deliver existing inventory of nickel laterite ores, which the DENR ordered to be removed to avoid environmental hazard. The selling price of the nickel laterite ores depends on its ore grading.

High grade (1.8%) and low grade (1.1% to 1.5%) are priced at US\$37 and US\$12 to US\$23, respectively. The sales agreements are subject to price adjustments depending on the final nickel and moisture content agreed by both parties. With the permission and upon directive of DENR,



BNC and ZDMC exported a total of 0.53 million WMT and 1.08 million WMT of nickel laterite ores in 2017 and 2016, respectively.

Provisional payment covering 90% of the total amount as reflected in provisional invoice and final settlement can be made upon receipt of final invoice.

j. Competitive Selection Process (CSP)

On June 11, 2015, DOE Circular No. DC2015-06-0008, “Mandating All Distribution Utilities to Undergo CSP In Securing PSAs”, was signed, requiring all Distribution Utilities (DUs) to conduct a CSP in procuring PSAs. The CSP shall be conducted by a qualified third party duly recognized by the DOE and ERC and, in the case of Electric Cooperatives (ECs), shall be recognized by the National Electrification Administration (NEA). The CSP shall conform with aggregation of DU’s un-contracted demand requirement, annual conduct of CSP, and a uniform PSA Template on the terms and conditions to be issued by the ERC and DOE. The circular does not apply to PSAs with tariff rates already approved and/or have been applied for approval by the ERC before the effectivity of the circular. The DOE shall enforce and monitor compliance and the penalty provision through ERC.

On October 20, 2015, the DOE and ERC released Joint Resolution No. 1 (2015), “A Resolution Enjoining All Distribution Utilities to Conduct Competitive Selection Process (CSP) in the Procurement of Supply for Their Captive Market”. The DOE and ERC recognize that CSP in the procurement of PSAs by the DUs engenders transparency, enhances security of supply, and ensure stability of electricity prices to captive electricity end-users in the long-term.

On the same day, the ERC signed Resolution No. 13, Series of 2015, “A Resolution Enjoining All Distribution Utilities to Conduct Competitive Selection Process (CSP) in the Procurement of Supply for Their Captive Market”. The resolution prescribes that all PSAs shall be awarded to the winning Generation Company following a successful transparent CSP, or by Direct Negotiation in the event of two (2) failed CSPs, and that DUs may adopt any accepted form of CSP. This resolution does not apply to PSAs already filed with the ERC as of its effectivity.

On March 15, 2016, the ERC released Resolution No. 1 Series of 2016, “A Resolution Clarifying the Effectivity of ERC Resolution No.13, series of 2015”. The resolution postponed the effectivity of ERC Resolution No.13, Series of 2015 to April 30, 2016. All PSAs executed on or after the said date shall be required, without exception, to comply with the provisions of the CSP resolution. There should be at least two qualified bids for the CSP to be considered as successful and lastly, the DU shall adopt the Terms of Reference prescribed in Section 2 of ERC Resolution No. 13, Series of 2015. On PSA’s with provisions on automatic renewal or extension of term, it shall apply that PSA’s approved by ERC or filed before the effectivity of Resolution No. 1, may have one (1) automatic renewal or extension for a period not exceeding one (1) year from the end of their respective terms. There will be no automatic renewal or extension of PSAs upon effectivity of Resolution No. 1.

k. Retail Competition and Open Access (RCOA)

Under Section 31 of the Electric Power Industry Reform Act (EPIRA) of 2001, RCOA shall be implemented. In Retail Competition, the Contestable Market are provided electricity by Retail Suppliers through Open Access, wherein qualified Persons are allowed to use the Transmission, and/or Distribution Systems and their associated facilities. The implementation of RCOA is subject to the following conditions; a. Approval of the unbundled transmission and distribution wheeling charges; b. initial implementation of the cross subsidy removal scheme; c. Establishment of the WESM; d. Privatization of at least 70% of the total capacity of



generating assets of NPC in Luzon and Visayas; and e. Transfer of the management and control of at least 70% of the total energy output of power plants under contract with NPC to the IPP Administrators.

Upon satisfying these conditions, the ERC declared 26 December 2012 as the Open Access Date where end-users who have an average monthly peak demand for the preceding twelve (12) months, as indicated by a single utility meter, of at least 1MW (the threshold level) qualifies as Contestable Customers (CCs) making up the Contestable Market (Phase 1). After a six-month Transition Period, on 26 June 2013, Retail Supply Contracts (RSCs) entered into by and between the Ccs and their chosen Suppliers where implemented. Phase 2 implementation was set to begin two (2) years after Phase 1. During Phase 2, the threshold level shall be reduced to 750 kW and Aggregators shall be allowed to supply electricity to End-users whose aggregate monthly average peak demand within a Contiguous Area is at least seven hundred fifty kilowatts (750 kW). Subsequently and every year thereafter, the ERC shall evaluate the performance of the market. On the basis of such evaluation, it shall gradually reduce the threshold level until it reaches the household demand level.

On May 12, 2016, ERC Resolution No. 10 (2016), "A Resolution Adopting the Revised Rules for Contestability", was signed. This revised rules aim to clarify and establish the conditions and eligibility requirements for End-users to be part of the Contestable Market; to set the threshold level for the Contestable Market; to ensure the efficient transition towards full contestability and to ensure consumer protection and enhance the competitive operation of the retail electricity market.

The Resolution states that the Threshold Reduction Date covering End-users with an average monthly peak demand of at least 750 kilowatts (750 kW) for the preceding twelve (12) months, is set to 26 June 2016. Thus, on such date, all End-users with an average monthly peak demand of at least 1 MW (1MW Customers) and 750 kW (750kW Customers), which have been issued Certificates of Contestability by the ERC, shall be allowed to contract with any RES on a voluntary basis. Thereafter, an End-user with an average monthly peak demand of at least 1MW is hereby mandated to enter into RSC with a RES by its mandatory contestability date of 26 December 2016 (This was moved by the ERC to 26 February 2017 through ERC Resolution No. 28 (2016), "Revised Timeframe for Mandatory Contestability, Amending Resolution No. 10, series of 2016, entitled Revised Rules for Contestability" signed on November 15, 2016. Subsequently, an End-user with an average monthly peak demand of at least 750kW is hereby mandated to enter into an RSC with a RES by its mandatory contestability date of 26 June 2017. The lowering of the threshold to cover an end-user with an average monthly peak demand of at least 500kW is set on 26 June 2018, subject to the review of the performance of the retail market by the ERC. Corollary, in its review of the performance of the retail market, the ERC shall establish a set of criteria as basis for the lowering of the contestability threshold. Retail Aggregation shall subsequently be allowed on 26 June 2018. During this phase, suppliers of electricity shall be allowed to contract with end-users whose aggregate demand within a Contiguous Area is at least 750 kW. Retail Competition and Open Access shall be effective only in grids where the WESM is operational.

On February 21, 2017, the Supreme Court issued a Temporary Restraining Order (TRO), G.R. No. 228588, on the implementation of several ERC Resolutions and a DOE Circular concerning the RCOA. ERC Res 10 & 28, Series of 2016 were among them. In a joint advisory on February 24, 2017, the DOE, ERC and PEMC said that they are in a process of drafting a general advisory for the guidance of RCOA Stakeholders. Issues to be considered are: 1) those who have already executed RSCs and were already registered and switched shall continue to honor their respective RSCs; 2) ongoing applications for registration filed before the Central Registration



Body (CRB) may proceed voluntarily; 3) applicants who wish to withdraw or defer their registration before the CRB may do so consistent with the Retail Market Rules provided that the CRB shall not be liable for any legal repercussions that may arise out of the contestable

customers' contractual obligations; and 4) remaining contestable customers who have not yet secured their RSCs may continue to negotiate and exercise their power to choose.

1. Renewable Portfolio Standards (RPS)

The implementation of the RPS is an important development for the Renewable Energy (RE) Market, and impacts the public as a whole. Republic Act No. 9513 or the Renewable Energy Law gives both fiscal and non-fiscal incentives to investors in order to encourage the promotion and development of renewable energy in the Philippines. Toward this end, the RPS serves as a market-based policy mechanism which makes use of the RE Market to facilitate and commercialize trading in RE Certificates, the latter which are used to satisfy the RPS requirements and increases RE generation in the country.

On Dec. 30, 2017, DOE Circular No. DC2017-12-0015, or the RPS On-Grid Rules, took effect, requiring Distribution Utilities (DUs), Electricity Suppliers, generating companies supplying directly connected customers, and other mandated energy sector participants to source or produce a certain share of electricity from their Energy Mix from eligible RE resources. These eligible RE facilities include the following technologies: biomass, waste to energy technology, wind, solar, hydro, ocean, geothermal, and other RE technologies later identified by the DoE.

The RPS On-Grid Rules mandates energy sector participants to comply with the minimum annual RPS requirement in order to meet the aspirational target of thirty-five (35%) in the generation mix by 2030.

This minimum RE requirement, however, will not be imposed immediately but in 2020. 2018 and 2019 are considered transition years to help mandated participants comply with the DOE Circular. Additionally, the RPS On-Grid Rules implements a Minimum Annual Incremental RE Percentage to be sold by mandated participants. It is initially set at a minimum of one percent (1%) and applied to net electricity sales or annual energy demand for the next ten (10) years, and used to determine the current year's requirement for RE Certificates (RECs) of the Mandated Participant.

39. Notes to Consolidated Statements of Cash Flows

Supplemental disclosure of noncash investing activities follows:

	December 31, 2017	December 31, 2016 (As restated)	December 31, 2015 (As restated)
Depreciation capitalized as Mine properties, mining tools and other equipment (Note 24)	₱—	₱486,141	₱382,953
Depreciation capitalized as coal inventory (Note 24)	258,666	157,309	128,037
Transfer from Exploration and evaluation asset to Property, plant and equipment (Notes 13 and 14)	—	4,967,882	—



Changes in liabilities arising from financing activities

	December 31, 2016	Cash flows	Foreign exchange movement	Other	December 31, 2017
Short-term debt	₱2,621,109	(₱1,550,008)	₱—	₱	₱1,071,101
Long-term debt*	34,264,260	4,119,862	15,070	38,389	38,437,581
Dividends	24,476	(10,982,121)	—	10,999,207	41,562
Other noncurrent liabilities	2,969,204	(508,017)	—	(169,377)	2,603,184
<i>*Includes current portion</i>					

Other changes in liabilities above includes amortization of debt issuance cost, accretion of unamortized discount and effect of change in estimate on provision for decommissioning and site rehabilitation, change in pension liabilities and dividends declared by the Parent Company and its partially-owned subsidiaries to non-controlling interest.



DMCI HOLDINGS, INC.

**SUPPLEMENTARY SCHEDULE OF RETAINED EARNINGS AVAILABLE
FOR DIVIDENDS DECLARATION
FOR THE YEAR ENDED DECEMBER 31, 2017
(Amounts in thousands)**

Unappropriated Retained Earnings, beginning	₱4,836,586,278
Net income actually earned/realized during the period:	
Net income during the period closed to retained earnings	9,652,000,063
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	9,652,000,063
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	—
TOTAL RETAINED EARNINGS, END	
AVAILABLE FOR DIVIDEND DECLARATION	₱8,115,400,741

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, 2017:

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2017		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			✓
	Amendments to PFRS 2: Share-based Payment, Classification and Measurement of Share-based Payment Transactions		✓	

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2017		Adopted	Not Adopted	Not Applicable
PFRS 3 (Revised)	Business Combinations	✓		
PFRS 4	Insurance Contracts			✓
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts			✓
	Amendments to PFRS 4: Insurance Contracts, Applying PFRS 9, Financial Instruments, with PFRS 4		✓	
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			✓

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2017		Adopted	Not Adopted	Not Applicable
PFRS 12	Disclosure of Interests in Other Entities	✓		
	Amendments to PFRS 10, PFRS 12 and PAS 27: Investment Entities	✓		
	Amendment to PFRS 12: Clarification of the Scope of the Standard (Part of Annual Improvements to PFRSs 2014 - 2016 Cycle)	✓		
PFRS 13	Fair Value Measurement	✓		
PFRS 14	Regulatory Deferral Accounts			✓
PFRS 15	Revenue from Contracts with Customers		✓	
PFRS 16	Leases		✓	
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	✓		
	Amendments to PAS 7: Statement of Cash Flows, Disclosure Initiative	✓		
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	✓		
	Amendments to PAS 12: Income Taxes, Recognition of Deferred Tax Assets for Unrealized Losses		✓	
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			✓

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2017		Adopted	Not Adopted	Not Applicable
PAS 17	Leases	✓		
PAS 18	Revenue	✓		
PAS 19 (Amended)	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 (Revised)	Borrowing Costs	✓		
PAS 24 (Revised)	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 (Amended)	Investments in Associates and Joint Ventures	✓		
	Amendments to PFRS 10 and PAS 28: Investment Entities: Applying consolidation exceptions			✓
	Amendments to PAS 28, Measuring an Associate or Joint Venture at Fair Value (Part of Annual Improvements to PFRSs 2014 - 2016 Cycle)		✓	
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	✓		

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2017		Adopted	Not Adopted	Not Applicable
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	✓		
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 (2013 version): Hedge Accounting		✓	
PAS 40	Investment Property	✓		
	Amendments to PAS 40: Investment Property, Transfers of Investment Property		✓	
PAS 41	Agriculture			✓
	Amendments to PAS 16 and PAS 41: Bearer Plants			✓

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2017		Adopted	Not Adopted	Not Applicable
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	✓		
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	✓		
IFRIC 22	Philippine Interpretation IFRIC-22: Foreign Currency Transactions and Advance Consideration		✓	

PHILIPPINE FINANCIAL REPORTING STANDARDS AND INTERPRETATIONS Effective as of December 31, 2017		Adopted	Not Adopted	Not Applicable
IFRIC 23	Uncertainty over Income Tax Treatments		✓	
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			✓
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			✓

Standards tagged as “Not applicable” have been adopted by the Group but have no significant covered transactions for the year ended December 31, 2017.

Standards tagged as “Not adopted” are standards issued but not yet effective as of December 31, 2017. The Group will adopt the Standards and Interpretations when these become effective.

DMCI HOLDINGS, INC. AND SUBSIDIARIES
INDEX TO CONSOLIDATED COMPANY FINANCIAL STATEMENTS AND
SUPPLEMENTARY SCHEDULES

CONSOLIDATED COMPANY FINANCIAL STATEMENTS

Statement of Management's Responsibility for Consolidated Financial Statements

Report of Independent Auditors' Report

Consolidated Statements of Financial Position as of December 31, 2017, 2016 and January 1, 2016

Consolidated Statements of Comprehensive Income for the Years Ended
December 31, 2017, 2016 and 2015

Consolidated Statements of Changes in Equity for the Years Ended
December 31, 2017, 2016 and 2015

Consolidated Statements of Cash flows for the Years Ended
December 31, 2017, 2016 and 2015

Notes to Consolidated Financial Statements

SUPPLEMENTARY SCHEDULES

Report of Independent Auditors on Supplementary Schedules

- I. Schedules required by Annex 68-E
 - A. Financial Assets (Current Marketable Equity and Debt Securities and Other Short-Term Cash Investments)
 - B. Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than Related Parties)
 - C. Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements
 - D. Intangible Assets
 - E. Long-term Debt
 - F. Indebtedness to Related Parties
 - G. Guarantees of Securities of Other Issuers
 - H. Capital Stock
- II. Schedule of all of the effective standards and interpretations (Part 1, 4J)
- III. Reconciliation of Retained Earnings Available for Dividend Declaration (Part 1, 4C; Annex 68-C)
- IV. Map of the relationships of the companies within the group (Part 1, 4H)
- V. Schedule of Financial Soundness Indicators

DMCI HOLDINGS, INC. AND SUBSIDIARIES**SUPPLEMENTARY INFORMATION AND DISCLOSURES REQUIRED ON SRC RULE 68 AS AMENDED
DECEMBER 31, 2017**

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
Gold and Club Shares*	38	₱82,640,000	₱82,640,000	
Manila Electric Company	38,533	12,661,944	12,661,944	
Mabuhay Vinyl Corp.	34,889	111,645	111,645	
Others	1	37,258	37,258	
TOTAL	73,461	₱95,450,847	₱95,450,847	

* Includes shares of stocks from golf and country clubs memberships

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, 2017:

Entity with Receivable Balance	Name of Entity with Payable Balance	Due from related party	Due to related party
Semirara Mining and Power Corporation	Sem-Calaca Power Corporation	2,492,241,640	(2,492,241,640)
DMCI Holdings, Inc.	DMCI Mining Corporation	1,617,719,511	(1,617,719,511)
DMCI Mining Corporation	Fil-Euro Asia Nickel Corporation	1,142,018,920	(1,142,018,920)
Fil-Euro Asia Nickel Corporation	Zambales Diversified Metals Corporation	1,065,541,781	(1,065,541,781)
DMCI Mining Corporation	Fil-Asian Strategic Resources & Properties Corporation	908,364,024	(908,364,024)
D.M. Consunji, Inc.	Semirara Mining and Power Corporation	852,320,178	(852,320,178)
Fil-Asian Strategic Resources & Properties Corporation	Zambales Diversified Metals Corporation	507,066,425	(507,066,425)
Semirara Mining and Power Corporation	Southwest Luzon Power Generation Corporation	483,072,563	(483,072,563)
DMCI Holdings, Inc.	DMCI Power Corportion	400,000,000	(400,000,000)
DMCI Mining Corporation	Berong Nickel Corporation	293,797,645	(293,797,645)
D.M. Consunji, Inc.	DMCI Project Developers, Inc.	251,639,667	(251,639,667)
D.M. Consunji, Inc.	Southwest Luzon Power Generation Corporation	245,701,559	(245,701,559)
Semirara Mining and Power Corporation	Semirara Claystone, Inc.	179,842,102	(179,842,102)
DMCI Project Developers, Inc.	DMCI Homes, Inc.	175,838,970	(175,838,970)
Riviera Land Corporation	DMCI Project Developers, Inc.	116,833,026	(116,833,026)
Beta Electric Corporation	D.M. Consunji, Inc.	115,866,176	(115,866,176)
Fil-Euro Asia Nickel Corporation	Zambales Chromite Mining Company Inc.	96,016,882	(96,016,882)
Hampstead Gardens Corporation	DMCI Project Developers, Inc.	85,787,696	(85,787,696)
Fil-Asian Strategic Resources & Properties Corporation	Montemina Resources Corporation	85,663,458	(85,663,458)
D.M. Consunji, Inc.	Sem-Calaca Power Corporation	81,489,677	(81,489,677)
DMCI Project Developers, Inc.	DMCI Homes Property Management Corporation	71,407,296	(71,407,296)
Zambales Diversified Metals Corporation	D.M. Consunji, Inc.	55,108,901	(55,108,901)
D.M. Consunji, Inc.	DMCI Masbate Power Corporation	49,003,549	(49,003,549)

Entity with Receivable Balance	Name of Entity with Payable Balance	Due from related party	Due to related party
Semirara Mining and Power Corporation	DMCI Power Corportion	46,138,356	(46,138,356)
Sem-Calaca Power Corporation	Southwest Luzon Power Generation Corporation	42,725,972	(42,725,972)
Fil-Asian Strategic Resources & Properties Corporation	Montague Resources Philippines Corporation	41,845,015	(41,845,015)
Fil-Euro Asia Nickel Corporation	Zamnorth Holdings Corporation	35,003,159	(35,003,159)
Zambales Diversified Metals Corporation	Zambales Chromite Mining Company Inc.	29,064,608	(29,064,608)
DMCI Power Corportion	Sem-Calaca Power Corporation	26,822,711	(26,822,711)
Berong Nickel Corporation	Ulugan Nickel Corporation	23,346,386	(23,346,386)
Zamnorth Holdings Corporation	DMCI Mining Corporation	20,070,845	(20,070,845)
DMCI Mining Corporation	Ulugan Nickel Corporation	19,068,056	(19,068,056)
Fil-Euro Asia Nickel Corporation	Fil-Asian Strategic Resources & Properties Corporation	17,690,203	(17,690,203)
DMCI Project Developers, Inc.	DMCI Mining Corporation	11,426,236	(11,426,236)
DMCI Mining Corporation	DMCI Power Corportion	8,913,290	(8,913,290)
Semirara Mining and Power Corporation	DMCI Masbate Power Corporation	6,792,908	(6,792,908)
DMCI Mining Corporation	TMM Management, Inc.	4,239,722	(4,239,722)
Semirara Mining and Power Corporation	DMCI Mining Corporation	3,872,518	(3,872,518)
Fil-Asian Strategic Resources & Properties Corporation	ZDMC Holdings Corporation	2,774,881	(2,774,881)
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)
Montemina Resources Corporation	Zambales Chromite Mining Company Inc.	2,291,646	(2,291,646)
Fil-Asian Strategic Resources & Properties Corporation	Zambales Chromite Mining Company Inc.	2,120,807	(2,120,807)
Wire Rope Corporation of the Philippines	D.M. Consunji, Inc.	2,059,126	(2,059,126)
DMCI Mining Corporation	Zambales Chromite Mining Company Inc.	1,986,639	(1,986,639)
DMCI Mining Corporation	D.M. Consunji, Inc.	1,800,114	(1,800,114)
Zambales Diversified Metals Corporation	Berong Nickel Corporation	1,107,362	(1,107,362)
Berong Nickel Corporation	Ulugan Resouces Holdings, Inc.	730,763	(730,763)
Wire Rope Corporation of the Philippines	DMCI Project Developers, Inc.	698,355	(698,355)
Semirara Mining and Power Corporation	Semirara Energy Utilities, Inc.	504,247	(504,247)
Fil-Asian Strategic Resources & Properties Corporation	Zamnorth Holdings Corporation	385,948	(385,948)
Fil-Euro Asia Nickel Corporation	Zambales Nickel Processing Corporation	362,913	(362,913)
DMCI Mining Corporation	Ulugan Resouces Holdings, Inc.	358,492	(358,492)
Semirara Mining and Power Corporation	Sem-Balayan Power Generation Corporation	308,392	(308,392)
DMCI Project Developers, Inc.	Zenith	262,344	(262,344)
Semirara Mining and Power Corporation	Sem-Calaca Industrial Park Developers, Inc.	216,156	(216,156)
Heraan Holdings, Inc.	DMCI Mining Corporation	123,585	(123,585)
Montemina Resources Corporation	Zambales Nickel Processing Corporation	100,889	(100,889)
Berong Nickel Corporation	TMM Management, Inc.	87,542	(87,542)
Fil-Asian Strategic Resources & Properties Corporation	Mt. Lanat Metals Corporation	82,414	(82,414)
DMCI Project Developers, Inc.	DMCI-PDI Hotels, Inc.	49,643	(49,643)
DMCI-PDI Hotels, Inc.	DMCI Homes, Inc.	46,327	(46,327)
Zambales Chromite Mining Company Inc.	Montague Resources Philippines Corporation	39,569	(39,569)
Zambales Chromite Mining Company Inc.	ZDMC Holdings Corporation	39,569	(39,569)

Entity with Receivable Balance	Name of Entity with Payable Balance	Due from related party	Due to related party
TMM Management, Inc.	Ulugan Nickel Corporation	30,000	(30,000)
Ulugan Nickel Corporation	Ulugan Resouces Holdings, Inc.	26,196	(26,196)
DMCI Project Developers, Inc.	Semirara Mining and Power Corporation	20,816	(20,816)
D.M. Consunji, Inc.	DMCI Holdings, Inc.	17,942	(17,942)
DMCI Mining Corporation	Zambales Diversified Metals Corporation	16,668	(16,668)
DMCI Project Developers, Inc.	DMCI Holdings, Inc.	15,135	(15,135)
DMCI Mining Corporation	ZDMC Holdings Corporation	14,543	(14,543)
Zambales Diversified Metals Corporation	Zamnorth Holdings Corporation	2,250	(2,250)
DMCI Project Developers, Inc.	DMCI Power Corporation	2,104	(2,104)
Zambales Diversified Metals Corporation	Heraan Holdings, Inc.	950	(950)
Zambales Diversified Metals Corporation	Zambales Nickel Processing Corporation	700	(700)

As of December 31, 2017, 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	₱73,893,013	₱55,632,562	(₱51,927,241)	₱—	₱—	₱77,598,334

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	₱1,350,968,798	Floating rate to be repriced every 3 months based on 3-months LIBOR plus a spread of 0.86%	2019	Interest payable every 3 months, principal to be paid on maturity date	₱—	₱1,350,968,798
Bank loans	1,196,006,613	Floating rate to be repriced every 3 months	2018	Interest payable every 3 months, principal to be paid on maturity date	1,196,006,613	—
Bank loans	856,983,887	Floating rate to be repriced every 3 months based on 3-months LIBOR plus a spread of 0.86%	2019	Interest payable every 3 months, principal to be paid on maturity date	—	856,983,887
Bank loans	1,837,500,000	Floating rate to be repriced every 3 months based on 3-months "PDST-R2" plus a spread of one percent (1%)	Various quarterly maturities starting 2018 until 2021	Interest and principal are payable on the date of maturity	656,250,000	1,181,250,000
Bank loan	1,400,000,000	Floating rate to be repriced every 3 months based on 3-months "PDST-R2" plus a spread of one percent (0.5%)	2020	Interest payable every 3 months, principal to be paid on maturity date	—	1,400,000,000
Bank loan	750,000,000	Floating rate to be repriced every 3 months	2020	Interest payable every 3 months, principal to be paid on maturity date	—	750,000,000
Mortgage payable	7,647,954,802	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.	1,703,703,704	5,944,251,098

(Forward)

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 loan	₱2,985,064,072	4.90% p.a.	Various quarterly maturities starting 2021 until 2024	The principal amount shall be payable in sixteen (16) equal consecutive quarterly installments commencing on the thirty-ninth month from the initial borrowing date. Final repayment date is seven (7) years after initial borrowing.	₱—	₱2,985,064,072
Bank loans	273,171	8.97% to 15.16%	July 7, 2018	Payable upon maturity of the loans.	273,171	—
Bank loan	1,543,500	8.97%	Various maturities from 2018 to 2020	Payable upon maturity of the loans.	227,556	1,315,944
Bank loans	2,656,903	8.68% to 10.25%	Various monthly maturities starting 2010 to 2020	Payable in equal monthly installments starting April 2010 up to September 2020,	1,177,098	1,479,805
Bank loans	165,517,950	5.04% p.a.	May 21, 2018	50% to be paid 2 years from initial drawdown date and remaining 50% to be paid 3 yrs from initial drawdown date	165,517,950	—
Fixed rate corporate notes	18,676,609,697	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%, PDST-R2 issued date for 5-year and 7-year treasury securities + 1.50%	Various maturities from 2016 to 2023	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.	903,250,500	17,773,359,197
Bank loans	797,656,051	5.09%-8.17% p.a.	Various	Payable in equal and continuous monthly payments not exceeding 120 days commencing one (1) month from date of execution.	—	797,656,051
HomeSaver Bonds	₱768,845,000	4.5%-5% p.a.	Various maturities from 2018 to 2020	Tranche A, C, D, and F are payable 3 years from the initial issue date; Tranche B, E and G is payable 5 years from the initial issue date.	—	768,845,000
₱38,437,580,444					₱4,626,406,592	₱33,811,173,852

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	391,244,885	3,666,193,390
	20,000,000,000	13,277,473,780	—	9,220,031,725	391,244,885	3,666,197,170

See Note 22 of the Consolidated Financial Statements

DMCI HOLDINGS, INC. AND SUBSIDIARIES
SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS
FOR THE YEAR ENDED DECEMBER 31, 2017 AND 2016

Financial Soundness Indicator	December 31, 2017	December 31, 2016 (As restated)
i. Liquidity ratio:		
Current ratio	260.27%	229.55%
ii. Leverage ratios:		
Net debt-to-equity ratio¹	15.15%	21.67%
Interest coverage ratio	13.70 times	11.81 times
iii. Management ratios:		
Return on assets ratio²	13.30%	12.53%
Return on equity ratio³	20.46%	19.45%
iv. Asset-to-equity ratio	183.55%	186.12%
v. Profitability ratios:		
Gross margin ratio	42.71%	39.99%
Net profit margin ratio	25.92%	26.39%

¹Net debt represents short-term and long-term debt less cash and cash equivalents

²Return on asset is calculated using net income before finance costs over the average total assets

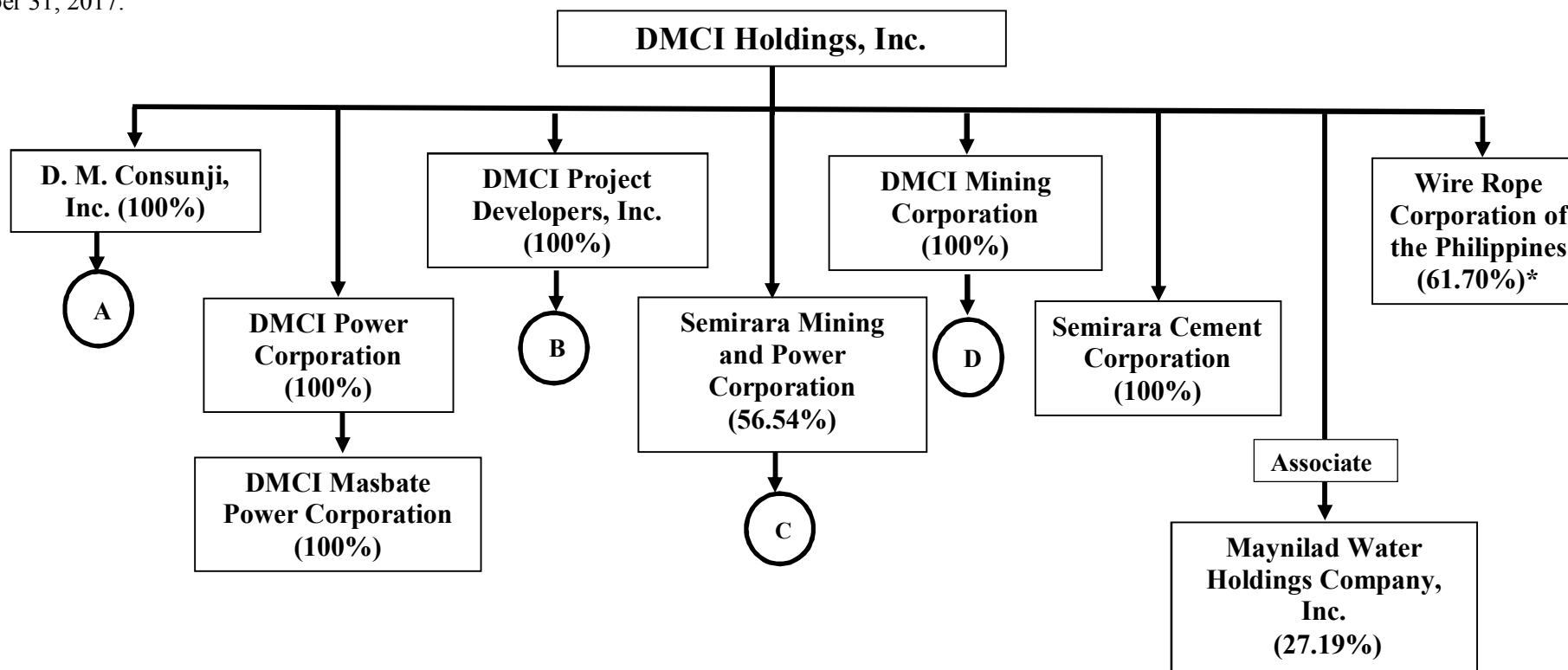
³Return on equity is calculated using net income attributable to the equity holders of the Parent Company over the average total equity attributable to equity holders of the Parent Company

DMCI HOLDINGS, INC.

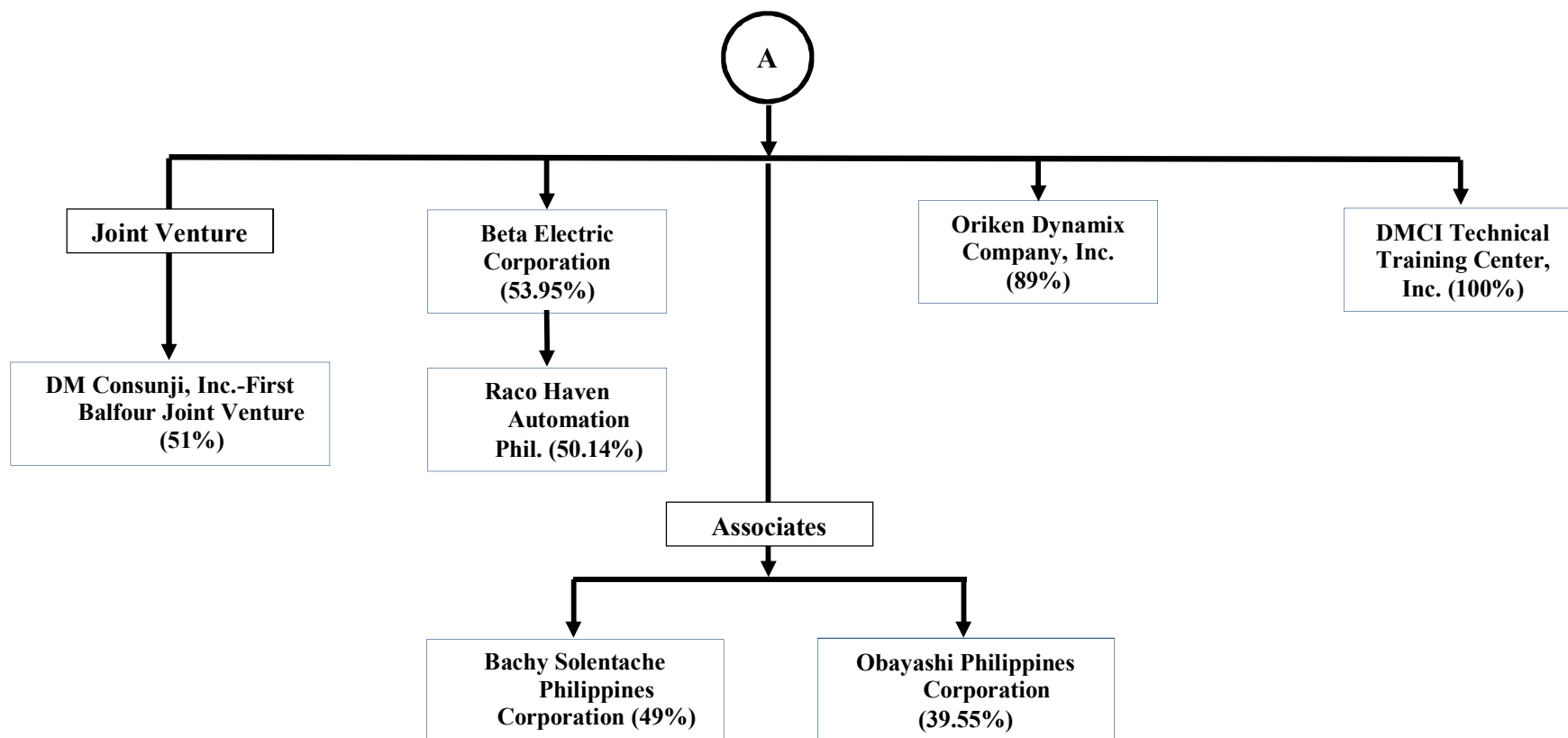
MAP OF RELATIONSHIPS OF THE COMPANIES WITHIN THE GROUP

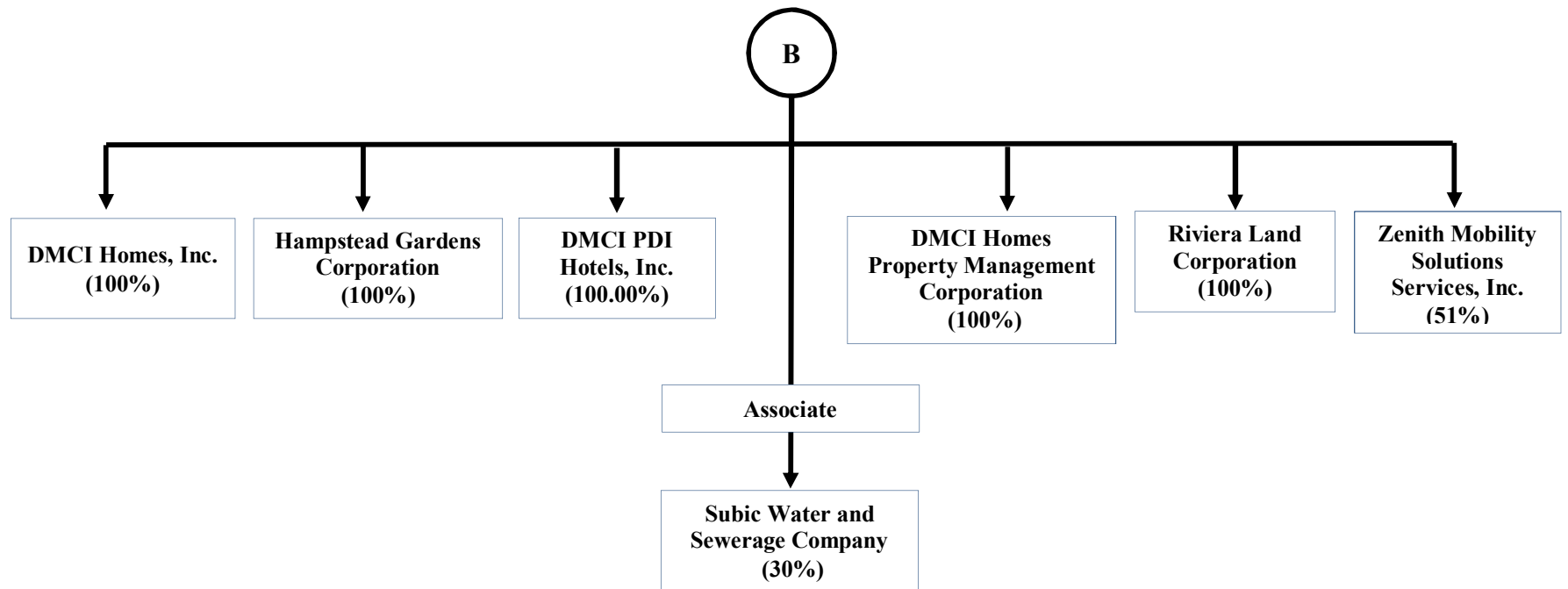
Group Structure

Below is a map showing the relationship between and among the Group and its ultimate parent company, subsidiaries, and associates as of December 31, 2017:



* Includes 16.02% investment of D.M. Consunji, Inc. to Wire Rope.





**Includes 34.12% investment of DMCI to Riviera Land.*

